



ITCONS E-SOLUTIONS LIMITED
(Formerly Known as ITCONS E-Solutions Private Limited)
CIN: L72900DL2007PLC163427

Registered Office: Regus Elegance 2F, Elegance Jasola District Centre, Old Mathura Road, South Delhi, New Delhi-110025 IN
Corporate Office: 3rd Floor, B-10, Bajaj Bhawan, Sector-3, JamnaLal Bajaj Marg, Noida, Gautam Buddha Nagar, UP-201301 IN
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NOTICE OF 18TH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Eighteenth (18th) Annual General Meeting of the members of ITCONS E-Solutions Limited (Formerly known as ITCONS E-Solutions Private Limited) will be held on Wednesday, 24th September, 2025, at 03:00 P.M. (IST) through Video Conferencing ("VC")/Other Audio-Visual means ("OAVM") to transact the following business:

ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.

2. Declaration of final dividend on equity shares for the financial year 2024-25.

To confirm and declare a final dividend of ₹ 0.15/- per equity share for the financial year ended March 31, 2025.

3. Appointment of Mrs. Prem Lata Mittal (DIN: 01205175) as director, liable to retire by rotation.

To appoint a Director in place of Mrs. Prem Lata Mittal (DIN: 01205175), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. To appoint Mr. Adit Mittal (DIN: 10163322) as Non-Executive & Non-Independent Director of the Company.

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (the "Rules"), the applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the provisions of the Articles of Association of the Company, Mr. Adit Mittal (DIN: 10163322), who was appointed by the Board of Directors as an Additional Director in the category of Non-Executive & Non-Independent Director of the Company with effect from August 06, 2025, and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act, from a Member proposing his candidature for the office of Director and in accordance with the recommendation of the Nomination and Remuneration Committee and the Board of Directors, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Board of Directors of the Company be and are hereby authorized to do all such acts, deeds, matters, and things as may be necessary, proper or expedient to give effect to this resolution."

5. To re-appoint Mr. Gaurav Mittal as Managing Director of the Company designated as MD & CEO

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relevant provisions of the Articles of Association of the Company, and subject to such other permissions, sanction(s) as may be necessary under law and on the recommendation made by Nomination and Remuneration Committee & Board of Directors, the consent of shareholders be and is hereby accorded for the re-appointment of Mr. Gaurav Mittal (DIN:01205129), as the Managing Director and Key Managerial Personnel of the Company (designated as MD & CEO) for 5 years commencing from October 13, 2025 till October 12, 2030, not liable to retire by rotation, on the terms and conditions of appointment including payment of remuneration as stated below:

I. Tenure:

Mr. Gaurav Mittal shall hold office as Managing Director & Chief Executive Officer of the Company for a period of Five years w.e.f. October 13, 2025, to October 12, 2030. However, in terms of Schedule V of the Companies Act, 2013, payment of remuneration shall be subject to the approval of shareholders after three years (i.e. post-October 12, 2028).

II. Remuneration:

The following remuneration shall be paid to Mr. Gaurav Mittal for a period of three years effective from October 13, 2025 to October 12, 2028:

a. Salary:

Up to Rs. 60,00,000/- p.a. (Rupees sixty lakh only) per annum with an annual increment of 20% p.a., subject to Section 197, 198, Schedule V of the Companies Act, 2013, any subsequent increase in remuneration beyond the limits as stated herein shall be done by way of passing a special resolution in a general meeting of the members of the Company.

b. Perquisites:

Mr. Gaurav Mittal shall be entitled to perquisites like rent free residential furnished or otherwise accommodation or house rent allowance in lieu thereof together with reimbursement of expenses for utilization of Gas, Electricity, Water, reimbursement of medical expenses incurred in India or abroad (including insurance premium for medical and hospitalization policy) for self and family, leave travel concession for self and his family including dependents, Children education allowance, club fees, premium towards personal accident insurance premium and other payments in nature of benefits, perquisites and allowances as per rules of the Company subject to a ceiling of 10% of annual salary per annum.

"Family" covers the spouse, the dependent children, and dependent parents of Managing Director.

In the computation of the ceiling on remuneration the following perquisites shall not be included:

- 1) Contribution to Provident fund or Superannuation or Annuity fund and Gratuity as per the Rules of the Company."
- 2) Leave and encashment of un availed leave as per the Rules of the Company.

c. Gratuity:

Gratuity shall be payable as per the Rules of the Company but not exceeding 15 days salary for each completed year of service, encashment of leave at the end of the tenure and provident fund will not be included in the computation of Salary to the extent the same are not taxable under the Income-Tax Act, 1961.

d. Sitting Fee:

Mr. Gaurav Mittal shall not be paid any sitting fees for attending the meetings of the Board of Directors or any Committees thereof.

e. Other Amenities:

The following amenities shall not be considered as perquisites: -

- (i) Free use of the Company's Car with Driver for the Business of the Company.
- (ii) Free telephone at the residence.
- (iii) Reimbursement of all actual cost, charges, expenses incurred in course of Company's business.

III. Minimum Remuneration:

In the event of absence or inadequacy of profits in any financial year, during the currency of the tenure, Mr. Gaurav Mittal shall be paid a minimum remuneration comprising of the Salary, Allowances, perquisites and other facilities (Communication & medical) as specified above as enhanced by the increments, as approved by the Board of Directors of the Company from time to time.

IV. Nature of Duties & Powers:

Mr. Gaurav Mittal, Managing Director & CEO, shall look after the day-to-day management and business affairs of the Company and he shall have substantial powers of management of the company. Subject to superintendence, control and directions of the Board of Directors, he shall exercise such other powers as may be assigned, granted and entrusted to him by the Board of Directors of the Company from time to time for the proper performance, discharge and execution of his duties and responsibilities;

The position may be terminated by the Company or by Managing Director and by giving one-month prior notice in writing.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, the consent be and is hereby accorded for the payment of remuneration, as set out in the Explanatory Statement annexed to the Notice convening this meeting, to Mr. Gaurav Mittal, Managing Director & CEO, notwithstanding that (i) the annual remuneration payable to him exceeds Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher; or (ii) the aggregate annual remuneration of all the promoter, executive directors of the Company exceeds 5% of the net profits of the Company.

RESOLVED FURTHER THAT the payment of remuneration as given above shall be in force for a period of three years commencing from October 12, 2025 till October 13, 2028 and subject to renewal/enhancement of such remuneration by the shareholders thereafter.

