



E2E Networks Limited

CIN- L72900DL2009PLC341980

Awfis, 1st Floor, A-24/9, Mohan Cooperative Industrial Estate

Mathura Road, New Delhi-110044, Phone No. +91-11-4084-4964

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

Date: December 5, 2024

**Corporate Service Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E),
Mumbai, Maharashtra-400051**

Scrip Code/Symbol: E2E

Sub: Notice of Postal Ballot- Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the Listing Regulations, please find enclosed herewith the Postal Ballot Notice of E2E Networks Limited ('the Company') dated December 4, 2024 ('Notice'), along with the explanatory statement, seeking approval of the Members of the Company for the following Special businesses, by way of remote e-Voting process:

- Appointment of Ms. Shrimati Ambastha (DIN: 08393018) as a Non-Executive Non- Independent Director of the Company;
- Appointment of Mr. Prashant Chiranjive Jain (DIN: 06828019) as a Non-Executive Non- Independent Director of the Company; and
- Appointment of Ms. Megha Raheja (DIN: 10855604), Chief Financial Officer (“CFO”) of the Company as Whole Time Director and CFO.

The Notice is being sent only by e-mail to all the Members whose names appear in the Register of Members/ List of Beneficial Owners as on Friday, November 29, 2024, ('Cut-off Date') and whose email addresses are registered with the Company/ Depository Participants/ Company's Registrars and Transfer Agents i.e., Link Intime India Private Limited. Accordingly, the hard copy of the Notice alongwith Postal Ballot form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would only take place through the remote e-Voting.

The Company has engaged the services of Link Intime India Private Limited ('Link Intime') to provide remote e-Voting facility to its Members. The remote e-Voting period shall commence on Friday, December 6, 2024, at 9:00 a.m. (IST) and shall end on Saturday, January 4, 2025, at 5:00 p.m. (IST) (both days inclusive).

The said Notice is also available on the website of the Company at www.e2enetworks.com and on the website of Link Intime i.e. e. www.linkintime.co.in.

This is for your information and records.

Thanking You,

Yours faithfully,

For E2E Networks Limited

**Ronit
Company Secretary & Compliance Officer
Membership No.: A59215**

Encl.: As above



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NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended from time to time and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time.]

Remote e-Voting starts on	Remote e-Voting ends on
At 9.00 am IST on December 6, 2024	At 5.00 pm IST on January 4, 2025

Dear Members,

Notice is hereby given pursuant to the provisions of Section 110 of the Companies Act, 2013 (the “**Act**”), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “**Rules**”) and other applicable provisions, if any, of the Act and the Rules, General Circular No. 9/2024 dated September 19, 2024, read along with General Circular Nos. 9/2023 dated September 25, 2023, 9/2023 dated September 25, 2023, 11/2022 dated December 28, 2022, 2/2022 dated May 5, 2022, 20/2021 dated December 8, 2021, 10/2021 dated June 23, 2021, 39/2020 dated December 31, 2020, 33/2020 dated September 28, 2020, 22/2020 dated June 15, 2020, 17/2020 dated April 13, 2020 and 14/2020 dated April 8, 2020, issued by the Ministry of Corporate Affairs (collectively referred to as “**MCA Circulars**”), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), that the special Businesses set out below is proposed for approval of the members of E2E Networks Limited (the “**Company**”) by means of Postal Ballot, only by way of remote e-voting process (“**e-voting**”).

In view of the aforesaid MCA Circulars, the Company is sending this Postal Ballot Notice (“**Notice**”) only by email to all its members who have registered their email addresses with the Company/ Registrar and Share Transfer Agent (“**RTA**”) or Depositories as on November 29, 2024 (“**Cut-Off Date**”). Accordingly, no physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is being sent to the members. The communication of the assent or dissent of the members shall take place only through the remote e-voting system. If your e-mail address is not registered with the Company/RTA/Depositories, please follow the process provided in the notes to receive this Notice. The voting rights of the members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-Off Date.

The Statement pursuant to Section 102 and other applicable provisions, if any, of the Act read with the Rules setting out all material facts relating to the resolutions mentioned in this Notice is annexed hereto.

The Company has engaged the services of M/s. Link Intime India Private Limited (“**Link Intime**”) as the agency to provide e-voting facility. For further information, please refer to the notes in this Notice.

