Registered Office :
S-3, 2nd Floor, 53 to 58, Sri Chakravarthy Complex,
V. V. Puram, Sajjan Rao Circle, Bangalore, KA - 560004.
E-mail : contactus@quadpro.co.in | Web.: www.quadpro.co.in
Tel.: 7926462233, 88888 45027 | CIN : L67190KA2010PLC055750

QUADPRO®
ITeS Limited

Date:02/09/2026

To,
The Manager-Listing
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400051

Sub: Submission of Notice of 16th Annual General Meeting.
Ref : Quadpro ITeS Limited(Security ID-QUADPRO)

Pursuant to Regulation 30 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015, We wish to inform you that the 16th Annual General Meeting of the Company will be held on Saturday, September 26, 2026 at 10:00 A.M. (IST) through Video Conferencing (VC) or Other Audio Visual Means (OVAM) in compliance with the applicable circulars of Ministry of Corporate Affairs (MCA) and SEBI to transact the businesses mentioned in the Notice of 16th Annual General Meeting.

We have attached herewith the Notice of 16th Annual General Meeting of our Company for kind perusal of Stakeholders.

We would further like to inform that the Company has fixed Saturday, September 19, 2026 as the cut-off date for ascertaining the names of the members holding shares in dematerialised form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

You are requested to take the same on your records.

For Quadpro ITeS Limited

Sandeepkumar Vishwanath Agrawal
Digitally signed by Sandeepkumar Vishwanath Agrawal
Date: 2026.09.02 18:53:18 +05'30'

Sandeepkumar Vishwanath Agrawal
Chairman & Managing Director
DIN:02566480

NOTICE FOR 16TH ANNUAL GENERAL MEETING

Notice is hereby given that the Sixteenth (16 th) Annual General Meeting (AGM) of the Members of Quadpro ITeS Limited ("the Company") will be held on Saturday, September 26, 2026 at 10.00 a.m. IST through two-way Video Conferencing ('VC') facility or other ('OAVM') to transact the following businesses:

ORDINARY BUSINESS:

1. Adoption of Financial Statements:

To receive, consider, and adopt;

(a) the Audited Financial Statement of the Company for the Financial Year ended on 31 March, 2026 and together with the Reports of the Board of Directors and Auditors thereon ;

In this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions;**

"RESOLVED THAT pursuant to the provisions of Section 134 and all other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the aAudited financial statement of the Company for the financial year ended on 31 March 31, 2026 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

2. TO APPOINT A DIRECTOR IN PLACE OF MR. ABHISHEK SANDEEPKUMAR AGRAWAL (DIN: 07613943), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT:

Explanation: Based on the terms of appointment, executive directors and the non-executive directors (other than Independent Directors) are subject to retirement by rotation. Mr. Abhishek Sandeepkumar Agrawal (DIN: 07613943), being the longest-serving member and who is liable to retire, being eligible, seeks reappointment. Based on the performance evaluation and the recommendation of the Nomination and Remuneration Committee, the Board recommends his re-appointment as a Director of the Company.

Therefore, the shareholders are requested to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution;

"RESOLVED THAT in accordance with the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 read with the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Abhishek Sandeepkumar Agrawal (DIN: 07613943) who retires by rotation and being eligible, be and is hereby reappointed as a Non- Executive Director, liable to retire by rotation."

SPECIAL BUSINESS:

3. TO APPROVE THE APPOINTMENT OF MRS. POONAM SANDEEPKUMAR AGRAWAL (DIN: 01712128) AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY

To consider and if thought fit, to pass, with or without modification(s), the following resolutions as **Ordinary Resolutions**

"RESOLVED THAT in accordance with, the provisions of sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, and the applicable provisions of the Articles of Association of the Company; Mrs. Poonam Sandeepkumar Agrawal (DIN: 01712128) who was appointed by the Board of Directors as an Additional Director (Non-Executive Non-Independent) of the Company, liable to retire by rotation with effect from September 1, 2026 and who holds office up to the date of ensuing General Meeting of the Company in terms of Section 161(1) of the Act and in respect of whom the Company has received a notice in writing under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Non-Executive Non-Independent Director of the Company and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors or Company Secretary of the Company or any person authorised by the board be and are hereby severally authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required.

