E2E Networks Limited

CIN- L72900DL2009PLC341980

Uppal's Genesis A-32, Block B, Mohan Cooperative Industrial Estate,
Badarpur, New Delhi 110044, Phone No. +91-11-4084-4964

Email: cs@e2enetworks.com, **Website** https://www.e2enetworks.com/

Date: September 05, 2026

To,	To,
National Stock Exchange of India Ltd. ('NSE') Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai – 400 051, Maharashtra, India **(Script Symbol: E2E)**	The Manager- Listing BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001 Maharashtra, India **(Scrip Code: 544783)**

Sub: Submission of Notice of 17th Annual General Meeting for the Financial Year Ended March 31, 2026

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the 17th Annual General Meeting (AGM) Notice of the Company. The 17th Annual General Meeting (AGM) of the Company will be held on Monday, September 28, 2026 at 11:30 a.m. (IST) through Video Conferencing / Other Audio Visual means (VC/OAVM).

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide its members with the remote e-voting facility to cast their votes electronically on the resolutions mentioned in the AGM Notice using the electronic voting platform provided by MUFG Intime India Private Limited. The voting rights of members shall be in proportion to the shares held by them, as on the cut-off date i.e. Monday, September 21, 2026. The remote e-voting period commences on **Friday, September 25, 2026, at 09:00 a.m. (IST)** and ends on **Sunday, September 27, 2026, at 05:00 p.m.** (IST). The remote e-voting module shall be disabled by MUFG Intime India Private Limited for voting thereafter. In addition, the facility for voting through electronic voting system shall also be made available at the AGM and the members participating in AGM through VC/OAVM, who have not already cast their vote by remote e-voting shall be able to exercise their rights in the meeting.

The Notice of 17th Annual General Meeting are also uploaded on the website of the Company viz https://www.e2enetworks.com .

This is for your information and records.

Yours faithfully,

For E2E Networks Limited

RONIT Digitally signed by RONIT Date: 2026.09.05 14:57:19 +05'30'

Ronit
Company Secretary & Compliance Officer
Membership No.: A59215

Encl.: As above

E2E Networks Limited

CIN- L72900DL2009PLC341980
Uppal's Genesis A-32, Block B, Mohan Cooperative Industrial Estate, Badarpur, New Delhi 110044,
Email: cs@e2enetworks.com, Website https://www.e2enetworks.com/

NOTICE OF 17th ANNUAL GENERAL MEETING

Notice is hereby given that the 17th Annual General Meeting (**"AGM"**) of the Members of E2E Networks Limited (**"Company"**) will be held on **Monday**, **September 28th 2026 at 11:30 A.M. (IST)** through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

Item No. 1: Adoption of Audited Financial Statements

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the audited financial statements of the Company for the financial year ended March 31, 2026 together with the reports of board of directors and auditor's thereon, be and are hereby received, considered and adopted**."**

Item No. 2: Appointment of director in place of Ms. Megha Raheja (DIN: 10855604), who retires by rotation and being eligible, offers herself for re-appointment as a director

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT in accordance with section 152 and all other applicable provisions, if any, of the Companies Act, 2013, Ms. Megha Raheja (DIN: 10855604), who retires by rotation and, being eligible, offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.**"**

SPECIAL BUSINESS:

Item No. 3: Waiver of recovery of managerial remuneration paid to all Executive Director(s) (including Managing Director) of the Company for the Financial Year 2025-2026:

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 read with Schedule V of the Companies Act, 2013 ("the Act") and other applicable provisions, if any, of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), as amended from time to time and Articles of Association of the Company and based on the recommendations of Nomination and Remuneration Committee and the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for waiver of recovery of the excess remuneration aggregating to Rs. 3,19,95,000/- (Rupees Three Crore Nineteen Lakh Ninety-Five Thousand only) paid to all the Executive Directors (i.e. Managing Director and Whole Time Director(s) of the Company) in the form of fixed pay or otherwise for the Financial Year 2025-26, being in excess of the limits prescribed under Section 197(1) of the Act (i.e., 5% of net profits for one such managing/whole-time director, and 10% where there is more than one such Managing and/or Whole-time Director), as computed under Section 198 of the Act, and as more particularly set out in the Explanatory Statement annexed hereto.

FURTHER RESOLVED THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may, in its absolute discretion, deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution."

Item No. 4: Revision in remuneration payable to Mr. Tarun Dua, Managing Director of the Company:

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

"RESOLVED THAT in partial modification of the Special Resolution passed by the Shareholders of the Company through postal ballot on October 30, 2025 and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including Regulation 17(6)(e), and the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors, the consent of the Members of the Company be and is hereby accorded for revision and enhancement in the remuneration payable to Mr. Tarun Dua (DIN: 02696789), Managing Director and Key Managerial Personnel of the Company from the existing remuneration of Rs.1,25,00,000/- (Rupees One Crore Twenty-Five Lakh only) per annum to remuneration not exceeding Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakh only) per annum for a period commencing from September 1, 2026 to March 31, 2029, on such terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the revised remuneration of up to Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakh only) per annum shall comprise salary, dearness allowance, incentives, perquisites, rent-free accommodation and other allowances, as may be determined by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, within the overall limit approved by the Members.

RESOLVED FURTHER THAT in addition to the aforesaid remuneration, Mr. Tarun Dua shall continue to be entitled to the following facilities and benefits, which shall not be included in the computation of ceiling on total remuneration to the extent permissible under applicable law:

a. Provision of car with driver, telephone and other communication facilities in connection with the business of the Company;

b. Health and Accident Insurance as per the policies of the Company; and

c. All travel, entertainment or other expenses incurred by her in furtherance of or in connection with the performance of her duties, in accordance with the Company's policy.

The value of allowances and perquisites shall be taken as per the Income-tax Rules, wherever applicable. In the absence of any applicable rules, allowances and perquisites shall be valued at actual cost.

In addition to the above, he shall also be entitled to the following benefits as per the policy/rules of the Company in force from time to time, which shall not form part of her remuneration to the extent permissible under applicable law:

a. Company's contribution to Provident Fund; and

b. Payment of Gratuity and other retirement benefits.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Mr. Tarun Dua, the remuneration payable to him shall be in accordance with and subject to the limits and conditions prescribed under Section 197 read with Schedule V to the Act, including any statutory modification, amendment or re-enactment thereof, and the approval accorded by this resolution shall constitute the approval of the Members for payment of such remuneration as minimum remuneration, to the extent permissible under applicable law.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of the SEBI LODR Regulations, approval of the Members be and is hereby accorded for payment of remuneration to Mr. Tarun Dua, notwithstanding that the annual remuneration payable to him may exceed the thresholds prescribed under the said Regulation, namely, (i) Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher, or (ii) where applicable, the aggregate annual remuneration payable to all executive promoter directors exceeds 5% of the net profits of the Company, to the extent applicable during his tenure.

RESOLVED FURTHER THAT the Board of Directors of the Company, based on the recommendations of the Nomination and Remuneration Committee or any Committee thereof, be and is hereby authorised to determine, revise, vary or modify the components of remuneration payable to Mr. Tarun Dua within the overall ceiling of Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakh only) per annum, subject to the provisions of the Act, Schedule V thereto, SEBI LODR Regulations and other applicable laws.

RESOLVED FURTHER THAT all other terms and conditions of appointment of Mr. Tarun Dua as the Managing Director of the Company, as approved by the Members through Postal Ballot held on October 30, 2025, shall remain unchanged and continue to remain in full force and effect.

RESOLVED FURTHER THAT the remuneration paid to Mr. Tarun Dua (DIN: 02696789), Managing Director and Key Managerial Personnel of the Company for the period commencing from April 01, 2026 to August 31, 2026 pursuant to Section 197, 198, and other applicable provisions, if any, of the Act read with Schedule V thereto, SEBI LODR Regulations and other applicable laws and in terms of special resolution passed by the shareholders of the Company through Postal Ballot on October 30, 2025, be and is hereby approved and ratified.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may, in its absolute discretion, deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution."

Item No. 5: Revision in remuneration payable to Ms. Srishti Baweja, Whole Time Director of the Company:

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

"RESOLVED THAT in partial modification of the Special Resolution passed by the Shareholders of the Company through postal ballot on October 30, 2025 and pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including Regulation 17(6)(e), and the Articles of Association of the Company, and pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors, the consent of the Members of the Company be and is hereby accorded for revision and enhancement in the remuneration payable to Ms. Srishti Baweja (DIN: 08057000), Whole Time Director and Key Managerial Personnel of the Company from the existing remuneration of Rs.1,25,00,000/- (Rupees One Crore Twenty-Five Lakh only) per annum to remuneration not exceeding Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakh only) per annum for a period commencing from September 1, 2026 to March 31, 2029, on such terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the revised remuneration of up to Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakh only) per annum shall comprise salary, dearness allowance, incentives, perquisites, rent-free accommodation and other allowances, as may be determined by the Board of Directors on the recommendation of the Nomination and Remuneration Committee, within the overall limit approved by the Members.

RESOLVED FURTHER THAT in addition to the aforesaid remuneration, Ms. Srishti Baweja shall continue to be entitled to the following facilities and benefits, which shall not be included in the computation of ceiling on total remuneration to the extent permissible under applicable law:

a. Provision of car with driver, telephone and other communication facilities in connection with the business of the Company;

b. Health and Accident Insurance as per the policies of the Company; and

c. All travel, entertainment or other expenses incurred by her in furtherance of or in connection with the performance of her duties, in accordance with the Company's policy.

The value of allowances and perquisites shall be taken as per the Income-tax Rules, wherever applicable. In the absence of any applicable rules, allowances and perquisites shall be valued at actual cost.

In addition to the above, he shall also be entitled to the following benefits as per the policy/rules of the Company in force from time to time, which shall not form part of her remuneration to the extent permissible under applicable law:

a. Company's contribution to Provident Fund; and

b. Payment of Gratuity and other retirement benefits.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Ms. Srishti Baweja, the remuneration payable to her shall be in accordance with and subject to the limits and conditions prescribed under Section 197 read with Schedule V to the Act, including any statutory modification, amendment or re-enactment thereof, and the approval accorded by this resolution shall constitute the approval of the Members for payment of such remuneration as minimum remuneration, to the extent permissible under applicable law.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of the SEBI LODR Regulations, approval of the Members be and is hereby accorded for payment of remuneration to Ms. Srishti Baweja, notwithstanding that the annual remuneration payable to her may exceed the thresholds prescribed under the said Regulation, namely, (i) Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher, or (ii) where applicable, the aggregate annual remuneration payable to all executive promoter directors exceeds 5% of the net profits of the Company, to the extent applicable during her tenure.

RESOLVED FURTHER THAT the Board of Directors of the Company, based on the recommendations of the Nomination and Remuneration Committee or any Committee thereof, be and is hereby authorised to determine, revise, vary or modify the components of remuneration payable to Ms. Srishti Baweja within the overall ceiling of Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakh only) per annum, subject to the provisions of the Act, Schedule V thereto, SEBI LODR Regulations and other applicable laws.

RESOLVED FURTHER THAT all other terms and conditions of appointment of Ms. Srishti Baweja as the Whole Time Director of the Company, as approved by the Members through Postal Ballot held on October 30, 2025, shall remain unchanged and continue to remain in full force and effect.

RESOLVED FURTHER THAT the remuneration paid to Ms. Srishti Baweja (DIN: 08057000), Whole Time Director and Key Managerial Personnel of the Company for the period commencing from April 01, 2026 to August 31, 2026 pursuant to Section 197, 198, and other applicable provisions, if any, of the Act read with Schedule V thereto, SEBI LODR Regulations and other applicable laws and in terms of special resolution passed by the shareholders of the Company through Postal Ballot on October 30, 2025, be and is hereby approved and ratified.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may, in its absolute discretion, deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution."

Item No. 6: Modification in the term of remuneration to Ms. Megha Raheja, Whole Time Director of the Company:

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

"RESOLVED THAT in partial modification of the Special Resolution passed by the Shareholders of the Company through postal ballot on January 04 , 2025 and pursuant to Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and including Regulation 17(6)(e) and for payment of remuneration of Rs. 70,00,000/- (Rupees Seventy Lakh only) per annum to Ms. Megha Raheja (DIN: 10855604), Whole Time Director and Key Managerial Personnel of the Company, for a period commencing from September 1, 2026 to March 31, 2029 on such terms and conditions as set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT in the event of absence or inadequacy of profits in any financial year during the tenure of Ms. Megha Raheja, the remuneration payable to her shall be in accordance with and subject to the limits and conditions prescribed under Section 197 read with Schedule V to the Act, including any statutory modification, amendment or re-enactment thereof, and the approval accorded by this resolution shall constitute the approval of the Members for payment of such remuneration as minimum remuneration, to the extent permissible under applicable law.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of the SEBI LODR Regulations, approval of the Members be and is hereby accorded for payment of remuneration to Ms. Megha Raheja, notwithstanding that the annual remuneration payable to her may exceed the thresholds prescribed under the said Regulation, namely, (i) Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher, or (ii) where applicable, the aggregate annual remuneration payable to all executive promoter directors exceeds 5% of the net profits of the Company, to the extent applicable during her tenure.

