

ESCONET TECHNOLOGIES LIMITED

Formerly Esconet Technologies Private Limited
Reg. Off. D – 147, Okhla Industrial Area, Phase – I, New Delhi, India – 110020
Phone: +91.11.42299700 | E-mail: cs@esc.co.in
Web: www.esc.co.in
CIN: L62099DL2012PLC233739



Tuesday 17th September 2024

To,
The Manager,
The Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, 5th floor Plot No. C/1,
G Block, Bandra-Kurla Complex
Bandra (East), Mumbai - 400051

Sub: Submission of copy of the Notice of the “Extraordinary General Meeting” of the Members of the Company and information regarding Remote e-voting.

**REF: NSE SYMBOL: ESCONET
ISIN: INE0RQZ01017**

Dear Sir/Madam,

in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we wish to inform you that the Extraordinary General Meeting (EGM) of the Members of Esconet Technologies Limited will be held on Sunday the 13th day of October 2024, at 03:00 PM, at OPAL- II, Basement, Hotel Crown Plaza, Okhla Industrial Area, New Delhi – 110020.

The Company will provide its members with the facility to cast their vote(s) on all resolutions set out in the Notice, by way of remote e-voting and voting through ballot paper at the EGM.

A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. Sunday, 6th October 2024, only, shall be entitled to avail the facility of remote e-voting as well as voting through ballot paper at the EGM.

With reference to the captioned subject, a copy of the Notice of the Extraordinary General Meeting along with Notes thereof and Explanatory statement is Annexed herewith.

You are requested to take the above information on record.

Thanking you,
For Esconet Technologies Limited
(Formerly Esconet Technologies Private Limited)



Rajnish Pandey
Company Secretary & Compliance Officer
ICSI Mem. No.: ACS – 67445





Esconet Technologies Limited

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NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that the Extra-Ordinary General Meeting of the members of the **Esconet Technologies Limited** (“Company”) will be held on **Sunday, October 13, 2024**, at 03.00 p.m. IST at OPAL- II, Basement, Hotel Crown Plaza, Okhla Industrial Area, New Delhi – 110020 to transact the following businesses:

SPECIAL BUSINESS

ITEM NO. 1: ISSUE OF EQUITY SHARES ON PREFERENTIAL BASIS

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 Section 23(1)(b), Section 42 and Section 62(1)(c) of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force), and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, (as applicable) (“SEBI (ICDR) Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date (“SEBI (LODR) Regulations”) and the Foreign Exchange Management Act, 1999 as in force and subject to other applicable rules, regulations and guidelines of Securities and Exchange Board of India (“SEBI”) and/or the stock exchanges and the enabling provisions of the memorandum and articles of association of the Company and subject to requisite approvals, consents, permissions and/ or sanctions of regulatory and other appropriate authorities, as may be required and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions, and/ or sanctions and which may be agreed to, by the board of directors of the Company (“the Board”, which term shall be deemed to include any committee constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose); the consent and approval of the Company be and is hereby granted to create, offer, issue and allot on a preferential and private placement basis, upto 9,26,400 (nine lakhs twenty-six thousand four hundred) equity shares of the face value of Rs. 10/- each (hereinafter referred to as “**Equity Shares**”), at an issue price of Rs. 345/- per equity share (including a premium of Rs. 335/- per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018, to the following proposed allottees, belonging to the non-promoter public category (hereinafter referred to as “**Proposed Allottee**”):

SN	Name of the proposed allottee	Category	Number of Equity Shares
1.	Mrs. Shalu Aggarwal	Non-Promoter	1,33,600
2.	Mr. Samir Satish Goenka	Non-Promoter	1,06,400
3.	Mr. Rajindra Valsalan	Non-Promoter	98,400
4.	Mr. Jinendra G	Non-Promoter	53,600
5.	Shri Bajrang Commodity	Non-Promoter	40,800
6.	Bear Bulls Distributors Pvt. Ltd.	Non-Promoter	30,400
7.	AARSON Investments	Non-Promoter	27,200
8.	Mr. Dipak Raheja	Non-Promoter	27,200
9.	Ten Eighty Investments	Non-Promoter	27,200

10.	WOW Investments	Non-Promoter	27,200
11.	Ms. P ANITHA	Non-Promoter	26,400
12.	Ms. Rekha Gunavant Kumar	Non-Promoter	26,400
13.	Amit Chordia HUF	Non-Promoter	24,000
14.	Mr. Tushar Aggarwal	Non-Promoter	22,400
15.	Mrs. Kamla Madanlal Gurdasani	Non-Promoter	22,400
16.	Ms. Riya Garg	Non-Promoter	16,000
17.	Innovest Ventures	Non-Promoter	15,200
18.	Mr. Sahil Garg	Non-Promoter	15,200
19.	Mr. Dilipkumar Ghanshyamdas Mulchandani	Non-Promoter	15,200
20.	Caprize Global Story LLP	Non-Promoter	14,400
21.	Ms. Kavita Jain	Non-Promoter	14,400
22.	Iserve Solutions & Services Pvt. Ltd.	Non-Promoter	14,400
23.	Mr. Ramanlal Bhanwarlal Golecha	Non-Promoter	11,200
24.	Ms. D Prakash Devi	Non-Promoter	10,400
25.	Mr. Mohammad Husain Dariawala	Non-Promoter	9,600
26.	VM Finserve and Asset Management	Non-Promoter	9,600
27.	Shreem Advisors	Non-Promoter	9,600
28.	Mr. Santosh Kumar Pandey	Non-Promoter	9,600
29.	Ms. Sarla Devi Dogra	Non-Promoter	9,600
30.	Shagun Capital Ventures	Non-Promoter	8,800
31.	Ms. Poonamchand Divya	Non-Promoter	8,800
32.	Ms. Khushbu Soni	Non-Promoter	8,800
33.	Ms. Rekha Ramesh Gupta	Non-Promoter	8,000
34.	Ms. Deepali Aggarwal	Non-Promoter	8,000
35.	Ms. Isha Kishor Kumar Sonekar	Non-Promoter	8,000
36.	Mr. Gautam Tarachnad Sanghavi	Non-Promoter	8,000
	Total		9,26,400

RESOLVED FURTHER THAT aforesaid issue and allotment of Equity Shares shall be subject to the conditions prescribed under the Companies Act, 2013 and the SEBI (ICDR) Regulations including the following:

- a. An amount equivalent to 100% of the total consideration for the Equity Shares will be payable at the time of subscription to the Equity Shares, as prescribed by Regulation 169 of the SEBI (ICDR) Regulations.
- b. The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Proposed Allottee.
- c. The Equity Shares shall be locked in as per the provisions of the SEBI (ICDR) Regulations relating to preferential issue.
- d. The Equity Shares to be allotted shall be in dematerialized form only.
- e. The Equity Shares shall rank pari-passu in all respects including as to dividend with the existing fully paid-up equity shares of face value INR 10/- each of the Company.

- f. The Equity Shares will be listed and traded on the stock exchange, where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be.
- g. The Equity Shares shall be issued and allotted by the Company to the Proposed Allottee within a period of 15 (Fifteen) days from the date of passing of the shareholders' resolution. Provided that where any approval of permission of regulatory authority for the allotment is pending, the period of 15 days shall be counted from the date of such approval or permission.

