ESCONET TECHNOLOGIES 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

Monday, 24th August 2026

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

REF: NSE SYMBOL: ESCONET
ISIN: INE0RQZ01017

Sub: Notice of the 14th Annual General Meeting ("AGM") of the Company to be held on 25th September 2026, and information regarding Remote e-voting.

25th सितंबर 2026 को होने वाली कंपनी की 14वीं वार्षिक आम बैठक ("एजीएम") की सूचना और रिमोट ई-वोटिंग के बारे में जानकारी

Dear Sir/Madam

Pursuant to **Regulations 30 and 34** of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"),** we hereby submit the **Annual Report** of the Company for the financial year **2025–26** along with the **Notice convening the 14th Annual General Meeting (AGM)** of the Company. The AGM is scheduled to be held on **Friday, 25th September 2026 at 03:00 P.M. (IST)** through **Video Conferencing (VC) / Other Audio-Visual Means (OAVM),** in compliance with the applicable provisions and the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The Company is providing remote e-voting facility to all its members to cast their votes on all resolutions as set out in the Notice of the AGM. Remote e-voting period will commence on Friday, 21st September 2026 (9:00 am) (IST) and end on Thursday, 24th September 2026 (5:00 pm) (IST). The remote e-voting facility shall not be available thereafter. During this period, the members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Saturday, 19th September 2026, shall be entitled to avail the facility of remote e-voting.

The **Notice of the AGM** is being sent electronically to all members whose email addresses are registered with the Company, its Registrar and Transfer Agent (RTA), or their respective Depository Participant(s). Further, in compliance with **Regulation 36(1)(b)** of the SEBI LODR Regulations, the Company is also sending a letter to those members whose email addresses are not registered, providing them with the exact web link to access the Annual Report for FY 2025–26 on the Company's website. The details regarding the procedure for casting votes through remote e-voting and for attending/participating in the AGM through VC/OAVM are set out in the enclosed Notice of the AGM.

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In this regard, we are enclosing herewith the following documents for uploading on the website of the Exchange:

1. Notice of the 14th Annual General Meeting of the Company; and

The aforesaid documents are also available on the Company's website at: https://esc.co.in.

You are requested to kindly take note of the same.

For Esconet Technologies Limited

Rajnish Pandey Digitally signed by Rajnish Pandey Date: 2026.08.24 18:24:47 +05'30'

ESCONET TECHNOLOGIES LIMITED

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

Enclosed: As Above

NOTICE

Notice is hereby given that the **Fourteenth (14th) Annual General Meeting ("AGM")** of the Members of **Esconet Technologies Limited** ("the Company") will be held on **Friday, September 25, 2026 at 03:00 P.M. (IST)** through **Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")**, in compliance with the applicable provisions of the Companies Act, 2013 and the relevant circulars issued by the **Ministry of Corporate Affairs (MCA)** and **SEBI**, to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the **Audited Standalone Financial Statements** of the Company for the financial year ended **March 31, 2026**, comprising the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, the Cash Flow Statement for the year ended on that date, together with the Notes forming part thereof, and the Reports of the Board of Directors and the Statutory Auditors thereon.

2. To receive, consider and adopt the **Audited Consolidated Financial Statements** of the Company for the financial year ended **March 31, 2026**, including the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement, and Notes thereto, together with the Report of the Auditors thereon.

3. **To appoint a director in place of Mr. Vineet Agrawal (DIN: 09603245), who retires by rotation at this Annual General Meeting ("AGM") and, being eligible, offers himself for re-appointment:**

   Pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 ("the Act"), read with the applicable rules made thereunder and the Articles of Association of the Company, not less than two-thirds of the Directors of the Company shall be liable to retire by rotation. Accordingly, Mr. Vineet Agrawal, Whole Time Director of the Company, shall retire by rotation at the ensuing AGM and, being eligible, has offered himself for re-appointment.

   The Board of Directors, based on the performance evaluation and considering his extensive experience, leadership qualities, and continued valuable contribution to the Company, recommends his re-appointment as Director liable to retire by rotation.

   To consider and if thought fit, to pass the following resolution as an **ordinary resolution:**

   "RESOLVED THAT pursuant to the provisions of Section 152, 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof for the time being in force) (**"Act"**) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modifications or reenactment(s) thereof for the time being in force) and subject to applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**"SEBI LODR Regulations"**), read with the rules made thereunder and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee, the consent of the Members be and is hereby accorded for the re-appointment of **Mr. Vineet Agrawal (DIN: 09603245)**, who retires by rotation and, being eligible, offers himself for re-appointment, as a Director of the Company liable to retire by rotation."

