

41st

Annual General Meeting

Friday, September 25, 2026

10.00 A.M. Indian Standard Time (IST)

Mode: Video Conferencing (VC) or
Other Audio-Visual means (OAVM)

Commencement of remote E-Voting:
9.00 A.M. (IST) Tuesday, September 22, 2026

End of remote E-Voting:
5.00 P.M. (IST) Thursday, September 24, 2026

Cut-off date for determining the eligibility to vote at the AGM:
Friday, September 18, 2026

SECUREKLOUD TECHNOLOGIES LIMITED

(CIN : L72300TN1993PLC101852)

Registered Office : Bascon Futura, SV, 5th Floor, 10/1, Venkatanarayana Road, T. Nagar, Chennai – 600 017.

Website : www.securecloud.com E-mail : cs@securecloud.com Phone: 044 6602 8000

NOTICE is hereby given that the fourty first (41st) Annual General Meeting (AGM) of the members of SECUREKLOUD TECHNOLOGIES LIMITED will be held as scheduled below:

DATE: SEPTEMBER 25, 2026

DAY: FRIDAY

TIME: 10.00 A.M

MODE: VC/OAVM

To transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and of the Auditors thereon; and
 - b. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and of the Auditors thereon.

Item no. 2: To appoint a Director in place of Mr. Vijaykumar Mayakesavan (DIN:01896931) who retires by rotation and being eligible, offers himself for re-appointment

SPECIAL BUSINESS:

Item No. 3: Ratification of Securities Exchange Agreement entered into by the Company with Healthcare Triangle Inc., USA

To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:

RESOLVED THAT based on the recommendation of Audit committee and board and pursuant to the provisions of Regulation 2(1)(zc), 23(4) and all other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, and the Company's policy on related party transaction(s), and Section 188 of the Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, other applicable provisions of the Companies Act, 2013 along with the rules framed thereunder, and other applicable statutory provisions and regulations, if any (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members be and is hereby accorded to ratify, confirm and approve the Securities Exchange Agreement for issuance of shares of Healthcare Triangle Inc. ("HCTI"), in favour of Blockedge Technologies Inc., USA, a wholly-owned Subsidiary of the Company, pursuant to the said agreement entered into between the Company and HCTI for an aggregate value not exceeding ₹ 2,700 Lakhs (Rupees Two Thousand Seven Hundred Lakhs only).

RESOLVED FURTHER THAT the Board of Directors and / or key managerial personnel of the Company be and are hereby authorised to do all such acts, deeds, matters as may be necessary to give effect to this resolution.

RESOLVED FURTHER THAT all actions taken by the Board of Directors/Audit Committee in connection with matters referred to or contemplated in the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.

Item No. 4 – Approval of material related party transaction between Healthcare Triangle Private Limited and Healthcare Triangle Inc., USA for the Financial Year 2026-27**To consider and if thought fit, to pass the following resolution as an ORDINARY RESOLUTION:**

RESOLVED THAT pursuant to provisions of Regulation 2(1)(zc), 23(4) and all other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and the Company's policy on related party transaction(s) and Section 188 of Companies Act, 2013 read with Rule 15 of the Companies (Meeting of Board and its Powers) Rules, 2014, other applicable provisions of the Companies Act, 2013 along with the rules framed thereunder, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), other applicable statutory provisions and regulations, if any, (including any statutory modification(s) or re-enactment (s) thereof, for the time being in force), the approval of the members be and is hereby accorded for the material related party contract(s)/arrangement(s)/transaction(s), entered into or proposed to be entered into (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise), carried out in the ordinary course of business and at arm's length price; as mentioned in the explanatory statement, between Healthcare Triangle Private Limited (Subsidiary of the Company) and Healthcare Triangle Inc. (Related Party of the Company), on such terms and conditions as may be mutually agreed, for an aggregate value not exceeding ₹ 2,500 lakhs (Rupees Two Thousand Five Hundred Lakhs only) during Financial Year 2026-27.