RESOLVED FURTHER THAT duly certified copies of the above resolutions under the hands of any Director and /or Company Secretary be furnished to any government, statutory or regulatory authority as may be required from time to time."

4. APPROVAL OF REMUNERATION PAYABLE TO MR. SANDEEPKUMAR VISHWANATH AGRAWAL (DIN: 02566480), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY FOR HIS REMAINING TERM AND MODIFICATION IN THE TERMS OF HIS APPOINTMENT

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 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, and other applicable rules and regulations issued by the Ministry of Corporate Affairs thereunder in this regard, including any statutory amendments, modifications or re-enactment thereof, and subject to such statutory approvals as may be required, and the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and approval of the Board of Directors (hereinafter referred to as "the Board"), the consent of the Members of the Company be and is hereby accorded for the payment of remuneration to Mr. Sandeepkumar Vishwanath Agrawal (DIN: 02566480), Chairman and Managing Director of the Company, for the remaining term of his appointment. On the terms and conditions, including remuneration, as set out in the Statement annexed to the Notice convening this Meeting, without any revision or alteration to the remuneration presently approved.

RESOLVED FURTHER THAT notwithstanding anything contained in the resolution passed by the Members of the Company at the Annual General Meeting held on September 27, 2023, approving the appointment of Mr. Sandeepkumar Vishwanath Agrawal (DIN: 02566480) as Chairman and Managing Director of the Company for a period of five years with effect from May 11, 2023, whereby his office as a Director was approved as not liable to retire by rotation, the terms and conditions of his said appointment be and are hereby modified with effect from September 26, 2026, so as to provide that his office as a Director of the Company shall be liable to determination by retirement by rotation in accordance with the provisions of Section 152 of the Act and the Articles of Association of the Company.

RESOLVED FURTHER THAT except for the aforesaid modification in respect of retirement by rotation, all other terms and conditions of the appointment of Mr. Sandeepkumar Vishwanath Agrawal as Chairman and Managing Director of the Company shall remain unchanged for his remaining term.

RESOLVED FURTHER THAT notwithstanding anything contained in Section 197, 198 and Schedule V of the Companies Act, 2013, in the event of absence of profits or inadequate profits in any financial year, the remuneration payable to Mr. Sandeepkumar Vishwanath Agrawal (DIN: 02566480), Chairman and Managing Director, be any amount up to the remuneration limit approved hereinunder and set out in the explanatory statement.

RESOLVED FURTHER THAT the Board of Directors and/or the Company Secretary of the Company, either jointly or severally be and are hereby authorized to file the said resolution with the Registrar of Companies, and to do all such acts, deeds and things as may be necessary, expedient and incidental thereto to give effect to the above resolution."

Registered Office :
S-3, Second Floor 53 to 58,
Sri Chakravarthy Complex, V V Puram,
Sajjan Rao Circle, Bangalore. Karnataka 560004 IN.

For and on behalf of Board of Directors
Quadpro ITeS Limited
CIN: L67190KA2010PLC055750

Date : August 31, 2026
Place : Bangalore

Sandeepkumar Vishwanath Agrawal
Chairman and Managing Director
DIN 02566480

IMPORTANT NOTES

- The Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May, 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 03/2025 dated 22nd September, 2025 (MCA Circulars), has allowed the Companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) until further notice. In compliance with the provisions of the Companies Act, 2013 (the Act), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, (Listing Regulations) and MCA Circulars, the 16th AGM of the Company shall be conducted through VC/OAVM. National Securities Depository Limited (NSDL) will be providing facilities in respect of:
  - voting through remote e-voting;
  - participation in the AGM through VC/ OAVM facility;
  - e-voting during the AGM
- As per SEBI (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2024 which came into effect from 12th December, 2024, the requirement to send proxy forms is not applicable to general meetings held only through electronic mode. As this AGM would be conducted through VC / OAVM, the requirement to provide facility for appointment of Proxy by the Members is not applicable. Hence, the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.
- 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 for 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 restriction on account of first come first served basis.
- 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 Companies Act, 2013.
- In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), as revised with effect from April 01, 2024, read with Clarification / Guidance on applicability of Secretarial Standards 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
- 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) the Secret arial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time 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 National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.
- Members seeking any information are requested to write to the Company at least 10 days before the meeting so as to enable the management to keep the information ready.
- In line with the Ministry of Corporate Affairs (MCA) Circulars, the Notice calling the AGM has been uploaded on the website of the Company at https://www.quadpro.co.in/. The Notice can also be accessed from the websites of the Stock Exchange i.e. and National Stock Exchange of India Limited at www.nseindia.com respectively and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
- Information regarding appointment/re-appointment of Directors and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is annexed hereto.
- In view of the 'Green Initiatives in Corporate Governance' introduced by MCA and in terms of the provisions of the Act, Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register/ update their email addresses with their Depository Participant(s).
- Process for registration of e-mail ID to obtain electronic copy of Annual Report:
- In case shares are held in physical mode please provide 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 quadpro.cs@gmail.com