   RESOLVED FURTHER THAT approval of the members of the Company be and is hereby given to the Board to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard, and further, in addition to the Board, the Chief Financial Officer and the Company Secretary, of the Company be and are hereby severally authorised to execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient.

   RESOLVED FURTHER THAT any of the Directors of the Company, the Chief Financial Officer, and the Company Secretary be and are hereby severally authorised to do all acts, deeds, matters and things as may be necessary, desirable and expedient to give effect to this resolution including intimating and filing necessary statutory e-form(s) with the Registrar of Companies, the Ministry of Corporate Affairs, the Stock Exchanges and such other Authority(ies) as may be applicable.

   RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter(s) referred to or contemplated in the foregoing resolution be and are hereby approved, ratified and confirmed in all respects.

SPECIAL BUSINESS:

4. **Approval for increasing the Managerial remuneration drawn by Mr. Santosh Kumar Agrawal, Managing Director (DIN: 00493749) of the Company.**

   To consider and if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of **Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"),** read with **Schedule V** to the Act and the **Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,** including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions as may be required under applicable laws, and pursuant to the applicable provisions of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"),** the Memorandum and Articles of Association of the Company, and pursuant to the recommendations of the **Nomination and Remuneration Committee** and the approval of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for revision/increase in the managerial remuneration payable to **Mr. Santosh Kumar Agrawal (DIN: 00493749), Managing Director of the Company,** with effect from **April 1, 2026**, on the following terms and conditions:

a) **Salary: Rs. 60,00,000/-** (Rupees Sixty Lakhs only) per annum by way of Salary.
b) The Company shall pay to or reimburse to Mr. Santosh Kumar Agrawal, Managing Director for all costs, charges and expenses as may be incurred by him, from time to time, for the purposes of or in connection with the business and affairs of the Company, subject to applicable laws and the Company's internal policies.
c) **Incentive:** An annual incentive equivalent to 5% of the Profit Before Tax ("PBT").

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) be and are hereby authorized to revise the remuneration of Mr. Santosh Kumar Agrawal from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is in compliance with provisions of sections 196, 197, 198 of the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director or **Key Managerial Personnel of the Company** be and is hereby severally authorised to do all such acts, deeds, matters and things, and to execute, sign, submit and file all such applications, forms, returns, documents and writings as may be necessary, desirable or expedient, including making the requisite statutory and regulatory filings with the **Registrar of Companies, Ministry of Corporate Affairs, Stock Exchange(s)** and such other authorities as may be applicable.

RESOLVED FURTHER THAT a certified true copy of the resolution be furnished under the signature of any one Director and/or Key Managerial Personnel of the Company to the respective authorities".

5. **Approval for increasing the Managerial remuneration drawn by Mr. Sunil Kumar Agrawal, Whole Time Director (DIN: 00493820) of the Company.**

To consider and if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of **Sections 196, 197, 198 and 203 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"),** read with **Schedule V** to the Act and the **Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,** including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions and sanctions as may be required under applicable laws, and pursuant to the applicable provisions of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"),** the Memorandum and Articles of Association of the Company, and pursuant to the recommendations of the **Nomination and Remuneration Committee** and approval of the Board of Directors of the Company, consent of the Members of the Company be and is hereby accorded for revision/ increase in the managerial remuneration payable to **Mr. Sunil Kumar Agrawal (DIN: 00493820), Whole-Time Director of the Company,** with effect from **April 1, 2026,** on the following terms and conditions:

a) **Salary: Rs. 60,00,000/-** (Rupees Sixty Lakhs only) per annum by way of Salary.
b) The Company shall pay to or reimburse to Mr. Sunil Kumar Agrawal, Whole Time Director for all costs, charges and expenses as may be incurred by him, from time to time, for the purposes of or in connection with the business and affairs of the Company, subject to applicable laws and the Company's internal policies.
c) **Incentive:** An annual incentive equivalent to **5% of the Profit Before Tax ("PBT").**

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) be and are hereby authorized to revise the remuneration of Mr. Sunil Kumar Agrawal from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is in compliance with provisions of sections 196, 197, 198 of the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director or **Key Managerial Personnel of the Company** be and is hereby severally authorised to do all such acts, deeds, matters and things, and to execute, sign, submit and file all such applications, forms, returns, documents and writings as may be necessary, desirable or expedient, including making the requisite statutory and regulatory filings with the **Registrar of Companies, Ministry of Corporate Affairs, Stock Exchange(s)** and such other authorities as may be applicable.