RESOLVED FURTHER THAT the Board of Directors and / or key managerial personnel of the Company be and are hereby authorised to do all such acts, deeds, matters and things including but not limited to authorising signatories, deciding on the timing, manner and extent of carrying out the aforesaid activities and to negotiate, finalise and execute agreement(s), arrangement(s), contract(s) and such other document(s), and to settle any questions or difficulties that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members and to delegate all or any of the powers or authorities herein conferred to any director(s) or other officer(s) of the Company, or to engage any advisor, consultant, agent or intermediary, as may be deemed necessary.

RESOLVED FURTHER THAT all actions taken by the Board of Directors/Audit Committee in connection with matters referred to or contemplated in the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.

By the Order of the Board
For SecureKloud Technologies Limited

Date: August 10, 2026
Place : Chennai

Jayashree Vasudevan
Company Secretary and Compliance Officer

NOTES

1. Ministry of Corporate Affairs (“MCA”) vide its General Circular No. 03/2025 dated September 22, 2025, read with circulars issued earlier on the subject (“MCA Circulars”), have permitted to conduct the Annual General Meeting (“AGM”) virtually, without physical presence of Members at a common venue. In compliance with the MCA Circulars, the provisions of the Act and the SEBI Listing Regulations, the 41st AGM is being held through Video Conferencing / Other Audio-Visual Means (VC/OAVM). The registered office of the Company shall be deemed to be the venue for the AGM.
2. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, (“the Act”) with respect to the Special Business to be transacted at the 41st Annual General Meeting (“Meeting/AGM”) is annexed hereto.
3. The relevant details, pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment and re-appointment at this AGM is annexed.
4. As per Section 105 of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on their behalf. Since the 41st AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the 41st AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the Members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
5. 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.
6. Since the AGM will be held through VC/OAVM, the route map is not annexed in this Notice.
7. The Company has appointed Mr. Jayanth Viswanathan, Practicing Company Secretary representing M/s. RBJV & Associates, Chennai, bearing Membership No. F7968 and COP No. 14642, as Scrutinizer to scrutinize the e-voting process in fair and transparent manner.
8. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM in-person or through VC / OAVM on its behalf and to vote by show of hands or through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email at their registered email address to jayanth.v@akshayamcorporate.com with a copy marked to cs@securekloud.com.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM. All documents referred to in the Notice will be available for electronic inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM i.e., Friday, September 25, 2026. Members seeking to inspect such documents may send an email to cs@securekloud.com.
10. 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 in terms of SEBI circular no. SEBI/HO/ CFD/ CMD/ CIR/P/2020/242 dated December 9, 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.
11. Members holding shares either in physical or dematerialized mode, as on cut-off date, i.e. **Friday, September 18, 2026**, may cast their votes electronically. The e-voting period commences on **Tuesday, September 22, 2026 (9:00 a.m. IST)** and ends on **Thursday, September 24, 2026 (5:00 p.m. IST)**. The e-voting module will be disabled by CDSL thereafter. Members will not be allowed to vote again on any resolution on which vote has already been cast. The

voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e. September 18, 2026. The members who have already casted there vote through remote e-voting may participate in the meeting but will not be allowed to vote again.

12. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who 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 the e-voting system during the AGM.
13. Any person who is a Member as on the Cut-off date, i.e. September 18, 2026, shall be eligible to attend and vote on resolutions proposed at the AGM. Any person who is not a Member as on the Cut-off date shall treat this Notice for informational purpose only. All Members may refer to the Notice of the AGM uploaded on the Company's website and the website of the recognized Stock Exchanges i.e. www.nseindia.com and www.bseindia.com for e-voting instructions.
14. Any person holding shares in physical mode or a person, who acquires shares and becomes a member of the Company after the Notice is sent and holding shares as on the cut-off date, i.e. September 18, 2026, may obtain the login ID and password by sending a request to 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.
15. 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 restriction on account of first come first served basis.
16. In compliance with the Circulars, the Annual Report for 2025-26, the Notice of the 41st AGM, and instructions for e-voting are being sent through electronic mode to those members whose email addresses are registered with the Company / depository participant(s) (DP), unless any member has requested a physical copy of the same. The Notice calling the AGM and the Annual Report has been uploaded on the website of the Company at www.securecloud.com. The Notice is also accessible from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. A letter providing the web-link for accessing the Annual Report, including the exact path, will be sent to those Members who have not registered their email address with the Company.
17. Members holding shares in demat mode, who have not registered their email addresses, are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested register the email address by writing to the Company's Registrar and Share Transfer Agent, Adroit Corporate Services Pvt. Ltd. 17-20, Jafferbhoy Ind. Estate, 1st Floor, Makhwana Road, Marol Naka, Andheri (E) Mumbai 400 059., along with the duly filled in Form ISR-1 and related proofs, available at <https://www.adroitcorporate.com/RandTServices.aspx>
18. In the event of transfer of shares and the unclaimed dividends to IEPF, Members are entitled to claim the same from the IEPF authority by submitting an online application in the prescribed Form IEPF-5 available at <http://www.iepf.gov.in/> and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in Form IEPF-5.
19. SEBI vide its Circular dated January 25, 2022 has mandated that all requests for transfer of securities including transmission and transposition requests shall be processed only in dematerialized form. In view of the above, members holding shares in physical form are advised to dematerialize the shares with their Depository Participant.
20. The Scrutinizer shall after the conclusion of e-voting at the AGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting and shall make 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.
21. As per Regulation 44 of the SEBI Listing Regulations, the results of the e-voting are to be submitted to the Stock Exchanges within two working days of the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the Stock Exchanges, CDSL and RTA, and will also be displayed on the Company's website www.securecloud.com.

**EXPLANATORY STATEMENT
(PURSUANT TO SECTION 102 OF COMPANIES ACT, 2013)**

Item No 3 – Ratification of Securities Exchange Agreement entered with Healthcare Triangle Inc.

The shareholders of the Company approved the sale or disposal of assets in Securecloud Technologies Inc, USA (SK Inc), a material subsidiary of the Company to prospective buyer by way of slump sale or business transfer agreement through postal ballot dated June 16, 2024. Thereupon SK Inc entered into Asset transfer agreement with Healthcare Triangle Inc (HCTI), a related party of the Company dated October 1, 2024 for a consideration aggregating to \$7.20 million by issuing 1,600,000 shares of Series B Preferred Stock at \$4.50 per share. The Series B Preferred Stock was convertible into 16,000,000 shares of HCTI Common Stock, at a conversion ratio of 10 Common Shares for every one Series B Preferred Share

HCTI undertook two reverse stock splits, the number of HCTI Common Shares underlying the Series B Preferred Stock was significantly diminished. Consequently, this restructuring substantially reduced the economic value attributable to SK Inc's investment.

Thereupon SK Inc, the material subsidiary of the Company was declared bankrupt. The Company undertook discussion with the Board of HCTI and it was agreed to compensate for the economic dilution resulting from the reverse stock splits.

Further, as a gesture of accommodation and in recognition of the economic dilution Healthcare Triangle, Inc. ("HCTI") entered into a Securities Exchange Agreement with the Company on June 24, 2026 and HCTI agreed to issue an aggregate of 2,828,167 shares of HCTI Common Stock to the shareholders of SK Inc. As the Company held 60.71% in SK Inc, 17,16,700 shares representing the said percentage were issued to Blockededge Technologies Inc, a Wholly- owned subsidiary of the Company.

The Audit Committee at its meeting held on August 10, 2026 ratified and approved the securities exchange agreement between the Company and HCTI exceeding 10% of the annual consolidated turnover subject to the approval of the shareholders. Consequently, based on the recommendation and approval of the Audit Committee, the resolution no. 3 has been put forth before shareholders to seek their approval for material related party transaction between the Company and HCTI.

Except for Mr. Suresh Venkatachari, none of the Directors and Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in the passing of this resolution.

The Board of Directors, based on the recommendation of the Audit Committee, is of the view that the proposed transaction between the Company and HCTI. is in the best interests of the Company and its shareholders, and accordingly recommends the resolution set out at Item No. 3 of this Notice for approval by the shareholders as an Ordinary Resolution.

