



CORRIGENDUM TO THE NOTICE OF 06TH ANNUAL GENERAL MEETING TO BE HELD ON FRIDAY, 25TH JULY, 2025 AT 11:30 A.M. (IST)

Ekennis Software Service Limited (the “Company”) had issued a notice dated 16th June, 2025 for convening Sixth Annual General Meeting of The Members of the company on Friday, 25th July, 2025 at 11:30 A.M. (IST) through Video Conferencing/Other Audio-Visual Means (VC/OAVM”) deemed to be conducted at the registered office of the company, to transact the business matters stated in the Original Notice of Annual General Meeting dated 16th June, 2025 and this corrigendum to the Notice of Annual General Meeting issued by the Company to the Shareholders.

The Company is issuing this corrigendum and through this corrigendum, the members of the company are being informed about the following modifications / alterations to the Resolution No. 2 & 3 and its Explanatory Statement forming part of the AGM Notice dated 16th June, 2025.

Further after dispatch of Original Notice of AGM dated 16th June, 2025, dispatched to the shareholders on 19th June, 2025 shall be read along with this corrigendum to the Notice of AGM, it came to the attention of board and management as follows:

“In Resolution No-2 the company has not mentioned the disclosure in pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India”

“In Resolution No-3 the company has inadvertently mentioned the effective date of appointment of Mr. Abhinaya Verma as “with effect from the date of this Annual General Meeting” in place of “effective from the date of appointment as Additional Director i.e. 26.04.2025” and also not mentioned the disclosure in pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India”

In the view of above stated issues it requires to issue Corrigendum to the Notice of AGM and the same has been placed before the Board of Directors of the Company and the board discuss the same in its meeting dated 28th June, 2025 and approved this Addendum/corrigendum in respect of the following matters forming part of Resolution no. 2 & Resolution no. 3 and its Explanatory Statement annexed to the Original AGM Notice dated 16th June, 2025 shall be read along with this corrigendum to the Notice of AGM.

The Corrigendum to the notice of AGM dated 16th June, 2025 has been approved by the board of directors of the company in its meeting held on 28th June, 2025, the details of the resolution and its explanatory statement shall be read as follows which are correct and final in all sense as per applicability, the agenda of the AGM as per Corrigendum will be as follows:

Item No.-2 To appoint Ms. Ruchita Joshi (DIN: 09366575), who retires by rotation and being eligible, offers herself for re-appointment.

Details of the Directors seeking appointment/ re-appointment in forthcoming Annual General Meeting [In pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India].

The Brief Profile of Ruchita Joshi are as follows:

Name of Director	Ruchita Joshi
DIN	09366575

Age (Years)	42
Qualification	Masters in Science
Experience (including expertise in specific functional area)/Brief Resume	Ms. Ruchita Joshi is the Non-Executive Non-Independent Director of our Company. She has completed her Masters in Science from Vikram University, Ujjain in 2007 and Master of Computer Applications from Punjab Technical University, Jalandhar in 2010. She has around 10 years of experience as the faculty to students for computer programming and applications in various colleges. She has been associated with our Company as Non-Executive Non-Independent Director w.e.f. November 05, 2021. She looks after the learning management solutions and training in our company
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Non-Executive Director
Date of first appointment on the Board	05.11.2021
Terms and conditions of Appointment/Re-appointment	Non-Executive Non-Independent Director
Details of Remuneration last drawn (FY 2024-25)	NA
Details of Proposed Remuneration	AGM – 11.09.2023 approved maximum upto Rs 15,00,000/-
Relationship with other Directors/Key Managerial Person	Sister of Ms Manisha Sharma, Managing Director
Number of Meetings of the Board attended during the financial year (F.Y. 24-25)	7 Board meetings
Chairperson/Membership of the Statutory Committee(s) of Board of Directors of the Company as on Date	Member of Stakeholder Relationship Committee and Nomination and Remuneration Committee
Directorships of other Boards excluding Directorship in Private and Section 8 Companies	NA
Chairperson/Members of the Statutory Committee(s) of Board of Directors of other Companies excluding Directorship in Private and Section 8 Companies	NA
Listed entities from which the person has resigned in the past three years	NA
Number of shares held in the Company	Nil

For the sake of utmost clarity, better understanding of Members and to enable them to exercise their voting rights on an informed basis, the revised Special Resolution at item No.3 and its Explanatory Statement are reproduced hereunder after incorporating the above referred modifications / alterations:

Resolution No.3 Appointment of Mr. Abhinava Verma (DIN: 07702951) as an Independent Non-Executive Director for a period of 5 years.

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and 160 read with Schedule IV other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being



in force), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, approval of members is hereby accorded to appoint Mr. Abhinaya Verma (DIN: 07702951), who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and is eligible for appointment, be and is hereby appointed as an Independent Non-Executive Director of the Company for a term of 5 (five) consecutive years with effect from the date of appointment as Additional Director i.e. 26.04.2025, and shall not be liable to retire by rotation. The terms and conditions for such appointment shall be as mentioned in the appointment letter. The Board may amend such terms and conditions upon agreement between the director and the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Ms. Manisha Sharma (DIN:08377458), Managing Director of the Company be and are hereby authorised, to do all acts, deeds, matters, and things as deem necessary, proper and desirable and to sign and execute all necessary documents, application and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary e-forms with the Registrar of Companies.”