RESOLVED FURTHER THAT a certified true copy of the resolution be furnished under the signature of any one Director and/or Key Managerial Personnel of the Company to the respective authorities".

6. **Approval for increasing the Managerial remuneration drawn by Mr. Vineet Agrawal, Whole Time Director (DIN: 09603245) of the Company.**

To consider and if thought fit, to pass with or without modification, the following Resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of **Sections 196, 197, 198 and 203** and other applicable provisions, if any, of the **Companies Act, 2013** ("Act"), read with **Schedule V** to the Act and the **Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014,** including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, permissions, consents and sanctions as may be required under applicable laws, and pursuant to the applicable provisions of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** ("SEBI LODR Regulations"), as amended from time to time, the Memorandum and Articles of Association of the Company, and pursuant to the recommendation of the **Nomination and Remuneration Committee** and approval of the **Board of Directors** of the Company, consent of the Members of the Company be and is hereby accorded for the **revision and increase in the managerial remuneration payable to Mr. Vineet Agrawal (DIN: 09603245), Whole-Time Director of the Company,** with effect from **April 1, 2026,** on the following terms and conditions:

a) **Salary: ₹12,00,000/- (Rupees Twelve Lakhs only)** per annum, payable in accordance with the terms and conditions approved by the Board of Directors and subject to the applicable provisions of the Act and the rules made thereunder.

b) The Company shall pay to or reimburse to Mr. Vineet Agrawal, Whole-Time Director for all reasonable costs, charges and expenses as may be incurred by him, from time to time, in connection with or for the purposes of the business and affairs of the Company, subject to applicable laws, rules, regulations and the internal policies of the Company.

RESOLVED FURTHER THAT the Board of Directors (including its Committee thereof) be and are hereby authorized to revise the remuneration of Mr. Vineet Agrawal from time to time to the extent the Board of Directors may deem appropriate, provided that such revision is in compliance with provisions of sections 196, 197, 198 of the Companies Act, 2013 read with Schedule V thereto, and/or any guidelines prescribed by the Government from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any **Director or Key Managerial Personnel of the Company** be and is hereby severally authorised to do all such acts, deeds, matters and things, and to execute, sign, submit and file all such applications, forms, returns, documents and writings as may be necessary, desirable or expedient, including making the requisite statutory and regulatory filings with the **Registrar of Companies, Ministry of Corporate Affairs, Stock Exchange(s)** and such other authorities as may be applicable.

RESOLVED FURTHER THAT a certified true copy of the resolution be furnished under the signature of any one Director and/or Key Managerial Personnel of the Company to the respective authorities."

By Order of the Board of Directors
For ESCONET TECHNOLOGIES LIMITED
Sd/-
Santosh Kumar Agrawal
Chairperson & Managing Director
DIN: 00493749

Place: New Delhi
Date:

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

NOTES TO THE NOTICE:

a) The 14th Annual General Meeting of the Company will be held on Friday, September 25, 2026 at 03:00 P.M. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) in compliance with the applicable provisions.

b) Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorized representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-voting.

c) The Ministry of Corporate Affairs, Government of India ("MCA") has, vide its circular No. 03/2025 dated September 22, 2025, read with circulars dated April 8, 2020, April 13,2020, May 5, 2020, September 25, 2023 and September19, 2024, (collectively referred to as "MCA Circulars"), and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular"), inter-alia allowed conducting of AGM through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM")facilities, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular dated May 5, 2020, which does not require physical presence of the Members, Directors, Auditors and other persons at common venue. In compliance with the provisions of the Act, SEBI Listing Regulations, MCA Circulars and SEBI Circular and all other relevant circulars issued from time to time, the 14th AGM of the Company is being conducted through VC / OAVM facility. The registered office of the Company shall be deemed to be the venue for the AGM.

d) Since the AGM will be held through VC/ OAVM in accordance with the MCA Circulars, the physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Meeting and hence the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.

e) 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 dated April 08, 2020, April 13, 2020 and September 19, 2024 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as voting system on the date of the AGM will be provided by CDSL.

f) Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Skyline Financial Services Private Limited ("the RTA") to provide efficient and better services. 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 demat accounts. Members holding shares in physical form can submit their PAN details to the Company.

g) For exercising the votes by the members by electronic means, the Company has provided the facility of remote e-voting as well as e-voting during the AGM. The procedure for using the remote e-voting facility as well as e-voting during the AGM is given in the subsequent paragraphs.

h) However, the Body Corporates are entitled to appoint Authorized Representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Body Corporates whose Authorized Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on its email Id cs@esc.co.in , a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting and through E-voting.