RESOLVED FURTHER THAT as per the SEBI (ICDR) Regulations, the “Relevant Date” for the purpose of determining the issue price of aforesaid Equity Shares shall be **September 13, 2024**.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable, incidental or expedient to the issue and allotment of the Equity Shares, including but not limited to seeking listing of the Equity Shares on the relevant stock exchange, making application to the relevant depository for admission of the Equity Shares as appropriate, and to resolve and settle all questions and difficulties that may arise in relation to the proposed preferential issue, offer and allotment of any of the said Equity Shares, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred by this resolution on it to any committee of the Board, any other director(s) or officer(s) of the Company or other authorized persons to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or a committee of the Board, any other director(s) or officer(s) of the Company or any other authorized persons in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

ITEM NO. 2: ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL BASIS

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 Section 23(1)(b), Section 42 and Section 62(1)(c) of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force), and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, (as applicable) (“SEBI (ICDR) Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date (“SEBI (LODR) Regulations”) and the Foreign Exchange Management Act, 1999 as in force and subject to other applicable rules, regulations and guidelines of Securities and Exchange Board of India (“SEBI”) and/or the stock exchanges and the provisions of the memorandum and articles of association of the Company and subject to requisite approvals, consents, permissions and/ or sanctions of regulatory and other appropriate authorities, as may be required and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions, and/ or sanctions and which may be agreed to, by the board of directors of the Company (“the Board”, which term shall be deemed to include any committee constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose); the consent and approval of the Members of the Company be and is hereby granted to create, offer, issue and allot on a preferential and private placement basis, upto 2,13,600 (two lakhs thirteen thousand and six hundred) warrants (hereinafter referred to as “**Convertible Warrant**”), at an exercise price of Rs. 345/- per underlying equity share of the face value of Rs. 10/- each (including a premium of Rs. 335/- per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018, to the following proposed allottees, belonging to the non-promoter public category (hereinafter referred to as “**Proposed Allottee**”):

SN	Name of the proposed allottee	Category	Number of Convertible warrants
1.	Mr. Samir Satish Goenka	Non-Promoter	27,200
2.	Mr. A. Gotham Chand	Non-Promoter	1,00,000
3.	Wichita Enterprises Private Limited	Non-Promoter	61,600
4.	Top Filings India Pvt. Ltd.	Non-Promoter	4,800

5.	Ms. Aahana Bhatia	Non-Promoter	20,000
	Total		2,13,600

RESOLVED FURTHER THAT aforesaid issue and allotment of Convertible Warrants/ Resulting Equity Shares shall be subject to the conditions prescribed under the Companies Act, 2013 and the SEBI (ICDR) Regulations including the following:

- a. An amount equivalent to 25% (twenty-five percent) of the total consideration for the Convertible Warrants/ Resulting Equity Shares will be payable at the time of subscription to the Convertible Warrants, as prescribed by Regulation 169 of the SEBI (ICDR) Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Resulting Equity Shares. Convertible Warrant exercise price equivalent to the 75% of the issue price shall be payable by the Convertible Warrant holder(s) at the time of exercising the Convertible Warrant.
- b. The consideration for allotment of Convertible Warrants/ Resulting Equity Shares shall be paid to the Company from the bank accounts of the Proposed Allottee.
- c. The Convertible Warrants/ Resulting Equity Shares shall be locked in as per the provisions of the SEBI (ICDR) Regulations relating to preferential issue.
- d. The Convertible Warrants/ Resulting Equity Shares to be allotted shall be in dematerialized form only.
- e. The Resulting Equity Shares shall rank pari-passu in all respects including as to dividend with the existing fully paid-up equity shares of face value Rs. 10/- each of the Company.
- f. The Resulting Equity Shares will be listed and traded on the stock exchange, where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be. Convertible Warrants shall not be listed.
- g. The Convertible Warrants shall be issued and allotted by the Company to the Proposed Allottee within a period of 15 (Fifteen) days from the date of passing of the shareholders' resolution. Provided that where any approval of permission of regulatory authority for the allotment is pending, the period of 15 days shall be counted from the date of such approval or permission.
- h. Warrant holder may apply for the conversion of the outstanding Convertible Warrants into equity shares of the Company within 18 (eighteen) months from the date of allotment of the Convertible Warrants, in one or more tranches. In case the Warrant holder do not apply for the conversion of the outstanding Convertible Warrants into equity shares of the Company within 18 (eighteen) months from the date of allotment of the Convertible Warrants, then the consideration paid upon each of the said outstanding Convertible Warrants shall be forfeited and all the rights attached to the Convertible Warrants shall lapse automatically.
- i. Upon exercise of the option to convert the convertible Warrants within the tenure specified above, the Company shall ensure that the allotment of equity shares pursuant to exercise of the convertible Warrants is completed within 15 days from the date of such exercise by the allottee of such warrants.
- j. The Convertible Warrants by itself do not give to the Warrant holder any rights (including any dividend or voting rights) as the Shareholders of the Company.

RESOLVED FURTHER THAT as per the SEBI (ICDR) Regulations, the "Relevant Date" for the purpose of determining the issue price of aforesaid Warrants/ Resulting Equity Shares shall be **September 13, 2024**.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable, incidental or expedient to the issue and allotment of the Convertible Warrants/ Resulting Equity Shares, including but not limited to seeking listing of the Resulting Equity Shares on the relevant stock exchange, making application to the relevant depository for admission of the Convertible Warrants/ Resulting Equity Shares as appropriate, and to resolve and settle all questions and difficulties that may arise in relation to the proposed preferential issue, offer and allotment of any of the said Convertible Warrants/ Resulting Equity Shares, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its

absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred by this resolution on it to any committee of the Board, any other director(s) or officer(s) of the Company or other authorized persons to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or a committee of the Board, any other director(s) or officer(s) of the Company or any other authorized persons in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects.”

By Order of the Board of Directors
For ESCONET TECHNOLOGIES LIMITED

sd/-
Santosh Kumar Agrawal
Chairperson & Managing Director
DIN: 00493749

Place: New Delhi
Date: September 14, 2024

Registered Office:
D – 147, Okhla Industrial Area
Phase – 1, New Delhi - 110020
Tel: +91 11 42288700
Email: cs@esc.co.in

NOTES:

- a) The Extra Ordinary General Meeting will be held at the OPAL- II, Basement, hotel Crown Plaza, Okhla Industrial Area, Phase – 1, New Delhi, Delhi - 110020.
- b) Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ('the Act'), is attached with this Notice of EGM.
- c) A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL, INSTEAD OF HIMSELF AND PROXY NEED NOT BE A MEMBER OF THE COMPANY. The proxy form duly completed must reach the registered office of the Company not less than 48 hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The proxy so appointed shall prove his identity at the time of attending the meeting.