The Board of Directors has appointed Mr. Ankush Agarwal (Membership No. F9719 & COP No. 14486), Partner of M/s. MAKS & CO., Company Secretaries (FRN: P2018UP067700) as the Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and he has communicated his willingness to be appointed and remain available for the said purpose. The Scrutinizer’s decision on the validity of the voting shall be final.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman or any other officer so authorized. The results of e-voting will be announced within two working days after the last date of voting and will be displayed on the Company’s website and will also be communicated to the Stock Exchanges and Link Intime.

**SPECIAL BUSINESSES:****ITEM NO. 1: APPOINTMENT OF MS. SHRIMATI AMBASTHA (DIN: 08393018) AS A 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(s) 152,161 and any other applicable provisions of the Companies Act,2013 (**“the Act”**) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder including any statutory modifications or re-enactment thereof for the time being in force, Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, subject to Articles of Association of the Company, Ms. Shrimati Ambastha (DIN 08393018),who was appointed as an Additional Non-Executive Non -Independent Director w.e.f. December 4, 2024 and in respect of whom the Company has received a Notice in writing from a member under section 160 of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as Non-Executive Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take all such actions and to do all such acts, deeds, matters and things as may be considered necessary and expedient for giving effect to this Resolution.”

ITEM NO. 2: APPOINTMENT OF MR. PRASHANT CHIRANJIVE JAIN (DIN:06828019) AS A 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(s) 152,161 and any other applicable provisions of the Companies Act,2013 (**“the Act”**) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder including any statutory modifications or re-enactment thereof for the time being in force, Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, subject to Articles of Association of the Company, Mr. Prashant Chiranjive Jain (DIN 06828019),who was appointed as an Additional Non-Executive Non -Independent Director w.e.f. December 4, 20204 and in respect of whom the Company has received a Notice in writing from a member under section 160 of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as Non-Executive Non-Independent Director of the Company, not liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take all such actions and to do all such acts, deeds, matters and things as may be considered necessary and expedient for giving effect to this Resolution.”

ITEM NO. 3: APPOINTMENT OF MS. MEGHA RAHEJA (DIN:10855604), CHIEF FINANCIAL OFFICER (“CFO”) OF THE COMPANY AS WHOLE TIME DIRECTOR AND CFO.

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(s) 152,161 and any other applicable provisions of the Companies Act ,2013 (**“the Act”**) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder including any statutory modifications or re-enactment thereof for the time being in force, Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, subject to Articles of Association of the Company, Ms. Megha Raheja (DIN:10855604),who was appointed as an Additional Non -Independent Director w.e.f. December 4, 2024 and in respect of whom the Company has received a Notice in writing from a member under section 160 of the Act, proposing his candidature for the office of a Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT pursuant to the provisions of the section(s)152, 196, 203 and all other applicable provisions of the Companies Act,2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder including any statutory modifications or re-enactment



thereof for the time being in force, Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and subject to Articles of Association of the Company, Ms. Megha Raheja (DIN: 10855604), be and is hereby appointed as Whole Time Director of the Company, designated as Whole Time Director & Chief Financial Officer, liable to retire by rotation, to hold office for the period of 5 years w.e.f. December 4, 2024 at a remuneration of INR 70,00,000 (Indian Rupees Seventy Lacs) per annum.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to vary or modify the terms and conditions of the appointment including not to limited to revision in remuneration within the limits specified under the Act and to do all such acts, deeds, matters and things, as in its absolute discretion, may consider, necessary, expedient, or desirable, in order to give effect to this Resolution.”

By order of the Board of Directors
For **E2E Networks Limited**

Sd/-
Ronit

Company Secretary and Compliance Officer
Membership No.: A59215

Date: December 4, 2024
Place: New Delhi

Regd. Office:

Awfis, First Floor, A-24/9,
Mohan Cooperative Industrial Estate,
Mathura Road, Saidabad, New Delhi - 110044
Email id: cs@e2enetworks.com
Website: www.e2enetworks.com

Notes:

1. The relevant Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 (“**Act**”) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), each as amended, setting out the material facts relating to the aforesaid resolutions and the reasons thereof is annexed hereto and forms part of this Postal Ballot Notice (“**Notice**”).
2. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations, SS - 2 and the MCA Circulars, the Company is pleased to provide remote e-voting facility to its Members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in note no. 11 of this Notice. Members are requested to read the instructions carefully before casting their vote.
3. Members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through remote e-voting process. The e-voting facility will be available during following period:

Commencement of e-voting	At 9.00 am IST on December 6, 2024
End of e-voting	At 5.00 pm IST on January 4, 2025

The e-voting module shall be disabled by Link Intime for voting thereafter. During this period, Members whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories, as on the **cut-off date i.e. November 29, 2024**, are entitled to vote electronically on the Resolutions set forth in this Notice. Once the vote on a resolution is cast, the shareholder shall not be allowed to change it subsequently. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.