RESOLVED FURTHER THAT the Board of Directors of the Company, based on the recommendations of the Nomination and Remuneration Committee or any Committee thereof, be and is hereby authorised to determine, revise, vary or modify the components of remuneration payable to Ms. Megha Raheja within the overall ceiling of Rs. 70,00,000/- (Rupees Seventy Lakh only) per annum, subject to the provisions of the Act, Schedule V thereto, SEBI LODR Regulations and other applicable laws.

RESOLVED FURTHER THAT all other terms and conditions of appointment of Ms. Megha Raheja as the whole-time Director of the Company including the Remuneration of Rs. 70,00,000/- (Rupees Seventy Lakh only) per annum, as approved by the Members through Postal Ballot held on January 4, 2025, shall remain unchanged and continue to remain in full force and effect.

RESOLVED FURTHER THAT the remuneration paid to Ms. Megha Raheja (DIN: 10855604), Whole Time Director and Key Managerial Personnel of the Company for the period commencing from April 01, 2026 to August 31, 2026 pursuant to Section 197, 198, and other applicable provisions, if any, of the Act read with Schedule V thereto, SEBI LODR Regulations and other applicable laws and in terms of special resolution passed by the shareholders of the Company through Postal Ballot on January 4, 2025, be and is hereby approved and ratified.

RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to do all such acts, deeds, matters and things and execute all such documents, instruments and writings as may be required and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may, in its absolute discretion, deem fit and to execute any documents, papers, etc. as may be necessary or desirable in connection with or incidental to give effect to this resolution."

Item No. 7: Approval for the raising of funds by way of public or private offering through a Qualified Institutions Placement / Rights / FPO / Any other mechanism to Investors through Issuance of equity shares or other eligible securities by the company:

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 23, 42, 62 and other applicable provisions, if any, of the Companies Act, 2013 (the "Companies Act"), the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment thereof), the Foreign Exchange Management Act, 1999 and the rules and regulation framed thereunder, as amended (the "FEMA"), including the Foreign Exchange Management (Non-debt Instruments) Regulations, 2019, as amended and in accordance with any other applicable laws, rules, regulations, guidelines, notifications, circulars and clarifications issued thereon from time to time by Government of India (the "GoI"), the Reserve Bank of India (the "RBI"), and the Securities and Exchange Board of India (the "SEBI"), the stock exchanges on which the Company's shares are listed (the "Stock Exchanges"), Ministry of Corporate Affairs ("MCA"), the Registrar of Companies, and including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the "SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "SEBI LODR Regulations"), the enabling provisions of the Memorandum of Association and Articles of Association of the Company, the uniform listing agreements entered into by the Company with the Stock Exchanges (the "Listing Agreements") and subject to necessary approvals, permissions, consents and sanctions as may be necessary from SEBI, Stock Exchanges, MCA, RBI, GoI or any concerned statutory, regulatory, governmental or any other authority, as applicable and further subject to such terms and conditions or modifications as may be prescribed or imposed by any of them while granting any such approvals, permissions, consents and sanctions and which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any committee thereof which the Board may have duly constituted or may hereinafter constitute to exercise its powers including the powers conferred by this Resolution), the consent, authority and approval of the Members be and is hereby accorded to raise further capital and to create, offer, issue and allot (including with provisions for reservations on firm and/ or competitive basis, for such part of issue and for such categories of persons as may be permitted by applicable law), with or without green shoe option, such number of fully paid-up Equity Shares, and/or convertible securities (including warrants, or otherwise) (all of which are hereinafter referred to as "**Securities**") or any combination of the Securities thereof in accordance with the applicable laws, in such manner in consultation with the lead manager / book running lead manager and/or other advisor(s) or otherwise, for an aggregate consideration not exceeding Rs. 1,500 crores only (Rupees One Thousand Five Hundred crores only) or an equivalent amount thereof (inclusive of such premium or discount, as the case may be, as may be fixed on such Securities), in one or more tranches, whether Rupee denominated or denominated in one or more foreign currencies, at such price or prices as may be permissible under applicable law by way of public offering, right issue, private placement by way of one or more Qualified institutions Placement ("QIP") of Securities, in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") and other applicable provisions of laws or through any other permissible mode and/or combination thereof as may be considered appropriate under applicable law, through issue of placement document/ letter of offer / offer document, as applicable, to eligible investors that may be permitted to invest in such issuance of Securities, including retail investors, non-institutional investors, eligible qualified institutional buyers ("QIB") in accordance with the SEBI ICDR Regulations, or otherwise, foreign/ resident investors (whether institutions, incorporated bodies, mutual funds, trusts, individuals or otherwise), venture capital funds (foreign or Indian), alternative investment funds, foreign portfolio investors, qualified foreign investors, Indian and/ or foreign multilateral financial institutions, mutual funds, insurance companies, banks, non-resident Indians, pension funds and/ or any other categories of investors as may be permissible under applicable laws, whether they be holders of the Securities or not (collectively called the "Investors") to all or any of them, jointly or severally through, as may be decided and permitted under applicable laws and regulations, at such price or prices, at a discount or premium to market price or prices permitted under applicable laws in such manner and on such terms and conditions including the terms of the issuance, security as may be deemed appropriate including the discretion to determine the categories of Investors to whom the offer, issuance and allotment of such Securities shall be made, with authority to retain oversubscription up to such percentage as may be permitted under applicable regulations, for such objects or such other purpose(s) inter alia, various capital expenditure, the pre-payment and / or repayment of debt, working capital requirements, acquisition, general corporate purposes and such other purpose(s) as may be determined by the Board in such manner and on such terms as may be deemed appropriate by the Board at its absolute discretion ("**Issue**") at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the lead manager/book running lead manager/and or placement agents and/or underwriter(s) and/or other advisor(s) appointed by the Company for such issuance and without requiring any further approval or consent from the members at the time of such issue and allotment so as to enable the Company to list the aforesaid Securities on the Stock Exchanges..

RESOLVED FURTHER THAT in pursuance of the aforesaid resolution, the Securities to be created, offered, issued, and allotted shall be subject to the provisions of the memorandum of associations and articles of association of the Company and any Equity Shares that may be created, offered, issued and allotted under the Issue or allotted upon conversion of the equity linked instruments issued by the Company shall rank pari-passu in all respects including dividend with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT in the event the issuance and allotment of Securities is undertaken by way of a QIP, the following provisions of Chapter VI of the SEBI ICDR Regulations shall apply:

- The same shall be undertaken in accordance with the SEBI ICDR Regulations.
- The allotment shall be made only to QIBs as defined under the SEBI ICDR Regulations.
- The Securities shall be allotted within 365 days from the date of this resolution or such other period as prescribed under applicable laws.
- Securities shall be in dematerialised and fully paid-up form only.
- Tenure of convertible or exchangeable Securities, if any, shall not exceed 60 months from the date of allotment.
- Securities issued under the QIP shall rank pari-passu with existing Equity Shares in all respects, including entitlement to dividend.
- Securities allotted under the QIP shall not be eligible for sale by the allottee for 1 year from the date of allotment, except on a recognised stock exchange or as permitted under SEBI ICDR Regulations.
- No single allottee shall be allotted more than 50% of the proposed QIP size, and minimum number of allottees shall comply with SEBI ICDR Regulations; QIBs under the same group/control shall be considered a single allottee.
- No partly paid-up Equity Shares shall be issued or allotted.
- A SEBI-registered credit rating agency shall monitor the use of proceeds and submit quarterly reports in the format specified under Schedule XI of SEBI ICDR Regulations until full utilisation.
- No allotment shall be made to any promoter or person related to promoter under SEBI ICDR Regulations.
- The Company shall not undertake any subsequent QIP until 2 weeks (or such other period as prescribed) from the date of the prior QIP.

the monitoring agency will monitor the use of proceeds and submit its report in the specified format of Schedule XI of SEBI ICDR Regulations on quarterly basis till hundred percent of the proceeds have been utilized.

RESOLVED FURTHER THAT any issue of Equity Shares made by way of a QIP in terms of Chapter VI of the SEBI ICDR Regulations shall be at such price which is not less than the price determined in accordance with the pricing formula provided under Chapter VI of the SEBI ICDR Regulations (the "QIP Floor Price"), and the price determined for the QIP shall be subject to appropriate adjustments as per the provisions of the SEBI ICDR Regulations, as may be applicable, with the authority to the Board (or relevant committee thereof) to offer a discount of not more than five percent or such percentage as permitted under applicable law on the QIP Floor Price.

RESOLVED FURTHER THAT in accordance with Regulation 171 of the SEBI ICDR Regulations, the 'Relevant Date' for determination of the floor price of the Equity Shares to be issued pursuant to QIP shall be the date of meeting in which the Board (or relevant committee thereof) decides to open the QIP and in the event other eligible securities are issued to QIBs by way of QIP, the 'Relevant Date' for pricing of such Other Eligible Securities shall be either the date of the meeting in which the Board (or relevant committee thereof) decides to open the issue of such convertible securities or the date on which the holders of such convertible securities become entitled to apply for the Equity Shares, as determined by the Board (or relevant committee thereof).

RESOLVED FURTHER THAT every eligible shareholder who is eligible to apply in the Rights Issue shall have a right to renounce their rights entitlement being offered, in favour of any other person(s) and every shareholder, including renounce(s) shall be entitled to apply for additional Equity Shares and the allotment of the additional Equity Shares shall be made in the proportion to be decided by the Board.

RESOLVED FURTHER THAT without prejudice to the generality of the above, subject to applicable laws and subject to approval, consents, permissions, if any, of any governmental body, authority or regulatory institution including any conditions as may be prescribed in granting such approval or permissions by such governmental authority or regulatory institution, the aforesaid Securities may have such features and attributes or any terms or combination of terms that provide for the tradability and free transferability thereof in accordance with the prevailing practices in the capital markets including but not limited to the terms and conditions for issue of additional Securities and the Board or a committee thereof subject to applicable laws, regulations and guidelines be and is hereby authorized in its absolute discretion in such manner as it may deem fit, to dispose of such Securities, including that are not subscribed, including finalisation, allocation and allotment to Specific Investors as per Chapter III - Rights Issue of SEBI ICDR Regulations.

RESOLVED FURTHER THAT the issue and allotment of securities, if any, made to NRIs, FPIs and/or other eligible foreign investors pursuant to this resolution shall be subject to the approval of the RBI under the Foreign Exchange Management Act, 1999 as may be applicable but within the overall limits as set forth thereunder.

RESOLVED FURTHER THAT the Board (or relevant committee thereof) be and is hereby authorised to appoint lead manager, underwriters, depositories, custodians, registrars, bankers, lawyers, advisors and all such agencies as are or may be required to be appointed for, involved in or concerned with the Issue and to remunerate them by way of commission, brokerage, fees or the like and also to reimburse them out of pocket expenses incurred by them and also to enter into and execute all such arrangements, agreements, memoranda, documents, etc., with such agencies.

RESOLVED FURTHER THAT Mr. Tarun Dua, Managing Director, Ms. Srishti Baweja, Whole Time Director, Ms. Megha Raheja, Whole Time Director, Mr. Nitin Jain, Chief Financial Officer and Mr. Ronit, Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to further sign, execute, deliver and complete all documentation on behalf of the Company in relation to the aforesaid resolution, in connection with the Issue, to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the Issue and to resolve and settle all questions, difficulties or doubts that may arise in regard to such Issue, including the finalization and approval of the draft offer document(s) and final offer document(s), seeking listing of shares and credit thereof, determining the form and manner of the Issue, finalization of the timing of the Issue, identification of the investors to whom the securities are to be allotted, determining the issue price, face value, execution of various transaction documents, signing of declarations, utilization of the issue proceeds, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT for the purpose of giving effect to the Issue, the Board of Directors either by itself or through a special committee of the Board named the "Fund Raise Committee" be and are hereby authorised to obtain approvals, statutory, contractual or otherwise, in relation to the Issue and to settle all matters arising out of and incidental thereto, and to execute all deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all acts, deeds, matters and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to this resolution and accept any alterations or modification(s) as they may deem fit and proper and give such directions as may be necessary to settle any question or difficulty that may arise in regard to issue and allotment of the Equity Shares."