RESOLVED FURTHER THAT Subject to overall limit as specified above, the Board of Directors of the Company be and is hereby authorized to alter, vary, modify the terms and conditions of appointment/re-appointment including remuneration, subject to applicable provisions, for the time being in force and as may be agreed between the Board of Directors and Mr. Gaurav Mittal.

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Chapter XIII (Appointment and Remuneration of Managerial Personnel) and/or Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary or increase the remuneration (including the minimum remuneration), i.e. the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the aforesaid terms of appointment between the Company and Mr. Gaurav Mittal be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required under law, if any.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

6. To re-appoint Mr. Chetan Prakash Mittal as Executive Director (ED) and Chief Financial Officer (CFO) of the Company

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relevant provisions of the Articles of Association of the Company, and subject to such other permissions, sanction(s) as may be necessary under law and on the recommendation made by Nomination and Remuneration Committee & Board of Directors, the consent of shareholders be and is hereby accorded for the re-appointment of Mr. Chetan Prakash Mittal (DIN:01205222), as Executive Director and Key Managerial Personnel of the Company (designated as ED & CFO), who has attained the age 89 years, for 5 years commencing from October 13, 2025 till October 12, 2030, and whose office is liable to retire by rotation, on the terms and conditions including remuneration as detailed below:

I. Tenure:

Mr. Chetan Prakash Mittal shall hold office as Executive Director & Chief Financial Officer of the Company for a period of Five years w.e.f. October 13, 2025 to October 12, 2030. However, in terms of Schedule V of the Companies Act, 2013, payment of remuneration shall be subject to the approval of shareholders after three years (i.e. post October 12, 2028).

II. Remuneration:

The following remuneration shall be paid to Mr. Chetan Prakash Mittal for a period of three years effective from October 13, 2025 to October 12, 2028:

a. Salary:

Up to Rs. 24,00,000/- p.a. (Rupees twenty-four lakh only) per annum with an annual increment of 20% p.a, subject to Section 197, 198, Schedule V of the Companies Act, 2013, any subsequent increase in remuneration beyond the limits as stated herein shall be done by way of passing a special resolution in a general meeting of the members of the Company.

b. Gratuity:

Gratuity shall be payable as per the Rules of the Company but not exceeding 15 days salary for each completed year of service, encashment of leave at the end of the tenure and provident fund will not be included in the computation of Salary to the extent the same are not taxable under the Income-Tax Act, 1961.

c. Sitting Fee:

Mr. Chetan Prakash Mittal shall not be paid any sitting fees for attending the meetings of the Board of Directors or

any Committees thereof.

d. Other Amenities:

The following amenities shall not be considered as perquisites: -

(i) Free telephone at the residence.

(ii) Reimbursement of all actual cost, charges, expenses incurred in course of Company's business.

III. Minimum Remuneration:

In the event of absence or inadequacy of profits in any financial year, during the currency of the tenure, Mr. Chetan Prakash Mittal shall be paid a minimum remuneration comprising of the Salary, Allowances, perquisites and other facilities (Communication & medical) as specified above as enhanced by the increments, as approved by the Board of Directors of the Company from time to time.

iv. Nature of Duties & Powers:

Mr. Chetan Prakash Mittal will exercise such powers and duties as may be entrusted by the Board from time to time.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, the consent be and is hereby accorded for the payment of remuneration, as set out in the Explanatory Statement annexed to the Notice convening this meeting, to Mr. Chetan Prakash Mittal, Executive Director & CFO, notwithstanding that (i) the annual remuneration payable to him exceeds Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher; or (ii) the aggregate annual remuneration of all the promoter, executive directors of the Company exceeds 5% of the net profits of the Company.

RESOLVED FURTHER THAT the payment of remuneration as given above shall be in force for a period of three years commencing from October 12, 2025 till October 13, 2028 and subject to renewal/enhancement of such remuneration by the shareholders thereafter.

RESOLVED FURTHER THAT Subject to overall limit as specified above, the Board of Directors of the Company be and is hereby authorized to alter, vary, modify the terms and conditions of re-appointment including remuneration, subject to applicable provisions, for the time being in force and as may be agreed between the Board of Directors and Mr. Chetan Prakash Mittal.

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Chapter XIII (Appointment and Remuneration of Managerial Personnel) and/or Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary or increase the remuneration (including the minimum remuneration), i.e. the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the aforesaid terms of appointment between the Company and Mr. Chetan Prakash Mittal be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required under law, if any.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

7. To re-appoint Mrs. Premlata Mittal as Executive Director (ED) of the Company.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relevant provisions of the Articles of Association of the Company, and subject to such other permissions, sanction(s) as may be necessary under law and on the recommendation made by Nomination and Remuneration Committee & Board of Directors, the consent of shareholders be and is hereby accorded for the re-appointment of Mrs. Premlata Mittal (DIN:01205222), as Executive Director and Key Managerial Personnel of the Company, who has attained the age 81 years, for 5 years commencing from October 13, 2025 till October 12, 2030, and whose office is liable to retire by rotation, on the terms and conditions including remuneration as detailed below:

I. Tenure:

Mrs. Premlata Mittal shall hold office as Executive Director of the Company for a period of Five years w.e.f. October 13, 2025 to October 12, 2030. However, in terms of Schedule V of the Companies Act, 2013, payment of remuneration shall be subject to the approval of shareholders after three years (i.e. post October 12, 2028).

II. Remuneration:

The following remuneration shall be paid to Mrs. Premlata Mittal for a period of three years effective from October 13, 2025 to October 12, 2028:

a. Salary:

Up to Rs. 18,00,000/- p.a. (Rupees eighteen lakh only) per annum with an annual increment of 20% p.a., subject to Section 197, 198, Schedule V of the Companies Act, 2013, any subsequent increase in remuneration beyond the limits as stated herein shall be done by way of passing a special resolution in a general meeting of the members of the Company.

b. Gratuity:

Gratuity shall be payable as per the Rules of the Company but not exceeding 15 days salary for each completed year of service, encashment of leave at the end of the tenure and provident fund will not be included in the computation of Salary to the extent the same are not taxable under the Income-Tax Act, 1961.

c. Sitting Fee:

Mrs. Premlata Mittal shall not be paid any sitting fees for attending the meetings of the Board of Directors or any Committees thereof.

d. Other Amenities:

The following amenities shall not be considered as perquisites: -

- (i) Free telephone at the residence.
- (ii) Reimbursement of all actual cost, charges, expenses incurred in course of Company's business.

