

NOTICE OF THE 10TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 10TH ANNUAL GENERAL MEETING OF THE MEMBERS OF NUSUMMIT TECHNOLOGIES PRIVATE LIMITED (FORMERLY KNOWN AS CXIO TECHNOLOGIES PRIVATE LIMITED) ("COMPANY") WILL BE HELD AT SHORT NOTICE ON TUESDAY, SEPTEMBER 02, 2025, AT 4.30 P.M. THROUGH VIDEO CONFERENCE (VC)/ OTHER AUDIO-VISUAL MEANS (OAVM) FACILITY AT THE BOARD ROOM, GROUND FLOOR, TRADE GLOBE, SIR M.V. ROAD, J.B. NAGAR, ANDHERI - KURLA ROAD, ANDHERI (E), MUMBAI, PIN - 400 059, MAHARASHTRA.

ORDINARY BUSINESS:

ITEM NO. 1:

TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS (INCLUDING AUDITED CONSOLIDATED FINANCIAL STATEMENTS) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025 AND REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON

To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution: -

"RESOLVED THAT the Audited Financial Statements (including audited consolidated financial statements) of the Company for the Financial Year ended March 31, 2025, including Balance Sheet as at March 31, 2025, Statement of Profit and Loss Account as at March 31, 2025 and Cash Flow Statement for the year ended as on that date together with Notes forming part of Accounts as audited and reported by the Auditors of the Company and the Directors' Report, as circulated to the Members and laid before meeting, be and are hereby received, considered, approved and adopted."

SPECIAL BUSINESS:

ITEM NO. 2:

TO APPROVE ANNUAL INCREMENT OF MR. ANANTHARAMAN SREENIVASAN, MANAGING DIRECTOR & CEO OF THE COMPANY FOR THE FY 2025-26.

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 Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company, and subject to approval of any other authority as may be required in this regard, the consent of the members be and is hereby accorded for revision in remuneration of Mr. Anantharaman Sreenivasan, Managing Director & Group CEO (DIN-

09262583) for FY 2025-26 as tabled below and that the other terms and conditions as approved by the members of the Company in the General Meeting during the time of his appointment as Managing Director and Group CEO shall prevail:

	Current Annual Salary Structure (INR)	Revised Annual Salary Structure (INR)
Fixed Components	2,07,65,712	2,07,65,712
Retirals /Other Benefits	23,64,940	23,64,940
Variable Components	1,32,16,515	1,46,70,402
Total	3,63,47,167	3,78,01,054

Note: The revision in the salary is effective from 1st July 2025

RESOLVED FURTHER THAT where in any financial year during the currency of tenure of the appointment of Mr. Anantharaman Sreenivasan, Managing Director & CEO, the Company has no profits or its profits are inadequate, the above remuneration shall be the minimum remuneration payable to him.

RESOLVED FURTHER THAT any of the Directors, Company Secretary and the Chief Human Resource Officer (CHRO) of the Company be and are hereby severally authorised to do all such acts, deeds and things including filing of necessary forms with the Ministry of Corporate Affairs in order to give effect to this resolution.

RESOLVED FURTHER THAT any Directors or the Company Secretary of the Company be and are hereby severally authorized to certify a copy of this resolution and issue the same to all concerned persons.”

ITEM NO. 3:

TO CONSIDER AND APPROVE APPOINTMENT OF MR. MANOJ CHUGH (DIN: 02640995), AS AN INDEPENDENT DIRECTOR 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 Section 149, 150 & 152 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Qualification of Directors) Rules, 2014 if any, and the rules, regulations, guidelines, notifications and circulars, if any, issued in relation thereto, from time to time, including any statutory modification, amendment or re-enactment of any of the above mentioned laws and legislations, all other applicable laws and regulations for the time being in force, other requisite approvals, if any, the Articles of Association of the Company, Mr. Manoj Chugh (DIN: 02640995), who was appointed as an Additional Independent Director of the Company with effect from December 12, 2024, pursuant to Sec 161 of the Companies Act, 2013 & who has submitted his consent to act as Director of the Company & declaration that he meets the criteria for Independence and other necessary documents as provided under the Companies Act, 2013 and who holds office upto the date of this Annual General Meeting, be & is hereby appointed as an Independent Director of

the Company to hold office for a term of upto 3 (Three) consecutive years with effect from December 12, 2024 and shall be paid an honorarium of Rs. 40,00,000/- (Rupees Forty Lakhs Only) per annum or such amount as may be determined by the Board from time to time.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby authorized severally to sign, submit and file the requisite forms with the office of the concerned Registrar of Companies and such other forms as may be required by the regulatory authorities, and to do all such acts, deeds, matters and things as maybe necessary to give effect to the foregoing resolutions, including to make necessary entries in the statutory records and registers of the Company.