Item No. 8 To approve increase in Borrowing Powers of the Company

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the earlier resolution passed by the members at the Annual General Meeting of the Company held on September 26, 2025 and pursuant to Section 180(1)(c) and other applicable provisions of Companies Act, 2013 and rules made there under (including any statutory modification or re-enactment thereof for the time being in force) and such other laws, rules as may be applicable from time to time and pursuant to applicable provisions of Article of Association of the Company and on the recommendations of the Board of Directors, the consent of the shareholders of the Company be and is hereby accorded for borrowing from time to time, any sum of monies, which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) which may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose provided that the total outstanding amount so borrowed shall not at any time exceed the limit of Rs. 10,000,00,00,000/- (Indian Rupees Ten Thousand Crore Only) over and above the aggregate of the paid-up capital of the Company and its free reserves and securities premium.

RESOLVED FURTHER THAT the Board (which includes any Committee of the Board) be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and to execute all such deeds, documents, agreements and writings and to file such returns as may be prescribed by relevant authorities and as may be necessary for the purpose of giving effect to this Resolution or to take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company."

Item No. 9 Creation of Securities on the Asset of the Company under Section 180(1)(a) of the Companies Act, 2013

To consider and, if thought fit, to pass the following Resolution as a **Special Resolution:**

"RESOLVED THAT in supersession of the earlier resolution passed by the members at the Annual General Meeting of the Company held on September 26, 2025 and pursuant to Section 180(1)(a) and other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modifications or re-enactments thereof for the time being in force), and pursuant to the provisions of the Articles of Association of the Company, the consent of the shareholders be and is hereby accorded to the Board of Directors of the Company to create such mortgages, charges and hypothecation in addition to the existing mortgages, charges and hypothecation created by the Company, on all or any of the immovable and movable asset of the Company whose so ever situated, both present and future, and the whole or any part of the undertaking of the Company together with powers to take over the management of the business and concern of the Company in certain events, in such manner as the Bank may deem fit , to or in favour of all or any of the financial institutions/ banks/ lenders/ any other investing agencies or any other person(s)/ bodies corporate by private placement or otherwise, to secure rupee/ foreign currency loans and/ or the issues of debentures, bonds or other financial instruments (hereinafter collectively referred to as 'Loans'), provided that the total amount of Loans together with interest thereon at the respective agreed rates, compound interest, additional interest, liquidate damages, commitment charges, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company to the aforesaid parties or any of them under the agreements entered into/ to be entered into by the Company in respect of the said Loans, shall not, at time exceed the limit of 10,000,00,00,000 (Indian Rupees Ten Thousand Crore Only) over and above the aggregate of the paid-up capital of the Company and its free reserves and securities premium.

RESOLVED FURTHER THAT the Board (which includes any Committee of the Board) be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and to execute all such deeds, documents, agreements and writings and to file such returns as may be prescribed by relevant authorities and as may be necessary for the purpose of giving effect to this Resolution or to take such further steps in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company."

Item No. 10 Material Modifications to the Material Related Party Transactions with Larsen & Toubro Limited

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("Act"), read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, Regulation 23 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), read with Section III-B of SEBI Master Circular bearing reference No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026 ("SEBI Master Circular") and the Industry Standards on "Minimum information to be provided for review of the Audit Committee and Shareholders for approval of a Related Party Transactions" ("RPT Industry Standard"), as amended from time to time, and other applicable laws, rules, regulations, circulars, notifications, clarifications and guidelines issued by the Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI") and/or any other statutory or regulatory authority, and the Company's Policy on Related Party Transactions, as amended from time to time, and based on the approval and recommendation of the Audit Committee and the Board of Directors, consent of the Members of the Company be and is hereby accorded to approve the following material modifications to the existing material Related Party Transactions entered into/to be entered into with Larsen & Toubro Limited ("L&T") and/or its subsidiaries/associates, as applicable under the respective arrangements, as approved by the Members of the Company at their meeting held on November 27, 2024, in respect of the following transactions, details of which are set out in the Explanatory Statement of this Notice:

S. No.	Nature of Agreement	Nature of Transaction	Existing Approved Limit	Revised Limit for remaining tenure
1.	Co-location Agreement	Purchase of goods and services	Rs. 30 Crore per annum	Rs. 100 Crore per annum
2.	Reseller Agreement	Sale of goods and services	Rs. 35 Crore per annum	No Modification
3..	Software Licence Agreement	Sale of services	Rs. 30 Crore per annum	No Modification

RESOLVED FURTHER THAT no extension of the tenure of the existing Co-location Agreement is proposed pursuant to this resolution and the aforesaid revised limits shall apply only for the remaining tenure of the respective existing arrangements.

RESOLVED FURTHER THAT all other terms and conditions of the existing arrangements, including the nature and scope of the transactions, commercial terms and pricing mechanism, shall remain unchanged, except to the extent specifically modified pursuant to this resolution.

RESOLVED FURTHER THAT the transaction contemplated pursuant to the aforesaid arrangements shall continue to be undertaken in the ordinary course of business and on an arm's length basis, in accordance with the applicable provisions of the Act, SEBI Listing Regulations and the Company's Policy on Related Party Transactions.

RESOLVED FURTHER THAT the actual value of the transactions undertaken pursuant to the aforesaid arrangements shall depend upon the actual requirements, consumption, deployment, capacity utilisation and other commercial and operational requirements of the Company and/or L&T and/or its subsidiaries/associates, as applicable, and shall remain within the respective limits approved herein.

RESOLVED FURTHER THAT the Board of Directors of the Company ("Board", which term shall be deemed to include the Audit Committee and any Committee thereof and any person(s) authorised by the Board) be and is hereby authorised to finalise, execute, amend and/or enter into such agreements, contracts, statements of work, purchase orders, work orders and other documents as may be necessary or expedient for giving effect to the aforesaid material modifications, within the limits and parameters approved by the Members and subject to applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, and to execute all such documents, filings, applications, forms and writings as may be necessary, desirable or expedient in connection with or incidental to giving effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard, without requiring any further approval of the Members, provided that any subsequent material modification requiring approval of the Members under applicable law shall be undertaken only after obtaining such approval."

By order of the Board of Directors
E2E Networks Limited

Sd/-
Ronit
Company Secretary Cum Compliance Officer
M. No: A59215

Place: Delhi
Date: August 31, 2026

Notes:

1) In continuation framework prescribed by the Ministry of Corporate Affairs **("MCA")** vide General Circular No. 14/2020 dated April 8, 2020 and General Circular No. 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated 22nd September, 2025 **("MCA Circulars")**, the Securities Exchange Board of India (**"SEBI"**) vide circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 **("SEBI Circulars")** (hereinafter collectively referred to as **"Circulars"),** have permitted the holding of AGM through Video Conferencing/ Other Audio Visual Means **("VC/ OAVM")**, without the physical presence of the Members at a common venue. In compliance with the provisions of the MCA Circulars read with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("SEBI Listing Regulations**"), 17th Annual General Meeting (**"AGM"**) of the Company is being held through VC/ OAVM on **Monday, September 28th 2026, at 11:30 AM**.

   In accordance to the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India (**"ICSI"**) read with Clarification/Guidance on applicability of Secretarial Standards dated April 15, 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company i.e. Uppals Genesis A-32, Block B, Mohan Cooperative Industrial Estate Badarpur, New Delhi- 110044, which shall be the deemed venue of the AGM.

2) Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (**"Act"**), which sets out details relating to Special Business at the meeting, is attached with this Notice of AGM. Relevant details of directors, proposed to be appointed/re-appointed, as required under regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India are also provided in the explanatory statement.

3) Since the AGM of the Company is being conducted through VC/ OAVM facility, pursuant to MCA Circular, therefore requirement of physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxy(ies) by the Members will not be available for the AGM and hence, the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice of AGM.

4) The Notice calling the AGM have been uploaded on the website of the Company at www.e2enetworks.com. The same can also be accessed from the website of the Stock Exchange i.e., National Stock Exchange of India Limited (www.nseindia.com), Bombay Stock Exchange https://www.bseindia.com/ and from the website of MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited'), agency for providing the e-Voting facility (**"MUFG Intime"**) i.e. https://in.mpms.mufg.com/

5) Members attending the AGM through VC/ OAVM facility, including authorized representative(s)/ attorney holder(s) of corporate members, institutional investors etc., shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

6) All the documents referred in this Notice and the Explanatory Statement, will be available for inspection electronically, without any fee, by the Members from the date of circulation of the Notice up to the date of the 17th AGM i.e., **Monday, September 28th, 2026.**

   The Register of Directors & Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act; Register of Contracts or Arrangements in which Directors are interested, maintained under section 189 of the Act; and certificate from the Secretarial Auditor of the Company under Regulation 13 of SEBI (Share Based Employee Benefits) Regulations, 2021, will be available for electronic inspection by the members during the 17th AGM.

   Members seeking such documents may send request on the e-mail address at investors@e2enetworks.com.

7) In compliance with the MCA Circulars and SEBI Listing Regulations, this Notice of the AGM of the Company, *inter alia,* indicating the process and manner of e-voting is being sent only by Email, to all the Members whose Email IDs are registered with the Company/ Registrar and Share Transfer Agent and whose names appear in the Register of Members/ list of beneficiaries received from National Securities Depository Limited ("NSDL") and Central Depository Services India Limited ("CDSL") (collectively referred as "Depositories") as on **Friday, August 28, 2026**.

   In the terms of Regulations 36(1)(b) of SEBI Listing Regulations, a letter providing the web-link, including the exact path, where complete details of the Annual Report of the Company is available, is being physically sent to those shareholder(s) who have not registered their email addresses with the Depository Participant(s), the Company or the RTA of the Company. Members who wish to obtain physical copies of Annual Report 2025-26, may send an e-mail at investors@e2enetworks.com from their registered e-mail address, mentioning their demat ID/ folio no.

8) To comply with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations, Secretarial Standard - 2 issued by the Institute of Company Secretaries of India and the MCA Circulars, the Company has availed the services of MUFG Intime for providing the Members with the facility to cast their vote electronically through remote e-voting (prior to AGM) and e-voting (during the AGM) on the resolution set forth in this Notice.

   Only those Members who will be present in the AGM through VC/ OAVM facility and have not casted their vote on the Resolution through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

   The instructions for joining the AGM through VC/ OAVM, remote e-voting and e-voting during the AGM are provided in the Notice of AGM

9) SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/131 dated July 31, 2023, SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023 and SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/ 191 dated December 20, 2023, had issued guidelines towards an additional mechanism for investors to resolve their grievances by way of Online Dispute Resolution ("ODR") through a common ODR portal. Pursuant to above-mentioned circulars, post exhausting the options to resolve their grievance with the listed company/ its Registrar and Share Transfer Agent and through existing SCORES platform, the investors can initiate dispute Resolution through the ODR Portal (https://smartodr.in/login) and the same can also be accessed through our website at https://www.e2enetworks.com/investors . Members can access the SEBI Circulars on the website of SEBI at https://www.sebi.gov.in/ and the same are also available on the website of the Company at https://www.e2enetworks.com/investors.

10) Pursuant to the Circulars, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-Voting.

11) Pursuant to the provisions of Section 113 of the Act, representatives of the Corporate Members may be appointed for the purpose of voting through remote e-voting or for participation and voting at the AGM through e-voting facility during the AGM. Institutional/Corporate Shareholders (i.e. other than individuals/HUF, NRI, etc) are required to send a scanned copy (PDF/JPEG Format) of its Board Resolution or governing body Resolution/Authorisation etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through their registered email address to scrutinizer.maks@gmail.com with copies marked to the Company at investors@e2enetworks.com.The Institutional Members are encouraged to attend and vote at the AGM.

12) The Members can join the AGM through VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/ OAVM will be made available for 1,000 Members on first come first served basis. However, this number does not include the large Shareholders (i.e. Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel the Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders' Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

13) Voting rights shall be reckoned on the paid-up value of shares registered in the name of member/beneficial owners (in case of electronic shareholding) as on the **Cut-off date i.e. Monday, September 21, 2026**. The person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.

14) The SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts.

15) Members may note that the Company has enabled a process for the limited purpose of receiving the Notice for the AGM (including instructions for attending the AGM/e-voting at AGM/remote e-voting) electronically, and Members may temporarily update their email address by emailing the Company at investors@e2enetworks.com for the purpose of receiving the same.

16) Nomination Facility: As per the provisions of Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, as amended, and the nomination form may be filed with the respective Depository Participant.

   As per the provisions of section 72 of the Act and SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, the facility for registration of nomination is available for the members in respect of the shares held by them. All existing members are encouraged, in their own interest, to provide 'choice of nomination' for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in securities market. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting **Form No. SH-13**. If a member holding shares in physical form desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in **Form ISR-3** or **SH-14** as the case may be. Further, members holding shares in demat form are requested to submit choice of nomination, PAN and other details to their DPs.

