

Indian Renewable Energy Development Agency Limited

Registered office: 1st Floor, Core-4A, East Court, India Habitat Centre, Lodhi Road, New Delhi-110003

CIN: L65100DL1987GOI027265, Website: www.ireda.in, Email: equityinvestor2023@ireda.in

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NOTICE

NOTICE is hereby given that the 38th Annual General Meeting ("AGM") of members of Indian Renewable Energy Development Agency Limited ("**the Company**") will be held on **Thursday, August 07, 2025 at 11:30 A.M. (IST)** through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2025, along with the reports of the Board of Directors, Auditors and the Comments of the Comptroller & Auditor General of India thereon.
2. To appoint a director in place of Dr. Bijay Kumar Mohanty (DIN:08816532), who retires by rotation and being eligible, offers himself for re-appointment.
3. To authorize the Board of Directors to fix the remuneration of the Statutory Auditors as appointed by the Comptroller and Auditor General of India for the financial year 2025-26.

SPECIAL BUSINESS:**4. Ratification of remuneration of the Cost Auditor for the financial year 2025-26**

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

"RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 ("**the Act**") and all other applicable provisions of the Act read with Companies (Audit and Auditors) Rules, 2014, the remuneration of ₹62,000/- (Rupees Sixty Two Thousand only) plus applicable taxes, (inclusive of out of pocket expenses), payable to M/s R.M. Bansal & Co., Cost Accountants (Firm Registration Number 000022), Cost Auditor of the Company for the financial year 2025-26, as approved by the Board of Directors of the Company, be and is hereby confirmed and ratified."

5. Appointment of Secretarial Auditor of the Company for a period of 5 (Five) consecutive years, from the FY 2025-26 to FY 2029-30

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

"RESOLVED THAT pursuant to the provisions of Section 204 of the Companies Act, 2013 ("**Act**") and all other applicable provisions of the Act and Rules made thereunder, Regulation 24A and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force, and pursuant to the recommendation of the Board of Directors, M/s P.C. Jain & Company, Company Secretaries (Peer Reviewed FRN: P2016HR051300) be and is hereby appointed as the Secretarial Auditor of the Company to conduct the secretarial audit of the Company for a period of 5 (Five) consecutive years, commencing from the financial year 2025-26 till financial year 2029-30 at a professional fees as determined by the Board of Directors."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the above resolution."

6. Appointment of Shri Shabdsharan N. Brahmhatt (DIN:09483059) as Independent Director (Part-time Non-Official Director) of the Company

To consider, and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and other applicable provisions of the Companies Act, 2013, Regulation 17(1C), 25 (2A) and other applicable provisions of the Securities and



Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, including any statutory modification(s) or re-enactment (s) thereof for the time being in force, Article 74 and 74A of Articles of Association of the Company and in terms of Order No. 340-11/1/2018-IREDA- Part(1) dated March 28, 2025 issued by the Ministry of New and Renewable Energy, Shri Shabdsharan N. Brahmabhatt (DIN: 09483059), who was appointed as an Additional Director, Independent Director of the Company w.e.f. March 28, 2025 to hold office till the date of this Annual General Meeting, be and is hereby appointed as Independent Director (Part-time Non-official Director) of the Company, not liable to retire by rotation, for a period of 1 year w.e.f. March 28, 2025 or until further orders, whichever is earlier, on the terms & conditions including tenure as may be fixed by the Government of India.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the above resolution.”

7. Appointment of Dr. Jaganath Chennakeshava Murthy Jodidhar (DIN: 09556253) as Independent Director (Part-time Non-Official Director) of the Company

To consider, and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 161 and other applicable provisions of the Companies Act, 2013, Regulation 17(1C), 25 (2A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, including any statutory modification(s) or re-enactment (s) thereof for the time being in force, Article 74 and 74A of Articles of Association of the Company and in terms of Order No 340-11/1/2018-IREDA- Part(1) dated March 28, 2025 issued by the Ministry of New and Renewable Energy, Dr. Jaganath Chennakeshava Murthy Jodidhar (DIN:09556253), who was appointed as an Additional Director, Independent Director of the Company w.e.f. March 28, 2025 to hold office till the date of this Annual General Meeting, be and is hereby appointed as Independent Director (Part-time Non-official Director) of the Company, not liable to retire by rotation, for a period of 1 year w.e.f. March 28, 2025 or until further orders, whichever is earlier, on the terms & conditions including tenure as may be fixed by the Government of India.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to the above resolution.”

