



Date: 31/08/2023

To,
Corporate Relationship Department,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai - 400 001

Scrip Code: 543806
Scrip Symbol: ITCONS

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

Pursuant to Regulation 30 of the SEBI Listing Regulations, 2015 and Schedule III thereto, read with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023, we hereby inform you that the Board of Directors of the Company in its meeting held on 30th August, 2023, inter-alia, considered and approved the following:

1. Re-appointment of Mrs. Premlata Mittal, Executive Director who retires by rotation at the ensuing 16th Annual General Meeting of the Company:

Further, the details as required to be disclosed in terms of SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 are given in "Annexure A" as enclosed to this letter.

2. Appointment of Mr. Manoj Gupta (DIN:06585081) as Additional Director in the capacity of Non-Executive and Independent Director of the Company, based on the recommendation of Nomination and Remuneration Committee, for a period of 1 year with effect from August 31, 2023, subject to the approval of shareholders in the ensuing 16th Annual General Meeting of the Company.

Details pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 with respect to aforesaid appointment given as "Annexure B".

3. Re-appointment of Mr. Mridul Rastogi (DIN: 09775344) as Independent Director of the Company, based on the recommendation of Nomination and Remuneration Committee, for a period of 4 years with effect from November 01, 2023, subject to the approval of Shareholders in the ensuing 16th Annual General Meeting of the Company.

Details pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 with respect to aforesaid appointment given as "Annexure C".

4. Re-appointment of Mr. Komaligam Narayanan Jayaraman (DIN: 09762539) as Independent Director of the Company, based on the recommendation of Nomination and Remuneration Committee, for a period of 4 years with effect from October 13, 2023, subject to the approval of Shareholders in the ensuing 16th Annual General Meeting of the Company.



Details pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 with respect to aforesaid appointment given as "Annexure D".

5. Recommended appointment of M/s. Devesh Parekh & Co., Chartered Accountants, Delhi (Firm Registration No: 013338N) as the statutory auditors of the Company, in place of retiring auditors M/s. GBSG & Associates, Chartered Accountants (Firm Registration No. 031422N), based on the recommendation of Audit Committee, for a term of 5 (five) consecutive years to hold office from the conclusion of 16th Annual General Meeting until the conclusion of 21st Annual General Meeting of the Company.

Details pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09th September, 2015 with respect to aforesaid appointment given as "Annexure E".

6. Notice of 16th Annual General Meeting of the Company to be held on September 27, 2023.
7. Appointment of Mrs. Snehal Kashyap, Practicing Company Secretary (ICSI M.No.12748, COP No.: 19254) as Scrutinizer to conduct remote e-voting and e-voting process in fair and transparent manner.
8. Reconstitution of **Stakeholders Relationship Committee** of the Board of Directors as follows:

S.No.	Name of Director	Designation	Category
1	Mrs. Archana Gangal	Chairman	Non-Executive Director
2	Mr. Manoj Gupta	Member	Non-Executive and Independent Director
3	Mr. Komaligam Narayanan Jayaraman	Member	Non-Executive and Independent Director

You are requested to kindly take the above on records.

Thank You.

Yours sincerely

For ITCONS E-Solutions Limited

POOJA GUPTA
Digitally signed
by POOJA GUPTA
Date: 2023.08.31
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Pooja Gupta

Company Secretary & Compliance Officer

Membership No.: A42583



Disclosure pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015

Annexure-A

Re-appointment of Mrs. Premlata Mittal, Executive Director who retires by rotation at the ensuing 16th Annual General Meeting of the Company

Sr. No.	Particulars	Details
1	Reason of change viz. appointment, resignation, removal, death or otherwise	Mrs. Premlata Mittal, Executive Director who retires by rotation at the ensuing 16 th Annual General Meeting of the Company
2	Date of appointment/ cessation (as applicable) & Term of appointment	At the ensuing 16 th Annual General Meeting of the Company
3	Brief profile (in case of appointment)	Mrs. Premlata Mittal is a B.A. Graduate and has an experience over 15 years in the field of marketing and branding.
4	Disclosure of relationship between Directors (in case of appointment as a Director)	Mrs. Premlata Mittal is (Spouse) of Mr. Chetan Prakash Mittal, Director & Chief Financial Officer of the Company and (Mother) of Mr. Gaurav Mittal, Managing Director and Archana Mittal, Non-Executive Director of the Company.



