

Notice is hereby given that the First Annual General Meeting ("AGM") of the members of DIGITIDE SOLUTIONS LIMITED ("Company") will be held on Tuesday, September 30, 2025 at 4.30 PM IST through Video Conference ("VC")/ Other Audio Visual Means ("OAVM") ("hereinafter referred to as Electronic Mode") to transact the following businesses:

ORDINARY BUSINESS:

Item No.1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the first financial year ended March 31, 2025, together with the Auditors' Report and Board's Report thereon:

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

"RESOLVED THAT the audited standalone financial statements of the Company which includes the Audited Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the first financial year (from the date of incorporation till March 31, 2025) and the Cash Flow Statement together with report of the Statutory Auditors and the Board of Directors thereon, as circulated to the members, be and are hereby considered and adopted."

Item No. 2 - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the first financial year ended March 31, 2025, together with the Auditors' Report thereon:

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

"RESOLVED THAT the audited consolidated financial statements of the Company which includes the Audited Balance Sheet as at March 31, 2025, the Statement of Profit and Loss for the first financial year (from the date of incorporation till March 31, 2025) and the Cash Flow Statement together with report of the Statutory Auditors thereon, as circulated to the members be and are hereby considered and adopted."

Item No.3 - To appoint Mr. Ajit Abraham Isaac (DIN:00087168) as a director, liable to retire by rotation:

To appoint a director in place of Mr. Ajit Abraham Isaac (DIN:00087168), who retires by rotation and being eligible, offers himself for reappointment.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the approval of members of the Company be and is hereby accorded to reappoint Mr. Ajit Abraham Isaac (DIN: 00087168), as a Director, liable to retire by rotation."

Item No.4 – To appoint the Statutory Auditors of the Company for a term of 5 consecutive years:

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

"RESOLVED THAT pursuant to Sections 139 and 142 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the said Act read with Companies (Audit and Auditors) Rules, 2014 made thereunder and other applicable rules, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re- enactment thereof), and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm registration number: 008072S), be and is hereby appointed as the Statutory Auditors of the Company for a term of 5 consecutive years to hold office from the conclusion of this first Annual General Meeting till the conclusion of sixth Annual General Meeting at such remuneration and expenses as may be determined by the Board of Directors of the Company (including its Committees thereof) from time to time, in addition to applicable taxes and reimbursement of actual out of pocket and travelling expenses incurred in connection with the audit and billed progressively."

Special Business:

Item No 5 – To appoint Mr. Parameshwar G Bhat, Practicing Company Secretary (FCS-8860; C.P. No. 11004) as the Secretarial Auditors 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 204 and other applicable provisions of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof), Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, as amended from time to time, and recommendations of the Audit Committee and Board of Directors of the Company, Mr. Parameshwar G Bhat, Practicing Company Secretary (FCS-8860; C.P. No. 11004) be and is hereby appointed as the Secretarial Auditors of the Company for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30, at such fees, plus applicable taxes and other out-of-pocket expenses as may be mutually agreed upon between the Board of Directors of the Company (including its Committees thereof) and the Secretarial Auditors.

Item No 6 – To approve the payment of Commission to the Independent Directors 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 Sections 197 and 198, and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules made thereunder read with Schedule V of the Act (including any statutory modification(s) or re-enactment thereof, for the time being in force), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the Articles of Association of the Company, the approval of the members be and is hereby accorded for the payment of remuneration to the Independent Director(s) by way of commission, in addition to the sitting fees paid to them for attending the meetings of the Board of Directors or its Committees, for a period of five years commencing from April 1, 2025 to March 31, 2030, as may be determined by the Board of Directors, based on the recommendation of Nomination and Remuneration Committee from time to time, within the overall maximum limit prescribed under Section 197 of the Act, i.e., 1% (one percent) per annum of the Net Profits of the Company.

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its committees thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient for the purpose of giving effect to this resolution and for matters connected therewith, or incidental thereto."