- In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of Aadhar Card) to quadpro.cs@gmail.com.
- If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- Alternatively, shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
- In terms of SEBI circular dated December 9, 2020 on eVoting 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 required to update their mobile number and email ID correctly in their demat account in order to access eVoting facility.
- As per Listing Regulations, physical copy of the Annual Report is required to be sent only to those Members who specifically request for the same. Accordingly, Members who wish to obtain a physical copy of the Integrated Annual Report for the FY 2025-26, may write to the Company at quadpro.cs@gmail.com, requesting for the same by providing their holding details.
- Procedure for remote e-voting and e-voting during the AGM
- Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the Listing Regulations and applicable Circulars, the Company is pleased to provide to its Members, the facility to exercise their right to vote on the resolutions proposed to be passed at the AGM by electronic means. For this purpose, the Company has entered into an agreement with NSDL, as the authorised agency for facilitating voting through electronic means. The facility of casting votes by Members using remote e-voting system as well as e-voting on the date of the AGM will be provided by NSDL.
- The Company has appointed M/s. SCS & Co LLP, Practising Company Secretaries (Membership No. FCS: 14118; CP No:23630), to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the AGM, in a fair and transparent manner.
- Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Saturday, September 19, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- A person who has acquired the shares and has become a Member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Saturday, September 19, 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
- The remote e-voting will commence on Wednesday, 23 September, 2026 at 9.00 A.M. and will end on Friday, 25 September, 2026 at 5.00 P.M. During this period, the Members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e. Saturday, September 19, 2026 may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.
- Once the vote on a resolution is casted by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.
- The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date Saturday, September 19, 2026.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "**Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are 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 4. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play

Individual Shareholders holding securities in demat mode with CDSL	1. 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 Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 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. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a 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) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.

Login Type	Helpdesk Details
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.com or call at 022 - 4886 7000
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

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12********** then your user ID is 12**********
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
   a) If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
   b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
   c) How to retrieve your 'initial password'?
      (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
      (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
   a) Click on **"Forgot User Details/Password?"**(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
   b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to cs@scsandcollp.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3 In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request on evoting@nsdl.com

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

- The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- Only those Members/ shareholders, who will be 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 in the AGM.
- Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE 16th AGM THROUGH VC/OAVM ARE AS UNDER:

- Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under "Join General meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join General Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- 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.
- For ease of conduct, Members who would like to ask questions may send their questions in advance at least Ten (10) days before AGM mentioning their name, demat account number/folio number, email id, mobile number at quadpro.cs@gmail.com and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM.
- The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting and count the same, and count the votes cast during the AGM, and shall make, not later than Two working days from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Scrutinizer's decision on the validity of the votes shall be final.

  The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.quadpro.co.in and on the website of NSDL www.evoting.nsdl.com within two working days of the passing of the Resolutions at the Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

CONTACT DETAILS:

Company	**QUADPRO ITES LIMITED** S-3, Second Floor 53 to 58, Sri Chakravarthy Complex, V V Puram, Sajjan Rao Circle, Bangalore. Karnataka 560004 IN. **Tel.:** 79-2646 2233 **Web:**www.quadpro.co.in; **E-mail:** quadpro.cs@gmail.com
Registrar and Transfer Agent	**Kfin Technologies Limited** Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India - 500 032. Tel No.: +91-22-2265 5565 **Web:**www.k-fintech.com; **E-mail:** einward.ris@kfin.com
e-Voting Agency & VC/OAVM	**Email:** evoting@nsdl.com NSDL help desk 1800-222-990
Scrutinizer	**M/s. SCS and Co. LLP,** Ms. Anjali Sangtani (Membership No. Fl4118; COP No. 23630) Email: cs@scsandcollp.com ; Tel No.: +91 79-4005 1702 Website: www.scsandcollp.com

Registered Office :
S-3, Second Floor 53 to 58,
Sri Chakravarthy Complex, V V Puram,
Sajjan Rao Circle, Bangalore. Karnataka 560004 IN.