III. Minimum Remuneration:

In the event of absence or inadequacy of profits in any financial year, during the currency of the tenure, Mrs. Premlata Mittal, shall be paid a minimum remuneration comprising of the Salary, Allowances, perquisites and other facilities (Communication & medical) as specified above as enhanced by the increments, as approved by the Board of Directors of the Company from time to time.

iv. Nature of Duties & Powers:

Mrs. Premlata Mittal will exercise such powers and duties as may be entrusted by the Board from time to time.

RESOLVED FURTHER THAT pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time, the consent be and is hereby accorded for the payment of remuneration, as set out in the Explanatory Statement annexed to the Notice convening this meeting, to Mrs. Premlata Mittal, Executive Director, notwithstanding that (i) the annual remuneration payable to him exceeds Rs. 5 crore or 2.5% of the net profits of the Company, whichever is higher; or (ii) the aggregate annual remuneration of all the promoter, executive directors of the Company exceeds 5% of the net profits of the Company.

RESOLVED FURTHER THAT the payment of remuneration as given above shall be in force for a period of three years commencing from October 12, 2025 till October 13, 2028 and subject to renewal/enhancement of such remuneration by the shareholders thereafter.

RESOLVED FURTHER THAT Subject to overall limit as specified above, the Board of Directors of the Company be and is hereby authorized to alter, vary, modify the terms and conditions of re-appointment including remuneration, subject to applicable provisions, for the time being in force and as may be agreed between the Board of Directors and Mr. Chetan Prakash Mittal.

RESOLVED FURTHER THAT in the event of any statutory amendments, modifications or relaxation by the Central Government to Chapter XIII (Appointment and Remuneration of Managerial Personnel) and/or Schedule V to the Companies Act, 2013, the Board of Directors be and is hereby authorized to vary or increase the remuneration (including the minimum remuneration), i.e. the salary, perquisites, allowances, etc. within such prescribed limit or ceiling and the aforesaid terms of appointment between the Company and Mrs. Premlata Mittal be suitably amended to give effect to such modification, relaxation or variation, subject to such approvals as may be required under law, if any.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution."

8. To appoint Mrs. Nikky Gupta (DIN: 03268791) as Independent Director of the Company.

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mrs. Nikky Gupta (DIN: 03268791), who was appointed as an Additional Director in the category of an Independent Director, by the Board pursuant to the provisions of Section 161 of the Act and the Articles of Association of the Company and who is qualified for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Director and in accordance with the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a period of 1(one) year commencing from August 06, 2025 till August 05, 2026.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/documents with Registrar of Companies and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution, for matters connected therewith, or incidental thereto and to settle any questions, difficulties or doubts that may arise in this regard."

**By order of the Board of Directors
For ITCONS E-SOLUTIONS LIMITED**

Place: New Delhi
Date: August 29, 2025

Pooja Gupta
Company Secretary
Membership No. A42583

NOTES

1. The Ministry of Corporate Affairs ('MCA') vide its General Circular No. 09/2024 dated September 19, 2024 and earlier circulars issued in this regard ('MCA Circulars') and Securities and Exchange Board of India ('SEBI') vide its Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and earlier circulars issued in this regard ('SEBI Circulars'), permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the members at a common venue. In compliance with the aforesaid MCA Circulars & SEBI Circulars, the AGM of the Company will be held through VC and physical attendance of the Members to the AGM venue is not required. The deemed venue for the 18th AGM shall be the Registered Office of the Company at Regus Elegance 2F, Elegance Jasola District Centre, Old Mathura Road, New Delhi, India-110025.
2. The Explanatory Statement setting out material facts concerning the business under Item Nos. 4 to 8 of the Notice is annexed hereto in terms of Section 102 of the Companies Act, 2013 ("Act"). Further, the relevant details with respect to "Director seeking appointment and re-appointment at this AGM" are also provided as Annexure A in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.
3. Notice of the AGM along with the Integrated Annual Report for financial year ("FY") 2024-25 is being sent by electronic mode to those Members whose e-mail IDs are registered with the Company or National Securities Depository Limited ("NSDL")/Central Depository Services (India) Limited ("CDSL"), collectively ("Depositories"). Additionally, in accordance with Regulation 36(1)(b) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company is also sending a letter to shareholders whose e-mail addresses are not registered with Company/Registrar/DP providing the weblink of Company's website from where the Annual Report for FY 2024-25 can be accessed. The Notice and Integrated Annual Report FY 2024-25 is available on the following websites (a) Company – www.itconsinc.com (b) BSE Limited – www.bseindia.com (c) NSDL – <https://www.evoting.nsdl.com>.
4. In accordance with the Section 108 of the Act, read together with the Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company has provided remote e-voting facility to all the Members of the Company in respect of the businesses to be transacted at the AGM. The Company has engaged the services of National Securities Depository Limited (NSDL) for facilitating participation by the Members at the AGM through VC/OAVM and remote e-voting (including e-voting during the AGM). Members can join the AGM in VC/OAVM mode 15 minutes before and after the scheduled time for commencement of meeting. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the 'Instructions for e-voting' section which forms part of this Notice.
5. Since the physical attendance of Members has been dispensed with in terms of Applicable Circulars, there is no requirement for appointment of proxies. Accordingly, the facility of appointment of proxies by the Members under Section 105 of the Act is not available for this 18th AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. Corporate/Institutional Shareholders (i.e. other than individuals / HUF, NRI, etc.) are requested to send at cs.pooja@itconsinc.com with a copy marked to evoting@nsdl.co.in, a duly certified copy (PDF/JPEG format) of the Board Resolution authorizing their representative to attend and vote at the AGM, pursuant to Section 113 of the Act.
7. Participation of members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
8. The register of directors and key managerial personnel (KMP) and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs.pooja@itconsinc.com.

9. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>).
10. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 19th September, 2025 to Wednesday, 24th September, 2025 (both days inclusive) for annual general meeting, remote e-voting and for determining the entitlement of the shareholders to the dividend for the financial year 2024-25 as recommended by the Board of Directors of the Company, if declared by the members at the AGM.
11. The Company's Registrar and Transfer Agent (RTA) for its Share Registry Work (Physical and Electronic) is Cameo Corporate Services Limited, having its office at Subramaniam Building No.1, Club House, Chennai-600002, Phone: 044-28460390, E-mail Id: priya@cameoindia.com.
12. Members are requested quote their DP ID and Client ID number/folio number and mobile number in all their correspondence with Company & RTA.
13. Members may note that the Board of Directors, in its meeting held on May 30, 2025 has recommended a final dividend of Rs. 0.15/- per equity share (i.e. 1.5%). The record date for the purpose of final dividend for the financial year 2024-2025 will be September 18, 2025. If the final dividend is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made on Friday, October 24, 2025, as under:
- To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the Depositories, as of close of business hours on Thursday, September 18, 2025.
 - To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Thursday, September 18, 2025.

With effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made upon folio being KYC compliant i.e. the PAN, contact details including mobile no., bank account details and specimen signature are registered with the RTA/Company. [SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/ POD-1/P/ CIR/2024/81 dated June 10, 2024]

14. Tax Deducted at Source ("TDS") on dividend:

Pursuant to the Finance Act, 2020, dividend income will be taxable at the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For information on prescribed rates, members are requested to refer to the Finance Act, 2020 and amendments thereof. The members are requested to update their PAN details with Registrar and Transfer Agents (in case of shares held in physical mode) and depository participants (in case shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual shareholder, if the total dividend to be paid to shareholders during FY 2025-26 by the Company does not exceed ` 10,000/-

A resident individual shareholder with PAN who is not liable to pay income tax can submit a yearly declaration in Form 15G / 15H, to avail the benefit of non-deduction of tax, by submitting duly signed forms to Company's RTA at priya@cameoindia.com with a copy marked to company cs.pooja@itconsinc.com by Monday, September 22, 2025 (upto 6.00 p.m. IST). Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending

email to priya@cameoindia.com with a copy marked to company cs.pooja@itconsinc.com by Monday, September 22, 2025 (upto 6.00 p.m. IST).

Incomplete and / or unsigned forms and declarations will not be considered by the Company. All communications / queries in this respect should be addressed to the RTA, by email to priya@cameoindia.com,

15. Dividends which remain unencashed / unclaimed over a period of 7 years will have to be transferred by the Company to the Investor Education and Protection Fund (IEPF) constituted by the Central Government under Section 125 of the Companies Act, 2013. Further, under the amended provisions of Section 124 of the Companies Act, 2013, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred by the Company in the name of the IEPF.
16. Equity Shares of the Company are under compulsory demat trading by all investors. Those shareholders, who have not dematerialized their shareholding, are advised to dematerialize the same to avoid any inconvenience in future.
17. The Securities and Exchange Board of India (SEBI) has mandated that w.e.f. April 1, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository. In view of the same, members holding shares in physical form are requested to get them converted into dematerialized form.
18. We urge members to support our commitment to environmental protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, Cameo Corporate Services Limited at investor@cameoindia.com, or write to Company at cs.pooja@itconsinc.com to receive copies of the Integrated Annual Report 2024-25 in electronic mode.
19. As per Section 72 of the Act, the facility for submitting nomination is available for members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.
20. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 08th December, 2021, 14th December, 2021, 5th May, 2022, 28th December, 2022, 25th September, 2023 and 19th September, 2024, the Company is providing facility for voting by electronic means for all its Members to enable them to cast their vote electronically and the business may be transacted through such e-Voting.

A member may exercise his/ her vote at the General Meeting by electronic means and the Company may pass any resolution by electronic voting system in accordance with the provisions of the aforesaid Rule.

For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency.

The facility of casting votes by a member using remote e-Voting system as well as e-Voting on the day of the AGM will be provided by NSDL.

The Members attending the AGM who have not already cast their vote by remote e-Voting shall be able to exercise their right at the meeting.

The Members who have cast their vote by remote e-Voting prior to the Meeting may also attend the AGM but shall not be entitled to cast their vote again. Members may contact to NSDL at 022 - 4886 7000 and 022 - 2499 7000 or send email to Ms. Pallavi Mhatre at evoting@nsdl.co.in., for any grievances connected with electronic means.

21. The remote e-Voting period commences on Sunday, September 21, 2025 (9:00 a.m. IST) and ends on Tuesday, September 23, 2025 (5:00 p.m. IST).
- Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Thursday, 18th September, 2025, may opt for remote e-Voting and cast their vote electronically.
 - A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-Voting or e-Voting at the Meeting.
 - Any person, who acquires shares of the Company and becomes member of the Company after sending of the Notice and holding shares as of the cut-off date i.e. 18th September, 2025 may obtain the login ID and password by sending an email to evoting@nsdl.com by mentioning their Folio No./ DP ID and Client ID No. However, if you are already registered with NSDL for e-Voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget User Details/Password" option available on www.evoting.nsdl.com.
 - Once the vote on a Resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
 - Member may participate in the AGM even after exercising his right to vote through remote e-Voting but shall not be allowed to vote again.
 - At the end of remote e-Voting period, the facility shall forthwith be blocked.
22. The Board has appointed Mrs. Snehal Kashyap, Practicing Company Secretary (Membership No. FCS 12748) (CP No. 19254), as the scrutinizer ("Scrutinizer") for conducting the e-voting process in a fair and transparent manner.
23. The Scrutinizer will submit his report to the Chairman of the Company ("the Chairman") or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 2 working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchange, NSDL and RTA, and will also be displayed on the Company's website, www.itconsinc.com.
24. Members who would like to express their views/ ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN, and mobile number at cs.pooja@itconsinc.com between September 20, 2025 (9.00 a.m. IST) and September 22, 2025 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker on the dedicated email ID cs.pooja@itconsinc.com will be allowed to express their views/ask questions during the AGM. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good Internet speed. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.
25. Members are requested to address all correspondence to RTA, Cameo Corporate Services Limited, Subramanian Building", No. 1, Club House Road, Chennai – 600 002.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER: -

The remote e-voting commences on **Sunday, September 21, 2025 (9:00 a.m. IST)** and ends on **Tuesday, September 23, 2025 (5:00 p.m. IST)**. The e-voting module will be disabled by NSDL thereafter.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, 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 in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode 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 a 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 a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open a web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of the e-Voting system is launched, click on the icon "Login" which is available under the 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your login credentials, click on e-Voting, and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 135148 then user ID is 135148001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system

How to cast your vote electronically and join AGM on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and AGM is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the AGM. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter, etc., with attested specimen signature of the duly authorized signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to snehal.kashyap25@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at evoting@nsdl.co.in.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs.pooja@itconsinc.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs.pooja@itconsinc.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM 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 system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last last-minute rush.
2. Members are encouraged to join the Meeting through Laptops for a better experience.
3. Further Members will be required to allow the Camera and use the Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs.pooja@itconsinc.com. The same will be replied by the company suitably.