Disclosure pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015

Annexure-B

Appointment of Mr. Manoj Gupta (DIN:06585081) as an Additional Director in the capacity of Non-Executive and Independent Director of the Company

Sr. No.	Particulars	Details
1	Reason of change viz. appointment, resignation, removal, death or otherwise	Appointment of Mr. Manoj Gupta (DIN:06585081) as an Additional Director in the capacity of Non-Executive and Independent Director.
2	Date of appointment	August 31, 2023
3	Term of appointment	Appointment for a period of 1 year with effect from August 31, 2023, subject to the approval of shareholders in the ensuing 16 th Annual General Meeting of the Company.
	Brief profile (in case of appointment)	Mr. Manoj Gupta holds a Bachelor's of Commerce degree, is a Chartered Accountant from the Institute of Chartered Accountants of India. He has over 20 years of experience in areas of audit, taxation and corporate finance.
4	Disclosure of relationship between Directors (in case of appointment as a Director)	Nil



Disclosure pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015

Annexure-C

Re-appointment of Mr. Mridul Rastogi (DIN: 09775344) as an Independent Director of the Company

Sr. No.	Particulars	Details
1	Reason of change viz. appointment, resignation, removal, death or otherwise	Re-appointment as Independent Director
2	Date of appointment	November 01, 2023 (Subject to the approval of Shareholders in the ensuing 16 th Annual General Meeting of the Company)
3	Term of appointment	Re-appointment for the period of 4 years i.e. upto October 31, 2027.
	Brief profile (in case of appointment)	Mr. Mridul Rastogi holds a Bachelor's of Science degree, is a Chartered Accountant from the Institute of Chartered Accountants of India. He has over 15 years of experience serving large and mid-sized clients in several sectors in areas of audit, taxation, corporate finance, risk management, corporate governance, corporate advisory, M&A and restructuring.
4	Disclosure of relationship between Directors (in case of appointment as a Director)	Nil



Disclosure pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015

Annexure-D

Re-appointment of Mr. Komaligam Narayanan Jayaraman (DIN: 09762539) as Independent Director of the Company

Sr. No.	Particulars	Details
1	Reason of change viz. appointment, resignation, removal, death or otherwise	Re-appointment as Independent Director
2	Date of appointment	October 13, 2023 (Subject to the approval of Shareholders in the ensuing 16 th Annual General Meeting of the Company)
3	Term of appointment	Re-appointment for the period of 4 years i.e. upto October 12, 2027.
	Brief profile (in case of appointment)	Mr. Komaligam Narayanan Jayaraman is B.tech graduate in Electronic Engineering. He has more than 30 years of experience in Information Technology sector and Program Management.
4	Disclosure of relationship between Directors (in case of appointment as a Director)	Nil



Disclosure pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September 2015

Annexure-E

Appointment of M/s. Devesh Parekh & Co., Chartered Accountants, Delhi (Firm Registration No: 013338N) as the statutory auditor of the Company

Sr. No.	Particulars	Details
1	Reason of change viz. appointment, resignation, removal, death or otherwise	<p>M/s. GBSG & Associates, Chartered Accountants (Firm Registration No: 031422N), existing Statutory Auditors of the Company have expressed their unwillingness to be re-appointed as the statutory auditor of the Company due to their professional pre-occupations.</p> <p>Hence, the Board of Directors at their meeting held on August 31, 2023 approved and recommended to the members of the Company, appointment of M/s. Devesh Parekh & Co., Chartered Accountants, Delhi (Firm Registration No: 013338N) as the Statutory Auditor of the Company in place of the retiring auditors.</p>
2	Date of appointment /cessation (as applicable) & term of appointment	<p>Subject to the approval of the shareholders, M/s. Devesh Parekh & Co., Chartered Accountants, Delhi (Firm Registration No: 013338N) shall be appointed as the Statutory Auditor from the conclusion of 16th Annual General Meeting until the conclusion of 21st Annual General Meeting of the Company. Accordingly, the resolution for appointment of M/s. Devesh Parekh & Co., Chartered Accountants, Delhi will be included in the notice of ensuing 16th AGM of the Company.</p>
	Brief profile (in case of appointment)	<p>M/s. Devesh Parekh & Co., Chartered Accountants, Delhi (Firm Registration No: 013338N), established in the year 1994 is registered with the Institute of Chartered Accountants of India (ICAI) and is a peer reviewed audit firm. The Audit Firm has over 25 years of experience of providing audit and assurance services, taxation services (Direct and Indirect Tax), Corporate restricting etc.</p>
4	Disclosure of relationship between Directors (in case of appointment as a Director)	Nil

For ITCONS E-Solutions Limited

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by POOJA GUPTA
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Pooja Gupta
Company Secretary & Compliance Officer
Membership No.: A42583

Date: 31/08/2023
Place: New Delhi