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Disclosure with respect to Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” is provided below:

PART-A

Minimum information of the proposed RPT

S.No.	Details		
I	Basic details of the related party		
1.	Name of the related party	Healthcare Triangle Inc. ("HCTI")	
2.	Country of incorporation of the related party	USA	
3.	Nature of business of the related party	HCTI is engaged in providing cloud and digital transformation, managed services and data analytics platform for Healthcare and Life Sciences industry.	
II	Relationship and ownership of the related party		
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Healthcare Triangle Inc is an entity in which the promoter of the Company exercises significant influence.	
a.	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Not Applicable	
b.	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable	
c.	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable	
III	Details of previous transactions with the related party		
	Sale of service		
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	S.no	Nature of Transaction
		1	Sale of Service
			FY 2025-26
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	NIL (For this FY - upto July 31, 2026)	
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No	
IV	Amount of the proposed transaction(s)		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹ 2,700 Lakhs	
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (March 31, 2026)	72%	
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) (March 31, 2026)	Not Applicable	

5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year (March 31, 2026)	14.73%
6.	Financial performance of the related party for the immediately preceding financial year (March 31, 2026)	• Turnover: ₹ 11,922.30 Lakhs • Profit/(Loss) After Tax: ₹ 10,983.90 Lakhs • Net worth: ₹ 57,663.61 Lakhs
V Basic details of the proposed transaction		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Issuance of common shares of HCTI to Blockedge Technologies Inc., a wholly-owned Subsidiary of the Company
2.	Details of each type of the proposed transaction	Healthcare Triangle, Inc. ("HCTI") entered into a Securities Exchange Agreement with the Company on June 24, 2026, HCTI agreed to issue an aggregate of 2,828,167 shares of HCTI Common Stock to Blockedge Technologies Inc, Wholly-owned subsidiary of the Company.
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	Until the Completion of the transaction
4.	Whether omnibus approval is being sought?	No
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 2,700 Lakhs
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	As explained above
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Mr. Suresh Venkatachari, Chairman, Director and Chief Executive officer of the Company holds 20,000 series A preferred stock with 1,000 voting rights in HCTI.
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	No
9.	Other information relevant for decision making.	All important information setting out material facts, pursuant to applicable provisions are forming part of this Notice

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PART-B**Additional details for proposed transactions relating to transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate**

S.No.	Description	Details			
1.	Bidding or other process, if any, applied for choosing a party for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity	Business transfer agreement with a related party			
2.	Basis of determination of price.	Market price on the date of transfer			
3.	Reasons for sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate.	The proposal for sale or disposal of assets of SecureKloud Technologies Inc, by way of slump sale through a business transfer agreement, is a part of strategic restructuring in order to manage the future cash flows situations, growth requirements of the Company.			
4.	Financial track record of the subsidiary / undertaking that is being sold (in case of sale of undertaking, segment level data to be provided) during the last three financial years:	₹ in Lakhs			
			FY 2024-25	FY 2023-24	FY 2022-23
		Turnover	8,370	12,818	22,293
		Net Worth	5,877	14,174	8,567
5.	Expected financial impact on the consolidated turnover, net worth and net profits of the listed entity or its subsidiary due to sale of the subsidiary / undertaking.	Net Profit	(8,657)	7,88	2,072
a.	Expected impact on turnover	Nil			
b.	Expected impact on net worth	As on date, there is no direct impact on the Networth of the Company.			
c.	Expected impact on net profits	Nil			

PART-C**Disclosure only in case of transactions relating to sale, lease or disposal of assets of subsidiary or of unit, division or undertaking of the listed entity or disposal of shares of subsidiary or associate**

S.No.	Description	Details
1.	Details of earlier sale, lease or disposal of assets of the same subsidiary or of the unit, division or undertaking of the listed entity or disposal of shares of the same subsidiary or associate to any related party during the preceding twelve months.	Not Applicable
2.	Whether the transaction would result in issue of securities or consideration in kind to a related party? If yes, please share the relevant details.	Issuance of Common stock of HCTI to Blockedge Technologies Inc (Wholly owned subsidiary of the Company) which would hold on behalf of the Company.
3.	Would the transaction result in eliminating a segment reporting by the listed entity or any of its subsidiary?	Not Applicable
4.	Does it involve transfer of key intangible assets or key customers which are critical for continued business of the listed entity or any of its subsidiary?	Not Applicable
5.	Are there any other major non-financial reasons for going ahead with the proposed transaction?	Not Applicable