8. Modification in existing borrowing limit approved under Section 180 (1) (c) of the Companies Act, 2013

To consider, and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution:**

“RESOLVED THAT in supersession of the earlier resolution passed by the shareholders in its 15th Extraordinary General Meeting held on July 31, 2017 and pursuant to Section 180(1)(c) and other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof, for the time being in force) & other applicable laws, and the Articles of Association of the Company, consent of the shareholders be and is hereby accorded to the Board of Directors of the Company **(the “Board”)** for increasing the overall borrowing limit of the Company for an amount of up to ₹1,50,000 Crore (Rupees One Lakh Fifty Thousand Crore only) and to borrow such moneys or sum of moneys, from time to time, at its discretion, with or without security and upon such terms and conditions as the Board may think fit, for the purpose of business of the Company, notwithstanding that the money to be borrowed together with the money already borrowed by the Company (apart from the temporary loans obtained from the Company’s bankers in the ordinary course of business), will exceed aggregate of the paid up capital of the Company and its free reserves, provided that the total amount borrowed and outstanding at any point of time shall not exceed a sum equivalent to ₹1,50,000 Crore (Rupees One Lakh Fifty Thousand Crore only) in Indian Rupees.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board) be and is hereby authorized to do and execute all such acts, deeds and things as may be necessary for giving effect to the above resolution.”



9. **To create mortgage and/or charge on all or any of the movable and/or immovable properties of the company**

To consider, and if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 180 (1) (a) and other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) & other applicable laws and Articles of Association of the Company, consent of the shareholders be and is hereby accorded to the Board of Directors of the Company (**the “Board”**) to create charge, hypothecation, mortgage on any movable and/or immovable properties/assets of the Company wheresoever situated, both present and future and on the whole or substantially the whole of the undertaking or the undertakings of the Company in favour of any banks, financial institutions, hire purchase/lease companies, body corporate or any other persons on such terms and conditions as the Board may think fit, for the benefit of the Company and as agreed between Board and lender(s) towards security for borrowing of funds from time to time, not exceeding ₹1,50,000 Crore (Rupees One Lakh Fifty Thousand Crore only) for the purpose of business of the Company or otherwise as per the requirements of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and any other statutory and procedural formalities to be complied with in this regard.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board) be and is hereby authorized to do and execute all such acts, deeds and things as may be necessary for giving effect to the above resolution.”