- d) Members/proxies are requested to bring to the meeting details of their shareholding/folio number/DP ID/Client ID. Members/proxies shall hand over the duly filled-in and signed attendance slip, at the entrance of the hall while attending the meeting.
- e) In conformity with the applicable regulatory requirements, the Notice of this EGM is being sent only through electronic mode to those Members who have registered their e-mail addresses with the Company or with the Depositories or in case no email ids are present then through speed post or registered post at their address available with Depositories or RTA.
- f) Those Shareholders whose email IDs are not registered can get their e-mail ID's registered as follows:
 - Members holding shares in demat form can get their e-mail ID registered by contacting their respective Depository Participant.
- g) The attendance of the Members attending the EGM will be counted for the purpose of the quorum under Section 103 of the Companies Act, 2013 (herein after referred to as “the Act”).
- h) The Securities and Exchange Board of India (“SEBI”) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their de-mat accounts.
- i) Further, SEBI has mandated to update PAN and Bank particulars with the RTAs, to exercise enhanced due diligence to streamline and strengthen the procedures and processes with regard to handling and maintenance of records, transfer of securities and payment of dividend / interest / redemption by the RTAs, Issuer Companies and Bankers to Issue.
- j) Members who hold shares in dematerialized form and want to provide/change/correct the bank account details should send the same immediately to their concerned Depository Participant and not to the Company. Members are also requested to give the MICR Code of their bank to their Depository Participants. The Company will not entertain any direct request from such Members for change of address, transposition of names, deletion of name of deceased joint holder and change in the bank account details.
- k) Corporate Members intending to authorize their representatives to attend the meeting pursuant to Section 113 of the Act, are requested to email/courier certified copy of the board/governing body resolution/authorisation etc., authorizing their representatives to attend and vote on their behalf. The documents shall be emailed to cs@esc.co.in with the subject line “Esconet Technologies Limited.”
- l) In the case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote during the EGM.
- m) The Board of Directors have appointed Mrs. Ragini Agrawal, Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process as well as e-voting during the EGM in a fair and transparent manner.
- n) Members are requested to notify any changes in their address / e-mail ids to the Company’s Registrar & Share Transfer Agent, Skyline financial services Private Limited at, Office No. – D-153/A, 1st floor, Okhla Industrial Area, Phase -1, New Delhi - 110020.
- o) Members are requested to quote their folio no. or DP ID / Client ID, in all correspondence with the Company / Registrar and Share Transfer Agent.
- p) 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 & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs (as may be notified from time to time) the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with Central Depository Services Limited (CDSL) for facilitating voting through electronic means, as the authorized agency.

- q) Members attending the meeting at the venue, who have not already cast their vote by means of remote e-voting, shall be able to exercise their right to vote through ballot voting at the EGM. The Members who have cast their vote by remote e-voting prior to the EGM may also attend the EGM but shall not be entitled to cast their vote again.

EXPLANATORY STATEMENT IN RESPECT OF THE BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following Statement pursuant to Section 102 of the Companies Act, 2013 and other applicable provisions, sets out all material facts relating to the business mentioned under each item of the accompanying Notice:

Item no. 1 and 2

To augment the fund requirements of the Company, your Company intends to raise funds through preferential issue of securities. Since your Company is a listed company, the proposed issue of Equity Shares and Convertible Warrants/ Resulting Equity Shares would be made in terms of the provisions of the Securities and Exchange Board of India (Issue of Capital & Disclosure Requirements), Regulations, 2018, and other applicable provisions, if any. In terms of the provisions of the Companies Act, 2013 and the rules made thereunder and the aforesaid SEBI Regulation, the relevant disclosures/details are given below:

I. Instrument and Numbers: Your Board proposes to issue on preferential and private placement basis,

- a. upto 9,26,400 (nine lakhs twenty-six thousand four hundred) equity shares of the face value of Rs. 10/- each (hereinafter referred to as “**Equity Shares**”), at an issue price of Rs. 345/- per equity share (including a premium of Rs. 335/- per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018, to the following proposed allottees, belonging to the non-promoter public category (hereinafter referred to as “**Proposed Allottee**”):

SN	Name of the proposed allottee	Category	Number of Equity Shares
1.	Mrs. Shalu Aggarwal	Non-Promoter	1,33,600
2.	Mr. Samir Satish Goenka	Non-Promoter	1,06,400
3.	Mr. Rajindra Valsalan	Non-Promoter	98,400
4.	Mr. Jinendra G	Non-Promoter	53,600
5.	Shri Bajrang Commodity	Non-Promoter	40,800
6.	Bear Bulls Distributors Pvt. Ltd.	Non-Promoter	30,400
7.	AARSON Investments	Non-Promoter	27,200
8.	Mr. Dipak Raheja	Non-Promoter	27,200
9.	Ten Eighty Investments	Non-Promoter	27,200
10.	WOW Investments	Non-Promoter	27,200
11.	Ms. P ANITHA	Non-Promoter	26,400
12.	Ms. Rekha Gunavant Kumar	Non-Promoter	26,400
13.	Amit Chordia HUF	Non-Promoter	24,000
14.	Mr. Tushar Aggarwal	Non-Promoter	22,400
15.	Mrs. Kamla Madanlal Gurdasani	Non-Promoter	22,400
16.	Ms. Riya Garg	Non-Promoter	16,000
17.	Innovest Ventures	Non-Promoter	15,200
18.	Mr. Sahil Garg	Non-Promoter	15,200
19.	Mr. Dilipkumar Ghanshyamdas Mulchandani	Non-Promoter	15,200
20.	Caprize Global Story LLP	Non-Promoter	14,400
21.	Ms. Kavita Jain	Non-Promoter	14,400

22.	Iserve Solutions & Services Pvt. Ltd.	Non-Promoter	14,400
23.	Mr. Ramanlal Bhanwarlal Golecha	Non-Promoter	11,200
24.	Ms. D Prakash Devi	Non-Promoter	10,400
25.	Mr. Mohammad Husain Dariawala	Non-Promoter	9,600
26.	VM Finsereve and Asset Management	Non-Promoter	9,600
27.	Shreem Advisors	Non-Promoter	9,600
28.	Mr. Santosh Kumar Pandey	Non-Promoter	9,600
29.	Ms. Sarla Devi Dogra	Non-Promoter	9,600
30.	Shagun Capital Ventures	Non-Promoter	8,800
31.	Ms. Poonamchand Divya	Non-Promoter	8,800
32.	Ms. Khushbu Soni	Non-Promoter	8,800
33.	Ms. Rekha Ramesh Gupta	Non-Promoter	8,000
34.	Ms. Deepali Aggarwal	Non-Promoter	8,000
35.	Ms. Isha Kishor Kumar Sonekar	Non-Promoter	8,000
36.	Mr. Gautam Tarachnad Sanghavi	Non-Promoter	8,000
	Total		9,26,400

- b. 2,13,600 (two lakhs thirteen thousand and six hundred) warrants (hereinafter referred to as “**Convertible Warrant**”), at an exercise price of Rs. 345/- per underlying equity share of the face value of Rs. 10/- each (including a premium of Rs. 335/- per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018, to the following proposed allottees, belonging to the non-promoter public category (hereinafter referred to as “**Proposed Allottee**”):

SN	Name of the proposed allottee	Category	Number of Convertible warrants
1.	Mr. Samir Satish Goenka	Non-Promoter	27,200
2.	Mr. A. Gotham Chand	Non-Promoter	1,00,000
3.	Wichita Enterprises Private Limited	Non-Promoter	61,600
4.	Top Filings India Pvt. Ltd.	Non-Promoter	4,800
5.	Ms. Aahana Bhatia	Non-Promoter	20,000
	Total		2,13,600

Convertible Warrants shall be entitled to convert the same, at the option of the warrant holder, into equal number of Equity Shares of a face value of Rs. 10/- each of the Company (“Resultant Equity Share”), in one or more tranches, within a period of eighteen months from the date of allotment of Convertible Warrants. The Convertible Warrants by itself do not give to the Warrant holder any rights (including any dividend or voting rights) as the Shareholders of the Company. The Convertible Warrants are not proposed to be listed on any stock exchange.

II. Pending Preferential Issue: Presently there has been no preferential issue pending or in process except as proposed in this notice.

III. Relevant Date: As per SEBI (ICDR) Regulations, 2018, the relevant date for the purpose of determination of issue price for the proposed preferential issue of securities is **September 13, 2024**.