i) 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.

j) Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by the following the procedure mentioned in the Notice. Instructions and other information for members for attending the AGM through VC/OAVM are given in this Notice.

k) The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of the quorum under Section 103 of the Companies Act, 2013 (herein after referred to as "the Act").

l) Members seeking any information with regard to the financial statements or any matter to be placed at the AGM, are requested to write to the Company on or before **Thursday, 24th September 2026** by 05:00 p.m. IST through e-mail at **cs@esc.co.in** to enable the Management to keep full information ready on the date of AGM.

m) Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and Information regarding appointment/re-appointment of Director(s) in terms of Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standard – 2 on General Meetings, is annexed hereto.

n) In 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 at the Meeting.

o) The Annual Report along with the Notice of AGM will be placed on the Company's website on https://www.esc.co.in/.

p) Members attending the Meeting through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

q) In line with the aforesaid Ministry of Corporate Affairs (MCA) Circulars and SEBI Circulars, the Notice of AGM along with Annual Report 2025-26 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Member may note that Notice and Annual Report 2025-26 will also be available on the website of the Company at www.es.co.in, the websites of the Stock Exchange i.e., NSE at www.nseindia.com and the AGM Notice is also available on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. www.evotingindia.com. Further the Company will also be sending a letter providing the web-link, including the exact path, where complete details of the Annual Report is available to those shareholder(s) who have not registered email address.

r) The Board of Directors have appointed Mrs. Ragini Agrawal, Practising Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process as well as e-voting during the AGM in a fair and transparent manner.

s) Members are requested to quote their folio no. or DP ID / Client ID, in all correspondence with the Company / Registrar and Share Transfer Agent.

t) The Members can join the AGM through the VC/ OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc., who are allowed to attend the AGM without restriction on account of first come first served basis.

u) The Scrutinizer shall submit his report to the Chairman of the meeting, or any person authorized by him within two working days of the conclusion of the AGM. The Results declared along with the report of Scrutinizer shall be placed on the website of the Company and on website of CDSL immediately after declaration of results by the Chairman or person authorized by him in this behalf. The Company shall simultaneously forward the results to National Stock Exchange of India Limited ("NSE"), where the shares of the Company are listed.

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS 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 **Monday, 21st September 2026 at 9:00 a.m. IST** and ends on **Thursday 24th September 2026 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 (record date) of 19th September 2026** 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. Members will be provided with the facility for voting through electronic voting system during the VC proceedings at the AGM and Members participating at the AGM, who have not already cast their vote by remote e-Voting, will be eligible to exercise their right to vote at the end of discussion on the Resolutions on which voting is to be held, upon announcement by the Chairman. Members who have cast their vote on Resolution(s) by remote e-voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their vote again on such Resolution(s). Subject to the receipt of requisite votes, Resolutions shall be deemed to be passed on the date of the Meeting.

3. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the day of meeting.

4. 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**	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 an 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, users 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**	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

Type of shareholders	Login Method
	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 had 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) • 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. • 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 Password & enter 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.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 5 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at cs@esc.co.in. These queries will be replied to by the company suitably by email.

8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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).

2) For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact 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.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PERSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following Explanatory Statement sets out all material facts relating to the Special Business proposed to be transacted at the Fourteenth Annual General Meeting of the Company, pursuant to the provisions of Section 102(1) of the Companies Act, 2013 ("Act"), read with the applicable rules made thereunder and other applicable provisions of the Act, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations") and other applicable statutory and regulatory requirements.

ITEM NO. – 4

TO CONSIDER AND APPROVE INCREMENT IN REMUNERATION TO MR. SANTOSH KUMAR AGRAWAL, MANAGING DIRECTOR OF THE COMPANY.

Mr. Santosh Kumar Agrawal (DIN: 00493749) is the Managing Director of the Company and is entrusted with the overall management, strategic direction, business development and operational affairs of the Company. In his capacity as Managing Director, he is responsible for providing leadership and strategic direction to the Company and overseeing its business operations, growth initiatives, financial performance and overall organisational development.

The Board of Directors, at its meeting held on August 12, 2026, upon consideration of the recommendation of the Nomination and Remuneration Committee, reviewed the remuneration payable to Mr. Santosh Kumar Agrawal, taking into consideration, inter alia, his extensive experience, leadership capabilities, responsibilities entrusted to him, contribution towards the growth and development of the Company, performance of the Company and the increasing scale, scope and complexity of its operations.