**By Order of the Board of Directors
For Indian Renewable Energy Development Agency Limited**

**Place: New Delhi
Date : 14.07.2025**

**Sd/-
Ekta Madan
Company Secretary**



NOTES:-

1. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 ('the Act') relating to the special business to be transacted at the Annual General Meeting is annexed hereto.
2. The relevant details, pursuant to Regulation 36(3) of the SEBI (LODR) Regulations and Secretarial Standard on General Meetings as issued by the Institute of Company Secretaries of India, in respect of Director seeking appointment / re-appointment at this AGM is also annexed.
3. Pursuant to Section 139 (5) of the Act, the Statutory Auditors of the Government Company are appointed/ re-appointed by the Comptroller and Auditor General of India (C&AG) and in terms of Section 142 of the Act, the remuneration shall be fixed by the Company in the Annual General Meeting or in such manner as the Company in Annual General Meeting may determine. The members may authorize the Board to fix an appropriate remuneration of Statutory Auditors to be appointed by C&AG for the financial year 2025-26 as may be deemed fit by the Board.
4. In view of the MCA Circular dated September, 19 2024 read with Circulars dated May 5, 2020, May 5, 2022 and December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular dated October 3, 2024 and other notification in force, the 38th AGM of the Company is being conducted through VC/OAVM facility, without physical presence of members at a common venue. The deemed venue for the 38th AGM shall be the Registered Office of the Company.
5. In terms of the MCA and SEBI Circular(s) as mentioned above, physical attendance of Members at the AGM and appointment of proxies has been dispensed with. Accordingly, the Attendance Slip, Proxy Form and Route Map are not annexed to this Notice. As the meeting is held through VC/OVAM, appointment of proxy to attend and cast vote on behalf of the member is not available. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Member may be appointed for the purpose of casting vote through remote e-voting prior to the AGM, participation in the 38th AGM through VC/OAVM facility and for e-voting during the AGM.
6. In line with the Circulars of MCA & SEBI, the Notice of the 38th AGM along with Annual Report is being sent by e-mail to all those members, whose e-mail IDs were registered with the Company/Depository. Further, a letter providing a weblink for accessing the Notice and Annual Report for FY 2024-25 is being sent to those shareholders who have not registered their email address. Annual Report including Notice are also available on the website of the Company at <https://www.ireda.in/annual-reports> and on the website of National Stock Exchange of India Limited at www.nseindia.com and BSE Limited at www.bseindia.com and also on the website of MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) ("RTA") at <https://instavote.linkintime.co.in>
7. Attendance of the Members participating in the 38th AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
8. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
9. Institutional/Corporate Shareholders (i.e., other than individuals/ Hindu undivided family, non-resident individuals. 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 through VC/ OAVM on its behalf and to vote through remote e-voting. The said resolution/ authorization shall be sent to the Company's RTA by email at insta.vote@linkintime.co.in
10. The Company has fixed **Thursday, July 31, 2025** as the Cut-off date for determining the eligibility to vote on item(s) of business to be transacted at the 38th AGM as detailed in notice. Any person who acquires shares of the Company and becomes a member of the Company after sending the Notice and is holding shares as of the cut-off date, may obtain the login ID and password by sending a request at enotices@in.mpms.mufig.com Any shareholder who disposes off his shareholding such that he/she is not a member as on the cut-off date should treat this Notice for information purposes only.
11. M/s P.C. Jain & Co., Company Secretaries (Mr. P.C Jain, Managing Partner, FCS - 4103, COP No.3349), Secretarial Auditor of the Company has been appointed as the Scrutinizer to scrutinize the votes cast by the shareholders in respect of items of business to be transacted at the 38th AGM, in a fair and transparent manner.
12. In compliance with provisions of MCA & SEBI Circulars referred above in the Notice, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014,



Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2) issued by ICSI, the Company is offering e-voting facility to the shareholders to enable them to cast their votes electronically on the items mentioned in the Notice. Those shareholders who do not opt to cast their vote through remote e-voting, may cast their vote through electronic voting system during the AGM.

13. MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) ("RTA") will be providing the facility for remote e-voting, participation in the 38th AGM through VC/OAVM and voting during the 38th AGM through electronic voting system. The remote e-voting period will begin on **Monday, August 04, 2025 at 09:00 A.M. (IST)** will end on **Wednesday, August 06, 2025 at 05:00 P.M. (IST)**. The remote e-Voting module shall be disabled by RTA for voting thereafter.
14. The Members who have cast their votes by remote e-voting prior to the AGM may attend the AGM through VC/ OAVM but shall not be entitled to cast their votes again.
15. Members may join the 38th AGM through VC/OAVM on **August 07, 2025 from 11:15 A.M. (IST)** i.e. 15 minutes before the scheduled start time and the Company may close the window for joining the VC/ OAVM facility 30 minutes after the scheduled start time, i.e. by 12:00 Noon (IST) on date of AGM.

Please refer to detailed instructions for remote e-voting, attending the 38th AGM through VC/OAVM and electronic voting during the AGM, annexed to this Notice.