IV. Issue Price and Valuation Report: In case of the frequently traded shares, as per Regulation 164(1) of the SEBI (ICDR) Regulations, 2018, a minimum issue price of the Equity Shares/ Convertible Warrants in preferential issues has to be calculated as (a) the 90 trading days volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; or (b) the 10 trading days volume weighted average prices of the related equity shares quoted on a recognized stock exchange preceding the relevant date; whichever is higher. Provided that if the Articles of Association of the issuer provide for a method of determination, which results in a floor price higher than that determined under these regulations, then the same shall be considered as the floor price for equity shares to be allotted pursuant to the preferential issue.

The shares of the Company are listed and traded on the National Stock Exchange of India Limited (NSE). As per the trading volume data available on NSE, the shares of the Company are frequently traded at NSE.

As per regulation 166A of the SEBI (ICDR) Regulations, 2018, any preferential issue, which may result in a change in control or allotment of more than five per cent of the post issue fully diluted share capital of the issuer, to an allottee or to allottees acting in concert, shall require a valuation report from an independent registered valuer and consider the same for determining the price. Provided that the floor price, in such cases, shall be higher of the floor price determined under sub regulation (1), (2) or (4) of regulation 164, as the case may be, or the price determined under the valuation report from the independent registered valuer or the price determined in accordance with the provisions of the Articles of Association of the issuer, if applicable.

The proposed preferential issue of equity shares and the convertible warrants would not result in any change in control of the Company. Further the present preferential issue of the equity shares and the convertible warrants is for not more than five per cent of the post issue fully diluted share capital of the Company, to any allottee or to allottees acting in concert. Accordingly, valuation report from an independent registered valuer for determining the price is not required as specified under Regulation 166(A)(1) of the SEBI ICDR Regulations is not applicable.

Article 20(A)(iii) of the Articles of Association of the Company provided that in case of preferential issue the price of such shares should be determined through a valuation report of a registered valuer subject to the rules and such other conditions, as may be prescribed under Law. In this regard the Company has obtained a share valuation report dated 14th September, 2024 from AXIOLOGY VALUETECH PRIVATE LIMITED, Registered Valuer Entity Registered with IBBI (Regn. No. IBBI/RV-E/05/2023/201 having Its Office at F – 58 Lower Ground Floor, Front half-B, Kalkaji, South Delhi - 110019, who has arrived the fair value of equity share of the Company as Rs. 344.99/- per equity shares. Copy of the same has been hosted on the website of the Company which can be accessed at the link: <https://www.esc.co.in/general-meetings>

Accordingly, the pricing of the Equity Shares/ Convertible Warrants/ Resulting Equity Shares to be allotted shall be the higher of the following parameters:

- i. Price determined as per provisions of the Regulation 164(1) of the SEBI ICDR Regulations (in case of frequently traded shares): Or
- ii. Fair value as determined as per the Articles of Association of the Company by a registered valuer.

The Price determined as per provisions of the Regulation 164(1) of the SEBI ICDR Regulations (in case of frequently traded shares) has been worked out to be Rs. 344.99 per equity share.

It is proposed that the Equity Shares and the Convertible Warrants shall be issued at an issue price per equity share/ exercise price of **Rs. 345.00** per underlying equity share of the face value of Rs. 10 each (including a premium of Rs. 335.00 per equity Share) or such higher issue price as may be determined as per the SEBI (ICDR) Regulations, 2018. Accordingly, the proposed issue price shall be more than the price determined under the Articles of Associations of the Company read with Regulation 164 and other applicable provisions of the SEBI (ICDR) Regulations, 2018.

Since, there is no capitalization of profit, right issue, bonus issue, re-classification of shares or any other corporate action in the Company since the listing of the Company with effect from 23rd February 2024 during last more than one year, there is no adjustment in pricing, required to be made, in terms of Regulation 166 of the SEBI (ICDR) Regulations, 2018.

Further as per the Regulation 166 (2) of the SEBI (ICDR) Regulations, 2018, the effect on the price of the equity shares of the issuer due to material price movement and confirmation of reported event or information may be excluded as per the framework specified under sub-regulation (11) of regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for determination of the price for a preferential issue in accordance with regulations 164, 164A, 164B or 165 of these regulations. In this regard according to the circular No SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/51 dated 21st May 2024, the framework for considering unaffected price shall be applicable to top 100 listed entities with effect from 1st June, 2024. Since, the Company is not in top 100 listed entities as on the Valuation Date, the aforesaid circular is not applicable in this case.

V. **Justification for allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:** Not Applicable

VI. **Re-computation of Price:** The Company shall re-compute the issue price of the Equity Shares/ Convertible Warrants/ Resulting Equity Shares, in terms of the provision of the SEBI (ICDR) Regulations, 2018, where it is required to do so; and that if any amount payable on account of the re-computation of issue price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018, the Equity Shares/ Convertible Warrants/ Resulting Equity Shares allotted under preferential issue shall continue to be locked- in till the time such amount is paid by the allottees.

VII. **Payment:** In terms of the provisions of Regulation 169(1) of the SEBI (ICDR) Regulations, 2018; full consideration of Equity Shares shall be paid by the Proposed Allottees at the time of allotment of such Equity Shares. Accordingly, the entire consideration for Equity Shares is required to be paid to the Company before allotment of Equity Shares to the Proposed Allottees.

In terms of the provisions of Regulation 169(2) of the SEBI (ICDR) Regulations, 2018; an amount equivalent to 25% (twenty-five percent) of the total consideration for the Convertible Warrants/ Resulting Equity Shares will be payable at the time of subscription to the Convertible Warrants, which will be kept by the Company to be adjusted and appropriated against the issue price of the Resulting Equity Shares. A Convertible Warrant exercise price equivalent to the 75% of the issue price shall be payable by the Convertible Warrant holder(s) at the time of exercising the Convertible Warrant.

In case the Warrant holder do not apply for the conversion of the outstanding Convertible Warrants into equity shares of the Company within 18 (eighteen) months from the date of allotment of the Convertible Warrants, then the consideration paid upon each of the said outstanding Convertible Warrants shall be forfeited and all the rights attached to the Convertible Warrants shall lapse automatically.

VIII. **Identity & particulars of proposed allottee and pre & post issue holding of the proposed allottee:** Present preferential issue of Convertible Warrants is proposed to be made to the following Non-Promoter category persons. The identity and the pre-issue & post issue shareholding of the proposed allottee is shown in the table below:

S. No.	Name of the Proposed Allottees	PAN	Category	Identity of the natural persons who are the ultimate beneficial owners of the shares of the proposed allottee and/or who ultimately control the proposed allottee	Pre-issue Equity Shareholding		No. of Equity Shares proposed to be allotted	No. of Convertible Warrants proposed to be allotted	Post-issue Equity Shareholding (excluding Convertible Warrants)		Post-issue Equity Shareholding (Fully Diluted Basis, including Convertible Warrants)*	
					No. of Shares	%			No. of Shares	%	No. of Shares	%
1	Mrs. Shalu Aggarwal	AAQPA0480J	Non-Promoter (Public)	Mrs. Shalu Aggarwal	0	0.00	1,33,600	0	1,33,600	1.01	1,33,600	0.99
2	Mr. Samir Satish Goenka	ABGPG5554L	Non-Promoter (Public)	Mr. Samir Satish Goenka	0	0.00	1,06,400	27,200	1,06,400	0.80	1,33,600	0.99
3	Mr. Rajindra Valsalan	ADNPR2969P	Non-Promoter (Public)	Mr. Rajindra Valsalan	86,400	0.70	98,400	0	1,84,800	1.39	1,84,800	1.37
4	Mr. Jinendra G	DQXPG5715A	Non-Promoter (Public)	Mr. Jinendra G	0	0.00	53,600	0	53,600	0.40	53,600	0.40
5	Shri Bajrang Commodity	AACFJ0698K	Non-Promoter (Public)	Mr. Anand Goel	0	0.00	40,800	0	40,800	0.31	40,800	0.30

