

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



Saturday 1st February 2025

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 Corrigendum to the Notice of the “Extraordinary General Meeting” of the Members of the Company to be held on 3rd February 2025.

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

Dear Sir/Madam,

Dear Sir/Madam, This has reference to the Notice of EGM shared and dispatched on 11th January 2025, issued by the Company for the purpose of seeking member’s approval for the preferential allotment as set out in the said Notice of EGM which was already emailed to all the shareholders of the Company.

On 11th January 2025, the Company issued a Notice of EGM to seek approval from shareholders for certain items disclosed in the Notice including preferential allotment, which was disseminated via email to all shareholders.

Today, 1st February 2025, the Company has issued a corrigendum to the EGM Notice via email, incorporating amendments to the Explanatory Statement for **Resolution/Item No. 4**. A detailed copy of the corrigendum is enclosed herewith.

Except for the modifications specified in the corrigendum, all other terms and contents of the original Notice of EGM remain unchanged. The corrigendum has also been made available on the Company’s website at www.esc.co.in.

This corrigendum forms an integral part of the original EGM Notice issued on 11th January 2025. Accordingly, the Notice should henceforth be read in conjunction with this corrigendum.

We confirm that the Corrigendum has been dispatched to all shareholders as of today, 1st February 2025.

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




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CIN: L62099DL2012PLC233739

CORRIGENDUM TO THE NOTICE OF THE EXTRA-ORDINARY GENERAL MEETING TO BE HELD ON FEBRUARY 03, 2025 (EGM-02/2024-25)

Esconet Technologies Limited (“the Company”) had, on January 11, 2025, electronically dispatched the Notice of Extraordinary General Meeting (“EGM Notice”) to its shareholders. The EGM is scheduled to be held on **Monday, February 3, 2025, at 3:00 p.m. IST** through **Video Conferencing (“VC”) or Other Audio-Visual Means (“OAVM”)**, to transact the business matters as stated in the EGM Notice.

This **Corrigendum** is issued to bring to the attention of shareholders certain modifications to **Resolution No. 4**, which pertains to the **issue of equity shares on a preferential basis to Mr. Gaurav Gupta**, a person belonging to the **non-promoter category**. These modifications have been made in response to instructions received from the **National Stock Exchange of India Limited (“NSE”)** regarding the Company’s application for in-principle approval of the preferential issue of shares.

The EGM Notice, along with the accompanying **Explanatory Statement**, was already dispatched electronically on **January 11, 2025**, to members whose email addresses were registered with the Company or their respective Depository Participants. For members whose email addresses were not registered, the EGM Notice was made available in accordance with applicable regulatory requirements.

This Corrigendum shall be considered an **integral part of the original EGM Notice** and should be read in conjunction with it. Except for the modifications outlined in this Corrigendum, **all other details and contents of the original EGM Notice remain unchanged**.

SHAREHOLDERS' ATTENTION IS DIRECTED TO REVISED EXPLANATIONS DETAILED BELOW FOR RESOLUTION NO. 4 OF THE NOTICE CALLING EGM
SUBSTITUTION OF THE FIRST PARAGRAPH IN THE EXPLANATORY STATEMENT (ON PAGE NO. 9)

The first paragraph of the Explanatory Statement on Page 9 of the EGM Notice shall be substituted and shall now read as follows:

The Board of Directors of Esconet Technologies Limited, during its meeting held on January 10, 2025, approved entering into a **Share Purchase Agreement** with Mr. Gaurav Gupta, the current promoter and shareholder of Fluidech IT Services Private Limited (FISPL), and a **Share Subscription Agreement** with Fluidech IT Services Private Limited. These agreements collectively outline the steps to acquire a 70% post-shareholding in FISPL, subject to regulatory and shareholder approvals.

The acquisition process is intended to be executed in the following manner:

- Share Swap & Preferential Allotment:** Acquisition of **2,800 equity shares** of FISPL from Mr. Gaurav Gupta through the issuance and allotment of **1,02,238 equity shares** of Esconet Technologies Limited under a preferential allotment.
- Cash Purchase of 2,820 equity shares of FISPL:** Purchase of **2,820 equity shares** of FISPL from Mr. Gaurav Gupta through a cash payment arrangement, providing direct financial consideration.
- Subscription to 4,600 new equity shares of FISPL:** Acquisition of **4,600 new equity shares** of FISPL through a fresh allotment, increasing the paid-up share capital of the target company and contributing to its financial resources.

The current paid-up share capital of the target company consists of 10,000 shares.

Esconet Technologies Limited aims to acquire 2,820 shares from Mr. Gaurav Gupta through a cash transaction and another 2,800 shares by issuing 1,02,238 of its own shares to Mr. Gupta by Preferential Allotment. Additionally, post completion of the above acquisition, Esconet will further subscribe to 4,600 new equity shares in Fluidech IT Services Private Limited, increasing the target company’s paid-up share capital from 10,000 to 14,600 shares.

Upon completion of these transactions, the **paid-up equity share capital of Fluidech IT Services Private Limited** will increase from the current 10,000 shares to 14,600 shares. Esconet Technologies Limited will hold **70% of the expanded equity share capital**, thus becoming the majority shareholder of FISPL.

This strategic combination of share purchase and subscription has been structured to ensure Esconet Technologies Limited’s effective control and operational synergy with FISPL while providing the target company with enhanced financial capacity to support its growth objectives and operational requirements.

REMOVAL OF CERTAIN LINES FROM POINT NO. 4 IN THE EXPLANATORY STATEMENT (ON PAGE 9 & 10)

In the Explanatory Statement of the EGM Notice (Pages 9 & 10), Point No. 4, the following lines shall be omitted:

“The guidelines prescribed by NSE Circular No. NSE/CML/2022/56 dated December 13, 2022, for disclosing the Object of the Issue is Not Applicable since the Preferential Issue is for consideration other than cash.”

Members are requested to read the EGM Notice in conjunction with this Corrigendum and EGM Notice. All other contents of the EGM Notice remain unchanged.

A copy of this Corrigendum along with the EGM Notice shall be available on the Company's website at <https://www.esc.co.in> websites of the Stock Exchanges i.e. www.nseindia.com and Website of the R&T Agent (RTA) i.e. Skyline Financial Services Private Limited.

Note: E-Voting Process And Shareholders' Right To Raise Concerns:

As of the date of this Corrigendum, the e-voting process has already commenced from January 29, 2025.

Shareholders who have any concerns or wish to affirm or cancel their votes regarding the resolutions proposed in the EGM may communicate their requests to the Scrutinizer, Ms. Ragini Agrawal, at csragini.ag@gmail.com, and the Company Secretary & Compliance Officer, Mr. Rajnish Pandey, at cs@esc.co.in.

Any shareholder who has already voted on the resolutions and now wishes to raise any concerns regarding their votes in light of this Corrigendum may reach out to the Scrutinizer or the Compliance Officer at the above-mentioned email addresses.

By Order of the Board of Directors
For ESCONET TECHNOLOGIES LIMITED

sd/-
Rajnish Pandey
Company Secretary & Compliance Officer
Membership No.: A67445

Place: New Delhi

Date: February 01, 2025

Registered Office:

D – 147, Okhla Industrial Area

Phase – 1, New Delhi - 110020

Tel: +91 11 42288700

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