The said forms can be downloaded at https://web.in.mpms.mufg.com/KYC-downloads.html and through the Company's website at https://www.e2enetworks.com/investors/forms-for-download. Members are requested to submit the said details to their DPs in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.

17) Members must quote their DP ID/ Folio ID and contact details such as e-mail address, contact no. etc. in all their correspondence with the Company/RTA.

18) To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form.

19) The Company has designated an exclusive Email ID investors@e2enetworks.com for redressal of Members complaints/ grievances. For any investor related queries, you are requested to please write to us at the above Email ID.

20) The Board of Directors has appointed Mr. Ankush Agarwal (Membership No. F9719 & COP No. 14486) failing , Mr. Satish Kumar Nirankar, (Membership No. F9605 & COP No. 19993), Partners of M/s. MAKS & CO., Company Secretaries (FRN: P2018UP067700) as the Scrutinizer to scrutinize the Voting at the Meeting and during Remote e-voting and e-voting to scrutinize the e-Voting process during the 17th AGM of the company in a fair and transparent manner.

21) In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

22) The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-voting and e-Voting system at the AGM, in the presence of at least two witnesses not in the employment of the Company and make, not later than 2 working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.

23) The Results shall be declared by the Chairman or the person authorised by him in writing not later than 2 working days of conclusion of the AGM of the Company. The result declared along with the Scrutinizer's Report shall be placed on the Company's website https://www.e2enetworks.com/ and on the website of MUFG Intime at https://instavote.linkintime.co.in/ immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited and Bombay Stock Exchange, where the shares of the Company are listed. Further, the results shall be displayed on the Notice Board of the Company at its Registered Office.

24) Intimation of details of the agreement, if any, under the SEBI Listing Regulations

Members are informed that in terms of the provisions of the SEBI Listing Regulations, the Company is required to intimate the stock exchanges the details of the agreements entered into by the shareholders, promoter(s), members of the promoter(s) group, related parties, directors, key managerial personnel, employees of the Company or of its holding, subsidiary or associate company, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, including disclosure of any rescission, amendment or alteration of such agreements thereto, whether or not the Company is a party to such agreements.

Accordingly, it is hereby advised to the members to inform the Company about such agreement to which the Company is not a party, within two working days of entering into such agreements or signing an agreement to enter into such agreements. The Company will inform the details of such agreements to the stock exchanges on it becoming aware of it within the prescribed timelines.

[Explanation: The term "directly or indirectly" includes agreements creating an obligation on the parties to such agreements to ensure that the listed entity shall or shall not act in a particular manner.]

25) Voting:

In compliance with provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (**"SS-2"**) issued by the Institute of Company Secretaries of India (**"ICSI"**) and Regulation 44 of the SEBI Listing Regulations, the Company is pleased to provide its Members the facility to cast their votes either for or against each resolution set forth in the Notice of the AGM using electronic voting system (**"Remote e-voting"**) and e-voting (during the AGM), provided by MUFG Intime and the business may be transacted through such voting.

Only those Members who will be present in the AGM through VC / OAVM facility and have not cast their vote on the resolution through Remote e-voting, and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.

The remote e-voting period begins on Friday, September 25, 2026 at 9.00 A.M. (IST) and ends on Sunday, September 27, 2026 at 5.00 P.M. (IST). During this period, Members holding shares either in physical or dematerialized form, as on **Cut-off Date, i.e. Monday, September 21, 2026** may cast their votes electronically.

The Remote e-voting module shall be forthwith blocked by MUFG Intime for voting thereafter. Once the vote on resolution is casted by the Member, he shall not be allowed to change it subsequently as well as a person who is not a member as on the Cut-off Date should treat this Notice for information purpose only.

Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice of the AGM and holds shares as of **Cut-off Date, i.e. Monday, September 21, 2026** may obtain the login ID and password by sending a request to MUFG Intime at enotices@in.mpms.mufg.com

The log in details for e-voting are being sent to the Members on their email address registered with the Company/ RTA or with the respective Depository Participant(s).

In terms of SEBI circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access remote e-Voting facility.

Login method for Individual shareholders holding securities in demat mode: Individual Shareholders holding securities in demat mode with NSDL

METHOD 1 - NSDL OTP based login

a) Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp

b) Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.

c) Enter the OTP received on your registered email ID/ mobile number and click on login.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.

e) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - NSDL IDeAS facility

Shareholders registered for IDeAS facility:

a) Visit URL: https://eservices.nsdl.com and click on "Beneficial Owner" icon under "IDeAS Login Section".

b) Enter IDeAS User ID, Password, Verification code & click on "Log-in".

c) Post successful authentication, you will be able to see e-Voting services under Value added services section. Click on "Access to e-Voting" under e-Voting services.

d) Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for IDeAS facility:

a) To register, visit URL: https://eservices.nsdl.com and select “Register Online for IDeAS Portal” or click on https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

b) Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on “Submit”.

c) Enter the last 4 digits of your bank account / generate ‘OTP’

d) Post successful registration, user will be provided with Login ID and password.

e) Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

Google Play App Store

METHOD 3 - NSDL e-voting website

a) Visit URL: https://www.evoting.nsdl.com

b) Click on the “Login” tab available under ‘Shareholder/Member’ section.

c) Enter User ID (i.e., your 16-digit demat account no. held with NSDL), Password/OTP and a Verification Code as shown on the screen & click on “Login”.

d) Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services.

e) Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL

METHOD 1 - CDSL e-voting page

a) Visit URL: https://www.cdslindia.com.

b) Go to e-voting tab.

c) Enter 16-digit Demat Account Number (BO ID) and PAN No. and click on “Submit”.

d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account

e) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - CDSL Easi/ Easiest facility:

Shareholders registered for Easi/ Easiest facility:

a) Visit URL: https://web.cdslindia.com/myeasitoken/Home/Login or Visit URL: www.cdslindia.com, click on “Login” and select “My Easi New (Token)”.

b) Enter existing username, Password & click on “Login”.

c) Post successful authentication, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime. Click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Shareholders not registered for Easi/ Easiest facility:

a) To register, visit URL: https://web.cdslindia.com/myeasitoken/Home/EasiRegistration / https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration.

b) Proceed with updating the required fields for registration.

c) Post successful registration, user will be provided username and password on the registered email id. Follow steps given above in points (a-c).

Individual Shareholders holding securities in demat mode with Depository Participant

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility.

a) Login to DP website

b) After Successful login, user shall navigate through “e-voting” option.

c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.

d) Post successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode.

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register and vote on InstaVote as under:

STEP 1: LOGIN / SIGNUP on InstaVote

Shareholders registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **“Login”** under ‘SHARE HOLDER’ tab.

b) Enter details as under:

1. User ID: Enter User ID

2. Password: Enter existing Password

3. Enter Image Verification (CAPTCHA) Code

4. Click “Submit”.

(Home page of e-voting will open. Follow the process given under “Steps to cast vote for Resolutions”)

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

Shareholders not registered for INSTAVOTE facility:

a) Visit URL: https://instavote.linkintime.co.in & click on **“Sign Up”** under ‘SHARE HOLDER’ tab & register with details as under:

1. User ID: Enter User ID

2. PAN: Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

3. DOB/DOI: Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP/Company - in DD/MM/YYYY format)

4. Bank Account Number: Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

o Shareholders, holding shares in **NSDL form**, shall provide ‘point 4’ above.

- o Shareholders, holding shares in **CDSL form**, shall provide 'point 3' or 'point 4' above.
- o Shareholders, holding shares in **physical form** but have not recorded 'point 3' and 'point 4', shall provide their Folio number in 'point 4' above

5. Set the password of your choice.

   (The password should contain minimum 8 characters, at least one special Character (!#$&*), at least one numeral, at least one alphabet and at least one capital letter).

6. Enter Image Verification (CAPTCHA) Code.
7. Click "Submit" (You have now registered on InstaVote).

   Post successful registration, click on **"Login"** under 'SHARE HOLDER' tab & follow steps given above in points (a-b).

STEP 2: Steps to cast vote for Resolutions through InstaVote

A. Post successful authentication and redirection to InstaVote inbox page, you will be able to see the "Notification for e-voting".

B. Select 'View' icon. E-voting page will appear.

C. Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).

D. After selecting the desired option i.e. Favour / Against, click on 'Submit'.

E. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

NOTE: Shareholders may click on "Vote as per Proxy Advisor's Recommendation" option and view proxy advisor recommendations for each resolution before casting vote. "Vote as per Proxy Advisor's Recommendation" option provides access to expert insights during the e-Voting process. Shareholders may modify their vote before final submission.

Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently.

Non-Individual Body corporate shareholders shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

Guidelines for Institutional shareholders ("Custodian / Corporate Body/ Mutual Fund")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

A. Visit URL: https://instavote.linkintime.co.in

B. Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund"

C. Fill up your entity details and submit the form.

D. A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.

E. Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote)

STEP 2 – Investor Mapping

A. Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

B. Click on "Investor Mapping" tab under the Menu section

C. Map the Investor with the following details:

   1) 'Investor ID' – Investor ID for NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678; Investor ID for CDSL demat account is 16 Digit Beneficiary ID.

   2) 'Investor's Name - Enter Investor's Name as updated with DP.

   3) 'Investor PAN' - Enter your 10-digit PAN.

4) 'Power of Attorney' - Attach Board resolution or Power of Attorney.

NOTE: File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID.

Further, Custodians and Mutual Funds shall also upload specimen signatures.

D. Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report section".

STEP 3 – Steps to cast vote for Resolutions through InstaVote

The corporate shareholder can vote by two methods, during the remote e-voting period.

METHOD 1 - VOTES ENTRY

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) Click on "Votes Entry" tab under the Menu section.

c) Enter the "Event No." for which you want to cast vote.

Event No. can be viewed on the home page of InstaVote under "On-going Events".

d) Enter "16-digit Demat Account No.".

e) Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link). After selecting the desired option i.e. Favour / Against, click on 'Submit'.

f) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

METHOD 2 - VOTES UPLOAD

a) Visit URL: https://instavote.linkintime.co.in and login with InstaVote Login credentials.

b) After successful login, you will see "Notification for e-voting".

c) Select "View" icon for "Company's Name / Event number".

d) E-voting page will appear.

e) Download sample vote file from "Download Sample Vote File" tab.

f) Cast your vote by selecting your desired option 'Favour / Against' in the sample vote file and upload the same under "Upload Vote File" option.

g) Click on 'Submit'. 'Data uploaded successfully' message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

NOTE: **Non-Individual Body corporate shareholders** shall send a scanned copy of the board resolution authorising its representative to vote, to the scrutinizer at registered email address with a copy marked to RTA at enotices@in.mpms.mufg.com and the company at registered email address.

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending request at evoting@nsdl.co.in or call at: 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Forgot Password:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on **"Login"** under 'SHARE HOLDER' tab.
- Further Click on **"forgot password?"**
- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

InstaVote USER ID		
	NSDL	User ID is 8 Character DP ID followed by 8 Digit Client ID (e.g.IN123456) and 8 digit Client ID (eg.12345678).
	CDSL	User ID is 16 Digit Beneficiary ID.
	Shares held in physical form	User ID is Event No + Folio no. registered with the Company

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: https://instavote.linkintime.co.in

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Further Click on **"forgot password?"**
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#$&), at least one numeral, at least one alphabet and at least one capital letter.*

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

General Instructions - Shareholders

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

Process and manner for attending the Annual General Meeting through InstaMeet:

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 03/2025 dated 22.09.2025, the companies can continue to conduct AGMs by VC or OAVM, as per the existing procedural requirements. Till further orders, the relaxations will remain in force. Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the General Meeting through InstaMeet:

b) Visit URL: https://instameet.in.mpms.mufg.com & click on **"Login"**.

c) Select the "Company Name" and register with your following details:

d) Select Check Box - **Demat Account No**. / **Folio No.** / **PAN**

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
- Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
- Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
- Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Email Id with the DP shall enter the Email Id.

e) Click "Go to Meeting"

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for shareholders to Speak during the General Meeting through InstaMeet:

a) Shareholders who would like to speak during the meeting must register their request with the company at company's registered email address.

b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.

c) Shareholders will receive "speaking serial number" once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

d) Other shareholder who has not registered as "Speaker Shareholder" may still ask questions to the panellist via active chat-board during the meeting.

**Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.*

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

1 On the Shareholders VC page, click on link "Cast your vote".

a) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet.

b) Click on 'Submit'.

c) After successful login, you will see "Resolution Description" and against the same the option "Favour/ Against" for voting.

d) Cast your vote by selecting appropriate option i.e. "Favour/Against" as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'.

e) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on "Save". A confirmation box will be displayed. If you wish to confirm your vote, click on "Confirm", else to change your vote, click on "Back" and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note:

Shareholders/ Members, who will be present in the General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the General Meeting will be eligible to attend/ participate in the General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-FI or LAN connection to mitigate any kind of aforesaid glitches.