6	Bear Bulls Distributors Pvt. Ltd.	AABCB3069J	Non-Promoter (Public)	Mrs. Brij Lata Agrawal	0	0.00	30,400	0	30,400	0.23	30,400	0.23
7	AARSON Investments	ACCFA8830C	Non-Promoter (Public)	Mr. Sharad Goyal	0	0.00	27,200	0	27,200	0.20	27,200	0.20
8	Mr. Dipak Raheja	AHXPR1047E	Non-Promoter (Public)	Mr. Dipak Raheja	0	0.00	27,200	0	27,200	0.20	27,200	0.20
9	Ten Eighty Investments	AATFT4858N	Non-Promoter (Public)	Ms. Nidhi Thakkar	0	0.00	27,200	0	27,200	0.20	27,200	0.20
10	WOW Investments	AADFW9841L	Non-Promoter (Public)	Mr. Amit Goyal	0	0.00	27,200	0	27,200	0.20	27,200	0.20
11	Ms. P ANITHA	AANPS3295C	Non-Promoter (Public)	Ms. P ANITHA	0	0.00	26,400	0	26,400	0.20	26,400	0.20
12	Ms. Rekha Gunavant Kumar	AAJPG7307H	Non-Promoter (Public)	Ms. Rekha Gunavant Kumar	0	0.00	26,400	0	26,400	0.20	26,400	0.20
13	Amit Chordia HUF	ALAPC7643Q	Non-Promoter (Public)	Mr. Amit Chordia	0	0.00	24,000	0	24,000	0.18	24,000	0.18
14	Mr. Tushar Aggarwal	AJBPA6833D	Non-Promoter (Public)	Mr. Tushar Aggarwal	0	0.00	22,400	0	22,400	0.17	22,400	0.17
15	Mrs. Kamla Madanlal Gurdasani	AECPG4068G	Non-Promoter (Public)	Mrs. Kamla Madanlal Gurdasani	0	0.00	22,400	0	22,400	0.17	22,400	0.17
16	Ms. Riya Garg	CJBPG4342M	Non-Promoter (Public)	Ms. Riya Garg	0	0.00	16,000	0	16,000	0.12	16,000	0.12
17	Innovest Ventures	AAKFI4622G	Non-Promoter (Public)	Ms. Neha Sharma	0	0.00	15,200	0	15,200	0.11	15,200	0.11
18	Mr. Sahil Garg	BMCPG1585K	Non-Promoter (Public)	Mr. Sahil Garg	0	0.00	15,200	0	15,200	0.11	15,200	0.11
19	Mr. Dilipkumar Ghanshyamdas Mulchandani	AAZPM5749F	Non-Promoter (Public)	Mr. Dilipkumar Ghanshyamdas Mulchandani	0	0.00	15,200	0	15,200	0.11	15,200	0.11
20	Caprize Global Story LLP	AAUFC1545J	Non-Promoter (Public)	Mr. Parash H Chedda	0	0.00	14,400	0	14,400	0.11	14,400	0.11
21	Ms. Kavita Jain	ACYPJ9601J	Non-Promoter (Public)	Ms. Kavita Jain	0	0.00	14,400	0	14,400	0.11	14,400	0.11
22	Iserve Solutions & Services Pvt. Ltd.	AABCI6158F	Non-Promoter (Public)	Mr. Manoj Rathi, Mrs. Sradha Rathi	0	0.00	14,400	0	14,400	0.11	14,400	0.11
23	Mr. Ramanlal Bhanwarlal Golecha	ABBPG1919Q	Non-Promoter (Public)	Mr. Ramanlal Bhanwarlal Golecha	0	0.00	11,200	0	11,200	0.08	11,200	0.08
24	Ms. D Prakash Devi	AAPPP5023P	Non-Promoter (Public)	Ms. D Prakash Devi	0	0.00	10,400	0	10,400	0.08	10,400	0.08

25	Mr. Mohammad Husain Dariawala	AISPD1322N	Non-Promoter (Public)	Mr. Mohammad Husain Dariawala	0	0.00	9,600	0	9,600	0.07	9,600	0.07
26	VM Finsereve and Asset Management	AAUFV9646F	Non-Promoter (Public)	Mr. Chetan Bhandari Mr. Yogesh Bhandari	0	0.00	9,600	0	9,600	0.07	9,600	0.07
27	Shreem Advisors	AFHFS3869P	Non-Promoter (Public)	Mr. Amit Gupta	0	0.00	9,600	0	9,600	0.07	9,600	0.07
28	Mr. Santosh Kumar Pandey	AGUPP9568N	Non-Promoter (Public)	Mr. Santosh Kumar Pandey	0	0.00	9,600	0	9,600	0.07	9,600	0.07
29	Ms. Sarla Devi Dogra	AWBPD2559C	Non-Promoter (Public)	Ms. Sarla Devi Dogra	0	0.00	9,600	0	9,600	0.07	9,600	0.07
30	Shagun Capital Ventures	AEWFS6331Q	Non-Promoter (Public)	Mr. Sankesh Vijay kumar	0	0.00	8,800	0	8,800	0.07	8,800	0.07
31	Ms. Poonamchand Divya	AIJPD5815H	Non-Promoter (Public)	Ms. Poonamchand Divya	0	0.00	8,800	0	8,800	0.07	8,800	0.07
32	Ms. Khushbu Soni	AMIPB1810H	Non-Promoter (Public)	Ms. Khushbu Soni	0	0.00	8,800	0	8,800	0.07	8,800	0.07
33	Ms. Rekha Ramesh Gupta	ABEPG8084F	Non-Promoter (Public)	Ms. Rekha Ramesh Gupta	0	0.00	8,000	0	8,000	0.06	8,000	0.06
34	Ms. Deepali Aggarwal	BSHPA6809F	Non-Promoter (Public)	Ms. Deepali Aggarwal	0	0.00	8,000	0	8,000	0.06	8,000	0.06
35	Ms. Isha Kishor Kumar Sonekar	LBEPS5965E	Non-Promoter (Public)	Ms. Isha Kishor Kumar Sonekar	0	0.00	8,000	0	8,000	0.06	8,000	0.06
36	Mr. Gautam Tarachnad Sanghavi	MXRPS1398M	Non-Promoter (Public)	Mr. Gautam Tarachnad Sanghavi	0	0.00	8,000	0	8,000	0.06	8,000	0.06
37	Mr. A. Gotham Chand	AACP6436F	Non-Promoter (Public)	Mr. A. Gotham Chand	0	0.00	0	1,00,000	0	0.00	1,00,000	0.74
38	Wichita Enterprises Private Limited	AAFCT0188C	Non-Promoter (Public)	Mrs. Ritu Gupta Mr. Dinesh Gupta	0	0.00	0	61,600	0	0.00	61,600	0.46
39	Top Filings India Pvt. Ltd.	AANCA5900H	Non-Promoter (Public)	Mr. Gaurav Jain	0	0.00	0	4,800	0	0.00	4,800	0.04
40	Ms. Aahana Bhatia	EUUPB2978A	Non-Promoter (Public)	Ms. Aahana Bhatia	0	0.00	0	20,000	0	0.00	20,000	0.15
			TOTAL		86,400	0.70	9,26,400	2,13,600	10,12,800	7.62	12,26,400	9.08
	* Assuming full conversion of Convertible Warrants.											