RESOLVED FURTHER THAT the copies of the foregoing resolutions certified by any Director or the Company Secretary of the Company be furnished to such parties as may be necessary."

Date: September 02, 2025
Place: Mumbai

By order of the Board,
For Nusummit Technologies Private Limited
(Formerly known as CXIO Technologies Private Limited)

Vaibhav

Vaibhav Vijay Kulkarni
Company Secretary
ACS No. - 27519



NOTES

1. Consent of the members to hold the meeting at shorter notice has been obtained from the shareholders of the company.
2. Ministry of Corporate Affairs vide its General Circular Nos.14/2020, 3/2022, 11/2022, 9/2023 and 9/2024 dated April 08, 2020, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively, issued by the Ministry of Corporate Affairs (collectively referred to as "**MCA Circulars**") has permitted the holding of the Annual General Meeting through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("**Act**") and MCA Circulars, the AGM of the Company is being held through VC / OAVM on Tuesday, September 02, 2025 at 4.30 p.m. at the Board Room, Ground Floor, Trade Globe, Sir M.V. Road, J.B. Nagar, Andheri - Kurla Road, Andheri (E), Mumbai, Pin - 400 059, Maharashtra.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. Since the AGM is being convened pursuant to the MCA Circulars through VC / OAVM, where physical attendance of the member has been dispensed with, accordingly, in terms of the MCA circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and map for the AGM are not annexed to this Notice.
4. The Company has made arrangements to allow members to participate through video conferencing. Members are requested to click on the following link to attend the meeting by accessing the link **Join the meeting now** in order to attend the meeting.
5. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
6. Corporate members intending to appoint their authorized representatives pursuant to Section 113 of the Act, to attend the AGM through VC / OAVM are requested to send a duly certified copy of the board resolution by e-mail to the Company Secretary at secretarial@nusummit.com authorizing their representative to attend and vote at the meeting.
7. The attendance of the Members attending the AGM through VC / OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. The Members can join the AGM in the VC / OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the AGM. The Members are requested to log in to the link in order to attend the meeting. The link will be shared to Members separately.
9. The Notice is being sent to members in electronic form to the email addresses registered with the Company. Members whose email IDs are not registered, are requested to contact Mr. Vaibhav Kulkarni, Company Secretary at secretarial@nusummit.com to register the same. In line with the MCA Circulars, physical copies of the Notice are not being dispatched.
10. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business is annexed hereto and forms part of the Notice.
11. Since the number of members are less than 50 (fifty), the voting at the meeting will be conducted by the Chairman through show of hands, unless demand for a poll is made by any member in accordance with Section 109 of the Act.
12. Members may access the electronic copies the registers, required under the Companies Act, 2013 and the Rules made thereunder by writing to the Company Secretary at secretarial@nusummit.com.
13. Members who wish to inspect the relevant documents referred to in the Notice can send an email to secretarial@nusummit.com up to the conclusion of this Meeting.
14. For any queries in relation to attending the AGM through VC / OAVM or need any assistance with using the technology to attend the meeting, may reach out at secretarial@nusummit.com.
15. In case of a poll on any resolution at the AGM, members can cast their vote on the resolutions only by sending emails through their email addresses, which are registered with the Company. The said emails can only be sent at secretarial@nusummit.com

ROUTE MAP AND PROMINENT LANDMARK OF AGM VENUE AND ATTENDANCE SLIP

Ministry of Corporate Affairs vide its General Circular Nos.14/2020, 3/2022, 11/2022, 9/2023 and 9/2024 dated April 08, 2020, May 05, 2022, December 28, 2022, September 25, 2023 and September 19, 2024 respectively, issued by the Ministry of Corporate Affairs (collectively referred to as "**MCA Circulars**") has permitted the holding of the Annual General Meeting through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("**Act**") and MCA Circulars, the AGM of the Company is being held through VC / OAVM on Tuesday, September 2, 2025 at 4.30 P.M. The venue shall be the Board Room, Ground Floor, Trade Globe, Sir M.V. Road, J.B. Nagar, Andheri - Kurla Road, Andheri (E), Mumbai – 400059.

EXPLANATORY STATEMENT

Statement pursuant to Section 102(1) of the Companies Act, 2013

The following explanatory statement sets out all material facts relating to the items of special business set to be transacted at the Annual General Meeting of the members of NuSummit Technologies Private Limited (Formerly known as CXIO Technologies Private Limited) to be held on Tuesday, September 02, 2025 at 4.30 p.m. through VC / OAVM at the Board Room, Ground Floor, Trade Globe, Sir M.V. Road, J.B. Nagar, Andheri - Kurla Road, Andheri (E), Mumbai – 400059

ITEM NO. 2

TO APPROVE ANNUAL INCREMENT OF MR. ANANTHARAMAN SREENIVASAN, MANAGING DIRECTOR & CEO OF THE COMPANY FOR THE FY 2025-26.