Date : August 31, 2026
Place : Bangalore

For and on behalf of Board of Directors
Quadpro ITeS Limited
CIN: L67190KA2010PLC055750

Sandeepkumar Vishwanath Agrawal
Chairman and Managing Director
DIN 02566480

EXPLANATORY STATEMENT

(Pursuant to Section 102 of the Companies Act, 2013 and / or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

ITEM NO: 3

TO APPROVE APPOINTMENT OF MRS. POONAM SANDEEPKUMAR AGRAWAL (DIN: 01712128) AS NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY : ORDINARY RESOLUTION

Pursuant to section 149, 152 and 161 of the Companies Act, 2013 and Articles of Association of the Company, the Board of Directors at their meeting held on August 31 2026, subject to approval of members, approved appointment of Mrs Poonam Sandeepkumar Agrawal (Din: 01712128), as an Additional Director (Non-Executive Non-Independent) of the Company, with effect from September 1, 2026

In terms of the provisions of Section 161(1) of the Act, Mrs. Poonam Sandeepkumar Agrawal (Din: 01712128) holds office up to the date of this General Meeting. The Company has received a notice in writing under Section 160 of the Act from a Member proposing her candidature for the office of Director.

Further, the Company has received the following from Mrs. Poonam Sandeepkumar Agrawal (Din: 01712128):

- Consent in writing to act as a Non-Executive Non-Independent Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014;
- Intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that she is not disqualified in accordance with sub-section (2) of Section 164 of the Act.

  Mrs. Poonam Sandeepkumar Agrawal, aged 55 years, holds a Masters degree in Science from the Gujarat University. She has a professional experience of twenty two years in family business of information technology & information technology enabled services. She is involved in human capital management, looking after administration and business planning for our Company.

  The Appointment Of Mrs. Poonam Sandeepkumar Agrawal (din: 01712128) As Nonexecutive

  Non-independent Director Of The Company is now being placed before the Members for their approval by way of ordinary Resolution.

  Except Mrs. Poonam Sandeepkumar Agrawal (DIN 01712128) and her relatives to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company including their relatives is interested or concerned in the Resolution

ITEM NO: 4

APPROVAL OF REMUNERATION PAYABLE TO MR. SANDEEPKUMAR VISHWANATH AGRAWAL (DIN: 02566480), CHAIRMAN AND MANAGING DIRECTOR OF THE COMPANY FOR HIS REMAINING TERM AND MODIFICATION IN THE TERMS OF HIS APPOINTMENT: SPECIAL RESOLUTION

The Members of the Company, at the Annual General Meeting held on September 27, 2023, approved the appointment of Mr. Sandeepkumar Vishwanath Agrawal (DIN: 02566480) as Chairman and Managing Director, not liable to retire by rotation, of the Company for a period of five years with effect from May 11, 2023, on the terms and conditions including remuneration as approved by the Members.

On the recommendation of the Nomination and Remuneration Committee of the Company the Board, in its meeting held on August 31, 2026, has considered Approval of Remuneration payable up to Rs. 1.00 per month w.e.f. September 26, 2026 with such increments as may be decided by the Board from time to time to be paid to Mr. Sandeepkumar Vishwanath Agrawal, for his remaining tenure as Chairman and Managing Director.

Further, it is proposed to modify the terms of his appointment with effect from September 26, 2026, so as to make his office as a Director liable to retire by rotation in accordance with Section 152 of the Act and the Articles of Association of the Company. All other terms and conditions of his appointment, shall remain unchanged.

Pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the Articles of Association of the Company, and subject to such approvals as may be necessary, Mr. Sandeepkumar Vishwanath Agrawal be and is hereby paid remuneration as set hereunder.

Notwithstanding anything contained in Section 197, 198 and Schedule V of the Companies Act, 2013, in the event of absence of profits or inadequate profits in any financial year, the remuneration payable to Mr. Sandeepkumar Vishwanath Agrawal, Chairman and Managing Director, be any amount up to the remuneration limit approved hereinabove and set hereunder.

The remuneration payable to Mr. Sandeepkumar Vishwanath Agrawal, as Chairman and Managing Director is now being placed before the Members for their approval by way of Special Resolution.