**By order of the Board of Directors
For ITCONS E-SOLUTIONS LIMITED**

Place: New Delhi
Date: August 29, 2025

Pooja Gupta
Company Secretary
Membership No. A42583

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

ITEM NO. 4

Pursuant to the recommendation of Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company at its Meeting held on August 6, 2025, has approved appointment of Mr. Adit Mittal (DIN: 10163322) as an Additional Director (Non-Executive and Non-Independent) of the Company whose office is liable to retire by rotation, with effect from August 6, 2025 to hold office up to the date of the next Annual General Meeting of the Company pursuant to section 161 of the Companies Act, 2013 ("the Act").

The Company has received a notice in writing from a Member under section 160 of the Act, proposing his candidature for the office of Director of the Company.

Mr. Adit Mittal aged 20 years, belongs to promoter group of the Company. He is pursuing B. TECH in EEE (Electrical & Electronics) from a premier Tier-1 institute called BITS Pilani. He is having excellent understanding of Manpower and staffing business and Capital Market. He is currently partner in India Events Partner, a premium consulting company in providing capital market services, Director of MahhaGuru NavGrah Pvt Ltd, a company in to Green Energy, Trustee in Mahakal Maharaj Bikaner Sewa Mandir Trust, A Trust into large social activities/projects. He has been conferred Karmaveer Chakra Award by International Confederation of Non-Governmental Organizations in partnership with the United Nations for his excellent social works in areas of poor child education, Green & clean India. He is co-author of book called "A Monk with a Merc" which won Golden Books Award 2025.

Mr. Adit Mittal is not disqualified from being appointed as Director in terms of section 164 of the Act and has given his consent to act as a Director. He is not debarred from holding the office of Director pursuant to any Order issued by the Securities and Exchange Board of India (SEBI) or any other authority.

In view of the above, the Nomination and Remuneration Committee and the Board of Directors of the Company at their meetings held on August 6, 2025, has recommended to the shareholders for the appointment of Mr. Adit Mittal as Non-Executive and Non-Independent Director of the Company, by passing Ordinary Resolution as set out in Item No.4 of this Notice.

The additional detailed information/ disclosure as required under Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meeting (SS-2) is set out in this Notice as Annexure A.

Mr. Gaurav Mittal, Managing Director, Mr. Chetan Prakash Mittal, Executive Director and CFO and, Mrs. Premlata Mittal, Executive Director being related may be deemed to be interested in his appointment.

Except the above, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set out in Item No. 4 of the Notice for approval of the Members.

ITEM NO. 5

Mr. Gaurav Mittal (DIN: 01205129) was appointed as the Managing Director of the Company for a term of three (3) years commencing from October 13, 2022 till October 12, 2025. Accordingly, his term as Managing Director of the Company is due for expiration in October 13, 2025.

Mr. Gaurav Mittal, aged 51 years, is the Promoter and Managing Director of the company. He has been on the Board of Directors since inception. He holds Bachelor's Degree in Electrical Engineering from Dr. Ram Manohar Lohia Avadh University, Uttar Pradesh, Doctorate Degree in Ayurveda Astrology & Vastu Science from Good News International University, USA, Post Graduate Diploma in Business Administration from Hindu Institute of Management, Sonapat, Microsoft Certified Professional as Solution Developer from Microsoft Project Management Professional from Project Management Institute. He has around two and half decades of rich and varied experience in the IT and staffing industries and has been involved in the leadership role of the Company and has been instrumental in growth and development of the Company during his tenure in the Company. Under his leadership, the Company has achieved many notable milestones. Mr. Gaurav Mittal continued association as Managing Director (designated as MD & CEO) is highly desirable and will be in the interest of the Company.

In view of the above, the Nomination and Remuneration Committee and the Board of Directors of the Company at their meetings held on May 30, 2025, has recommended to the shareholders for the re-appointment of Mr. Gaurav Mittal as the Managing Director and Chief Executive Officer of the Company for a further period of five (5) years effective from October 13, 2025, by passing Special Resolution. His re-appointment, including the remuneration and terms and conditions, is detailed in the resolution set out in Item No.5 of this Notice.

The additional detailed information/ disclosure as per Schedule V of the Companies Act, 2013 is as follows:

I. General Information

i. Nature of Industry:

ITCONS E-Solutions Limited is engaged in providing recruitment, staffing, consulting and other professional services.

ii. Date of commencement of commercial production: May 15, 2007.

iii. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus. N.A.

iv. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus. N.A.

Particulars	2023-24	2024-25
Total Revenue from Operations	2849.91	5598.41
Other Income	23.01	111.30
Profit Before Tax	278.68	445.70
Net Profit After Tax	190.61	324.96
EPS	3.69	6.43

v. Foreign investments or collaborators, if any: N.A.

II. Information about the Appointee

i. Background Details

The background details of Mr. Gaurav Mittal are annexed herewith the notice.

ii. Past Remuneration

Mr. Gaurav Mittal was receiving remuneration of Rs. 3 lakh per month (including Provident Fund and Gratuity) and there is no revision in the remuneration.

iii. Recognition or Awards

Mr. Gaurav Mittal is Doctorate in Ayurveda, Astrology and Vastu Sciences by American University 2021. He has been conferred Nelson Mandela Nobel Peace Award 2021, Corona Yoddha Samman by Dainik Jagran 2021, Corona Warrior Samman by Bharat Vikas Parishad 2020, Life time achievement award on Astrology and Vastu by Society of Vastu Sciences 2019, Gaurav Samman 2019, Industry Excellence Award 2018, Karamveer Chakra Award 2017, Entrepreneur of the Year 2016, IndiaMart Leaders of Tomorrow 2010, Red Herring Global Award 2010, Red Herring Asia Award 2009, Star Entrepreneur Award 2009, Power of Ideas - Economic Times Award 2009, NASSCOM IT Innovator award 2009, Microsoft Biz Spark Award 2008, TATA NEN hottest startups Award 2008.