It is however, clarified that all Members of the Company as on the Cut-Off Date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/ RTA/ Depositories) shall be entitled to vote in relation to the aforementioned resolutions in accordance with the process specified in this Notice.

The Notice shall be available on the website of the Company www.e2enetworks.com, website of the Stock Exchange, i.e., National Stock Exchange of India Limited at www.nseindia.com and on Link intime website



(agency for providing the e-Voting facility) i.e. <https://www.linkintime.co.in/>

4. In accordance with MCA Circulars, the Company has made necessary arrangements for the members to register their email address. Members who have not registered their email address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) by giving the details of folio number, e-mail address and self-attested copy of PAN card to RTA at, if the shares are held in physical form.

Alternatively, Members may send a request at the email id(s) enotices@linkintime.co.in or investors@e2enetworks.com along with scanned copy of the signed request letter providing the email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio.

A Member can request for a soft copy of this Notice by sending a request at the email id(s) enotices@linkintime.co.in or investors@e2enetworks.com

5. The Scrutinizer will submit his report to the Chairman, or any other person authorised by him, after completion of the scrutiny of the votes cast, on the result of the Postal Ballot on or before two working days of last date of e-voting. The Scrutinizer's decision on the validity of votes cast will be final.
6. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.e2enetworks.com and on the website of M/s Link Intime India Private Limited <https://instavote.linkintime.co.in> immediately and the same shall be communicated to the Stock Exchange, where the equity shares of the Company are listed.
7. The resolutions proposed in this Notice, subject to receipt of requisite number of votes, shall be deemed to be passed on the last date specified for e-voting i.e. January 4, 2025. Further, resolutions passed by the members through postal ballot are deemed to be passed as if they are passed at the General meeting of the Members of the Company.
8. All the material documents referred to statement pursuant to Section 102 of the Act will be available for inspection at the Registered Office of the Company during office hours on all working days from the date of dispatch until the last date for receipt of votes by e-voting. Alternately, Members may also send their requests to investors@e2enetworks.com from their registered e-mail addresses mentioning their names, folio numbers, DP ID and Client ID during the voting period of the postal ballot.
9. SEBI vide notification dated January 24, 2022, has amended Regulation 40 of the SEBI Listing Regulations and has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialisation form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialisation, members are advised to dematerialise the shares held by them in physical form.

10. Process to cast votes through remote e-voting:

Remote e-Voting Instructions for shareholders:

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

**Login method for Individual shareholders holding securities in demat mode is given below:
Individual Shareholders holding securities in demat mode with NSDL:**

METHOD 1 - If registered with NSDL IDeAS facility

Users who have registered for NSDL IDeAS facility:

- a) Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- b) Enter user id and password. Post successful authentication, click on "Access to e-voting".
- c) Click on "LINKINTIME" or "evoting link displayed alongside Company's Name" and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.



OR

User who has not registered for NSDL IDeAS facility:

- a) To register, visit URL: <https://eservices.nSDL.com> and select “Register Online for IDeAS Portal” or click on <https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp> “
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided with Login ID and password.
- d) After successful login, click on “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of NSDL:

- a) Visit URL: <https://www.evoting.nSDL.com/>
- b) Click on the “Login” tab available under ‘Shareholder/Member’ section.
- c) Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- d) Post successful authentication, you will be re-directed to NSDL depository website wherein you can see “Access to e-voting”.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Individual Shareholders holding securities in demat mode with CDSL:

METHOD 1 – If registered with CDSL Easi/Easiest facility

Users who have registered for CDSL Easi/Easiest facility.

- a) Visit URL: <https://web.cdslindia.com/myeasitoken/home/login> or www.cdslindia.com.
- b) Click on New System Myeasi
- c) Login with user id and password
- d) After successful login, user will be able to see e-voting menu. The menu will have links of e-voting service providers i.e., LINKINTIME, for voting during the remote e-voting period.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

OR

Users who have not registered for CDSL Easi/Easiest facility.

- a) To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
- b) Proceed with updating the required fields.
- c) Post registration, user will be provided Login ID and password.
- d) After successful login, user able to see e-voting menu.
- e) Click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - By directly visiting the e-voting website of CDSL.