Place: Bengaluru

Date: 1 August 2025

Registered Office:

3/3/2, Bellandur Gate,

Sarjapur Main Road, Bengaluru 560103

CIN: U62099KA2024PLC184626

Website: www.digitide.com;

Email: corporatesecretarial@digitide.com

Tel No.: 080-6105 6001

By Order of the Board of Directors of

Digitide Solutions Limited

Sd/-

Neeraj Manchanda

Company Secretary and Head Legal

Membership No. 20060

NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Companies Act, 2013 ("the Act") stating all material facts and the reasons thereof for the proposed resolutions set forth in the Notice is annexed and forms an integral part of this Notice. Further, the relevant details with respect to "Director seeking appointment and re-appointment at this AGM" are also provided below [Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India].

2. The Ministry of Corporate Affairs ("MCA") permitted holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. In compliance with the MCA Circulars, AGM of the Company is being held through VC/OAVM. The Registered Office of the Company shall be deemed to be the venue for the AGM. [General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013", General Circular Nos. 20/2020 dated May 5, 2020 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024 in relation to "Clarification on holding of AGM through VC OAVM, (collectively referred to as "MCA Circulars")"] and The Securities and Exchange Board of India ("SEBI") also issued Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, and the latest being Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62, dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 3, 2024, (hereinafter together referred as "Circulars"), has permitted the Companies to conduct the Annual General Meetings ("AGM") through VC/OAVM and the requirement of Regulation 44(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations") is dispensed.

3. In compliance with these Circulars, the AGM of the Company is being conducted through VC/OAVM facility, which does not require the physical presence of members at a common venue. Accordingly, the facility for the appointment of proxies by the members will not be available for the AGM and hence the Route Map, Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Sections 112 and 113 of the Act, representatives of members such as Body Corporates, the President of India or the Governor of a State can attend the AGM through VC/OAVM and cast their votes through e-voting. The recorded transcript of the AGM will be hosted on the website of the Company post the AGM.

4. In case of joint holders attending the AGM, only such joint holder who is first by the order in which the names stand in the register of members will be entitled to vote.

5. To support the 'Green Initiative' we urge members to support our commitment to environmental protection by choosing to receive the Company's communication through e-mail. Members who have not registered their e-mail addresses are requested to register the same with their Depository Participants ("DP") in case the shares are held by them in electronic form and with RTA in case the shares are held by them in physical form.

6. Electronic copy of the Notice of the First AGM of the Company inter alia indicating the process and manner of e-voting along with Annual Report is being sent to all the members whose email IDs are registered with the Company/ Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. Members may please note that the Notice of AGM and Annual Report will also be available on the Company's website www.digitide.com and website of the Stock Exchanges i.e. National Stock Exchange of India Ltd and BSE Limited at <https://www.nseindia.com/> and <https://www.bseindia.com/> respectively and also on the website of CDSL at www.evotingindia.com. Members can attend and participate in the AGM through VC/OAVM facility only.

7. The Register of Directors and Key Managerial Personnel and their shareholdings, maintained under section 170 of the Act and the Register of Contracts or Arrangements in which the directors are interested, maintained under section 189 of the Act, will be made available for inspection at the Registered Office of the Company during normal business hours, in accordance with the applicable statutory requirements based on requests received by the Company upto the date of this AGM.

8. As per the provisions of Section 72 of the Act and SEBI Circular Nos. SEBI/HO/MIRSD/ MIRSD_RTAMB/ P/CIR/2021 /655 dated November 03, 2021, and SEBI/HO/MIRSD/ MIRSD- PoD-1/P/CIR/2023/37 dated March 16, 2023, the facility for making nomination is available for the members in respect of shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH- 13. If a member desires to opt-out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 (as the case may be). Members are requested to submit the said details to their DP.

Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, bank mandate details, etc. to their DPs in case the shares are held in electronic form and to the RTA in prescribed Form ISR-1 and other forms pursuant to the above SEBI Circular. Further, members may note that SEBI has mandated the submission of PAN by every participant in securities market.