Helpdesk:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (including any re-enactment(s) made thereunder, if any, for the time being in force) (hereinafter referred to as the "**Act**"), the following explanatory statement sets out all material facts relating to the Special Business(s) mentioned in Item No. 3 to 10 of the accompanying Notice:

Special Business:

Item No. 3: To approve waiver of recovery of managerial remuneration paid to all Executive Directors (including Managing Director (s) of the Company) for the Financial Year 2024-2025:

Members are requested to note that as per the provisions of Section 197 of the Companies Act, 2013 ('the Act') inter alia provides that the remuneration payable to any one Managing Director or Whole-time Director shall not exceed 5% of the net profits of the Company and if there is more than one such Director remuneration shall not exceed 10% of the net profits of the Company and the total managerial remuneration payable by a Company to its Directors, including Managing Director and Whole-Time Director and Non-Executive Director for any Financial Year shall not exceed 11% of the net profits of the company for that Financial Year, calculated as per the Section 198 of the Act to all such Directors taken together.

Members are further informed that Mr. Tarun Dua (DIN: 02696789), Managing Director and Ms. Srishti Baweja (DIN: 08057000), Whole-time Director of the Company, were re-appointed for a period of five years with effect from January 31, 2026, by means of Special Resolution passed by the Members of the Company through Postal Ballot on October 30, 2025, on the terms and conditions including payment of remuneration as mentioned therein. Further, Ms. Megha Raheja (DIN: 10855604) was appointed as the Whole-time Director of the Company for a period of five years with effect from December 04, 2024, by means of a Special Resolution passed by the Members vide Postal Ballot approved on January 4, 2025, on the terms and conditions including payment of remuneration as mentioned therein.

The details of remuneration paid to Mr. Tarun Dua (DIN: 02696789), Managing Director, Ms. Srishti Baweja (DIN: 08057000) and Ms. Megha Raheja (DIN: 10855604), Whole-time Directors of the Company are given herein below:

S. No.	Name of Managerial Personnel	Designation	Effective Date of Re-appointment & fixation of Remuneration by the shareholders through Special Resolution(s)	Remuneration(s) fixed by the shareholders (Rs.)	Remuneration(s) paid during Fy 2025-26 as fixed pay or otherwise (Rs.)	Excess Remuneration(s)* (Rs.)
1	Mr. Tarun Dua	Managing Director	January 31, 2026	1,25,00,000/-	1,25,00,000/-	1,25,00,000/-
2	Ms. Srishti Baweja	Whole-time Director	January 31, 2026	1,25,00,000/-	1,25,00,000/-	1,25,00,000/-
3	Ms. Megha Raheja	Whole-time Director	December 04, 2024	70,00,000/-	69,95,000/-	69,95,000/-
Total (Rs.)				**3,20,00,000/-**	**3,19,95,000 /-**	**3,19,95,000 /-**

** Due to loss in the Financial Year 2025-26, the payments made to Executive Directors (including Managing Director) had exceeded the managerial remuneration limits prescribed under Section 197(1) of the Companies Act, 2013*

At the time of approval of re-appointment and fixation of remuneration of above-mentioned Managerial Personnel, the Company had adequate profits and the remuneration approved was well within the limits prescribed under the Act.

However, due to substantial increase in depreciation, a non-cash charge. Owing to that factor, the financial performance of the Company in the Financial Year ended March 31, 2026 did not meet the expectations. As a result of the above, there were no profits in FY 2025-26 and the remuneration paid to Executive Directors for the financial year 2025-26 exceeded the limits specified under Section 197 of the Act read with Schedule V thereto.

Further, pursuant to Section 197(10) of the Act, the members of the Company can waive the recovery of excess remuneration paid to managerial personnel by passing a special resolution. Considering the significant contributions made by them (Managing Director & Whole Time Director(s) of the Company) towards the management and operations of the Company, the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee ('NRC'), is of the view that it is appropriate and justifiable to waive off the requirement of recovery of excess remuneration paid to them due to absence of profits.

Accordingly, the NRC and the Board of Directors have at their respective meeting(s) held on August 31, 2026, have considered this proposal and approved / recommended waiver of recovery of excess remuneration, amounting to Rs. 3,19,95,000/- (Rupees Three Crore Nineteen Lakh Ninety-Five Thousand Only), paid by the Company for the Financial Year 2025- 26 to the above mentioned Managerial Personnel, subject to the approval of the Members by way of Special Resolution.

Therefore, it is proposed to seek approval from the Members of the Company by way of Special Resolution for waiver of recovery of excess remuneration of Rs. 3,19,95,000/- (Rupees Three Crore Nineteen Lakh Ninety-Five Thousand Only) paid to Mr. Tarun Dua (DIN: 02696789), Managing Director, Ms. Srishti Baweja (DIN: 08057000) and Ms. Megha Raheja (DIN: 10855604), Whole-time Directors of the Company for the financial year 2025-26.

The Company, as of date, is not in default of payment of dues to any bank or public financial institution or non-convertible debenture holders or other secured creditor, if any, and accordingly, their prior approval is not required, for approval of the proposed special resolution.

Save and except said 3 (Three) Executive Directors and their relatives to the extent of their shareholding interest, if any, none of the other Directors / Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the resolutions set out in Item No. 3.

The Board recommends the Special Resolution as set out in Item No. 3 of the Notice of the AGM for approval by the Members.

Item No. 4: Revision in Remuneration payable to Mr. Tarun Dua, Managing Director of the Company:

Mr. Tarun Dua (DIN: 02696789), Promoter and Managing Director of the Company, was re-appointed as the Managing Director of the Company for a period of five (5) years commencing from January 31, 2026 and ending on January 30, 2031, pursuant to the approval accorded by the Members of the Company through Postal Ballot on October 30, 2025.

At the time of his re-appointment, the Members had approved remuneration payable to Mr. Tarun Dua up to Rs.1,25,00,000/- (Rupees One Crore Twenty-Five Lakh only) per annum, together with the applicable facilities, benefits and perquisites, on the terms and conditions set out in the Notice of Postal Ballot dated September 29, 2025.

Mr. Tarun Dua is graduate from the National Institute of Technology, Kurukshetra and has around two decades of rich and varied experience in the areas of IT, cloud computing and data centre management. He has been associated with the Company in a leadership capacity and has played a significant role in the growth, development and strategic direction of the Company.

Considering his experience, expertise, responsibilities, contribution and continued role in leading the Company, and taking into account the increased scale and complexity of the Company's operations and business requirements, the Nomination and Remuneration Committee, at its meeting held on August 31, 2026 reviewed the remuneration payable to Mr. Tarun Dua and recommended revision in his remuneration.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on August 31, 2026, approved and recommended to the Members the revision and enhancement of the remuneration payable to Mr. Tarun Dua from the existing ceiling of Rs.1,25,00,000/- (Rupees One Crore Twenty-Five Lakh only) per annum to a ceiling of Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakh only) per annum for a period commencing from September 1, 2026 to March 31, 2029 subject to approval of the Members.

The proposed remuneration shall be by way of salary, dearness allowance, incentives, perquisites, rent-free accommodation and other allowances, as may be determined by the Board on the recommendation of the Nomination and Remuneration Committee, subject to the overall ceiling approved by the Members and the applicable provisions of the Act and SEBI LODR Regulations.

Proposed remuneration w.e.f. September 01, 2026

The revised remuneration proposed to be payable to Mr. Tarun Dua shall be as follows:

i. Total remuneration by way of salary, dearness allowance, incentives, perquisites, rent-free accommodation and any other allowances, not exceeding Rs. 2,50,00,000/- (Rupees Two Crore Fifty Lakh only) per annum, or such other amount as may be permissible under the applicable provisions of the Act, Schedule V thereto and other applicable laws.

ii. In addition to the above, Mr. Tarun Dua shall be entitled to the following facilities and benefits:

   a. Provision of car with driver, telephone and other communication facilities in connection with the business of the Company;

   b. Health and Accident Insurance as per the policies of the Company;

   c. Reimbursement of travel, entertainment and other expenses incurred by him in furtherance of or in connection with the performance of his duties, in accordance with the policies of the Company;

d. Company's contribution to Provident Fund;

e. Payment of gratuity and other retirement benefits;

f. Such other benefits as may be applicable to him under the policies/rules of the Company from time to time.

The value of allowances and perquisites shall be determined in accordance with the applicable provisions of the Income-tax Act, 1961 and the rules made thereunder, wherever applicable. In the absence of any applicable rules, such allowances and perquisites shall be valued at actual cost.

The contribution to Provident Fund, gratuity and other retirement benefits shall not form part of the remuneration to the extent that such amounts are not taxable under the Income-tax Act, 1961 or otherwise excluded in accordance with applicable law.

The said remuneration and other terms and conditions as set out in the said Resolution may be treated as a written memorandum setting out the terms of re-appointment of Mr. Tarun Dua under Section 190 of the Act.

Rationale for revision

The proposed revision in remuneration is being made considering the nature and scale of the Company's operations, the responsibilities entrusted to Mr. Tarun Dua as Managing Director, his experience and contribution to the Company, the increased complexity of the Company's business and the need to ensure that his remuneration remains commensurate with his role and responsibilities and competitive with prevailing industry standards.

The revised remuneration has been recommended by the Nomination and Remuneration Committee after considering the applicable remuneration policy of the Company and has been approved by the Board of Directors, subject to approval of the Members.

Remuneration in case of absence or inadequacy of profits

Based on latest audited financials for the financial year 2025-26, since the Company do not have profits or its profits are inadequate, therefore, the remuneration payable to Mr. Tarun Dua is governed under Section 197(3) of the Act read with Part II of Schedule V thereto. In terms of Section II(A) of Part II of Schedule V, the remuneration payable to a managerial person in case of no profits or inadequate profits is subject to the limits prescribed therein. However, where the proposed remuneration exceeds the limits prescribed under Schedule V for payment of remuneration in case of no profits or inadequate profits, the excess remuneration shall be payable pursuant to the approval of the Members by way of this Special Resolution, to the extent permitted under the applicable provisions of law.

Accordingly, requisite disclosures pursuant to Part II of Schedule V to the Act are annexed as **Annexure – I** to this Notice separately.

Other terms of appointment

Except for the revision in remuneration proposed through the present resolution, all other terms and conditions of appointment of Mr. Tarun Dua as approved by the Members through Postal Ballot on October 30, 2025 shall remain unchanged.

Mr. Tarun Dua shall continue to perform such duties as may from time to time be entrusted to him by the Board of Directors and shall exercise such powers as may be assigned to him, subject to the superintendence, guidance, control and directions of the Board.

Regulation 17(6)(e) of SEBI LODR Regulations

Mr. Tarun Dua is a Promoter and Executive Director of the Company. Accordingly, the provisions of Regulation 17(6)(e) of the SEBI LODR Regulations relating to approval of remuneration payable to executive directors who are promoters or members of the promoter group have been considered.

Considering that the aggregate annual remuneration payable to all the Executive Directors who are Promoters of the Company, including the remuneration proposed to be paid to Mr. Tarun Dua, exceeds the thresholds prescribed under the Regulation 17(6)(e) of the SEBI LODR Regulations, namely,

(i) Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher, or

(ii) where applicable, the aggregate annual remuneration payable to all Executive Directors who are Promoters exceeds 5% of the net profits of the Company.

Accordingly, approval of the Members is also being sought pursuant to said Regulation, to the extent applicable, for payment of the proposed remuneration to Mr. Tarun Dua during the period commencing from September 1, 2026 to March 31, 2029 (both days inclusive).

Interest of Directors/KMP

Except Mr. Tarun Dua and Ms. Srishti Baweja, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at **Item No. 4**.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that the proposed revision in remuneration is in the best interests of the Company and commensurate with the responsibilities and contribution of Mr. Tarun Dua and accordingly recommends the **Special Resolution** set out at Item No. 4 for approval of the Members.

Item No. 5: Revision in Remuneration payable to Ms. Srishti Baweja, Whole Time Director of the Company:

Ms. Srishti Baweja (DIN: 08057000), Promoter and Whole Time Director of the Company, was re-appointed as the Whole Time Director of the Company for a period of five (5) years commencing from January 31, 2026 and ending on January 30, 2031, pursuant to the approval accorded by the Members of the Company through Postal Ballot on October 30, 2025.

At the time of her re-appointment, the Members had approved remuneration payable to Ms. Srishti Baweja up to Rs. 1,25,00,000/- (Rupees One Crore Twenty-Five Lakh only) per annum, together with the applicable facilities, benefits and perquisites, on the terms and conditions set out in the Notice of Postal Ballot. The relevant details of her proposed remuneration and profile were also disclosed in the said Postal Ballot Notice.