16. Statutory registers as prescribed under the Companies Act, 2013 and all documents referred to in the notice, will be available for inspection through electronic mode, without any fee, by the members from the date of circulation of this Notice, up to the date of AGM i.e. August 07, 2025. Members desiring for inspection of said documents are requested to send an e-mail to the Company at equityinvestor2023@ireda.in. Inspection shall be provided when it is mutually suitable.
17. The Members holding shares in electronic form are requested to update PAN, Address with PIN, Email mobile number, bank account details and nomination with their Depository Participants (DPs) with whom they are maintaining their demat accounts.
18. Members having any question or query related to agenda/ business of the AGM or would like to express their views or ask questions during the AGM, may register themselves as speaker by sending email to the company secretary on the Company's investor email-id, i.e. equityinvestor2023@ireda.in at least 7 (Seven) days prior to the date of meeting i.e., by **July 31, 2025** from their registered email address mentioning their Name, DP ID and Client ID/ Folio Number, PAN, Mobile Number. Request given on other email IDs will not be considered. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM. The Company reserves the right to restrict the number of questions, number of speakers and their sequence depending on the availability of time for smooth conduct of the AGM. Please note that the Members' questions will be answered only if they continue to hold the Equity Shares as of July 31, 2025 i.e., the cut-off date for e-voting.
19. The Members can join the 38th 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 38th 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 38th AGM without restriction on account of first come first served basis.
20. The Scrutinizer shall, immediately after the conclusion of the e-voting at the AGM, unblock the votes cast through remote e-voting and make, not later than 2 working days of conclusion of the AGM, a Consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, and submit the same to the Chairman of the Meeting or a person authorised by him in writing, who shall countersign the same.
21. The results of the voting indicating the number of votes cast in favour or against each of the Resolution(s), invalid votes and whether the Resolution(s) have been carried out or not, together with the Scrutinizer's Report, will be placed on the website of the Company at www.ireda.in and on the website of BSE Limited at www.bseindia.com, National stock Exchange of India Limited at www.nseindia.com and MUFG Intime India Private limited at <https://instavote.linkintime.co.in> immediately after the declaration of result by the Chairman or any person authorized by him in writing.



EXPLANATORY STATEMENT

[Pursuant to Section 102(1) of the Companies Act 2013]

The following statement sets out the material facts relating to the special business mentioned in the Notice.

Item no. 4

As per Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the appointment of Cost Auditor shall be made by the Board of Directors on such remuneration as may be ratified by the Shareholders. Under the Companies (Audit and Auditors) Rules, 2014, the Board while appointing the cost auditor is required to approve the remuneration payable to them and the remuneration so approved by the Board shall be ratified by the Shareholders.

Accordingly, as recommended by the Audit Committee, the Board of Directors has appointed M/s R.M. Bansal & Co., Cost Accountants (Firm Registration Number 000022), as Cost Auditor of the Company for the FY 2025-26 at a remuneration of ₹62,000/- (Rupees Sixty Two Thousand Only) (Inclusive of out of pocket expenses) plus applicable taxes.

The ratification of the shareholders is sought by passing an ordinary resolution as set out at item no. 4 in the notice.

The Board of Directors recommends the passing of the Resolution contained in this **Item no.4** of the accompanying Notice.

None of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said resolution, other than the extent of their holding in the securities of the Company, if any.

Item no. 5

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with Rule 9 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) (**"the Act"**), every listed company and certain other class of companies as prescribed under the Act, is required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board's report, prepared under Section 134(3) of the Act.

Furthermore, pursuant to recent amendments to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (**"SEBI (LODR) Regulations"**), every listed entity shall undertake a Secretarial Audit by a Secretarial Auditor who shall be peer reviewed company secretary and be appointed/re-appointed with the approval of the shareholders in its AGM, on the recommendation of the Board of Directors. The appointment of Secretarial Auditor in case of Secretarial Audit firm cannot be more two terms of 5(Five) consecutive years.

Accordingly, the Board of Directors of the Company at its meeting held on May 20, 2025 has recommended to appoint M/s P.C. Jain & Company, Company Secretaries, (Peer Reviewed Firm bearing FRN P2016HR051300), who has been selected through open tender floated on GeM Portal on Quality & Cost Based Selection (QCBS) basis, as Secretarial Auditor of the Company to conduct the secretarial audit of the Company at annual professional fees of Rs. 41,999/- plus applicable taxes (Rupees Forty One Thousand Nine Hundred and Ninety Nine Only) for a period of 5 (Five) consecutive years, commencing from the financial year 2025-26 till 2029-30. M/s P C Jain & Co. Company Secretaries is a well-established & recognized firm (FRN: P2016HR051300) of Company Secretaries in Delhi NCR. The firm is having experience of more than 25 years in the professional services of Company Secretaries. The firm has experience in conducting the secretarial audit of listed CPSE and private sector companies.

M/s P.C. Jain & Company, Company Secretaries, has provided its consent to act as the Secretarial Auditors of the Company and has confirmed that the proposed appointment, if made, will be in compliance with the provisions of the Act and the SEBI (LODR) Regulations.

The Board of Directors recommends the passing of the Resolution contained in this **Item no.5** of the accompanying Notice.

None of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said resolution, other than the extent of their holding in the securities of the Company, if any.