SEBI has mandated the Listed Companies to process service requests (Request for issue of duplicate securities certificate; claim from unclaimed suspense account; renewal/exchange of securities certificate; endorsement; subdivision/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition) for issue of securities in dematerialized form only, subject to folio being KYC compliant. Members are

requested to submit a duly filled and signed Form ISR - 4, the format of which is available on the Company's website at <https://digitide.com/investors/> (Investor Forms tab) and on the website of the Company's RTA. Integrated Registry and Share Transfer Agent at <https://ipostatus.integratedregistry.in/Kycregister.aspx>. It may be noted that any service request can be processed only after the folio is KYC Compliant.

9. SEBI vide Circular Nos. SEBI/HO/OIAE/ OIAE_IAD-1 / P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/ OIAE/ OIAE_IAD-1 /P/ CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/ OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11. 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above- mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website at <https://digitide.com/investors/>.

10. Members holding shares in electronic mode may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend, if any. The Company or Integrated cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant (DP) by the members.

11. Members seeking any information regarding the financial statements or any matter to be placed at the AGM are requested to write to the Company at least seven (7) days before the meeting, through e-mail on investorrelations@digitide.com. The same will be replied to by the Company suitably.

12. In this Notice and Annexure(s) thereto the terms "Shareholders" and "Members" are used interchangeably.

Voting through electronic means

13. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and SS-2 and the MCA Circulars and SEBI Circulars, the Company is pleased to provide remote e-voting facility ("remote e-voting") to all its members to cast their votes on all resolutions set out in the Notice of the AGM through e-voting services provided by Central Depository Services (India) Limited (CDSL). Additionally, the Company is providing the facility of voting through an e-voting system during the First AGM ("e-voting").

14. The remote e-voting period commences on Friday, September 26, 2025 (9:00 A.M. IST) and ends on Monday, September 29, 2025 (5:00 P.M. IST). During this period, members holding shares either in physical form or in dematerialized form, as on Tuesday, September 23, 2025 i.e. cut-off date, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, it shall not be allowed to change the vote subsequently.

15. Members have the option to cast their vote on any of the resolutions using the remote e-voting facility, either during the period as mentioned above or e-voting during the AGM. Members who have cast their vote by remote e-voting prior to the AGM may also attend/ participate in the AGM through VC/ OAVM but shall not be entitled to cast their vote on such resolution again. However, members who have voted on some of the resolutions during the remote e-voting period are also eligible to vote on the remaining resolutions during the AGM.

16. The voting rights of the members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date. The voting rights for the shares of the Company are one vote per equity share, registered in the name of the member. A person, whose name is recorded in the register of members or the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail of the

facility of voting through remote e-voting. Any person who is not a member, as on the cut-off date and receives this notice shall treat the same for information purposes only.

17. The Company has appointed M/s. DPV & Associates LLP, Practicing Company Secretary, Firm Registration Number L2021HR009500 as the Scrutinizer for conducting the remote e-voting and the e-voting process at the AGM in a fair and transparent manner.

18. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date may obtain the USER ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if he/she is already registered with CDSL for remote e-voting then he/she can use his/her existing user ID and password for casting the vote.

INSTRUCTIONS FOR SHAREHOLDERS TO VOTE ELECTRONICALLY:

CDSL e-Voting System – For e-voting and Joining Virtual meetings.

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio-visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. 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 MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 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 the e-voting system on the date of the AGM will be provided by CDSL.

3. The 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 following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 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 restrictions on account of first come first served basis.

4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

THE INSTRUCTIONS 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.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Friday, September 26, 2025 (9:00 A.M. IST) and ends on Monday, September 29, 2025 (5:00 P.M. IST). During this period shareholders of the Company, holding shares

either in physical form or in dematerialized form, as on Tuesday, September 23, 2025 the cut-off date may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting-venue.

(iii) 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. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) 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 shareholder	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. 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 cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. After successful login the Easi / Easiest user will be able to see the e- Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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. If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 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, user 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	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

Type of shareholder	Login Method
	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. 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 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.
Individual Shareholders holding securities in demat mode with NSDL Depository	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 For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 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.
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 21 09911
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.