He is author of book called "A Monk with a Merc" which won Golden Books Award 2025.

iv. Job Profile and his Suitability

Mr. Gaurav Mittal is first generation entrepreneur and promoter of the Company. He is serving the company since its incorporation i.e. from 2007. Mr. Mittal possesses rich business acumen and carries restlessness in achieving the goals set for the Company. With his endless efforts and wide experience, the company has been able to achieve the present heights in past few years. Looking to his competence in carrying the Company further, the Board of Directors has recommended his re-appointment as Managing Director and Chief Executive Officer of the Company.

v. Remuneration Proposed

The remuneration proposed is detailed in the resolution.

vi. Comparative remuneration profile with respect to Industry, Size of the Company, Profile of the position and person

Considering the position held and the responsibility of the Managing Director and CEO as well as the enhanced business activities of the Company, increase in consolidated profitability and Group's plans for growth, the proposed remuneration is commensurate with the industry standards and Board Level positions held in similar sized and similarly positioned businesses.

The appointee is a resident of India.

vii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any

Mr. Gaurav Mittal belongs to promoter group and hold 32.65% of total shareholding of the company Further, Mr. Chetan Prakash Mittal, Executive Director and CFO and Mrs. Premlata Mittal, Executive Director of the Company are parents of Mr. Gaurav Mittal.

III. OTHER INFORMATION

i. Reasons of loss or inadequate profits:

The company has not incurred any losses in past years but due to competitive market conditions, increase the overall expenditure including the remuneration payable to managerial persons the profits of the company may be termed as inadequate profits.

ii. Steps taken or proposed to be taken for improvement:

The Company remains committed to generate good returns for its stakeholders and has been successfully taking business initiatives to grow size of its operations and is expected to make higher profits in future.

iii. Expected increase in productivity and profit in measurable terms:

The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

IV. DISCLOSURES

- a. all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the Directors: Details are already disclosed in the respective resolution and shall be the part of Annual Report of the Company.
- b. details of fixed component and performance linked incentives along with the performance criteria: Details are already disclosed in the respective resolution and shall be part of Annual Report of the Company.
- c. service contracts, notice period, severance fees: Not Applicable
- d. stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable: Not Applicable.

The additional detailed information/ disclosure as required under Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meeting (SS-2) is set out in this Notice as Annexure A.

The Board has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors recommended the resolution in Item No. 5 of the Notice for approval of Members by Special Resolution.

Mr. Gaurav Mittal, Managing Director, Mr. Chetan Prakash Mittal, Executive Director and CFO and, Mrs. Premlata Mittal, Executive Director, Mr. Adit Mittal (Additional Director) being related may be deemed to be interested in his appointment.

Except the above, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in Item No. 5 of the Notice.

ITEM NO. 6

Mr. Chetan Prakash Mittal (DIN: 01205222) was appointed as Executive Director and Chief Financial Officer of the Company for a term of three (3) years, commencing from October 13, 2022, till October 12, 2025. Accordingly, his term as Executive Director and Chief Financial Officer of the Company is due for expiration in October 13, 2025.

Mr. Chetan Prakash Mittal belongs to the promoter group of the company. He has been on the Board of Directors since its inception. He holds a Bachelor's Degree in Commerce. He has been actively involved in the operations of the Company. He has rich and varied experience of over 43 years in managing business finance. He has worked in accounts and auditing for the Controller General of Defence. Mr. Chetan Prakash Mittal has already attained the age of 89 years. He played an important role in the growth and development of the Company during his tenure in the Company. His association as Executive Director and Chief Financial Officer is highly desirable and will be in the interest of the Company.

In view of the above, the Nomination and Remuneration Committee and the Board of Directors of the Company at their meetings held on May 30, 2025, has recommended to the shareholders for the re-appointment of Mr. Chetan Prakash Mittal as the Executive Director and Chief Financial Officer of the Company for a further period of five (5) years effective from October 13, 2025, by passing Special Resolution. His re-appointment, including the remuneration and terms and conditions, is detailed in the resolution set out in Item No.6 of this Notice.

The additional detailed information/ disclosure as per Schedule V of the Companies Act, 2013 is as follows:

I. General Information

i. Nature of Industry

ITCONS E-Solutions Limited is engaged in providing recruitment, staffing, consulting and other professional services.

ii. Date of commencement of commercial production: May 15, 2007.

iii. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus. N.A.

iv. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus. N.A.

Particulars	2023-24	2024-25
Total Revenue from Operations	2849.91	5598.41
Other Income	23.01	111.30
Profit Before Tax	278.68	445.70
Net Profit After Tax	190.61	324.96
EPS	3.69	6.43

v. Foreign investments or collaborators, if any: N.A.

II. Information about the Appointee

i. Background Details

The background details of Mr. Chetan Prakash Mittal are annexed herewith the notice.

ii. Past Remuneration

Mr. Chetan Prakash Mittal was receiving remuneration of Rs. 1.25 Lakhs Per Month (including Provident Fund and Gratuity) and there is no revision in the remuneration.

iii. Recognition or Awards

Mr. Chetan Prakash Mittal belongs to the promoter group of the company. He has been on the Board of Directors since its inception. He holds a Bachelor's Degree in Commerce. He has been actively involved in the operations of the Company. He has rich and varied experience of over 43 years in managing business finance. He has worked in accounts and auditing for the Controller General of Defence Accounts.

iv. Job Profile and his Suitability

Mr. Chetan Prakash Mittal is Executive Director and Chief Financial Officer of the company and he belongs to promoter group of the Company. He is serving the company since its incorporation i.e. from 2007. Mr. Mittal possesses rich experience in accounting and finance. Based on his experience and sincerity, the Board of Directors has recommended his re-appointment as Executive Director and Chief Financial Officer of the Company.

v. Remuneration Proposed

The remuneration proposed is detailed in the resolution.

vi. Comparative remuneration profile with respect to Industry, Size of the Company, Profile of the position and person

Considering the position held and the responsibility of the Executive Director and Chief Financial Officer of the Company, the proposed remuneration is commensurate with the industry standards and Board Level positions held in similar sized and similarly positioned businesses.