After due deliberation and consideration of the aforesaid factors, the Board approved and recommended to the Members the revision and increase in the managerial remuneration payable to Mr. Santosh Kumar Agrawal with effect from April 1, 2026, subject to approval of the Members by way of a Special Resolution and such other approvals, permissions or sanctions as may be required under applicable laws.

The proposed remuneration payable to Mr. Santosh Kumar Agrawal, with effect from April 1, 2026, shall comprise the following components:

a) Salary: A fixed salary of ₹60,00,000/- (Rupees Sixty Lakhs only) per annum, payable in accordance with the terms and conditions approved by the Board of Directors and subject to the applicable provisions of the Companies Act, 2013 ("Act"), the rules made thereunder and other applicable statutory and regulatory requirements.

b) The Company shall pay to or reimburse Mr. Santosh Kumar Agrawal for all reasonable costs, charges and expenses actually incurred by him, from time to time, in connection with or for the purposes of the business and affairs of the Company, subject to applicable laws, rules, regulations and the policies and procedures of the Company.

c) Performance-linked Incentive: An annual performance-linked incentive equivalent to 5% of the Profit Before Tax ("PBT") of the Company for the relevant financial year.

The performance-linked incentive is intended to align a portion of the remuneration of the Managing Director with the financial performance of the Company and shall be determined with reference to the PBT of the Company for the relevant financial year.

The introduction of a performance-linked incentive component of 5% of PBT is intended to establish a direct linkage between a portion of the managerial remuneration and the financial performance of the Company. Accordingly, the variable component is directly dependent upon the profitability of the Company and is subject to a defined monetary ceiling.

The Board is of the view that the proposed remuneration structure is reasonable, appropriate and commensurate with the duties, responsibilities, experience and contribution of Mr. Santosh Kumar Agrawal and is in the best interests of the Company and its stakeholders.

The proposed remuneration shall be subject to the applicable provisions of Sections 196, 197, 198 and 203 and other applicable provisions of the Act, read with Schedule V thereto, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Memorandum and Articles of Association of the Company and such other applicable laws, rules, regulations, notifications, circulars and guidelines, as may be applicable from time to time.

The proposed remuneration is intended to appropriately reflect the responsibilities, authority, experience and contribution of Mr. Santosh Kumar Agrawal in his capacity as Managing Director of the Company. The Board is of the view that the proposed remuneration is commensurate with the duties and responsibilities entrusted to him and is in the best interests of the Company and its stakeholders.

The Board, based on the recommendation of the Nomination and Remuneration Committee and after considering all relevant factors, is of the opinion that the proposed revision in remuneration is appropriate and in the interest of the Company and accordingly recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

Except Mr. Santosh Kumar Agrawal, Mr. Sunil Kumar Agrawal and Mr. Vineet Agrawal, who may be deemed to be concerned or interested in the proposed resolution by virtue of their respective positions and/or relationship with the concerned managerial personnel, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

ITEM NO. – 05

TO CONSIDER AND APPROVE INCREMENT IN REMUNERATION TO MR. SUNIL KUMAR AGRAWAL, WHOLE TIME DIRECTOR OF THE COMPANY.

Mr. Sunil Kumar Agrawal (DIN: 00493820) is the Whole-Time Director of the Company and is actively involved in the management and affairs of the Company.

The Board of Directors, at its meeting held on August 12, 2026, upon consideration of the recommendation of the Nomination and Remuneration Committee, reviewed the remuneration payable to Mr. Sunil Kumar Agrawal, taking into consideration his experience, expertise, responsibilities, contribution to the Company's operations and his role in supporting the Company's business and strategic objectives.

After due consideration, the Board approved and recommended to the Members the revision and increase in the remuneration payable to Mr. Sunil Kumar Agrawal with effect from April 1, 2026, subject to approval of the Members by way of a Special Resolution and such other approvals as may be required under applicable laws.

The proposed remuneration payable to Mr. Sunil Kumar Agrawal, with effect from April 1, 2026, shall comprise the following components:

a) Salary: A fixed salary of ₹60,00,000/- (Rupees Sixty Lakhs only) per annum, payable in accordance with the terms and conditions approved by the Board of Directors and subject to the applicable provisions of the Companies Act, 2013 (“Act”), the rules made thereunder and other applicable statutory and regulatory requirements.

b) The Company shall pay to or reimburse Mr. Sunil Kumar Agrawal for all reasonable costs, charges and expenses actually incurred by him, from time to time, in connection with or for the purposes of the business and affairs of the Company, subject to applicable laws, rules, regulations and the policies and procedures of the Company.

c) Performance-linked Incentive: An annual performance-linked incentive equivalent to 5% of the Profit Before Tax (“PBT”) of the Company for the relevant financial year.