(v) 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
4. For CDSL: 16 digits beneficiary ID,
5. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
6. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
7. Next enter the Image Verification as displayed and Click on Login.
8. 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.
9. 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.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) 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.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for DIGITIDE SOLUTIONS LIMITED on which you choose to vote.
- (x) 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.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) 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.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) 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.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) 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; corporatesecretarial@digitide.com (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. 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.
3. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
4. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
5. 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.
6. 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 **7(Seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at corporatesecretarial@digitide.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7(Seven) days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at corporatesecretarial@digitide.com. These queries will be replied to by the company suitably by email.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast 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.
9. 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 Physical shareholders - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders - Please update your email id & mobile no. with your respective **Depository Participant (DP)**
3. 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.

Place: Bengaluru

Date: 01 August 2025

Registered Office:

3/3/2, Bellandur Gate,

Sarjapur Main Road, Bengaluru 560103

CIN: U62099KA2024PLC184626

Website: www.digitide.com;

Email: corporatesecretarial@digitide.com

Tel No.: 080- 6105 6001

By Order of the Board of Directors of

Digitide Solutions Limited

Sd/-

Neeraj Manchanda

Company Secretary and Head Legal

Membership No. 20060

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Act read with Regulation 17(11) of the Listing Regulations, the following statement sets out all material facts relating to Ordinary business and Special businesses mentioned in the accompanying Notice:

Item No 4:

This explanatory statement is in terms of Regulation 36(5) of the Listing Regulations. This is not required under Section 102 of the Act.

Pursuant to provisions of Section 139 of the Companies Act 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. Deloitte Haskins & Sells, Chartered Accountants having firm registration number: 008072S, were appointed as the First Statutory Auditors of the Company from the date of incorporation i.e. February 10, 2024, till conclusion of first AGM of the Company. Accordingly, their term is expiring at the ensuing first Annual General Meeting.

After evaluating and considering various factors such as industry experience, competency of the auditors, efficiency in conduct of audit, independence, etc., the Board of Directors of the Company, based on the recommendations of the Audit Committee, at its meeting held on 01 August 2025, has proposed the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, as the Statutory Auditors of the Company,

starting from the conclusion of first Annual General Meeting till the conclusion of sixth Annual General Meeting to be held for FY 2030, at a remuneration as may be decided by the Board of Directors/ or committee thereof from time to time.

M/s. Deloitte Haskins & Sells have consented to their appointment as the Statutory Auditors and have confirmed that the appointment, if made, would be within the limits specified under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified to be appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Companies Act, 2013 and the rules framed thereunder.

Auditor Profile

Deloitte Haskins & Sells ("DHS") was constituted in the year 1998 and is a firm of Chartered Accountants registered with the Institute of Chartered Accountants of India (ICAI) under Registration No. 008072S. DHS forms an integral part of the Deloitte Haskins & Sells & Affiliates, which is a network of firms registered with the ICAI. This network, in turn, is a constituent of the wider Deloitte global network, one of the largest professional services organizations in the world, operating through independent legal entities in over 150 countries.

As part of this extensive global and national network, DHS delivers a broad spectrum of professional services designed to meet the complex needs of clients operating in a dynamic and highly regulated environment.

Through its affiliation with the global Deloitte network, DHS has access to industry-leading methodologies, cutting-edge technologies, and an extensive pool of global expertise, allowing it to offer value-driven and innovative solutions tailored to the unique needs of clients ranging from start-ups to large multinational corporations and public sector enterprises.