Item no. 6

IREDA is a Government Company and as per Article 74 of the Articles of Association, the President of India acting through the administrative ministry i.e., Ministry of New and Renewable Energy (“**MNRE**”) has the power to appoint Director(s) in the Company. In exercise of these powers, the Government of India (MNRE) vide its Order No 340-11/1/2018-IREDA- Part(1) dated March 28, 2025 has informed the appointment of Shri Shabdsharan N. Brahmbhatt as an Independent Director on the Board of IREDA for a period of 1 (One) year with effect from March 28, 2025 or until further order, whichever is earlier. The Board of Directors of the Company, on the recommendation of the Nomination & Remuneration Committee has appointed Shri Shabdsharan N Brahmbhatt, as an Additional Director, Independent Director, not liable to retire by rotation, w.e.f. March 28, 2025 for a period of 1(one) year, who shall hold office till this AGM.

Shri Shabdsharan N Brahmbhatt has completed his first term of appointment as Independent Director, IREDA on January 20, 2025 in pursuance to MNRE order dated January 21, 2022.

In accordance with the proviso of Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (“**SEBI (LODR) Regulations**”), a public sector company shall ensure that the approval of the shareholders for appointment or re-appointment of a person on the Board of Directors is taken at the next general meeting. Further, in accordance with the Regulation 25(2A) of SEBI (LODR) Regulations, the appointment, re-appointment or removal of an Independent Director shall be subject to the approval of the shareholders by way of Special Resolution.

In terms of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) and all the applicable provisions of SEBI (LODR) Regulations, the Company has received consent and requisite declaration & undertaking from Shri Shabdsharan N. Brahmbhatt. As per the declaration/undertaking received, he is not disqualified from being appointed as Director in terms of provision of Section 164 of the Act and also not debarred by SEBI or any other authority from being appointed as a Director. In the opinion of the Board, Shri Shabdsharan N. Brahmbhatt fulfils all the conditions of his appointment, applicable on Government Companies, as specified in the Act.

A brief profile of Shri Shabdsharan N Brahmbhatt in terms of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2, is annexed to this Notice. The terms & conditions of the appointment of Shri Shabdsharan N Brahmbhatt are as per MNRE Order dated March 28, 2025. The Independent Directors are entitled to sitting fees for attending the Board and Committee meetings as approved by the Board within the limits prescribed under the Act.

Except Shri Shabdsharan N. Brahmbhatt, none of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Resolution other than the extent of their holding in the securities of the Company, if any.

The Board of Directors recommends the passing of the Resolution contained in this **Item no.6** of the accompanying Notice as a Special Resolution.

Item no. 7

IREDA is a Government Company and as per Article 74 of the Articles of Association, the President of India acting through the administrative ministry i.e., Ministry of New and Renewable Energy (“**MNRE**”) has the power to appoint Director in the Company. In exercise of these powers, the Government of India (**MNRE**) vide its Order No 340-11/1/2018-IREDA- Part(1) dated March 28, 2025 has informed the appointment of Dr. Jaganath Chennakeshava Murthy Jodidhar as an Independent Director on the Board of IREDA for a period of 1 (One) year with effect from March 28, 2025 or until further order, whichever is earlier. The Board of Directors of the Company, on the recommendation of the Nomination & Remuneration Committee has appointed Dr. Jaganath Chennakeshava Murthy Jodidhar, as an Additional Director, Independent Director, not liable to retire by rotation, w.e.f. March 28, 2025 for a period of 1(one) year, who shall hold office till this AGM.

Dr. Jaganath Chennakeshava Murthy Jodidhar has completed his first term of appointment as Independent Director on March 27, 2025, in pursuance to MNRE order dated March 28, 2022.

In accordance with the proviso of Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (“**SEBI (LODR) Regulations**”), a Public Sector Company shall ensure that the approval of the shareholders for appointment or re-appointment of a person on the Board of



Directors is taken at the next general meeting. Further in accordance with the Regulation 25(2A) of SEBI (LODR) Regulations, the appointment, re-appointment or removal of an Independent Director shall be subject to the approval of the shareholders by way of Special Resolution.

In terms of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and all the applicable provisions of SEBI (LODR) Regulations, the Company has received consent and requisite declaration & undertaking from Dr. Jaganath Chennakeshava Murthy Jodidhar. As per the declaration/undertaking received, he is not disqualified from being appointed as Director in terms of provision of Section 164 of the Act and also not debarred by SEBI or any other authority from being appointed as a Director. In the opinion of the Board, Dr. Jaganath Chennakeshava Murthy Jodidhar fulfils all the conditions of his appointment/re-appointment, applicable on Government Companies, as specified in the Act.