The Board is of the view that the proposed remuneration is commensurate with the duties, responsibilities, experience and contribution of Mr. Sunil Kumar Agrawal and is necessary to appropriately recognise his continuing contribution to the management and growth of the Company.

The proposed remuneration shall be subject to the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the SEBI LODR Regulations and other applicable statutory and regulatory requirements.

The remuneration proposed to be paid to Mr. Sunil Kumar Agrawal may exceed the limits prescribed under Section 197 of the Act; however, the same is proposed to be within the limits and subject to the conditions prescribed under Schedule V to the Act, to the extent applicable.

The Board may, subject to applicable laws and within the overall limits approved by the Members, review and revise the remuneration from time to time based on merit, performance, responsibilities and the overall performance of the Company.

The requisite information and disclosures prescribed under Schedule V to the Companies Act, 2013, are provided separately as part of this Notice.

The Board, based on the recommendation of the Nomination and Remuneration Committee and after considering all relevant factors, is of the opinion that the proposed revision in remuneration is appropriate and in the interest of the Company and accordingly recommends the Special Resolution set out at Item No. 5 of the accompanying Notice for approval by the Members.

Except Mr. Santosh Kumar Agrawal, Mr. Sunil Kumar Agrawal and Mr. Vineet Agrawal, who may be deemed to be concerned or interested in the proposed resolution by virtue of their respective positions and/or relationship with the concerned managerial personnel, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

ITEM NO. – 06

TO CONSIDER AND APPROVE INCREMENT IN REMUNERATION TO MR. VINEET AGRAWAL, WHOLE TIME DIRECTOR OF THE COMPANY.

Mr. Vineet Agrawal (DIN: 09603245) is the Whole-Time Director of the Company and is involved in the management and affairs of the Company.

The Board of Directors, at its meeting held on August 12, 2026, upon consideration of the recommendation of the Nomination and Remuneration Committee, reviewed the remuneration payable to Mr. Vineet Agrawal having regard to his experience, qualifications, responsibilities, role in the management of the Company and his contribution towards the Company's business and growth.

After due consideration, the Board approved and recommended to the Members the revision and increase in the remuneration payable to Mr. Vineet Agrawal with effect from April 1, 2026, subject to approval of the Members by way of a Special Resolution and such other approvals as may be required under applicable laws.

The proposed remuneration comprises a salary of ₹12,00,000/- (Rupees Twelve Lakhs only) per annum, together with reimbursement of expenses incurred in connection with the business and affairs of the Company and such other components as specifically set out in the resolution forming part of Item No. 6 of the Notice.

The Board is of the view that the proposed remuneration is reasonable and commensurate with the duties and responsibilities entrusted to Mr. Vineet Agrawal and appropriately recognises his experience, involvement and contribution to the affairs of the Company.

The proposed remuneration shall be subject to the applicable provisions of Sections 196, 197, 198 and 203 read with Schedule V to the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the SEBI LODR Regulations and other applicable statutory and regulatory requirements.

The remuneration proposed to be paid to Mr. Vineet Agrawal may exceed the limits prescribed under Section 197 of the Act; however, the same is proposed to be within the limits and subject to the conditions prescribed under Schedule V to the Act, to the extent applicable.

The Board may, subject to applicable laws and within the overall limits approved by the Members, review and revise the remuneration from time to time based on merit, performance, responsibilities and the overall performance of the Company.

The requisite information and disclosures prescribed under Schedule V to the Companies Act, 2013, are provided separately as part of this Notice.

The Board, based on the recommendation of the Nomination and Remuneration Committee and after considering all relevant factors, is of the opinion that the proposed revision in remuneration is appropriate and in the interest of the Company and accordingly recommends the Special Resolution set out at Item No. 6 of the accompanying Notice for approval by the Members.

Except Mr. Santosh Kumar Agrawal, Mr. Sunil Kumar Agrawal and Mr. Vineet Agrawal, who may be deemed to be concerned or interested in the proposed resolution by virtue of their respective positions and/or relationship with the concerned managerial personnel, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the Notice.

ATTACHMENT TO THE EXPLANATORY STATEMENT FOR ITEM NO. 4, 5 & 6

(Pursuant to the Provisions of Schedule V of the Companies Act, 2013)

The following particulars relating to **Mr. Santosh Kumar Agrawal, Mr. Sunil Kumar Agrawal and Mr. Vineet Agrawal** are furnished pursuant to the applicable provisions of **Schedule V to the Companies Act, 2013 ("Act"),** in connection with the proposed revision in their remuneration.