Item No 4 – Approval for material related party transaction between Healthcare Triangle Private Limited and Healthcare Triangle Inc for the Financial Year 2026-27

The Audit Committee at its meeting held on August 10, 2026 approved the material related party transaction between Healthcare Triangle Private Limited (Wholly-owned Subsidiary of the Company) and Healthcare Triangle Inc (Related Party of the Company), exceeding 10% of the annual consolidated turnover subject to the approval of the shareholders. Consequently, based on the recommendation and approval of the Audit Committee, the resolution no. 4 has been put forth before shareholders to seek their approval for material related party transaction between Healthcare Triangle Private Limited and Healthcare Triangle Inc for the Financial Year 2026-27.

Except for Mr. Suresh Venkatachari, Mr. Venkateswaran Krishnamurthy, Mr. Ramachandran Soundararajan and Mr. Venkatesh Rajaratnam (proposed appointee in the board of Healthcare Triangle Private Limited), none of the other Directors and Key Managerial Personnel of the Company and their relatives, are concerned or interested, financially or otherwise, in the passing of this resolution.

The Board of Directors, based on the recommendation of the Audit Committee, is of the view that the proposed transaction between the Healthcare Triangle Private and Healthcare Triangle, Inc. is in the best interests of the Company and its shareholders, and accordingly recommends the resolution set out at Item No. 4 of this Notice for approval by the shareholders as an Ordinary Resolution.

Disclosure with respect to Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” is provided below:

PART-A
Minimum information of the proposed RPT

S.No.	Particulars	Details	
I	Basic details of the related party		
1.	Name of the related party	Healthcare Triangle Private Limited (“HTPL”)	Healthcare Triangle Inc. (“HCTI”)
2.	Country of incorporation of the related party	India	USA
3.	Nature of business of the related party	HTPL is engaged in providing IT enabled services and consulting for healthcare industry	HCTI is engaged in providing cloud and digital transformation, managed services and data analytics platform for Healthcare and Life Sciences industry.
II	Relationship and ownership of the related party		
1.	Relationship between the listed entity/ subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	HTPL is a wholly owned subsidiary of the Company.	HCTI is an entity in which the promoter/director has significant influence. None of the subsidiaries of the Company hold any shareholding in HCTI.

S.No.	Particulars	Details		
a.	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	The Company holds 100% of the shares of HTPL along with its nominee.		HCTI is an entity in which the promoter/director has significant influence.
		HTPL does not hold any shares in HCTI		HCTI does not hold any shares in HTPL.
b.	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA		NA
c.	Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary).	NA		NA
III	Details of previous transactions with the related party			
	Sale of service			
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.	S.no.	Nature of Transaction	FY 2025-26
		1.	Sale of Service	₹ 1113.32 Lakhs
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	₹ 684.57 Lakhs (For this FY - upto July 31, 2026)		
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No		
IV	Amount of the proposed transaction(s)			
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	₹ 2,500 Lakhs		
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes		
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year (March 31, 2026)	66.71%		
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction) (March 31, 2026)	224.55%		
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year (March 31, 2026)	13.64%		