- a) Visit URL: <https://www.cdslindia.com/>
- b) Go to e-voting tab.
- c) Enter Demat Account Number (BO ID) and PAN No. and click on “Submit”.
- d) System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account



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

Individual Shareholders holding securities in demat mode with Depository Participant:

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

- a) Login to DP website
- b) After Successful login, members shall navigate through “e-voting” tab under Stocks option.
- c) Click on e-voting option, members will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting menu.
- d) After successful authentication, click on “LINKINTIME” or “evoting link displayed alongside Company’s Name” and you will be redirected to Link Intime InstaVote website for casting the vote during the remote e-voting period.

Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Visit URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details: -

A. User ID:

Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

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

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

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

Shareholders holding shares in **physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above*

Shareholders holding shares in **NSDL form, shall provide ‘D’ above*

- Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
- Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password, and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

Cast your vote electronically:

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.



2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option '**Favour / Against**' (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
4. After selecting the desired option i.e. Favour / Against, click on '**Submit**'. A confirmation box will be displayed. If you wish to confirm your vote, click on '**Yes**', else to change your vote, click on 'No' and accordingly modify your vote.

Guidelines for Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”):

STEP 1 – Registration

- a) Visit URL: <https://instavote.linkintime.co.in>
- b) Click on Sign up under “Corporate Body/ Custodian/Mutual Fund”
- c) Fill up your entity details and submit the form.
- d) A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up at Sr. No. 2 above). The said form is to be signed by the Authorised Signatory, Director, Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- e) Thereafter, Login credentials (User ID; Organisation ID; Password) will be sent to Primary contact person’s email ID.
- f) While first login, entity will be directed to change the password and login process is completed.

STEP 2 –Investor Mapping

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on “Investor Mapping” tab under the Menu Section
- c) Map the Investor with the following details:
 - a. ‘Investor ID’ -
 - i. *Members holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678*
 - ii. *Members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.*
 - b. ‘Investor’s Name - Enter full name of the entity.
 - c. ‘Investor PAN’ - Enter your 10-digit PAN issued by Income Tax Department.
 - d. ‘Power of Attorney’ - Attach Board resolution or Power of Attorney. File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID. Further, Custodians and Mutual Funds shall also upload specimen signature card.
- d) Click on Submit button and investor will be mapped now.
- e) The same can be viewed under the “Report Section”.

STEP 3 – Voting through remote e-voting.

The corporate shareholder can vote by two methods, once remote e-voting is activated:

METHOD 1 - VOTES ENTRY

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) Click on ‘Votes Entry’ tab under the Menu section.
- c) Enter Event No. for which you want to cast vote. Event No. will be available on the home page of Instavote before the start of remote evoting.
- d) Enter ‘16-digit Demat Account No.’ for which you want to cast vote.
- e) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the '**View Resolution**' file link).
- f) After selecting the desired option i.e., Favour / Against, click on ‘Submit’.



- g) A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

OR

VOTES UPLOAD:

- a) Visit URL: <https://instavote.linkintime.co.in> and login with credentials as received in Step 1 above.
- b) You will be able to see the notification for e-voting in inbox.
- c) Select 'View' icon for 'Company's Name / Event number'. E-voting page will appear.
- d) Download sample vote file from 'Download Sample Vote File' option.
- e) Cast your vote by selecting your desired option 'Favour / Against' in excel and upload the same under 'Upload Vote File' option.
- f) Click on 'Submit'. 'Data uploaded successfully' message will be displayed. (Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

Helpdesk:

Helpdesk for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at enotices@linkintime.co.in or contact on: - Tel: 022 – 4918 6000.

Helpdesk for Individual Shareholders holding securities in demat mode:

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 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 22 55 33

Forgot Password:

Individual shareholders holding securities in physical form has forgotten the password:

If an Individual shareholder holding securities in physical form has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

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

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

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

User ID for Shareholders holding shares in NSDL demat account is 8 Character DP ID followed by 8 Digit Client ID



User ID for Shareholders holding shares in CDSL demat account is 16 Digit Beneficiary ID.