The members of the Company approved appointment of Mr. Anantharaman Sreenivasan (DIN: 09262583) as the Managing Director & CEO of the Company at their General Meeting held on November 29, 2024 on the terms and conditions including remuneration as approved therein.

The Board of Directors, at its meeting held on September 02, 2025 had approved the revision in the remuneration of Mr. Anantharaman Sreenivasan, Managing Director & CEO for the Financial Year 2025-26, effective from 1st July 2025 which is as follows:

	Current Annual Salary Structure (INR)	Revised Annual Salary Structure (INR)
Fixed Components	2,07,65,712	2,07,65,712
Retirals /Other Benefits	23,64,940	23,64,940
Variable Components	1,32,16,515	1,46,70,402
Total	3,63,47,167	3,78,01,054

Except for the said revision, all other terms and conditions of his appointment as earlier approved by the members shall remain unchanged.

As per the provisions of Section 197 of the Companies Act, 2013 read with Schedule V and other applicable provisions, approval of the members of the Company is required for effecting such revision in remuneration of the Managing Director & CEO.

The Board accordingly recommends the resolution set out at Item No. 2 of this Notice for approval of the members by way of special resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives are in any way concerned or interested, financially or otherwise, except Mr. Anantharaman Sreenivasan himself.

ITEM NO. 3

TO CONSIDER AND APPROVE APPOINTMENT OF MR. MANOJ CHUGH (DIN: 02640995), AS AN INDEPENDENT DIRECTOR OF THE COMPANY

The Board of Directors of the Company, at its meeting held on December 12, 2024, appointed Mr. Manoj Chugh as an Additional Independent Director of the Company, pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Articles of Association of the Company, to hold office up to the date of the ensuing Annual General Meeting.

It is now proposed to appoint Mr. Manoj Chugh as an Independent Director of the Company for a period of 3 (three) consecutive years with effect from December 12, 2024, pursuant to Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule IV thereto and the relevant rules made thereunder.

He shall be paid an annual honorarium of INR 40,00,000/- (Rupees Forty Lakhs Only) per annum, or such amount as may be determined by the Board from time to time.

A brief profile of Mr. Manoj Chugh is provided in Annexure-I attached to this explanatory statement.

The Company has received from Mr. Manoj Chugh, his consent in writing to act as Director in Form DIR-2; intimation regarding his interest in other entities in Form MBP-1; and declaration confirming that he meets the criteria of independence under Section 149(6) of the Companies Act, 2013 and is not disqualified to be appointed as a Director under Section 164 of the Companies Act, 2013. (Form DIR-8)

None of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution, except Mr. Manoj Chugh himself.

The Board commends the Special Resolution set out at Item no. 3 of the Notice for approval of members.

Date: September 02, 2025

Place: Mumbai

By order of the Board,
For Nusummit Technologies Private Limited
(Formerly known as CXIO Technologies Private Limited)



Vaibhav Vijay Kulkarni
Company Secretary
ACS No. - 27519



Annexure-I

Details of the directors seeking Appointment (in pursuance of Clause 1.2.5 of SS-2 -
Secretarial Standard on General Meetings)

Name of Director	Mr. Manoj Chugh
DIN	02640995
Date of Birth	29/05/1960
Age	65 years
Date of Appointment	12.12.2024
Relationship with Directors	NA
Expertise in Specific functional area	Mr. Manoj Chugh is a Distinguished Alumnus of IIT Kharagpur. He is an Information and Communications Technology Industry expert, with a pioneering career spanning over 42 years, he catalyzed the building of the Internet and Information Infrastructure of India. Recently, he has been named in a seminal book, to be amongst the "100 Great IITians" who stayed back in India and contributed significantly to the Country's progress. He played a leading role in bringing together key building blocks of the technology infrastructure which serve as the foundation that has enabled India to leapfrog and leverage Digital Transformation for Public Good. He has managed and led businesses to achieve pole position, across Technology & Services domains with both Indian and Global Majors. He worked at various leadership positions in the past with Mahindra Group, EMC Corp, CISCO Systems India etc. He is currently the Chairperson of Manoj Chugh Advisory LLP.
Qualification	Indian Institute of Technology, Kharagpur.
Board Membership of Companies	Esconet Technologies Limited CARE Ratings Limited Care Analytics and Advisory Private Limited Manoj Chugh Advisory LLP Amity University

	Esconet Technologies Limited
Number of Shares held in the Company	NA
Number of Board Meetings attended since appointment	5
Terms and conditions of appointment/reappointment	As per resolution no. 3 of the Notice of this meeting read with explanatory statement thereto, he is proposed to be appointed as the Independent Director of the Company
Honorarium sought to be paid	As mentioned in resolution no. 3