The relevant disclosures in terms of Schedule V to the Companies Act, 2013 is given hereunder;

General Information Nature of Industry: The Company is engaged in the Banking Transactions Processing Services, Payment Banks, IT and IT Enabled Services and Document Management Services.

Date or expected date of commencement of commercial production: The Company is engaged in the business of providing Services.

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

Financial performance based on given indicators:

(₹ in lakhs)

Particulars	Financial Year 2025 - 2026	Financial Year 2024 - 2025
Revenue from operations	643.94	784.80
Other Income	58.40	45.68
Total Income	**702.34**	**830.49**
Less: Operating expenditure before Finance cost, depreciation and amortization	577.42	649.12
Earnings before Finance cost, depreciation and amortization (EBITDA)	124.92	181.37
Less: Finance costs	9.09	1.08
Depreciation and amortization expense	82.46	95.53
Profit before tax	**33.37**	**84.76**
Less: Tax expense	12.81	21.00
Profit for the year (PAT)	**20.56**	**63.76**

Export performance and net foreign exchange: During the year under review, the company have Nil Lakh's export performance and net foreign exchange expenditure.

Foreign Investment and collaborations, if any: No collaborations have been made by the Company with any of foreign entity. Further, as at March 31, 2026 total holding of Foreign Shareholders was 2,40,000 Equity Shares.

Information about the Director:

Background Details: Mr. Sandeepkumar Vishwanath Agrawal, aged 57 years, more than 30 years of experience in the field of information technology & information technology enabled services.

Past Remuneration: Rs. 1.00 Per Month

Job Profile and his suitability: His Capabilities as an accountable and entrepreneur enable him to diversify Quadpro ITeS Limited's presence into different nations and thereby different horizons.

Terms and conditions of Remuneration: -Basic Salary up to Rs. 1.00 Per Month excluding perquisite mentioned hereunder for the existing term.

Comparative remuneration profile with respect to Industry, Size of the company, Profile of the position and person: Mr. Sandeepkumar Vishwanath Agrawal (DIN: 02566480) is the Managing Director and Promoter of the Company and is responsible for overseeing and managing the affairs of the Company. The remuneration proposed to be paid to him is Rs. 1/- (Rupee One only) per month. The said remuneration is purely nominal in nature and is not based on or intended to be comparable with the remuneration packages paid to persons occupying similar positions in other companies. The remuneration is being paid primarily in consideration of his willingness to continue to serve the Company as Managing Director and to devote his time, attention and expertise towards the affairs of the Company at such nominal remuneration.

Pecuniary relationship directly or indirectly with the company or relationship with managerial personnel: Mr. Sandeepkumar Vishwanath Agrawal (02566480) has pecuniary relationship to the extent he is Promoter–Shareholder of the Company and he is Father of Mr. Abhishek Sandeepkumar Agrawal.

The proposed remuneration, as detailed above, shall remain in force for the current tenure of Mr. Sandeepkumar Vishwanath Agrawal, unless revised further. All other terms and conditions of his appointment shall remain unchanged, as previously approved by the Members.

The Board recommends the Special Resolution set out at Item No. 4 of the accompanying Notice for approval by the Members.

Except for Mr. Sandeepkumar Vishwanath Agrawal and his relatives, to the extent of their shareholding in the Company, none of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in the said resolution.

The relevant details required to be disclosed pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard – 2 issued by the Institute of Company Secretaries of India (ICSI) are provided at the end of this Explanatory Statement and shall be deemed to form an integral part of this Notice.

Registered Office :
S-3, Second Floor 53 to 58,
Sri Chakravarthy Complex, V V Puram,
Sajjan Rao Circle, Bangalore. Karnataka 560004 IN.