Institutional shareholders (“Corporate Body/ Custodian/Mutual Fund”) has forgotten the password:

If a Non-Individual Shareholders holding securities in demat mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on the e-Voting website of Link Intime: <https://instavote.linkintime.co.in>

- Click on ‘**Login**’ under ‘**Corporate Body/ Custodian/Mutual Fund**’ tab and further Click ‘**forgot password?**’
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

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

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

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

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



EXPLANATORY STATEMENT

PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013 (“ACT”)

As required under Section 102 of the Companies Act, 2013 (including any re-enactment(s) made thereunder, if any, for the time being in force) (hereinafter referred to as the “Companies Act”), the following explanatory statement sets out all material facts relating to the Special Business mentioned in Item Nos. 1 to 3 of the accompanying Notice:

Item Nos. 1 & 2:

The Member are hereby informed that pursuant to the Investment Agreement dated November 5, 2024, executed between the Company, Larsen & Toubro Limited (“Investor”), Mr. Tarun Dua and Ms. Srishti Baweja (“Promoters”), the Company received the letter from Larsen and Toubro Limited, nominating Ms. Shrimati Ambastha and Mr. Prashant Chiranjive Jain as Non-Executive Directors of the Company.

Thereafter, based on the recommendation of Nomination and Remuneration Committee and pursuant to the provision of Companies Act, 2013 and Articles of Association, the Board of Directors of the Company at its meeting held on December 4, 2024 approved the appointment of Ms. Shrimati Ambastha and Mr. Prashant Chiranjive Jain as an Additional Non-Executive Non-Independent Director.

As per Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Ms. Shrimati Ambastha and Mr. Prashant Chiranjive Jain have conveyed their consent to act as a Director, and the Company has also received other necessary disclosures from them. Both of them are not debarred from being appointed as a Director of the Company pursuant to any order of SEBI or any other authority. Further, pursuant to the provisions of Section 160 of the Act, the Company has received notice in writing from a member proposing the candidature of Ms. Shrimati Ambastha and Mr. Prashant Chiranjive Jain as a Director.

Details as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS-2), other requisite information is annexed as **Annexure - I** hereto, and forms a part of this Notice.

Except Ms. Shrimati Ambastha and Mr. Prashant Chiranjive Jain, being the appointees, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way financially or otherwise, concerned or interested in the said resolution, except to the extent of their shareholding, if any.

The Board of Directors of the Company recommends the resolution set out in Item No. 1 & 2 in the accompanying Notice for approval by the Members as an Ordinary Resolution.

Item No. 3:

Based on the recommendation of Nomination and Remuneration Committee & Audit Committee and pursuant to the provision of Companies Act, 2013 and Articles of Association, the Board of Directors of the Company at its meeting held on December 4, 2024 approved the appointment of Ms. Megha Raheja, the Chief Financial Officer as an Additional Director and subsequently as a Whole Time Director designated as Whole Time Director and Chief Financial Officer of the Company w.e.f., December 4, 2024 for a period of 5 years .

Ms. Megha Raheja is a Chartered Accountant with over 22 years of experience in IT/ITES and telecom industry. She has diverse experience in Financial Accounting & Reporting, Taxation, Treasury & Banking, Budgeting, Mergers & Acquisitions. She is adept at supporting business objectives with a decisive leadership style and strategic approach to decision making.

Ms. Megha Raheja, the chief financial officer of the company, has contributed actively to its growth. The management thinks that her promotion as a Whole Time Director and Chief Financial Officer of the Company, will strengthen the Board of Directors and will further motivate her to contribute in the areas of strategy and planning.

As per the provisions of Sections 196 and 197 of the Act and the Rules thereunder, a Whole-time Director can be appointed with the approval of the Members in the General Meeting. Further, as per Regulation 17(1C) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), the listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Moreover, as per Regulation 17(6)(d), where the aggregate remuneration paid to Executive Directors, who are either promoters or part of the promoter group, exceeds 5 percent of the net profits of the listed entity, approval



by way of special resolution shall be required. Ms. Megha Raheja is part of the promoter group, and aggregate remuneration payable to her along with Mr. Tarun Dua, the Managing Director, and Ms. Shristi Baweja, Whole-Time Director, during any financial year will exceed 5% of the net profits of the Company.

Ms. Megha Raheja has conveyed her consent to act as a Director and the Company has also received other necessary disclosures from her. Ms. Megha Raheja is not debarred from being appointed as a Director of the Company pursuant to any order of SEBI or any other authority. Further, pursuant to the provisions of Section 160 of the Act, the Company has received notice in writing from a member proposing the candidature of Ms. Megha Raheja as a Director

Details as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (SS-2), other requisite information is annexed as **Annexure - I** hereto and forms a part of this Notice.