The proposed fees for FY2025-26 in connection with the statutory audit shall be INR 75,00,000/- (Rupees Seventy-Five Lakhs Only) plus applicable taxes and other out-of-pocket expenses up to the conclusion of the Second Annual General Meeting. For subsequent year(s) of their term, such fees may be mutually agreed between the Board of Directors and Statutory Auditors. Besides the audit services, the Company would also obtain certifications from the statutory auditors under various statutory regulations for which fees will be agreed separately (the "Fees"). The Board, in consultation with the Audit Committee, shall approve revisions, if any, in the remuneration of the Statutory Auditors for the remaining part of the tenure. The fees exclude remuneration from being paid to subsidiary audit firms for the purpose of statutory audit of subsidiaries including overseas subsidiaries and remuneration to be paid for other permitted services obtained from the Statutory Auditors. The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with the Statutory Auditors.

The Board of Directors, based on the recommendations of the Audit committee, recommends Item No. 4 for approval by the Members by way of Ordinary Resolution. None of the Directors or Key Managerial Personnel or their relatives are interested financially or otherwise in the resolution, by virtue of their directorship and to the extent of their shareholding in the Company.

Item No 5:

The Board of Directors, based on the recommendation of the Audit Committee, at its meeting held on

01 August 2025, after evaluating and considering various factors such as industry experience, competency of the audit team, efficiency in conduct of audit, independence, etc., approved the appointment of Mr. Parameshwar G Bhat, Practicing Company Secretary (FCS-8860; C.P. No. 11004), a peer reviewed firm as the Secretarial Auditors of the Company, for a term of five consecutive years commencing from financial year starting April 01, 2025, subject to the approval of the members.

The appointment of Secretarial Auditors shall be in terms of the amended Regulation 24A of the Listing Regulations vide SEBI Notification dated December 12, 2024, and provisions of Section 204 of the Act and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

Auditor profile

Mr. Parameshwar Ganapati Bhat is a Peer Reviewed Company Secretary in Practice based in Bengaluru. He holds multiple academic and professional qualifications, including a B.Com., LLB, LLM, MBA, and is a Fellow Member of the Institute of Company Secretaries of India (FCS). He has been practicing as a Company Secretary since 2012, providing professional services to corporates in the areas of Company Law, FEMA, SEBI Regulations, and other corporate legal matters.

He has handled various sessions for the Farmer Producer Organisations at various places in Karnataka providing insights on the Companies Act provisions applicable to FPOs and participated in VAIGA – 2021 promoted by SAMETI, under Government of Kerala

He has shared its willingness and confirmed that if appointed, the appointment will be in accordance with Section 204 of the Act and that he is not disqualified to be appointed as a Secretarial Auditor of the Company. The services to be rendered by him as Secretarial Auditors is within the purview of the said regulation read with SEBI circular no. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024.

The proposed fees in connection with the secretarial audit for FY 2025-26 shall be INR 2,25,000/- (Rupees Two Lakh Twenty-Five Thousand Only) plus applicable taxes and other out-of-pocket expenses. For subsequent year(s) of the term, such fees may be mutually agreed between the Board of Directors and Secretarial Auditors. In addition to the secretarial audit, they shall provide such other services in the nature of certifications and other professional work, as approved by the Board of Directors. The relevant fees will be determined by the Board, as recommended by the Audit Committee in consultation with the Secretarial Auditors. The Board, in consultation with the Audit Committee shall approve revisions, if any, in the remuneration of the Secretarial Auditors for the remaining part of the tenure.

The Board of Directors, based on the recommendations of the Audit committee, recommends Item No. 5 for approval by the Members by way of Ordinary Resolution.

None of the Directors or Key Managerial Personnel or their relatives are interested financially or otherwise in the resolution, by virtue of their directorship and to the extent of their shareholding in the Company.

Item No 6

The Independent Directors of your Company bring extensive professional expertise and a wealth of experience across various domains, including business, technology, strategy, policy matters, and corporate governance. In line with the Company's Nomination and Remuneration Policy, it is proposed to grant commission to the Independent Directors, commensurate with their roles and responsibilities.

As per the said policy, they are eligible to a commission based on a percentage of the Company's profit, along with sitting fees for attending meetings of the Board and its Committees.