Ms. Srishti Baweja has pursued B.Com (Hons.) from Shri Ram College of Commerce, University of Delhi and completed her Chartered Accountancy in November 2004. She has experience of more than 21 years in the fields of Finance and Administration. Considering her qualifications, experience and expertise, she is well suited to the position of Whole Time Director of the Company.

Ms. Srishti Baweja has been associated with the Company in a leadership capacity and has been involved in various aspects of the Company's management, including finance, administration and strategic functions. Her continued association as Whole Time Director is considered desirable and in the interest of the Company.

Considering the above credentials, experience, responsibilities and contribution of Ms. Srishti Baweja and taking into account the increased scale and complexity of the Company's operations and business requirements, the Nomination and Remuneration Committee, at its meeting held on August 31, 2026, reviewed the remuneration payable to Ms. Srishti Baweja and recommended revision in her remuneration.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on August 31, 2026, approved and recommended to the Members the revision and enhancement of remuneration payable to Ms. Srishti Baweja from the existing ceiling of Rs. 1,25,00,000/- (Rupees One Crore Twenty-Five Lakh only) per annum to Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakh only) per annum for a period commencing from September 1, 2026 to March 31, 2029 subject to approval of the Members.

The proposed remuneration is considered to be commensurate with the role and responsibilities entrusted to Ms. Srishti Baweja and her experience and expertise, and is in accordance with the applicable provisions of Sections 196, 197, 198, 203 and other applicable provisions read with Schedule V of the Companies Act, 2013.

Proposed remuneration w.e.f. September 01, 2026

The revised remuneration proposed to be payable to Ms. Srishti Baweja shall be as follows:

i. Total remuneration by way of salary, dearness allowance, incentives, perquisites, rent-free accommodation and any other allowances not exceeding Rs. 1,50,00,000/- (Rupees One Crore Fifty Lakh only) per annum, or such other amount as may be permissible under the applicable provisions of the Act from time to time.

ii. Besides the above, she will be entitled to the following facilities which shall not be included in the computation of ceiling on total remuneration, to the extent permissible under applicable law:

a. Provision of car with driver, telephone and other communication facilities in connection with the business of the Company;

b. Health and Accident Insurance as per the Policies of the Company; and

c. All travel, entertainment or other expenses incurred by her in furtherance of or in connection with the performance of duties, in accordance with the Company's policy.

The value of allowances and perquisites shall be taken as per Income Tax Rules, wherever applicable. In the absence of any applicable rules, allowances and perquisites shall be valued at actual cost.

In addition to the above, she will also be entitled to the following benefits as per the policy/rules of the Company in force from time to time which will not form part of her remuneration to the extent permissible under applicable law:

a. Company's contribution to Provident Fund; and

b. Payment of Gratuity and other retirement benefits.

Ms. Srishti Baweja shall perform such duties as shall from time to time be entrusted to her, subject to the superintendence, guidance and control of the Board of Directors.

The said remuneration and other terms and conditions as set out in the said Resolution may be treated as a written memorandum setting out the terms of re-appointment of Ms. Srishti Baweja under Section 190 of the Act.

Rationale for revision

The proposed revision in remuneration is being made considering the nature and scale of the Company's operations, the responsibilities entrusted to Ms. Srishti Baweja as Whole Time Director, her experience and contribution to the Company, the increased complexity of the Company's business and the need to ensure that his remuneration remains commensurate with his role and responsibilities and competitive with prevailing industry standards.

The revised remuneration has been recommended by the Nomination and Remuneration Committee after considering the applicable remuneration policy of the Company and has been approved by the Board of Directors, subject to approval of the Members.

Remuneration in case of absence or inadequacy of profits

Based on latest audited financials for the financial year 2025-26, since the Company do not have profits or its profits are inadequate, therefore, the remuneration payable to Ms. Srishti Baweja is governed under Section 197(3) of the Act read with Part II of Schedule V thereto. In terms of Section II(A) of Part II of Schedule V, the remuneration payable to a managerial person in case of no profits or inadequate profits is subject to the limits prescribed therein. However, where the proposed remuneration exceeds the limits prescribed under Schedule V for payment of remuneration in case of no profits or inadequate profits, the excess remuneration shall be payable pursuant to the approval of the Members by way of this Special Resolution, to the extent permitted under the applicable provisions of law.

Accordingly, requisite disclosures pursuant to Part II of Schedule V to the Act are annexed as **Annexure – I** to this Notice separately.

Other terms of appointment

Except for the revision in remuneration proposed through the present resolution, all other terms and conditions of appointment of Ms. Srishti Baweja as approved by the Members through Postal Ballot on October 30, 2025 shall remain unchanged.

Ms. Srishti Baweja shall continue to perform such duties as may from time to time be entrusted to her by the Board of Directors and shall exercise such powers as may be assigned to her, subject to the superintendence, guidance, control and directions of the Board.

Regulation 17(6)(e) of SEBI LODR Regulations

Ms. Srishti Baweja is a Promoter and Whole Time Director of the Company. Accordingly, the provisions of Regulation 17(6)(e) of the SEBI LODR Regulations relating to remuneration payable to executive directors who are promoters or members of the promoter group have been considered.

Considering that the aggregate annual remuneration payable to all the Executive Directors who are Promoters of the Company, including the remuneration proposed to be paid to Ms. Srishti Baweja, exceeds the thresholds prescribed under the Regulation 17(6)(e) of the SEBI LODR Regulations, namely,

(i) Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher, or

(ii) where applicable, the aggregate annual remuneration payable to all Executive Directors who are Promoters exceeds 5% of the net profits of the Company,

Accordingly, approval of the Members is also being sought pursuant to said Regulation, to the extent applicable, for payment of the proposed remuneration to Ms. Srishti Baweja during the period commencing from September 1, 2026 to March 31, 2029 (both days inclusive).

Interest of Directors/KMP

Except Ms. Srishti Baweja, Mr. Tarun Dua and Ms. Megha Raheja, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at **Item No. 5**.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that the proposed revision in remuneration is in the best interests of the Company and commensurate with the responsibilities, qualifications, experience and contribution of Ms. Srishti Baweja and accordingly recommends the **Special Resolution** set out at Item No. 5 for approval of the Members.

Item No. 6 : Modification in the term of remuneration to Ms. Megha Raheja, Whole Time Director of the Company

Ms. Megha Raheja (DIN: 10855604) was appointed as Whole Time Director of the Company for a period of five (5) years commencing from December 4, 2024 to December 3, 2029 pursuant to the approval accorded by the Members of the Company through Postal Ballot on January 4, 2025.

At the time of her appointment, the Members had also approved remuneration payable to Ms. Megha Raheja of Rs. 70,00,000/- (Rupees Seventy Lakh only) per annum, together with the applicable facilities, benefits and perquisites, on the terms and conditions set out in the said Postal Ballot Notice.

Ms. Megha is a Chartered Accountant with over 21 years of professional experience in the IT/ITES and telecom industries. She has diverse experience across Financial Accounting and Reporting, Taxation, Treasury and Banking, Budgeting, and Mergers & Acquisitions. She brings a strategic approach to decision-making and a decisive leadership style, with a strong focus on supporting and advancing business objectives.

Considering her qualifications, extensive industry experience and expertise across various financial and strategic functions, Ms. Megha is well suited to the position of Whole Time Director of the Company.

Ms. Megha has been associated with the Company in a leadership capacity and has contributed to various aspects of the Company's management and strategic functions. Her continued association as Whole Time Director is considered desirable and in the interest of the Company.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, at its meeting held on August 31, 2026, approved and recommended to the Members for modification in the term of remuneration of Rs. 70,00,000/- (Rupees Seventy Lakh only) per annum to Ms. Megha Raheja (DIN: 10855604), Whole Time Director and Key Managerial Personnel of the Company for a period commencing form September 1, 2026 to March 31, 2029 subject to approval of the Members.

The proposed remuneration is considered to be commensurate with the role and responsibilities entrusted to Ms. Megha Raheja and her experience, expertise and is in accordance with the applicable provisions of Sections 196, 197, 198, 203 and other applicable provisions read with Schedule V of the Companies Act, 2013.

Remuneration in case of absence or inadequacy of profits

Since, based on the latest audited financials of FY 2025-26, the Company has no profits or its profits are inadequate, the remuneration payable to Ms. Megha Raheja is governed by Section 197(3) of the Act read with Part II of Schedule V thereto. In terms of Section II(A) of Part II of Schedule V, the remuneration payable to a Whole Time Director in case of no profits or inadequate profits is subject to the limits prescribed therein. However, where the remuneration already approved by the Members exceeds the limits prescribed under Schedule V for payment of remuneration in case of no profits or inadequate profits, the same shall continue to be payable pursuant to the approval of the Members by way of this Special Resolution, to the extent permitted under the applicable provisions of law.

Accordingly, requisite disclosures pursuant to Part II of Schedule V to the Act are annexed as **Annexure – I** to this Notice separately.

Other terms of appointment

Except the modification in the term of ratification sought through the present resolution, all other terms and conditions of appointment of Ms. Megha Raheja as approved by the Members through Postal Ballot on January 4, 2025 shall remain unchanged.

Ms. Megha Raheja shall continue to perform such duties as may from time to time be entrusted to her by the Board of Directors and shall exercise such powers as may be assigned to her, subject to the superintendence, guidance, control and directions of the Board.

Regulation 17(6)(e) of SEBI LODR Regulations

Since Ms. Megha Raheja is a member of Promoter Group and also Whole Time Director of the Company, accordingly, the provisions of Regulation 17(6)(e) of the SEBI LODR Regulations relating to remuneration payable to executive directors who are promoters or members of the promoter group have been considered.

Considering that the aggregate annual remuneration payable to all the Executive Directors who are Promoters of the Company or members of the Promoter Group, including the remuneration proposed to be paid to Ms. Megha Raheja, exceeds the thresholds prescribed under the Regulation 17(6)(e) of the SEBI LODR Regulations, namely,

(i) Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher, or

(ii) where applicable, the aggregate annual remuneration payable to all Executive Directors who are Promoters exceeds 5% of the net profits of the Company,

Accordingly, approval of the Members is also being sought pursuant to said Regulation, to the extent applicable, for payment of the proposed remuneration to Ms. Megha Raheja during the period commencing from September 1, 2026 to March 31, 2029 (both days inclusive).

Interest of Directors/KMP

Except Ms. Megha Raheja and Ms. Srishti Baweja, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at **Item No. 6**.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that the payment of the said remuneration to Ms. Megha Raheja is in the best interests of the Company and commensurate with her responsibilities, qualifications, experience and contribution, and accordingly recommends the **Special Resolution** set out at Item No. 6 for approval of the Members.

Item No. 7: Approval for the raising of funds by way of public or private offering through a Qualified Institutions Placement / Rights / FPO / Any other mechanism to Investors through Issuance of equity shares or other eligible securities by the company:

The Company has been steadily expanding its business and operations across various verticals of cloud computing, AI infrastructure, and managed services. In line with its long-term strategic objectives and to support its growth roadmap, the Company proposes to raise additional capital of up to Rs. 1,500 Crores (Rupees One Thousand Crores only), in one or more tranches, by way of issuance of securities, as may be decided by the Board or a duly constituted committee thereof, in accordance with applicable laws and regulatory frameworks.

The funds raised through this issuance will be utilized to support a range of corporate objectives, including but not limited to funding capital expenditure requirements, pre-payment and/or repayment of existing borrowings including interest accrued thereon, working capital requirements, financing strategic acquisitions or partnerships, facilitating expansion into new service offerings or geographies, general corporate purposes, payment of lease rentals for IT equipment taken on lease, covering issue-related expenses, and for any other purposes as may be decided by the Board or a duly constituted committee thereof.

To enable the Company to access timely opportunities in the domestic and international capital markets, the Board proposes to obtain the approval of shareholders by way of a Special Resolution under applicable provisions of the Companies Act, 2013 and rules made thereunder, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), the Foreign Exchange Management Act, 1999 (“FEMA”) and other applicable laws.

The Members of the Company had, by way of a Special Resolution passed through Postal Ballot on October 30, 2025, approved an enabling resolution authorising the Board of Directors to raise funds through one or more permissible modes, including by way of a Qualified Institutions Placement (QIP), Rights Issue, Follow-on Public Offer (FPO) or such other permissible methods, in accordance with the applicable provisions of law. The said approval was valid for a period of 365 days from the date of passing of the resolution. Since the validity of the aforesaid approval has expired/is nearing expiry, and the Company continues to require the flexibility to access the capital markets to support its future growth plans and business requirements, the approval of the Members is being sought afresh by way of the present Special Resolution.