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013:

Item No 3.: Appointment of Mr. Abhinaya Verma (DIN: 07702951) as an Independent Non-Executive Director for a period of 5 years

The Board of Directors, at its meeting held on [26.04.2025], have appointed Mr. Abhinaya Verma (DIN: 07702951) as an Additional Director Designated as Independent Non-Executive Director, subject to the approval of the members of the Company.

Mr. Verma has a rich experience in the field of Handling Accounts & Finance and Taxation of Domestic and International Clients, Project Finance, Due Diligence and Company Law matters, Forensic & Investigation matters, Foreign Direct Investment Compliances, which the Board believes will greatly benefit the Company in its operations and strategic direction. His appointment as an Independent Non-Executive Director will be for a term of five years, starting from the date of the appointment as Additional Director i.e. 26.04.2025. In terms of the provisions of Section 149 of the Companies Act, 2013, and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of Mr. Verma as an Independent Director is subject to approval by the members at the forthcoming Annual General Meeting. The Board is of the opinion that Mr. Verma's appointment as an Independent Director will bring in significant expertise and judgment to the deliberations of the Board.

None of the Directors or Key Managerial Personnel of the Company, except Mr. Abhinaya Verma, is concerned or interested in this resolution.

Details of the Directors seeking appointment/ re-appointment in forthcoming Annual General Meeting [In pursuance to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by the Institute of Company Secretaries of India].

The Brief Profile of Mr. Abhinaya Verma are as follows:

Name of Director	Abhinaya Verma
DIN	07702951
Age (Years)	43
Qualification	Institute of Chartered Accountants of India
Experience (including expertise in specific functional area)/Brief Resume	Mr. Abhinaya Verma aged 43, is a Practicing Chartered Accountant with over an experience of 17 Years Post Qualification. He is experienced in the field of Handling Accounts & Finance and Taxation of Domestic and International Clients, Project Finance, Due Diligence and Company Law matters, Forensic & Investigation matters, Foreign Direct Investment Compliances.



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The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	He is experienced in the field of Handling Accounts & Finance and Taxation of Domestic and International Clients, Project Finance, Due Diligence and Company Law matters, Forensic & Investigation matters, Foreign Direct Investment Compliances. (Registration No.: IDDB-NR-202004-024101)
Date of first appointment on the Board	26.04.2025
Terms and conditions of Appointment/Re-appointment	Additional Independent Director to be regularised as Independent director
Details of Remuneration last drawn (FY 2024-25)	NA
Details of Proposed Remuneration	Sitting Fees only for Independent Director -50,000
Relationship with other Directors/Key Managerial Person	None
Number of Meeting of the Board attended during the financial year (F.Y. 24-25)	Nil
Chairperson/Membership of the Statutory Committee(s) of Board of Directors of the Company as on Date	Chairperson of Audit committee and Nomination and Remuneration Committee and Member of Stakeholder Relationship Committee.
Directorships of other Boards excluding Directorship in Private and Section 8 Companies	Okami Wolf Intl Private Limited
Chairperson/Members of the Statutory Committee(s) of Board of Directors of other Companies excluding Directorship in Private and Section 8 Companies	NA
Listed entities from which the person has resigned in the past three years	NA
Number of shares held in the Company	Nil

This Corrigendum shall form an integral part of the AGM Notice dated June 16th, 2025, which has already been circulated to Members of the Company on June 19th, 2025, and on and from the date thereof, the AGM Notice shall always be read in conjunction with this Corrigendum. Accordingly, all concerned Members, Stock Exchanges, Depositories, Registrar and Share Transfer Agent, agencies appointed for e-voting, other Authorities, regulators, and all other concerned persons are requested to take note of the above changes.

All other contents of the Notice of AGM, save and except as modified / altered by this Corrigendum, shall remain unchanged. This corrigendum will be uploaded on the website of the Company at www.ekennis.com and the website of CDSL www.evotingindia.com.

Registered Office:

Site No.39, Katha No.74/2 situated at Chaitra Meadows Mylasandra village, Begur Hobli Bangalore South -560076, Karnataka, India

**By Order of Board of Directors
For, Ekennis Software Service Limited**

Sd/-

**Lalitha Padmanabhan
Company Secretary & Compliance Officer**

Registered Office: - Site No.39, Katha No.74/2 situated at Chaitra Meadows, Mylasandra village, Begur Hobli, Bangalore South Taluk, Karnataka-560 076, India.

Corporate Office: (Myperfectpack) No.698, Chamundeshwari Block, Bettadasanapura Village, Begur Hobli, Bangalore- 560068, Karnataka, India.

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