The Company has obtained the Permanent Account Numbers and the Demat account number of all the Proposed Allottees. The entire pre-preferential allotment shareholding of the respective Proposed Allottees for the Convertible Warrants, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of allotment of Convertible

Warrants or such extended period as may be required as per the SEBI (ICDR) Regulations. The entire pre-preferential allotment shareholding of the respective Proposed Allottees for the Equity Shares, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval by the stock exchanges or such extended period as may be required as per the SEBI (ICDR) Regulations.

Proposed Allottees have not sold or transferred any shares of the Company during the 90 trading days preceding the Relevant Date. Further, all the pre-preferential shareholding of the Proposed Allottees is held in dematerialized form.

Neither the Company nor any of the promoters, promoter group persons, directors or the proposed allottees or the beneficial owners of the proposed allottees have been directly or indirectly debarred or prohibited to access the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities. Further, neither the Company nor any of the promoters, promoter group persons, directors or the proposed allottees or the beneficial owners of the proposed allottees have been declared as willful defaulter or a fraudulent borrower as per RBI Circular Ref. No. RBI/2015-16/100 DBR.No.CID.BC.22/20.16.003/2015-16 dated July 1, 2015, by the Banks. Accordingly, disclosure as per Schedule VI of the SEBI (ICDR) Regulations, 2018 is not applicable.

Neither the Company nor any of the promoters, promoter group persons, directors or the proposed allottees or the beneficial owners of the proposed allottees is a fugitive economic offender as defined under section 12 of the Fugitive Economic Offenders Act, 2018.

Neither the Company nor any of the promoters, promoter group persons, directors or the proposed allottees or the beneficial owners of the proposed allottees have any direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by any recognized stock exchange.

IX. Change in control, if any, upon preferential issue: Consequent to the proposed preferential issue of Equity Shares and Convertible Warrants/ Resulting Equity Shares; there shall not be any change in control or change in management of the Company.

The preferential issue shall not attract an obligation to make an open offer for shares of the Company under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011.

X. The current and proposed status of the allottee(s) post the preferential issues namely, promoter or non-promoter: There shall not be any change in the status and category of any of the these Proposed Allottees even after the preferential issue and they shall remain as part of the same category, as mentioned in the special resolution, as below:

SN	Name of the proposed allottee	Current Category (Pre-Issue)	Category (Post Issue)
1.	Mrs. Shalu Aggarwal	Non-Promoter	Non-Promoter
2.	Mr. Samir Satish Goenka	Non-Promoter	Non-Promoter
3.	Mr. Rajindra Valsalan	Non-Promoter	Non-Promoter
4.	Mr. Jinendra G	Non-Promoter	Non-Promoter
5.	Shri Bajrang Commodity	Non-Promoter	Non-Promoter
6.	Bear Bulls Distributors Pvt. Ltd.	Non-Promoter	Non-Promoter
7.	AARSON Investments	Non-Promoter	Non-Promoter
8.	Mr. Dipak Raheja	Non-Promoter	Non-Promoter
9.	Ten Eighty Investments	Non-Promoter	Non-Promoter
10.	WOW Investments	Non-Promoter	Non-Promoter
11.	Ms. P ANITHA	Non-Promoter	Non-Promoter
12.	Ms. Rekha Gunavant Kumar	Non-Promoter	Non-Promoter
13.	Amit Chordia HUF	Non-Promoter	Non-Promoter

14.	Mr. Tushar Aggarwal	Non-Promoter	Non-Promoter
15.	Mrs. Kamla Madanlal Gurdasani	Non-Promoter	Non-Promoter
16.	Ms. Riya Garg	Non-Promoter	Non-Promoter
17.	Innovest Ventures	Non-Promoter	Non-Promoter
18.	Mr. Sahil Garg	Non-Promoter	Non-Promoter
19.	Mr. Dilipkumar Ghanshyamdas Mulchandani	Non-Promoter	Non-Promoter
20.	Caprize Global Story LLP	Non-Promoter	Non-Promoter
21.	Ms. Kavita Jain	Non-Promoter	Non-Promoter
22.	Iserve Solutions & Services Pvt. Ltd.	Non-Promoter	Non-Promoter
23.	Mr. Ramanlal Bhanwarlal Golecha	Non-Promoter	Non-Promoter
24.	Ms. D Prakash Devi	Non-Promoter	Non-Promoter
25.	Mr. Mohammad Husain Dariawala	Non-Promoter	Non-Promoter
26.	VM Finsereve and Asset Management	Non-Promoter	Non-Promoter
27.	Shreem Advisors	Non-Promoter	Non-Promoter
28.	Mr. Santosh Kumar Pandey	Non-Promoter	Non-Promoter
29.	Ms. Sarla Devi Dogra	Non-Promoter	Non-Promoter
30.	Shagun Capital Ventures	Non-Promoter	Non-Promoter
31.	Ms. Poonamchand Divya	Non-Promoter	Non-Promoter
32.	Ms. Khushbu Soni	Non-Promoter	Non-Promoter
33.	Ms. Rekha Ramesh Gupta	Non-Promoter	Non-Promoter
34.	Ms. Deepali Aggarwal	Non-Promoter	Non-Promoter
35.	Ms. Isha Kishor Kumar Sonekar	Non-Promoter	Non-Promoter
36.	Mr. Gautam Tarachnad Sanghavi	Non-Promoter	Non-Promoter
37.	Mr. A. Gotham Chand	Non-Promoter	Non-Promoter
38.	Wichita Enterprises Private Limited	Non-Promoter	Non-Promoter
39.	Top Filings India Pvt. Ltd.	Non-Promoter	Non-Promoter
40.	Ms. Aahana Bhatia	Non-Promoter	Non-Promoter

XI. Dues toward SEBI, Stock Exchange or Depositories: There is no outstanding dues payable to Dues toward SEBI, Stock Exchange or Depositories.

XII. Lock-in Period: The lock-in of the Equity Shares/ Convertible Warrants/ Resulting Equity Shares shall be as per the applicable provisions of the SEBI (ICDR) Regulations, 2018.

The Convertible Warrants shall also be under lock-in for a period of one year from the date of allotment or such other period as may be required as per the SEBI (ICDR) Regulations, 2018. The Equity Shares allotted pursuant to the exercise of option attached to the Convertible Warrants on preferential basis by the non-Promoter category allottees shall be locked-in for a period of six months from the date of trading approval by the stock exchanges.

The Equity Shares allotted on a preferential basis to public category persons shall be locked-in for a period of six months from the date of trading approval of the stock exchanges.

The entire pre-preferential allotment shareholding of the respective Proposed Allottees for the Convertible Warrants, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of allotment of Convertible Warrants or such extended period as may be required as per the SEBI (ICDR) Regulations. The entire pre-preferential allotment shareholding of the respective Proposed Allottees for the Equity Shares, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of trading approval by the stock exchanges or such extended period as may be required as per the SEBI (ICDR) Regulations.

The issuer shall ensure that equity shares purchased by the allottees between the relevant date and allotment of Convertible security or Equity shares forms part of the pre-preferential allotment shareholdings and same shall be subject to lock-in as per provisions of Regulation 167(6) of SEBI (ICDR) Regulations,2018.

Intention of promoters/directors/key management persons or senior management to subscribe: There has been no intention of any of the promoters, directors, key management persons or senior management to subscribe to in the present preferential issue.

