

**NOTICE OF EXTRAORDINARY GENERAL MEETING**  
**(Under Section 101 of the Companies Act, 2013)**

NOTICE is hereby given that the Adjourned Extraordinary General Meeting of the members of Executive Access Private Limited, which was originally scheduled to be held on Friday, 6th June 2025 at 2:00 P.M., and was adjourned due to non-availability of quorum, will now be held on Friday, the 11<sup>th</sup> day of June, 2025 at 11.30 PM at the registered office of the Company at Unit-6, 3rd Floor, D-2, Southern Park, Saket District Centre, Saket, New Delhi-110017 to transact the following special business

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**SPECIAL BUSINESS:**

**Item 1: To approve the Employee Stock Option Scheme 2025-26 ("ESOP 2025-26" or "Scheme") of the Company: -**

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

**"RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013, read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014, and other applicable rules, regulations, and guidelines issued by any authority from time to time (including any statutory modification or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for the adoption and implementation of the Employee Stock Option Scheme 2025-26 ("ESOP 2025-26" or "Scheme") as tabled before the meeting, and the Board of Directors of the Company (hereinafter referred to as "the Board"), be and is hereby authorized to create, offer, grant, issue, and allot, in one or more tranches, such number of options to the eligible employees of the Company, as it may deem fit, in accordance with the terms and conditions of the Scheme.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all necessary steps for effective implementation of the Scheme, including but not limited to the finalization of terms and conditions, issuance of grant letters, allotment of shares upon exercise of options, maintenance of records, filings with the Registrar of Companies and any other authorities, and to do all such acts, deeds, and things as may be required for giving effect to this resolution."

**Date:** June 09, 2025

For and on behalf of the Board of Directors  
**EXECUTIVE ACCESS (INDIA) PVT. LTD.**

**RONESH PURI**  
Managing Director  
DIN: 00562724  
Add: B-119, 3<sup>rd</sup> floor  
Neeti Bagh, New Delhi - 110 049

**Notes:**

1. A statement pursuant to Section 102 of the Companies Act, 2013, setting out material facts relating to the special business to be transacted at the Extraordinary General Meeting is annexed hereto.
2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and, in a poll, to vote thereat instead of himself and the proxy need not be a member of the company. An instrument appointing a proxy to be effective must be lodged at the registered office of the company before the commencement of the meeting.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the Meeting.

**EXPLANATORY STATEMENT FOR ITEM NO. 1  
UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013**

The Board of Directors of the Company, in its meeting held on 6<sup>th</sup> June 2025 approved the introduction of the Employee Stock Option Scheme 2025-26 ("ESOP 2025-26" or "Scheme") to attract, retain and reward employees and to align the interests of the employees with those of the Company and its shareholders.

The Scheme is proposed to be implemented in compliance with Section 62(1)(b) and Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014. The scheme covers eligible employees of the Company as may be decided by the Board from time to time.

Since the Scheme involves the issue of shares to employees, approval of the members by way of passing Resolution is required under the Companies Act, 2013.

The Board recommends the resolution set out in the Notice for approval of members.

None of the Directors and Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the resolution.

**Date:** June 09, 2025

For and on behalf of the Board of Directors  
**EXECUTIVE ACCESS (INDIA) PVT. LTD.**

**RONESH PURI**  
Managing Director  
DIN: 00562724  
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