1. General Information:

A. Nature of Industry:

Esconet Technologies Limited operates within the dynamic and rapidly evolving information technology (IT) industry. This sector is characterized by its continuous innovation, extensive use of cutting-edge technologies, and its critical role in driving efficiency and growth across various other industries. The IT industry encompasses a broad range of activities including software development, IT services, consulting, hardware manufacturing, and IT-enabled services (ITES).

B. Date or expected date of commencement of commercial production:

The Company commenced its commercial operations in March 2012.

C. In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not Applicable

D. Financial Performance (Consolidated) based on given indicators:

(Figures in INR Lakhs)

Particulars	Current Year FY 2025-26	Previous Year FY 2024-25
Revenue from Operations	35,440.40	23,029.80
Other Income	343.62	295.29
Total Income	35,784.11	23,325.09
Less: Finance Cost	118.13	81.53
Less: Depreciation & Amortization	245.30	161.21
Less: Other Expenses	34,558.87	22,101.74
Profit before Tax & Exceptional Items	861.80	1,062.14
Exceptional Items	--	--
Profit Before Tax	861.80	1,062.14
Current Tax	259.61	270.00
Past Period Tax	1.24	-8.95
Deferred Tax	5.54	1.38
Profit After Tax	615.50	799.71

E. Foreign Investments and Collaborations:

During the financial year under review, the Company has **not entered into any foreign collaboration**. The Company has incorporated a **Wholly Owned Subsidiary in Singapore,** with an investment of **SGD 10,000/- (Singapore Dollars Ten Thousand only)** towards its share capital. The said investment represents the Company's foreign investment in its overseas wholly owned subsidiary. Apart from the aforesaid investment in the Singapore-based Wholly Owned Subsidiary and routine business transactions, including procurement of raw materials and other goods and services in the ordinary course of business, the Company has not made any other material foreign investments or entered into any foreign collaborations during the year under review

2. Information About the Appointees/ Change in Remuneration:

Particulars	Mr. Santosh Kumar Agrawal	Mr. Sunil Kumar Agrawal	Mr. Vineet Agrawal
Past Remuneration	**Salary:** ₹54,00,000 p.a. + **Incentive:** 3.5% of PBT, subject to a maximum of ₹1 crore p.a.	**Salary:** ₹54,00,000 p.a. + **Incentive:** 3.5% of PBT, subject to a maximum of ₹1 crore p.a.	₹ 6,00,000/-
Job Profile and Suitability	Managing Director of the Company	Whole Time Director of the Company	Whole Time Director of the Company
Proposed Remuneration	**Salary:** ₹60,00,000 p.a. + **Incentive:** 5% of PBT	**Salary:** ₹60,00,000 p.a. + **Incentive:** 5% of PBT	₹ 12,00,000/-
Comparative Remuneration profile with respect to industry, size of the Company, Profile of the position and person	Mr. Santosh Kumar Agrawal, as the promoter and Managing Director, has been instrumental in leading the Company since 2012. Under his leadership and supervision, the Company has seen significant growth, culminating in impressive standalone revenues of nearly 230 Crores in the last fiscal year.	Mr. Sunil Kumar Agrawal, the promoter and Whole Time Director of the Company, is responsible for overseeing the sales of the flagship product, HexaData. His efforts are instrumental in driving the company to new heights of success.	Mr. Vineet Agrawal is promoter and Whole Time Director of the Company. Responsible for supporting the management and operations of the Company and contributing to its business and growth initiatives.
Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel if any	Mr. Santosh Kumar Agrawal is promoter and Managing Director of the Company, and he is Elder Brother of Mr. Sunil Kumar Agrawal, Whole Time Director of the Company and he is Father of Mr. Vineet Agrawal, Whole Time Director of the Company.	Mr. Sunil Kumar Agrawal is promoter and Whole Time Director of the Company, and he is Younger Brother of Mr. Santosh Kumar Agrawal, Managing Director of the Company.	Mr. Vineet Agrawal is Whole Time Director of the Company, and he is son of Mr. Santosh Kumar Agrawal, Managing Director of the Company.