6.	Financial performance of the related party for the immediately preceding financial year (March 31, 2026)	(₹ in Lakhs)		
			HTPL	HCTI
		Turnover	1,113.32	11,922.30
		Profit/(Loss) After Tax	81.26	10,983.90
		Net worth	81.52	57,663.61
V Basic details of the proposed transaction				
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	The transaction involves sale of services and other transactions for business purposes between the Healthcare Triangle Private Limited and Healthcare Triangle Inc		
2.	Details of each type of the proposed transaction	Sale of service: ₹ 2,500 Lakhs		
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	One Year		
4.	Whether omnibus approval is being sought?	Yes		
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	₹ 2,500 Lakhs		
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	HCTI, a related party of the Company, is engaged in providing cloud and digital transformation, managed services and data analytics platform for healthcare and life sciences industry. HTPL works closely with HCTI to achieve the group's business objectives, resulting into various operational transactions, as related party transactions. In order to reap the benefit of the synergies in businesses and to help carry out the operations in seamless manner, the Company has entered into an arrangement for sale of services.		
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	i. Mr. Suresh Venkatachari, Chairman, Director and Chief Executive officer of the Company holds 20,000 series A preferred stock with 1,000 voting rights in HCTI. ii. Mr. Venkateswaran Krishnamurthy, Whole-time Director/Chief Revenue Officer of the Company and Director of HTPL – No shares held iii. Mr. Ramachandran Soundararajan, Chief Financial Officer of the Company and Director of HTPL – No shares held iv. Mr. Venkatesh Rajaratnam, Independent Director, is proposed to be appointed on the Board of Healthcare Triangle Private Limited. – and holds no shares		
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable as the transaction is in the ordinary course of business and at arm's length pricing		
9.	Other information relevant for decision making.	All important information setting out material facts, pursuant to applicable provisions are forming part of this Notice		

Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S.No.	Particulars	Details
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	NA
2.	Basis of determination of price.	At arm's length price
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	NA

Annexure – Details pursuant to regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards 2 on general meetings

Name of director	Vijaykumar Mayakesavan
DIN	01896931
Date of birth and Age	07/04/1970 – 56 years
Nationality	Indian
Date of first appointment on the Board	August 8, 2022
Qualifications	Master of Arts from University of Madras
Brief resume	Mr. Vijaykumar Mayakesavan is an entrepreneur having over twenty-five years of leadership experience in managing digital media businesses from creation to sales and managing the profit and loss of the business. Prior to founding his own business, he has worked as a content producer for various satellite channels.
Experience/ expertise in specific functional area	Sales & Digital Media Business
Terms and Conditions of Appointment or Reappointment along with details of Remuneration sought to be paid and the Remuneration last drawn	Director liable to retire by rotation proposed to be reappointed. Remuneration Sought to be paid & last drawn remuneration: NIL Entitled to sitting as per Nomination & remuneration Policy
No. of shares held in the Company, including shareholding as a beneficial owner	Nil
List of Directorships held in other companies including listed entities	Nil
Chairmanships/Directorship of Committees of other Public Companies i. Audit Committee ii. Stake holders Relationship Committee iii. Nomination and Remuneration Committee	Nil
Name of listed entities from which the person has resigned in the past three years	Nil
No. of board meetings conducted during the year	7
No. of board meetings entitled to attend during the year	7
No. of board meetings attended during the year	7
Relationship between director inter-se and other key managerial personnel of the Company	Nil

THE INTRUCTIONS 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.

- The voting period begins on Tuesday, September 22, 2026 at 9:00 a.m. (IST) and ends on Thursday, September 24, 2026 at 5.00 p.m. (IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, September 18, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- 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 shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 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 cdsi website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. 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 with NSDL Depository	1. 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 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. 2. 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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL Depository	3. 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 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 4. 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 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.
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
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 4. Next enter the Image Verification as displayed and Click on Login.

5. 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.
6. 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)
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 the relevant Company Name: Securecloud Technologies 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; jayanth.v@akshayamcorporate.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/EGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM 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.
3. 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/EGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. 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.
7. Shareholders who would like to express their views/ask questions during the AGM may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, mobile number at cs@securekloud.com. The registration shall be accepted from September 22, 2026 – 9 a.m (IST) to September 24, 2026 – 5.00 p.m. (IST). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance between September 22, 2026 – 9.00 a.m (IST) to September 24, 2026 – 5.00 p.m (IST) by mentioning their name, demat account number/folio number, email id, mobile number at cs@securekloud.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM/EGM 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 available during the EGM/AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the EGM/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 at cs@securekloud.com RTA email id at info@adroitcorporate.com.
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.
4. 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.
5. 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.