Except Ms. Megha Raheja, being the appointee, and Ms. Srishti Baweja (being related to Ms. Megha Raheja as a Sister), none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way financially or otherwise, concerned or interested, in the said resolution, except to the extent of their shareholding, if any. The aforesaid shall also be treated as a written memorandum in terms of Section 190 of the Companies Act, 2013.

The Board of Directors of the Company recommends the resolution set out in Item No. 3 in the accompanying Notice for approval by the Members as a Special Resolution.

Annexure-I

Details as required under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2

S. No	Particulars			
1.	Name of Director	Ms. Shrimati Ambastha	Mr. Prashant Chiranjive Jain	Ms. Megha Raheja
2.	Age	57 Years	53 Years	44 Years
3.	Qualification	Masters in Computer Science	Bachelor of Technology in Electrical & Electronics Engineering, Executive MBA	Chartered Accountant
4.	Date of first appointment on the Board	04.12.2024	04.12.2024	04.12.2024
5.	Experience	33 Years	30 Years	22 Years
6.	Brief Resume/Profile	Ms. Shrimati Ambastha is the Chief Executive of Data Center Business of L & T and holds master's degree in computer science with over 33 years of extensive experience in IT, data center management, and cloud technologies. She held key leadership positions at Oracle and VMware for more than 15 years, followed by her role as SEVP at NTT India GDC for over 7 Years	Mr. Prashant Chiranjive Jain is the Head – Corporate Centre at L & T and holds a Bachelor of Technology in Electrical & Electronics Engineering from NBKR Institute of Science & Technology and an Executive MBA from ESMT Berlin, where he received the President's Award. With over three decades of diverse experience across sectors like Energy, Fossil Power, Renewable Energy, Oil & Gas, ERP & IT Consulting and Industrial, Mr. Jain has demonstrated leadership in Sales & Business Development, Corporate Strategy, and P&L responsibility.	Ms. Megha Raheja is a Chartered Accountant with over 22 years of experience in IT/ITES and telecom industry. She has diverse experience in Financial Accounting & Reporting, Taxation, Treasury & Banking, Budgeting, Mergers & Acquisitions. She is adept at supporting business objectives with a decisive leadership style and strategic approach to decision making
7.	Nature of expertise in specific functional areas	Experience in IT, data center management, and cloud technologies.	Experience across sectors like Energy, Fossil Power, Renewable Energy, Oil & Gas, ERP & IT Consulting and Industrial	Experience in Financial Accounting & Reporting, Taxations.
8.	Names of other Companies in which appointee holds Directorships	Nil	Powerplant Performance Improvement Private Limited (Under Liquidation)	Nil
9.	Chairman / Member of the Committee(s) of the Board of Directors of the Company.	Nil	Nil	Nil



S. No	Particulars			
10.	Chairman / Member of the Committee(s) of the Board of Directors of other Companies in which the appointee is a director.	Nil	Nil	Nil
11.	Name of the listed entities from which the appointee has resigned in the past three years	Nil	Ge Power India Limited (w.e.f. 30.08.2024)	Nil
12.	Relationship with other Directors / Manager / Key Managerial Personnel.	No inter-se relationships.	No inter-se relationships.	Ms. Megha Raheja is Sister of Mr. Srishti Baweja, Whole time Director of the Company.
13.	Number of shares held in the Company either by the appointee or as a beneficial owner.	1181 Equity Shares	Nil	17,704 Equity Shares (0.10%)
14.	No. of Board Meetings attended during the Year.	Nil	Nil	Nil
15.	Key Terms and conditions of appointment or re-appointment	Ms. Shrimati Ambastha will be Non Executive-Non Independent Director, liable to retire by rotation.	Mr. Prashant Jain will be Non Executive-Non Independent Director, not liable to retire by rotation.	Mr. Megha Raheja will be Whole Time Director, liable to retire by rotation.
16.	Remuneration proposed to be Paid	Nil	Nil	70,00,000
17.	Last drawn remuneration	Nil	Nil	70,00,000 as Chief Financial Officer

By order of the Board of Directors
For **E2E Networks Limited**

Sd/-
Ronit

Company Secretary and Compliance Officer

Membership No.: A59215

Date: December 4, 2024
Place: New Delhi

Regd. Office:

Awfis, First Floor, A-24/9,
Mohan Cooperative Industrial Estate,
Mathura Road, Saidabad, New Delhi - 110044
Email id: cs@e2enetworks.com
Website: www.e2enetworks.com