3. Other Information: NA

DETAILS OF DIRECTORS SEEKING RE-APPOINTMENT AT

THE ANNUAL GENERAL MEETING

(Pursuant to the provisions of Regulation 36(3) of SEBI (LODR), 2015 and Secretarial Standard 2 issued by The Institute of Company Secretaries of India)

Item no. 3: Relating to re-appointment of Mr. Vineet Agrawal (DIN: 09603245), who retires by rotation:

Name of Directors	**Mr. Santosh Kumar Agrawal (DIN: 00493749)**	**Mr. Sunil Kumar Agrawal (DIN: 00493820)**	**Mr. Vineet Agrawal (DIN: 09603245)**
Date of Birth	15th July 1969	4th January 1978	28th May 1996
Date of appointment	30th March 2012 Re-appointed as Managing Director with Effect from 10th September 2023	30th March 2012 Re-appointed as Whole Time Director with Effect from 10th September 2023	25th July 2023
Expertise in specific functional areas/ job profile	Mr. Santosh Kumar Agrawal is a second-generation entrepreneur with extensive experience in the Information Technology and IT infrastructure sector. He commenced his professional journey in 1997 with Electro Sales Corporation and subsequently played a key role in transforming and developing the business into Esconet Technologies Limited in 2012. He has significant experience in IT solutions, cloud computing, IT infrastructure, data security and technology-driven business solutions. As a certified Cloud Architect and experienced IT Infrastructure Architect, he provides strategic leadership and oversees the overall management, business development and operational affairs of the Company.	Mr. Sunil Kumar Agrawal is a second-generation entrepreneur with extensive experience in hardware and software trading, technology products and customer relationship management. He is actively involved in the Company's business operations, sales and business development activities, including the Company's flagship product, HexaData. He possesses experience in vendor management, strategic negotiations, business development and customer engagement, and contributes to strengthening the Company's market presence and business relationships.	Mr. Vineet Agrawal is a promoter and Whole-Time Director of the Company. As a next-generation member of the management team, he is involved in the affairs and operations of the Company and contributes to its business development and growth initiatives. He brings a contemporary and technology-oriented approach to the Company's management and supports the Company's efforts towards sustainable business growth and expansion.
Qualification	B. Com, MBA	B. Com, LLB	BCA
No. of Equity Share held in the Company as on 31st March, 2026	42,36,100	31,00,823	88,473
Disclosure of relationships between directors inter-se	Mr. Santosh Kumar Agrawal is promoter and Brother of Mr. Sunil Kumar Agrawal, Whole Time Director of the Company and he is also father of Mr. Vineet Agrawal, Whole Time Director of the Company.	Mr. Sunil Kumar Agrawal is promoter and Brother of Mr. Santosh Kumar Agrawal, Managing Director of the Company.	Mr. Vineet Agrawal is Whole Time Director of the Company, and he is son of Mr. Santosh Kumar Agrawal, Managing Director of the Company

Name of Directors	Mr. Santosh Kumar Agrawal (DIN: 00493749)	Mr. Sunil Kumar Agrawal (DIN: 00493820)	Mr. Vineet Agrawal (DIN: 09603245)
Terms & Condition of Appointment/ Change in Designation along with remuneration sought to be paid	Mr. Santosh Kumar Agrawal shall continue as Managing Director, subject to the applicable provisions of the Companies Act, 2013, SEBI LODR Regulations and other applicable laws. The proposed remuneration with effect from April 1, 2026 comprises salary of ₹60,00,000/- per annum, reimbursement of eligible business-related expenses and performance-linked incentive of 5% of PBT as set out in Item No. 4 of the Notice.	Mr. Sunil Kumar Agrawal shall continue as Whole-Time Director, subject to the applicable provisions of the Companies Act, 2013, SEBI LODR Regulations and other applicable laws. The proposed remuneration with effect from April 1, 2026 comprises salary of ₹60,00,000/- per annum, reimbursement of eligible business-related expenses and performance-linked incentive of 5% of PBT as set out in Item No. 5 of the Notice.	Mr. Vineet Agrawal, who is liable to retire by rotation at the forthcoming AGM and being eligible, has offered himself for re-appointment. The proposed remuneration with effect from April 1, 2026 comprises salary of ₹12,00,000/- per annum, together with reimbursement of eligible business-related expenses, subject to the approval of the Members as set out in Item No. 6 of the Notice.
Remuneration Last Drawn by such person if any	Salary: Rs. 54,00,000/- Incentive: 3.5% of PBT, subject to a maximum of ₹1 crore p.a.	Salary: Rs. 54,00,000/- Incentive: 3.5% of PBT, subject to a maximum of ₹1 crore p.a.	6,00,000/-
No. of Meeting of the Board attended during the year	5 out of 5	5 out of 5	5 out of 5
List of outside Directorship held in Public Company	NA	NA	NA
Chairman/ Member of the Committee of the Board of Directors of other Public Companies	NA	NA	NA