The resolution provides an enabling framework to the Board to issue securities through various permissible modes including:

- Qualified Institutions Placement (QIP) in accordance with Chapter VI of the SEBI ICDR Regulations;
- Rights Issue to eligible existing shareholders;

- Follow-on Public Offer (FPO);
- Any other permitted method of raising capital

For the purpose of Qualified Institutions Placement (QIP), the National Stock Exchange of India Limited (NSE) and BSE Limited ("BSE") shall be the designated stock exchanges.

The Company may issue equity shares and/or other equity-linked instruments or convertible securities including warrants, or a combination thereof (collectively, "Securities"), for an aggregate consideration not exceeding Rs. 1,500 Crores, whether denominated in Indian rupees or foreign currency, and whether issued to domestic or foreign investors.

The resolution seeks flexibility for the Board (or a duly authorized Committee) to determine the structure, timing, pricing, terms, and conditions of the issuance in consultation with lead managers, book-running lead managers, placement agents, legal advisors, and other intermediaries as may be deemed appropriate, having regard to market conditions and applicable regulatory requirements at the time of issuance. The aggregate amount of Rs.1,500 Crores is proposed as an enabling ceiling having regard to the Company's anticipated funding requirements and planned business and expansion needs. The actual amount raised, if any, may be lower than the aforesaid amount and will depend upon the Company's requirements, prevailing market conditions and the mode of fundraising undertaken. Further, in case of issuance by way of QIP, the Board may, subject to and in accordance with Regulation 176 of the SEBI ICDR Regulations, offer a discount of not more than 5% on the price determined under the SEBI ICDR Regulations.

The approval of the shareholders shall be valid for a period of 365 days from the date of passing of this resolution.

None of the Directors, Key Managerial Personnel or their relatives are in any way financially or otherwise concerned or interested in the resolution set out at Item No. 7 of this Notice, except to the extent of their shareholding in the Company, if any.

The Board recommends the passing of the resolution at Item No. 7 as a **Special Resolution**, in the interest of the Company and its stakeholders.

Item No. 8 & 9 : Increase in Borrowing Powers of the Company and mortgaging the assets of the Company:

Members are informed that at the 16th Annual General Meeting of the Company held on September 26, 2025, the members in terms of the provisions of Section 180(1)(c) of the Companies Act, 2013, had granted their approval by way of a Special Resolution to the Board of Directors, to borrow from time to time, such amounts as they may deem necessary for the purpose of business of the Company, not exceeding Rs.50,00,00,00,000/- (Indian Rupees Five Thousand Crores Only) over and above the then paid-up share capital and free reserves of the Company (reserves not set apart for any specific purpose) and granted approval in terms of provisions of Section 180(1)(a) of the Companies Act, 2013 to mortgage and/or create a charge on any of the moveable and/or immovable asset and/or the whole or any part of undertaking(s) of the Company to secure its borrowings up to the limits of Section 180(1)(c).

In terms of provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors of the Company cannot, except with the consent of the Members in a general meeting, by means of a Special Resolution, borrow money(ies) where the money to be borrowed, together with the money already borrowed (apart from temporary loans obtained from the Company's bankers in the ordinary course of business), in excess of the aggregate of the paid-up share capital, free reserves and securities premium.

In contemplation of business expansion and in order to fulfil the loan disbursements in the future, the Board may have to resort to multiple financing alternatives, the amount of which is expected to exceed the approved existing borrowing limit of Rs.5000,00,00,000/- (Indian Rupees Five Thousand Crores Only). Taking into account the increased fund requirements, as well as the enabling provisions of Section 180(1)(c) of the Companies Act, 2013, the Board of Directors at their Meeting held on August 31, 2026 approved and recommended the proposal to increase borrowing limit of the Board for an amount up to Rs. 100,00,00,00,000/- (Indian Rupees Ten Thousand Crores Only) over and above the then paid-up share capital free reserves and securities premium of the Company for the approval of the Members. Further, the Company may be required to secure some of the borrowings by creating mortgage/charge on all or any of the movable or immovable asset of the Company in favour of the lender(s) in such form, manner and ranking as may be determined by the Board of Directors of the Company from time to time, in consultation with the lender(s). In terms of section 180(1)(a) of the Act any proposal to sell, lease or otherwise dispose of the whole, or substantially the whole, of any such undertaking requires the approval of the Members by way of a Special Resolution. Accordingly, the consent of the Members of the Company is being sought for the enhancement of the borrowing limits and to secure such borrowings by mortgage/charge on any of the movable and/or immovable asset and / or the whole or any part of the undertaking(s) of the Company as set out in the Special Resolution at Item No. 8 & 9 of the Notice.

None of the Directors or Key Managerial Personnel of the Company or their relatives is/are in any way, concerned or interested, financially or otherwise, in the resolutions as set out at Item Nos. 8 & 9 of accompanying Notice.

The Board recommends the resolutions as mentioned at **Item Nos. 8 & 9** for the approval of the Members by way of **Special Resolution(s)**.

Item No. 10 : Approval of Material Modifications to the Material Related Party Transactions with Larsen & Toubro Limited:

The Company is engaged in the business of providing cloud computing and Infrastructure-as-a-Service ("IaaS") solutions, including CPU and GPU-based cloud services, software licensing, managed services, colocation, professional services, consulting and other related technology services.

Larsen & Toubro Limited ("L&T") is a Related Party of the Company within the meaning of the applicable provisions of the SEBI Listing Regulations.

The Members of the Company, at their meeting held on **November 27, 2024**, had approved material Related Party Transactions with L&T and/or its subsidiaries/associates, as applicable, under the following arrangements:

S. No.	Nature of Agreement	Nature of Transaction	Existing Shareholder Approved Limit	Existing Tenure
1.	Reseller Agreement	Sale of goods and services	Rs. 35 Crore per annum	3 Years
2.	Co-location Agreement	Purchase of goods and services	Rs. 30 Crore per annum	10 Years
3.	Software Licence Agreement	Sale of services	Rs. 30 Crore per annum	5 Years

The above existing approvals are reflected in the Company's earlier shareholder approval and current RPT documentation. The Company now proposes to seek approval of the Members for **material modifications to the existing material Related Party Transactions only in respect of the Co-location Agreement**, as set out below:

S. No.	Nature of Agreement	Existing Approved Limit	Revised Limit	Nature of Modification
1.	Co-location Agreement	Rs. 30 Crore per annum	Rs. 100 Crore per annum	Increase in annual limit
2.	Reseller Agreement	Rs. 35 Crore per annum	No Modification	No modification
3..	Software Licence Agreement	Rs. 30 Crore per annum	No Modification	No Modification

Accordingly, the proposed material modification represents an increase in the annual limits by Rs. 70 Crore under the Co-location Agreement over and above the existing approved limits.

The revised annual limits under the arrangement amount to Rs. 100 Crore per financial year.

The Reseller and Software Licence Agreement are not proposed to be modified, renewed or extended pursuant to this resolution and will continue under the existing shareholder-approved terms and tenure.

2. Particulars of the Related Party

Information as per Section III-B of SEBI Master Circular bearing reference No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026 (**"SEBI Master Circular"**) and the Industry Standards on "Minimum information to be provided for review of the Audit Committee and Shareholders for approval of a Related Party Transactions" (**"RPT Industry Standard"**), the minimum Information to be provided to the shareholders relating to the proposed material modification in the related party transaction(s) is provided herewith:

Sr. No.	Particulars of the information	Information provided by the management
1	Information as placed before the Audit Committee in the format as specified in the RPT Industry Standards, to the extent applicable	Refer '**PART-A**' and '**PART-B**' of "**Annexure – A**" herein below
2	Justification as to why the proposed transaction is in the interest of the listed entity, basis for determination of price and other material terms and conditions of RPT.	The proposed transaction is being undertaken in the ordinary course of business of the Company and on an arm's length basis. The transaction is expected to strengthen the Company's operational/ commercial relationship with the related party / ensure continuity of supply-service arrangements / leverage synergies arising from common business interests and operational efficiencies, thereby serving the long-term interests of the Company and its stakeholders. The pricing for the proposed transaction has been determined on an arm's length basis, comparable to the price that would be charged/ paid in a similar transaction with an unrelated third party under similar circumstances.
3	Disclose the fact that the Audit Committee has reviewed the certificates provided by the Managing Director and CFO of the Listed Entity as required under the RPT Industry Standards.	The Audit Committee has reviewed the certificates issued by the MD and CFO of the Company, as required under the RPT Industry Standards
4	Disclosure that the material RPT or any material modification thereto, has been approved by the Audit Committee and the Board of Directors recommends the proposed transaction to the shareholders for approval.	The material modification to the related party transaction(s), as set out in the Explanatory Statement to Item No. 10 of this Notice, has been approved by the Audit Committee. The Board of Directors, based on such approval and after due consideration, recommends the proposed transaction(s) for approval by the Members
5	Web-link and QR Code, through which shareholders can access the valuation report or other reports of external party, if any, considered by Audit Committee while approving the RPT.	Not applicable
6	Affirmation that the Audit Committee and Board of Directors, while providing information to the shareholders, have redacted the commercial secrets and such other information that would affect competitive position of listed entity and in its assessment, the redacted disclosures still provide all the necessary information to the public shareholders for informed decision making.	We affirm that the Audit Committee and Board of Directors have not redacted any information and all necessary information for informed shareholder decision-making has been provided. Refer below table titled as "**Annexure – A**".
7	Any other information that may be relevant	All relevant information as per RPT Industrial standard have been provided

Annexure- A

Pursuant to the SEBI Master Circular and RPT Industry Standard, Minimum Information provided to Audit Committee relating to the proposed material modification in the related party transaction(s) is provided herewith:

PART-A

A(1). Basic details of the related party:

S. No.	Particulars of the Information	Information Provided by the Management
1.	Name of the related party	Larsen & Toubro Limited ("L&T") and/or its subsidiaries/associates, as applicable under the respective arrangements
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	L&T is a diversified multinational conglomerate with businesses principally comprising Engineering, Procurement and Construction (EPC), Hi-Tech Manufacturing and Services

A(2). Relationship and ownership of the related party:

S. No.	Particulars of the Information	Information Provided by the Management
1.	Relationship between the listed entity and the related party, including shareholding	L&T is a Related Party of the Company under the applicable provisions of the SEBI Listing Regulations. L&T holds 18.45% of the share capital of the Company as on the date of this Notice, The Company has entered into a Shareholders' Agreement with L&T dated December 4, 2024.

A(3). Details of previous transactions with the related party:

S. No.	Particulars of the Information	Co-location Agreement
1.	Total amount of all transactions undertaken with the related party during the last financial year (FY 2025-26)	Rs. 13.42 Crore (purchase of goods and services)
2.	Total amount of all transactions undertaken with the related party in the current financial year up to the quarter immediately preceding the quarter in which approval is sought (April 1 to June 30, 2026)	Rs. 7.55 Crore
3.	Any default by the related party concerning any obligation undertaken under a transaction/arrangement during the last financial year	None, based on the Company's current RPT records

A(4). Amount of the proposed transaction(s):

S. No.	Particulars of the Information	Co-location Agreement
1.	Amount of the proposed transaction being placed for approval	Rs. 100 Crore per annum (revised limit; increased from Rs. 30 Crore)
2.	Whether the proposed transaction, taken together with transactions undertaken during the current financial year, would render it a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	40.72%
4.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover for the immediately preceding financial year	0.035%
5.	Financial performance of the related party for the immediately preceding financial year (FY 2025-26, consolidated)	**Turnover:** Rs. 2,85,874 Crore **Profit After Tax:** Rs. 18,954 Crore **Net Worth:** Rs. 1,09,290 Crore

A(5). Basic details of the proposed transaction:

S. No.	Particulars of the Information	Co-location Agreement
1.	Specific type of the proposed transaction	Purchase of goods and services (colocation, bandwidth, networking and related support services)
2.	Details of the proposed transaction	Provision of colocation services, bandwidth, networking and related support services at the Company's data centres, including project management, housekeeping, operations and other ancillary services
3.	Tenure of the proposed transaction	Remaining tenure of the existing 10-year arrangement approved by Members on November 27, 2024; no extension of tenure is proposed
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year	Rs. 100 Crore per annum
6.	Justification as to why the proposed transaction is in the interest of the listed entity	Increased operational requirements, expansion of data centre infrastructure, increased deployment of cloud/GPU infrastructure services, colocation and bandwidth networking and related support services
7.	Details of promoter(s)/director(s)/KMP having interest in the transaction, directly or indirectly	Ms. Seema Ambastha and Mr. Prashant Chiranjive Jain, Non-Executive Directors of the Company, are associated with L&T and may be regarded as interested by virtue of that association. No other Director/KMP or their relatives has any direct or indirect interest, except to the extent of their shareholding in the Company, if any
8.	Copy of valuation or other external party report, if any	None obtained - the proposal relates to enhancement of monetary limits under an existing arrangement and does not involve transfer of assets, issue of securities, or any transaction requiring valuation
9.	Other information relevant for decision making	Transaction continues in the ordinary course of business and on an arm's length basis; pricing based on applicable commercial terms with reference to capacity/services actually availed

PART B

B(1): Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances:

S. No.	Particulars of the Information	Co-location Agreement
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services	No separate bidding process undertaken — this is a modification to an existing, previously-approved arrangement. Continuation considered appropriate given the existing contractual relationship, technical/operational requirements, business continuity, specialised nature of services, existing infrastructure/integration, and commercial and operational suitability
2.	Basis of determination of price	Arm's length basis, determined with reference to applicable commercial terms for colocation, bandwidth and related services, having regard to the capacity and services actually availed
3.	In case of Trade Advance, if any: (a) Amount (b) Tenure (c) Whether self-liquidating?	Not applicable — the proposed transaction does not principally relate to trade advances. Any trade advances arising in the ordinary course under the arrangement shall be governed by agreed commercial terms and adjusted against corresponding goods/services

3. Audit Committee and Board Approval

The proposed material modifications have been considered and recommended by the Audit Committee of the Company at its meeting held on August 31, 2026, after considering, inter alia, the nature of the transactions, revised monetary limits, commercial rationale, pricing mechanism, arm's length basis, business interest of the Company and applicable regulatory requirements.