The appointee is a resident of India.

vii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any

Mr. Chetan Prakash Mittal belongs to promoter group and hold 10 shares of the company. Further, Mr. Gaurav Mittal, MD and CEO is his son and Mrs. Premlata Mittal, Executive Director is his wife.

III. OTHER INFORMATION

i. Reasons of loss or inadequate profits:

The company has not incurred any losses in past years, but due to competitive market conditions, increased the overall expenditure, including the remuneration payable to managerial persons, the profits of the company may be termed as inadequate profits.

ii. Steps taken or proposed to be taken for improvement:

The Company remains committed to generate good returns for its stakeholders and has been successfully taking business initiatives to grow size of its operations and is expected to make higher profits in future.

iii. Expected increase in productivity and profit in measurable terms:

The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

IV. DISCLOSURES

- a. all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the Directors: Details are already disclosed in the respective resolution and shall be the part of Annual Report of the Company.
- b. details of fixed component and performance linked incentives along with the performance criteria: Details are already disclosed in the respective resolution and shall be part of Annual Report of the Company.
- c. service contracts, notice period, severance fees: Not Applicable
- d. stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable: Not Applicable.

The additional detailed information/ disclosure as required under Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meeting (SS-2) is set out in this Notice as Annexure A.

The Board has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors recommended the resolution in Item No. 6 of the Notice for approval of Members by Special Resolution.

Mr. Gaurav Mittal as Promoter and Managing Director, Mr. Chetan Prakash Mittal, Executive Director and CFO and, Mrs. Premlata Mittal, Executive Director being related may be deemed to be interested in his appointment.

Except the above, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in Item No. 6 of the Notice.

ITEM NO. 7

Mrs. Premlata Mittal (DIN: 01205175) was appointed as Executive Director of the Company for a term of three (3) years commencing from October 13, 2022 till October 12, 2025. Accordingly, her term as Executive Director of the Company is due for expiration in October 13, 2025.

Mrs. Premlata Mittal belongs to promoter group of the company. She has been on the Board of Directors since inception. She holds a Bachelor Degree in Arts. She has been actively involved in the operations of the Company. She has rich and varied experience of over 18 years in managing business deliveries. Mrs. Premlata Mittal has already attained the age of 81 years. She played an important role in the growth and development of the Company during his tenure in the Company. Her association as Executive Director is beneficial and will be in the interest of the Company.

In view of the above, the Nomination and Remuneration Committee and the Board of Directors of the Company at their meetings held on May 30, 2025, has recommended to the shareholders for the re-appointment of Mrs. Premlata Mittal as the Executive Director of the Company for a further period of five (5) years effective from October 13, 2025, by passing Special Resolution. Her re-appointment, including the remuneration and terms and conditions, is detailed in the resolution set out in Item No.7 of this Notice.

The additional detailed information/ disclosure as per Schedule V of the Companies Act, 2013 is as follows:

I. General Information

i. Nature of Industry

ITCONSE-Solutions Limited is engaged in providing recruitment, staffing, consulting and other professional services.

ii. Date of commencement of commercial production: May 15, 2007.

iii. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus. N.A.

iv. In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus. N.A.

Particulars	2023-24	2024-25
Total Revenue from Operations	2849.91	5598.41
Other Income	23.01	111.30
Profit Before Tax	278.68	445.70
Net Profit After Tax	190.61	324.96
EPS	3.69	6.43

v. Foreign investments or collaborators, if any: N.A.

II. Information about the Appointee

i. Background Details

The background details of Mrs. Premlata Mittal are annexed herewith the notice.

ii. Past Remuneration

Mrs. Premlata Mittal was receiving remuneration of Rs. 1 Lakhs Per Month (including Provident Fund and Gratuity) and there is no revision in the remuneration.

iii. Recognition or Awards

Mrs. Premlata Mittal holds a Bachelor Degree in Arts. She has been actively involved in the operations of the Company. She has rich and varied experience of over 18 years in managing business deliveries. She played an important role in the growth and development of the Company during his tenure in the Company.

iv. Job Profile and his Suitability

Mrs. Premlata Mittal is Executive Director of the company and he belongs to promoter group of the Company. She is serving the company since its incorporation i.e. from 2007. Mrs. Mittal possesses rich experience in Marketing & branding. Based on her experience and sincerity, the Board of Directors has recommended his re-appointment as Executive Director of the Company.

v. Remuneration Proposed

The remuneration proposed is detailed in the resolution.

vi. Comparative remuneration profile with respect to Industry, Size of the Company, Profile of the position and person

Considering the position held and the responsibility of the Executive Director of the Company, the proposed remuneration is commensurate with the industry standards and Board Level positions held in similar sized and similarly positioned businesses.

The appointee is a resident of India.

vii. Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any

Mrs. Premlata Mittal belongs to the promoter group and holds 10 shares of the company. Further, Mr. Gaurav Mittal, MD and CEO is her son, Mr. Chetan Prakash Mittal, Executive Director & CFO, is her husband and Mr Adit Mittal, Additional Director, is her grandson.

III. OTHER INFORMATION

i. Reasons of loss or inadequate profits:

The company has not incurred any losses in past years but due to competitive market conditions, increase the overall expenditure including the remuneration payable to managerial persons the profits of the company may be termed as inadequate profits.

ii. Steps taken or proposed to be taken for improvement:

The Company remains committed to generate good returns for its stakeholders and has been successfully taking business initiatives to grow size of its operations and is expected to make higher profits in future.

iii. Expected increase in productivity and profit in measurable terms:

The Company is very conscious about improvement in productivity and undertakes constant measures to improve it. However, it is extremely difficult in the present scenario to predict profits in measurable terms.

IV. DISCLOSURES

- a. all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the Directors: Details are already disclosed in the respective resolution and shall be the part of Annual Report of the Company.
- b. details of fixed component and performance linked incentives along with the performance criteria: Details are already disclosed in the respective resolution and shall be part of Annual Report of the Company.
- c. service contracts, notice period, severance fees: Not Applicable
- d. stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable: Not Applicable.

The additional detailed information/ disclosure as required under Regulation 36(3) of Listing Regulations and Secretarial Standard on General Meeting (SS-2) is set out in this Notice as Annexure A.

The Board has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors recommended the resolution in Item No. 7 of the Notice for approval of Members by Special Resolution.