In terms of Regulation 17(6)(a) of the Listing Regulations, approval of the members in a general meeting is required for payment of all compensation to the Independent Directors. Further, as per section 197, the remuneration payable to directors who are neither managing directors nor whole-time directors shall not exceed one percent of the net profits of the Company, except with the approval of the company in general meetings. The Company seeks the approval from its members for payment of commission as approved by the Board on the recommendations of the Nomination and Remuneration Committee, to the Independent Directors of the Company commencing from April 1, 2025 to March 31, 2030, not exceeding 1% (one percent) of the net profits of the Company for the relevant financial year, calculated in accordance with the provisions of section 198 of the Act, read with the Rules made thereunder.

The Independent Directors are deemed interested in this matter to the extent of the commission proposed for them.

The Board of Directors recommends Item No. 6 for approval by the Members by way of Ordinary Resolution.

None of the Directors or Key Managerial Personnel or their relatives (except the Independent Directors) are interested financially or otherwise in the resolution, by virtue of their directorship and to the extent of their shareholding in the Company.

Additional information of Director seeking appointment under Item No. 3, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and Secretarial Standard on General Meetings (SS-2):

Name	Mr. Ajit Abraham Isaac
Age	58 years
Date of first appointment	27.03.2025
Qualification	He holds master's degree in arts and Personnel Management from Madras University and a British Chevening Scholar from Leeds University.
Experience and expertise in specific functional areas	Ajit Abraham Isaac, the founder of Quess Corp, is an entrepreneur who over a period of 20 years, has been involved in creating market-leading enterprises in the business services sector in India. Before becoming an entrepreneur in the year 2000, he has worked for years in leadership roles in the private sector including companies like Adecco India Private Limited, Infrastructure Development Finance Company Limited and Godrej and Boyce Limited. His initiatives in transformative deals, with a focus on operational efficiency and business development, have helped organisations scale rapidly. Socially committed, he set up Care Works Foundation, which today supports over 16,000 students across 75 schools. His strong social commitment to the larger cause is demonstrated in the partnership with the Indian Institute of Science (IISc), Bangalore to set up The Isaac Centre of Public Health (ICPH). Along with Fairfax group, he has also anchored the establishment of a paediatric specialty center in CMC Vellore.
Remuneration last drawn	Nil
Directorships and Memberships of Committees of the Board held in other listed Companies	Listed Co. Directorship: Quess Corp Limited, Alldigi Tech Limited and Bluspring Enterprises Limited. Membership: Corporate Social Responsibility Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, and Risk Management & ESG Committee of Quess Corp Limited.

Name	Mr. Ajit Abraham Isaac
	- Nomination & Remuneration Committee and Risk Management Committee of Alldigi Tech Limited - Nomination and Remuneration Committee of Bluspring Enterprises Limited Chairman: Administration & Investment Committee of Quess Corp Limited, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Administration & Investment Committee of Alldigi Tech Limited
Directorships held in other public limited Companies	Nil
Relationship with other Directors and Key Managerial Personnel	Not Applicable
Number of meetings of the Board attended during FY 2024-25	1 (being a newly reconstituted Board)
Terms and conditions of appointment/re-appointment	Terms and conditions of original appointment shall remain unchanged.
Shareholding in the Company including shareholding as a beneficial owner as on date of the Notice	He holds 17,896,832 equity shares of face value of INR 10 (Indian Rupees Ten) each, representing 12.02% of the issued, subscribed and paid-up equity share capital of the Company. He holds 1,53,65,824 equity shares of face value of INR 10 (Indian Rupees Ten) each, representing (10.32%) as a beneficial owner through Isaac Enterprises LLP.

Place: Bengaluru
Date: 01 August 2025
Registered Office:
 3/3/2, Bellandur Gate,
 Sarjapur Main Road, Bengaluru 560103
CIN: U62099KA2024PLC184626
Website: www.digitide.com;
Email: corporatesecretarial@digitide.com
Tel No.: 080- 6105 6001

By Order of the Board of Directors of
 Digitide Solutions Limited
 Sd/-
 Neeraj Manchanda
 Company Secretary and Head Legal
 Membership No. 20060