The Board of Directors, at its meeting held on August 31, 2026, after considering the recommendation of the Audit Committee, approved the proposed material modifications and is of the opinion that the same are in the interest of the Company. The Board accordingly recommends the Ordinary Resolution set out at Item No. 10 of the Notice for approval of the Members.

4. Voting Restriction

In accordance with Regulation 23 of the SEBI Listing Regulations, **No Related Party shall vote to approve the resolution**, whether or not the Related Party is a party to the particular transaction.

Accordingly, L&T and such other persons/entities who are Related Parties of the Company and are covered by the applicable voting restriction shall abstain from voting on this resolution.

Ms. Seema Ambastha and Mr. Prashant Chiranjive Jain, Non-Executive Directors of the Company, are associated with L&T and may be regarded as interested by virtue of that association. No other Director/KMP or their relatives are in any way, concerned or interested, financially or otherwise, except to the extent of their shareholding in the Company.

The Board recommends the resolutions as mentioned at **Item Nos. 10** for the approval of the Members by way of an **Ordinary Resolution**.

Annexure - I

<table>
<tr><th>S. No.</th><th>Particulars</th><th colspan="4">Remarks</th></tr>
<tr><td>I</td><td>General Information</td><td colspan="4"></td></tr>
<tr><td>1.</td><td>Nature of Industry</td><td colspan="4">The Company is engaged in the business of providing cloud computing infrastructure, GPU cloud services, artificial intelligence (AI) infrastructure, cloud platforms, managed cloud services, storage, networking and allied technology solutions.</td></tr>
<tr><td>2.</td><td>Date or Expected Date of Commencement of Commercial Production</td><td colspan="4">Not Applicable, as the Company is an existing operational company.</td></tr>
<tr><td>3.</td><td>In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td colspan="4">Not Applicable</td></tr>
<tr><td>4.</td><td>Financial Performance based on given indicators</td><td colspan="4">
<table>
<tr><th>S. No.</th><th>Particulars</th><th>FY 2025-26</th></tr>
<tr><td>1.</td><td>Revenue from Operations</td><td>245.58</td></tr>
<tr><td>2.</td><td>EBIDTA</td><td>126.26</td></tr>
<tr><td>3.</td><td>Profit/(Loss) Before Tax</td><td>(21.20)</td></tr>
<tr><td>4.</td><td>Profit/(Loss) After Tax</td><td>(15.57)</td></tr>
<tr><td>5.</td><td>Net Worth</td><td>1,685.05</td></tr>
</table>
</td></tr>
<tr><td>5.</td><td>Details of foreign investments/ collaborations, if any, are disclosed in the Annual Report of the Company.</td><td colspan="4">NIL</td></tr>
<tr><td rowspan="6">II</td><td rowspan="6">Information about the Appointees</td><td>Particulars/ Name of Directors</td><td>Mr. Tarun Dua</td><td>Ms. Srishti Baweja</td><td>Ms. Megha Raheja</td></tr>
<tr><td>DIN</td><td>02696789</td><td>08057000</td><td>10855604</td></tr>
<tr><td>Designation</td><td>Managing Director</td><td>Whole-time Director</td><td>Whole-time Director</td></tr>
<tr><td>Background & Experience</td><td>He holds a degree of Bachelor of technology (Computer Engineering) from REC Kurukshetra University. He has experience of more than 25 years and manages overall operation of the company. He plays a key role in formulation and implementation of Business strategy for growth & expansion of the business.

Accordingly, Mr. Tarun Dua, with his qualifications & experience is best suited to the said position</td><td>She has pursued B. Com(H) from prestigious S.R.C.C, Delhi University and has completed Chartered Accountancy in November 2004.

She has experience of more than 21 years in the field of Finance and Administration. Accordingly, Mrs. Srishti Baweja, with her qualifications & experience is best suited to the said position</td><td>She is a Chartered Accountant with over 22 years of experience in IT/ ITES and telecom industry. She has diverse experience in Financial Accounting & Reporting, Taxation, Treasury & Banking, Budgeting, Mergers & Acquisitions. She is adept at supporting business objectives with a decisive leadership style and strategic approach to decision making</td></tr>
<tr><td>Past Remuneration</td><td>Rs. 125 Lakhs</td><td>Rs. 125 Lakhs</td><td>Rs. 69.95 Lakhs</td></tr>
<tr><td>Recognition / Awards</td><td>None</td><td>None</td><td>None</td></tr>
</table>

S. No.	Particulars	Remarks			
		Job Profile & and his/her suitability	Responsible for overall management and operations of the Company, including formulation and implementation of business strategy for growth and expansion. well suited to lead the Company as Managing Director	Responsible for Overall Compliance, Finance and HR functions of the Company. well suited to discharge her responsibilities as Whole-Time Director.	Responsible for key financial functions of the Company, including accounting, taxation, treasury and budgeting. well suited to discharge her responsibilities as Whole-Time Director.
		Remuneration Proposed	Rs. 250 Lakhs	Rs. 150 Lakhs	Rs. 70.0 Lakhs
		Comparative Remuneration Profile with respect to industry, size of the company, profile of the position and person	The proposed remuneration payable to Mr. Tarun Dua as Managing Director is justified compared to remuneration paid in the industry and the size of the Company.	The proposed remuneration payable to Ms. Srishti Baweja as Whole Time Director is justified compared to remuneration paid in the industry and the size of the Company.	The proposed remuneration payable to Ms. Megha Raheja as Whole Time Director is justified compared to remuneration paid in the industry and the size of the Company.
		Pecuniary Relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	Except for the remuneration drawn by him as the Managing Director and his shareholding, if any, in the Company, Mr. Tarun Dua has no other pecuniary relationship, directly or indirectly, with the Company. Mr. Tarun Dua is the spouse of Ms. Srishti Baweja, Whole-time Director of the Company.	Except for the remuneration drawn by her as the Whole-time Director and her shareholding, if any, in the Company, Ms. Srishti Baweja has no other pecuniary relationship, directly or indirectly, with the Company. Ms. Srishti Baweja is the spouse of Mr. Tarun Dua, Managing Director, and is related to Ms. Megha Raheja, Whole-time Director of the Company.	Except for the remuneration drawn by her as the Whole-time Director and her shareholding, if any, in the Company, Ms. Megha Raheja has no other pecuniary relationship, directly or indirectly, with the Company. Ms. Megha Raheja is related to Ms. Srishti Baweja, Whole-time Director of the Company.
		Shareholding in the Company (including shareholding as a beneficial owner)	7,46,47,790	1,47,540	1,77,040
III	**Other Information**	**Reasons of loss or inadequate profits**	The loss/inadequacy of profits during the financial year was primarily attributable to a substantial increase in depreciation expenses arising from the Company's continued investment in infrastructure and assets. Depreciation being a non-cash charge, it significantly impacted on the reported profitability of the Company.		
		Steps taken or proposed to be taken for improvement	The Company has undertaken various measures to improve operational efficiency, optimise costs, enhance revenue generation and improve overall profitability. The Company continues to focus on strengthening its business operations and improving resource utilisation.		
		Expected increase in productivity and profits in measurable terms	The measures undertaken by the Company are expected to improve operational efficiency, enhance productivity and support revenue growth and profitability. The extent of improvement will depend on various business and market factors and cannot be quantified with reasonable certainty at this stage.		
IV	**Disclosures**	The requisite disclosures have been made in the Board of Directors Report under the heading "Corporate Governance" as attached to the Annual Report			

Annexure - II

Details of Directors seeking appointment/re-appointment and fixation of Remuneration of Directors as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 issued by the Institute of Company Secretaries of India are provided below:

S. No	Particulars	Details	Details	Details
1.	Name of Director seeking appointment/reappointment	**Mr. Tarun Dua**	**Ms. Srishti Baweja**	**Ms. Megha Raheja**
2.	DIN	02696789	08057000	10855604
3.	Category	Managing Director	Whole Time Director	Whole Time Director
4.	Brief Profile/Background Details/Suitability	He holds a degree of Bachelor of technology (Computer Engineering) from REC Kurukshetra University. He has experience of more than 25 years and manages overall operation of the company. He plays a key role in formulation and implementation of Business strategy for growth & expansion of the business. Accordingly, Mr. Tarun Dua, with his qualifications & experience is best suited to the said position.	She has pursued B. Com(H) from prestigious S.R.C.C, Delhi University and has completed Chartered Accountancy in November 2004. She has experience of more than 21 years in the field of Finance and Administration. Accordingly, Mrs. Srishti Baweja, with her qualifications & experience is best suited to the said position.	She is a Chartered Accountant with over 22 years of experience in IT/ ITES and telecom industry. She has diverse experience in Financial Accounting & Reporting, Taxation, Treasury & Banking, Budgeting, Mergers & Acquisitions. She is adept at supporting business objectives with a decisive leadership style and strategic approach to decision making
5.	Recognition or Awards	None	None	None
6.	Date of Birth/ Age	27/01/1980	25/10/1982	11/01/1980
7.	Date of first Appointment on Board	20/08/2009	31/01/2018	04.12.2024
8.	Qualifications, Experience and expertise in specific functional area	As per Brief Profile mentioned above.	As per Brief Profile mentioned above.	As per Brief Profile mentioned above.
9.	Remuneration last drawn, if any	Rs. 125 Lakhs	Rs. 125 Lakhs	Rs. 69.95 Lakhs
10.	Remuneration Proposed	Rs. 250 Lakhs	Rs. 150 Lakhs	Rs. 70.0 Lakhs
11.	Comparative remuneration profile with respect to the industry, size of the Company, profile of the position and person	The proposed remuneration payable to Mr. Tarun Dua as Managing Director is justified compared to remuneration paid in the industry and the size of the Company.	The proposed remuneration payable to Ms. Srishti Baweja as Whole Time Director is justified compared to remuneration paid in the industry and the size of the Company.	The proposed remuneration payable to Ms. Megha Raheja as Whole Time Director is justified compared to remuneration paid in the industry and the size of the Company.
12.	Shareholding in the Company (including shareholding as a beneficial owner)	7,46,47,790	1,47,540	1,77,040

S. No	Particulars	Details	Details	Details
13.	No. of Board Meetings attended during the year	3 out of 3 Meetings	3 out of 3 Meetings	
14.	Terms and Conditions of appointment	Mr. Tarun Dua will be Managing Director, liable to retire by rotation.	Ms. Srishti Baweja will be Whole Time Director, liable to retire by rotation.	Ms. Megha Raheja will be Whole Time Director, liable to retire by rotation
15.	Directorship held in other Companies (along with listed entities from which the person has resigned in the past three years)	1	1	1
16.	Membership/Chairmanship of Committees of Board of other listed entities	Nil	Nil	Nil
17.	Membership/ Chairmanship in Committees of E2E Networks Limited	Chairman of Borrowing Committee	1. Chairperson of Risk Management Committee 2. Chairman of Corporate Social Responsibility Committee 3. Member of Borrowing Committee	1. Member of Borrowing Committee
18.	Relationship with other director, manager and key managerial personnel/ relationships between directors inter-se	Mr. Tarun Dua is promoter of the Company and is spouse of Ms. Srishti Baweja, Promoter and Whole Time Director of the Company.	Ms. Srishti Baweja is spouse of Mr. Tarun Dua, Promoter and Managing Director of the Company. Further, she is sister of Ms. Megha Raheja, Whole time Director of the Company.	Ms. Megha Raheja is sister of Ms. Srishti Baweja, Whole time Director of the Company.
19.	In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	NA	NA	NA