XIII. Pre-issue & Post-issue Shareholding Pattern of the Issuer Company: Pre-issue and post issue shareholding pattern of the Company is as below:

S.No	Category	Pre-Issue		Proposed Allotment of Equity Shares	Proposed Allotment of Convertible Warrants	Post-issue Equity Shareholding (Excluding the proposed conversion of warrants)		Post-issue Equity Shareholding (Fully Diluted Basis, including the proposed conversion of warrants)*	
		No. of Shares held	%			No. of Shares held	%	No. of Shares held	%
A.	Promoters' holding								
	Indian								
1	Individual	80,26,196	64.94	0	0	80,26,196	60.41	80,26,196	59.45
2	Body Corporate	0	0.00	0	0	0	0.00	0	0.00
3	Others - HUF	0	0.00	0	0	0	0.00	0	0.00
	Sub Total	80,26,196	64.94	0	0	80,26,196	60.41	80,26,196	59.45
1	Foreign Promoters	0	0.00	0	0	0	0.00	0	0.00
	Sub Total	0	0.00	0	0	0	0.00	0	0.00
	Total Promoters Holding (A)	80,26,196	64.94	0	0	80,26,196	60.41	80,26,196	59.45
B.	Non-Promoters' holding								
1	Institutional Investors	16,000	0.13	0	0	16,000	0.12	16,000	0.12
2	Non-Institution:								
	Body Corporate	1,43,547	1.16	68,800	66,400	2,12,347	1.60	2,78,747	2.06
	Individuals	38,90,257	31.47	7,10,400	1,47,200	46,00,657	34.63	47,47,857	35.17
	HUF/ AOP/ firms etc.	1,00,000	0.81	1,47,200	0	2,47,200	1.86	2,47,200	1.83
	Other (Including NRIs, Clearing Members & IEPF)	1,84,000	1.49	0	0	1,84,000	1.38	1,84,000	1.36
	Total Non-Promoters Holding (B)	43,33,804	35.06	9,26,400	2,13,600	52,60,204	39.59	54,73,804	40.55
	Grand Total (A+B)	1,23,60,000	100.00	9,26,400	2,13,600	1,32,86,400	100.00	1,35,00,000	100.00

* Assuming full conversion of Convertible Warrants.

Allotment of Equity Shares/ Convertible Warrants/ Resulting Equity Shares pursuant to the Preferential Issue would be within the Authorized Share Capital of the Company. The Company is and post preferential issue would be, in compliance with the conditions for continuous listing of equity shares as specified in the listing agreement with the stock exchanges, where the equity shares of the issuer are listed and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015, as amended, and any circular or notification issued by SEBI.

XIV. Objects and purpose of the Preferential Issue: The Company intends to utilize the proceeds raised through the issue (“Issue Proceeds”/ “Gross Proceeds”) towards the objects of this Preferential issue. The details of the Issue Proceeds are as below:

SN	Type of Securities to be Issued	Number of Securities	Issue Price (Per Security) in Rs.	Amount to be raised from preferential issue (Rs. In lakhs)	Amount (Rs. In lakhs) to be received on allotment of Equity Shares/ Convertible Warrants	Amount (Rs. In lakhs) to be received on allotment of Resulting Equity Shares upon conversion of Convertible Warrants within a period of 18 months
1	Equity Shares	9,26,400	345	3196.08	3196.08	N.A.
2	Convertible Warrants/ Resulting Equity Shares	2,13,600	345	736.92	184.23	552.69
Total				3933.00	3380.31	552.69

The details of the objects of the Preferential Issue (hereinafter collectively referred to as “Objects”), are as below:

SN	Particulars	Amount (Rs. In lakhs)	% of total Issue Proceeds
1	To infuse funds in Wholly owned Subsidiary i.e., Zeacloud Services Private Limited through the mix of equity (Rs. 500 lakhs) and debts (Rs. 1000 lakhs) for its business expansion purpose*	1500.00	38.14
2	To meet the additional working capital requirements of the Company**	1000.00	25.43
3	Repayment of Loan against the Company***	500.00	12.71
4	General corporate purposes****	933.00	23.72
Total		3933.00	100.00

* The wholly owned subsidiary of the Company namely - Zeacloud Services Private Limited is engaged in the business of Cloud and Related business to Provide Private Cloud, Public Cloud, Managed Cloud Services, SAAS and other services for all enterprise types. For the growth and expansion of its business it is proposed to infuse funds to the tune of Rs. 1500 lakhs in Zeacloud Services Private Limited, through the mix of equity (Rs. 500 lakhs) and debts (Rs. 1000 lakhs).

** We propose to utilize Rs. 1000 lakhs from the Issue Proceeds to fund the working capital requirements of our Company. We fund most of our working capital requirements in the ordinary course of our business from our internal accruals and financing from various banks. This will ensure sufficient liquidity for day-to-day operations and business activities, this fund raising will help company to fulfil its working capital requirements.

*** A sum of Rs. 500 lakhs are also proposed to be used for the purpose of repayment of loans against the Company, which will improve the leverage ratio of the Company and reduce interest burdens.

****In accordance with the policies set up by our Board, we have flexibility in utilizing the remaining proceeds (balance remained after the capital expenditure and the working capital requirements), not exceeding 25% of the amount raised by our Company through this Issue, for general corporate purpose for the Company (including its wholly owned subsidiaries),

including but not restricted to, meeting operating expenses, branding, promotion, advertisements and meeting exigencies, which our Company in the ordinary course of business may not foresee or any other purposes as approved by our Board of Directors, subject to compliance with the necessary provisions of the Companies Act.

The main Object Clause of Memorandum of Association of our Company enables us to undertake the existing activities and the activities for which the funds are being raised by us through the present Preferential Issue. Further, we confirm that the activities which we have been carrying out till date are in accordance with the Object Clause of our Memorandum of Association.

Utilization of Gross Proceeds: As the funds to be received against warrant conversion will be in tranches and quantum of funds required on different dates may vary therefore, the Broad Range of intended use of the Gross Proceeds of the Issue is as under:

SN	Particulars	Amount (Rs. In lakhs) *	Tentative timelines for utilization of issue proceeds from the date of receipt of funds
1	To infuse funds in Wholly owned Subsidiary i.e., Zeacloud Services Private Limited for its business expansion purpose	1500.00	By March 31, 2025
2	To meet the additional working capital requirements of the Company	1000.00	By June 30, 2026
3	Repayment of Loan against the Company	500.00	By March 31, 2025
4	General corporate purposes	933.00	By June 30, 2026
	Total	3933.00	

(* considering 100% conversion of Warrants into Equity Shares within the stipulated time.)

Note: In terms of NSE Notice No. NSE/CML/2022/56 dated December 13, 2022, the amount specified for the above-mentioned object of issue size may deviate +/- 10% depending upon the future circumstances.

Schedule of Implementation and Deployment of Funds: The present Preferential Issue is for Equity Shares as well as for Convertible Warrants. The Issue Proceeds from the Convertible Warrants shall be received by the Company within a maximum period of 18 months period from the date of allotment of such Warrants in terms of Chapter V of the SEBI ICDR Regulation, and as estimated by our management, the entire proceeds received from the issue would be utilized for the all the above-mentioned objects, in phases, as per the company's business requirements and availability of Issue Proceeds, latest by June 30, 2026, as mentioned in aforesaid table.

If the proceeds are not utilized (in full or in part) for the objects stated above during the period stated above due to any such factors, the remaining proceeds shall be utilised in subsequent periods in such manner as may be determined by the Board, in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirement and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board, subject to compliance with applicable laws.