For and on behalf of Board of Directors
Quadpro ITeS Limited
CIN: L67190KA2010PLC055750

Date : August 31, 2026
Place : Bangalore

Sandeepkumar Vishwanath Agrawal
Chairman and Managing Director
DIN 02566480

Details of Director Retiring by Rotation/ Seeking Appointment/ Re-Appointment at the ensuing Annual General Meeting
{Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; Secretarial Standards on General Meetings}

Name	Poonam Sandeepkumar Agrawal	Sandeepkumar Vishwanath Agrawal	Abhishek Sandeepkumar Agrawal
DIN	01712128	02566480	07613943
Designation	Proposed as Non-Executive Director	Managing Director	Non-Executive Director
Brief Resume	Poonam Sandeepkumar Agrawal has a professional experience of more than twenty-two years in family business of information technology & information technology enabled services. She has been involved in human capital management, looking after administration and business planning.	Mr. Sandeepkumar Agrawal, aged 57 years, is the Promoter – Chairman and Managing Director of our Company. He holds a Bachelor's degree in Commerce from the Gujarat University. He is first Generation Business Entrepreneur and the founder of our promoter company-Airan Limited. At present he is Chairman and Executive Director of our company. His sophisticated experience shapes the way for our decision making and his highly developed and strategic network creates avenues for worthwhile relationships.	Mr. Abhishek Agrawal aged 28 years holds a Master's Degree-MSc in Accounting and Finance from Queen Marry University of London.He has also completed his BSc in Business Managementfrom Queen Marry University. While he has four years of experience of studies in London, he has also served various kinds of employment in the United Kingdom.Along with a year long experience as a bookkeeper at KAYPLUS Ltd in London. His domestic and international network of people in several fields helps him to venture new start-ups into fields like web development outsourcing and other international process outsourcing.
Date of Birth	October 4, 1971	June 6, 1969	March 6,1997
Age	54	57	29
Date of First Appointment on the Board	September 01,2026	April 22,2021	September 24, 2022
Date of appointment at current designation	September 26, 2026	May 11, 2023	May 11, 2023
Nature of Proposal	Appointment as a Non-Executive Director	Approval of Remuneration and modification of terms of Appointment.	Re-appointment due to retirement by rotation.
Qualifications	MSC	B.COM	M.Sc. in Accounting and Finance
Terms and Conditions of Appointment/Re-appointment	Liable to retire by rotation	Liable to retire by rotation	Liable to retire byrotation
Remuneration last drawn	She has a professional experience of twenty-two years in family business of information technology & information technology enabled services. She has been involved in human capital management, looking after administration and business planning.	Sandeepkumar Vishwanath Agrawal is having more than 30 years of experience in the field of information technology & Information technology enabled services.	His domestic and international network of people in several fields helps him to venture new start-ups into fields like web development outsourcing and other international process outsourcing.
Experience and Expertise	NA	Nil	NA
Remuneration Proposed	NA	Rs. 1.00 P.M.	NA
Shareholding in the Company as on March 31, 2026	15,01,500	14,26,500	13,51,500
Board Meetings Attended During the Financial Year	NA	04	04
Directorships held in other Companies as on March 31, 2026	• Airan Network Private Limited • CQUB Infosystems Private Limited • Airan Limited • Airan Global Private Limited • Indifra Limited • Airan BPO Private Limited	• Airan Network Private Limited • Airan Ites Private Limited • Airan Limited • Airan BPO Private Limited • Airan Global Private Limited	• Airan Ites Private Limited • Airan Limited • Indifra Limited
Chairman / Member of the Committees* of the Board of Directors of the Public Company	**Indifra limited** • Member -Stakeholder Relationship Committee **Airan Limited** • Member -Stakeholder Relationship Committee	Nil	**Quadpro Ites Limited** • Chairman- Stakeholders Relationship Committee • Member- Audit Committee **Indifra limited** • Member - Audit Committee **Airan Limited** • Member - Audit Committee
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	Nil	Nil	Nil
Relationship with Directors, Manager and KMP	• Spouse of Mr. Sandeepkumar Vishwanath Agrawal • Mother of Mr. Abhishek Sandeepkumar Agrawal	• Spouse of Mrs. Poonam Sandeepkumar Agrawal • Father of Mr. Abhishek Sandeepkumar Agrawal	Son of Mr. Sandeepkumar Vishwanath Agrawal and Mrs. Poonam Sandeepkumar Agrawal
Skills and Capabilities (Applicable in the case of Independent Directors only)	NA	NA	NA
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 dated June 20, 2018	Mrs. Poonam Sandeepkumar Agrawal is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.	Mr. Sandeepkumar Vishwanath Agrawal is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.	Mr. Abhishek Sandeepkumar Agrawal is not debarred from holding the office of director pursuant to any SEBI order or any other such authority.

* Committee includes Audit Committee and Stakeholder's Relationship Committee across all Public Companies