Mr. Gaurav Mittal as Promoter and Managing Director, Mr. Chetan Prakash Mittal, Executive Director and CFO and, Mrs. Premalata Mittal, Executive Director being related may be deemed to be interested in her appointment.

Except the above, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out in Item No. 7 of the Notice.

ITEM NO. 8

Mrs. Nikky Gupta (DIN: 03268791) was appointed as an Additional Independent Director of the Company by the Board of Directors in their meeting held on August 06, 2025 pursuant to the provisions of Section 161(1) and Section 149 of the Companies Act, 2013 and the Articles of Association and is eligible for appointment. The Company has received a notice in writing under Section 160 of the Act from a Member of the Company proposing Mrs. Nikky Gupta, as a candidate for the office of a Director.

The brief profile of Mrs. Nikky Gupta is given below:

Mrs. Nikky Gupta, aged 40 years, has over 16 years of experience in journalism, mass communication and branding. She holds post graduate diploma in mass communication and journalism from Jagran Institute of Management and Mass Communication, Noida, Uttar Pradesh. She is an advocacy strategist and communication expert. She has built a powerhouse in strategic communications, shaping brand trust, strategic outreach, and crisis management for leading brands. Nikky Gupta is a highly skilled consultant with extensive experience in policy advocacy, industry collaborations, and behaviour change communication across agriculture, food production, healthcare, and quality standards. Under her leadership, brands have executed high-impact campaigns like #EmergencyCarein11Minutes (Medulance), Fighting Cough, Saving India's Image (Akums Drugs), Preserve the Uterus (Bayer & IHW Council), and #GetTestedForGlaucoma (Entod Pharma), setting industry benchmarks. She also pioneered HealthFluencer, connecting brands with trusted voices to enhance engagement.

Beyond healthcare, she has successfully expanded her footprint with major government clients like GSTN, Petroleum Research & Conservation Association, Quality Council of India, Ministry of Jal Shakti, BIRAC, Food Corporation of India, Dept. of Food & Public Distribution, Ministry of New & Renewable Energy, Ministry of Corporate Affairs, and more reinforcing the agency's credibility and influence.

Mrs. Nikky Gupta has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Companies Act, 2013.

In view of the above, the Nomination and Remuneration Committee and the Board of Directors of the Company at their meetings held on August 06, 2025, has recommended to the shareholders for the re-appointment of Mrs. Nikky Gupta as an Independent Director of the Company for one (1) year effective from August 06, 2025, by passing Special Resolution as set out in Item No.8 of this Notice.

None of the Directors or Key Managerial Personnel ('KMP') of the Company or their respective relatives, except Mrs. Nikky Gupta, are concerned or interested, financially or otherwise, in the resolution set out in Item No. 8 of the accompanying Notice.

Disclosures as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to the Notice as Annexure A.

The Board recommends the Special Resolution as set out in Item No. 8 of the accompanying Notice for approval of the Members.

**By order of the Board of Directors
For ITCONS E-SOLUTIONS LIMITED**

Pooja Gupta
Company Secretary
Membership No. A42583

Place: New Delhi
Date: August 29, 2025

ANNEXURE-A

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of the Director	Mr. Gaurav Mittal	Mr. Chetan Prakash Mittal	Mrs. Prem Lata Mittal	Mr. Adit Mittal	Mrs. Nikky Gupta
Director Identification Number (DIN)	01205129	01205222	01205175	10163322	03268791
Date of Birth (Age)	24-08-1974 (51 years)	13-04-1936 (89 years)	17-06-1944 (81 years)	10-02-2005 (20 years)	28-11-1984 (41 years)
Date of appointment	15-05-2007; Re-designated as Managing Director and Chief Executive Officer w.e.f. 13-10-2023	15-05-2007; Re-designated as Executive Director & Chief Financial Officer w.e.f. 13-10-2023	15-05-2007; Re-designated as Executive Director 13-10-2023	01-08-2025; Appointed as additional Director (Non-Executive & Non-Independent)	01-08-2025; Appointed as additional Director (Non-Executive & Independent)
Nationality	Indian	Indian	Indian	Indian	Indian
Educational Qualifications	Bachelor's Degree in Electrical Engineering & PH.D	Bachelor's Degree in Commerce	Bachelor's Degree in Arts	Pursuing B.Tech in EEE (Electrical & Electronics)	Post Graduate diploma in mass communication and journalism
Work Experience	Mr. Gaurav Mittal has more than 25 years of experience in the IT industry and has also worked in various capacities like Chief Technology Officer, Project Manager, and Program Manager. Ops Manager and Manager Transition carry good hands-on experience not only in Technology but in business, financial sales, marketing, especially Cash flow management, financial planning and Client relationship management, etc.	Mr. Chetan Prakash Mittal has over 34 years of experience in the field of finance, accounts and auditing for Controller General of Defence Accounts, Government of India.	Mrs. Prem Lata Mittal holds a Bachelor Degree in Arts. She has rich and varied experience of over 18 years in managing business deliveries.	Mr. Adit Mittal is having excellent understanding of Manpower and staffing business and Capital Market.	Mrs. Nikky Gupta has over 16 years of experience in journalism, mass communication and branding.
Directorship held in other Listed Companies	Nil	Nil	Nil	Nil	Nil

Membership/ Chairmanship in other listed Companies	Nil	Nil	Nil	Nil	Nil
Shareholding in the Company	32.65%	0.00%	0.00%	6.14%	Nil
Relationship with other directors and Key Managerial Personnel of the Company	Mr. Gaurav Mittal is the son of Mr. Chetan Prakash Mittal and Mrs. Premlata Mittal and the father of Mr. Adit Mittal.	Mr. Chetan Prakash Mittal is the father of Mr. Gaurav Mittal and husband of Mrs. Premlata Mittal, and Grandfather of Mr. Adit Mittal.	Mrs. Premlata Mittal is the wife of Mr. Chetan Prakash and the mother of Mr. Gaurav Mittal and Grandmother of Mr. Adit Mittal.	Mr. Adit Mittal is son of Mr. Gaurav Mittal and Grandson of Mr. Chetan Prakash Mittal and Mrs. Prem Lata Mittal.	NA

**By order of the Board of Directors
For ITCONS E-SOLUTIONS LIMITED**

Pooja Gupta
Company Secretary
Membership No. A42583

Place: New Delhi
Date: August 29, 2025