Interim Use of Issue Proceeds: Our Company, in accordance with the policies formulated by our Board from time to time, will have flexibility to deploy the Gross Proceeds. Pending utilization of the Gross Proceeds for the purposes described above, our Company intends to deposit the Gross Proceeds only with scheduled commercial banks included in the second schedule of the Reserve Bank of India Act, 1934 or deploy funds for such businesses opportunities as may be allowed by the Board from time to time.

Monitoring Agency: In terms of Regulation 162A of the SEBI ICDR Regulations, since the proposed issue Proceed is less than Rs. 100 crores, appointment of Monitoring Agency is not applicable.

- XV. Proposed time of Allotment:** The allotment of the Equity Shares and the Convertible Warrants in the present preferential issue will be made within a period of 15 days from the date of passing of the Special Resolution by the members. Provided that where any approval of permission of regulatory authority for the allotment is pending, the period of 15 days shall be counted from the date of such approval or permission.

Convertible Warrants shall be entitled to convert the same, at the option of the warrant holder, into equal number of Equity Shares of a face value of Rs. 10/- each of the Company, in one or more tranches, within a period of eighteen months from the date of allotment of Convertible Warrants.

Upon exercise of the option to convert the convertible Warrants within the tenure specified above, the Company shall ensure that the allotment of equity shares pursuant to exercise of the convertible Warrants is completed within 15 days from the date of such exercise by the allottee of such warrants.

XVI. Undertaking with regard to re-computation of issue price: In terms of SEBI (ICDR) Regulations, 2018, the Company shall re-compute the price of the Equity Shares and Convertible Warrant/ Resulting Equity Shares, in terms of the provision of the SEBI (ICDR) Regulations, 2018, where it is required to do so; and that if any amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, 2018, the Equity Shares/ Convertible Warrants allotted under preferential issue shall continue to be locked-in till the time such amount is paid by the allottee.

XVII. Certificate of the Practicing Company Secretary: A certificate from Practicing Company Secretary namely Ragini Agrawal, Proprietor of Ragini Agrawal & Associates certifying that the preferential issue is being made in accordance with the requirements of Chapter V of the SEBI ICDR Regulations shall be made available for inspection by the Members during the meeting and will also be made available on the Company's website <https://www.esc.co.in/general-meetings>.

As it is proposed to issue and allot the aforesaid securities on preferential allotment basis, special resolution is required to be approved by members pursuant to the provisions of Sections 42 and 62 of the Companies Act, 2013, and rules made thereunder and Chapter V of the SEBI (ICDR) Regulations, 2018 and other applicable provisions. The Board of Directors believes that the proposed preferential issue and allotment of Equity Shares and Convertible Warrants is in the best interest of the Company and its members. Your directors, therefore, recommend the resolution for your approval.

None of the Directors, Key Managerial Personnel of the Company or their relatives is in any way concerned or interested, financially or otherwise in the Special Resolution as set out at Item No. 1 and 2 of this Notice.

By Order of the Board of Directors
For ESCONET TECHNOLOGIES LIMITED

sd/-
Santosh Kumar Agrawal
Chairperson & Managing Director
DIN: 00493749

Place: New Delhi
Date: September 14, 2024

Registered Office:
D – 147, Okhla Industrial Area
Phase – 1, New Delhi - 110020
Tel: +91 11 42288700
Email: cs@esc.co.in

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING ARE AS UNDER:

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

1. The **voting period begins on Tuesday, 8TH October 2024 at 9:00 a.m. IST** and ends on **Saturday 12th October 2024 at 05:00 p.m. IST**, during this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date of 6th October 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the day of meeting.
3. Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 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.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<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. The option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 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 with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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 3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
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 22 55 33.
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 and 022 - 2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a) For CDSL: 16 digits beneficiary ID,
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and have logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) **If you are a first-time user follow the steps given below:**

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- After entering these details appropriately, click on “SUBMIT” tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the Esconet Technologies Limited on which you choose to vote.
- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot entering the details as prompted by the system.
- There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@esc.co.in (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

- 1) For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)

If you have any queries or issues regarding attending EGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact CDSL at toll free no. 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

**FORM NO. MGT-11
PROXY FORM
EXTRA ORDINARY GENERAL MEETING**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L62099DL2012PLC233739
Name of the Company: Esconet Technologies Limited
Registered Office: D – 147, Okhla Industrial Area, Phase – 1, New Delhi, India - 110020

Name of Shareholder:
DPID/ Folio No.:
Registered Address:
Email id:

I/We, being the Shareholder of the above-named company, hereby appoint

1. Name:
Address:
Email ID:
Signature:

OR failing him/her

2. Name:
Address:
Email Id:
Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Esconet Technologies Limited to be held at 03:00 P.M. IST on Sunday, 13th October 2024 at OPAL- II, Basement, Hotel Crown Plaza, Okhla Industrial Area, New Delhi – 110020 or at any adjournment thereof in respect of such resolution as are indicated below:

SPECIAL BUSINESS:

1. **TO CREATE, ISSUE AND ALLOT 9,26,400 EQUITY SHARES AND 2,13,600 COMPLUSORY CONVERTIBLE WARRANTS ON PREFERENTIAL BASIS TO PERSONS BELONGING TO NON-PROMOTER CATEGORY**

Signed on this ____ day of ____ 2024.

Signature of Shareholder

Signature of Proxy

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered & Corporate Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A proxy shall prove his identity at the time of attending the Meeting.
3. The proxy form should be signed across the revenue stamp as per specimen signature(s) registered with the Company/Depository Participant.
4. A Proxy need not be a member of the Company.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes. When a Member appoints a Proxy and both the Member and Proxy attend the Meeting, the Proxy will stand automatically revoked.
6. Undated proxy form will not be considered valid.



Esconet Technologies Limited

(Formerly Esconet Technologies Private Limited)

Reg. Off.: D – 147, Okhla Industrial Area, Phase – I, New Delhi, India – 110020

Phone: +91.11.42299700 | **E-mail:** cs@esc.co.in

Web: www.esc.co.in

CIN: L62099DL2012PLC233739

ATTENDENCE SLIP

EXTRA ORDINARY GENERAL MEETING

Please complete this attendance slip and hand it over at the entrance of meeting hall

DP Id*		Name & Address of Registered Shareholders
Client Id*		
Regd. Folio. No.		
No. of Shares Held		

* Applicable for shareholding in electronic form.

1. I certify that I am a registered shareholder / proxy for the registered shareholder of the Company. I hereby record my presence at the Extra Ordinary General Meeting of the Company held on Sunday, October **13, 2024**, at **03.00 PM** at OPAL- II, Basement, Hotel Crown Plaza, Okhla Industrial Area, New Delhi – 110020.
2. I hereby give my consent to receive the Annual Reports and Accounts and other documents per-missible to be sent through electronic mode, on my e-mail ID- instead of physical form.

Signature of Shareholder/Proxy

Notes:

1. A member or his duly appointed Proxy wishing to attend the meeting must complete this Attendance Slip and hand it over at the entrance.
2. Name of the Proxy in Block letters.....
(in case the Proxy attends the meeting)
3. Those who hold shares in Demat form to quote their Demat Account No. and Depository Participant (D.P.) ID. No.
4. Shareholders/proxy holders desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

Electronic Voting Particulars

Electronic Voting Sequence No. (EVSN)	User ID	Sequence Number
240916018		

Note: Please read the instructions mentioned in the Notice of the Extra Ordinary General Meeting.

ROUTE MAP TO THE EGM VENUE

Venue: OPAL- II, Basement, Hotel Crown Plaza, Okhla Industrial Area, New Delhi – 110020

Date: 13th October 2024

Day and Time: Sunday, 03.00 PM IST