A brief profile of Dr. Jaganath Chennakeshava Murthy Jodidhar in terms of SEBI (LODR) Regulations, 2015 and Secretarial Standard-2, is annexed to this Notice. The terms & conditions of the appointment of Dr. Jaganath Chennakeshava Murthy Jodidhar are as per MNRE Order dated March 28, 2025. The Independent Directors are entitled to sitting fees for attending the Board and Committee meetings as approved by the Board within the limits prescribed under the Act.

Except Dr. Jaganath Chennakeshava Murthy Jodidhar, none of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Resolution other than the extent of their holding in the securities of the Company, if any.

The Board of Directors recommends the passing of the Resolution contained in this **Item no.7** of the accompanying Notice as a Special Resolution.

Item no. 8

Being NBFC, your Company borrow/raises funds through both domestic and international sources to meet its fund requirement for on-lending towards the Renewable Energy & Energy Efficiency projects and other corporate purpose. As on March 31, 2025, the total loan portfolio of the Company is ₹ 76,281.65 Crore and total outstanding borrowings from various domestic and international sources is ₹ 64,740.31 Crore.

Section 180(1)(c) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, provides that the Board of Directors of the Company shall not borrow money (apart from temporary loans obtained or to be obtained from the Company’s bankers in the ordinary course of business) in excess of the paid-up capital and free reserves of the Company without the approval of the shareholders of the Company. In this regard, the Members of the Company in its 15th Extra-ordinary General Meeting held on July 31, 2017 had granted powers to the Board of Directors of the Company for the borrowing subject to the limit that the total amount so borrowed by the Board shall not at any time exceed 15 times of IREDA’s net worth.

The Board of Directors of the Company in its meeting held on May 20, 2025 has accorded approval to modify/increase the overall borrowing limit of the Company for an amount of up to ₹1,50,000 Crore, subject to the approval of the Shareholders.

The Board of Directors recommends the passing of the Resolution contained in this **Item no.8** of the accompanying Notice as a Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said resolution, other than the extent of their holding in the securities of the Company, if any.

Item no. 9

In terms of the provisions of Section 180(1)(a) read with Section 110 of the Companies Act, 2013 and Rules made thereunder, a company cannot sell, lease or otherwise dispose off the whole or substantially the whole of the undertaking or undertakings of the company without the consent of the Shareholders of the Company by way of a Special Resolution through Postal Ballot. However, in terms of MCA Notification dated February 9, 2018, any item of business required to be transacted by means of postal ballot, may be transacted at a general meeting by a company which is required to provide the facility to members to vote by electronic means. In terms of the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015, your Company is providing the facility to its members to enable them to vote on resolutions at the general meeting, by electronic means. Accordingly, the Special Resolution for creation of mortgage and/or charge on all or any of the movable and/or immovable properties of the Company, is proposed to be passed in this AGM.



In order to facilitate securing the borrowing made by the Company, it would be necessary to create charge hypothecation, mortgage on any movable and/or immovable properties/assets of the Company wheresoever situated, both present and future and on the whole or substantially the whole of the undertaking or the undertakings of the Company in favour of any banks, financial institutions, hire purchase/lease companies, body corporate or any other persons.

The Board of Directors of the Company in its meeting held on May 20, 2025 approved the above proposal and recommends the passing of the Resolution contained in this **Item no.9** of the accompanying Notice as a Special Resolution.

None of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said resolution, other than the extent of their holding in the securities of the Company, if any.

**By Order of the Board of Directors
For Indian Renewable Energy Development Agency Limited**

**Place: New Delhi
Date : 14.07.2025**

**Sd/-
Ekta Madan
Company Secretary**



Details of the Director seeking Re-appointment/Appointment at 38th AGM under item no. 2, 6 and 7 in terms of SEBI (Listing Obligations and Disclosure Regulations) Regulations, 2015 & Secretarial Standard-2 are as follows:

Name of Director	Dr. Bijay Kumar Mohanty	Shri Shabdsharan N. Brahmbhatt	Dr. Jaganath C.M. Jodidhar
DIN	08816532	09483059	09556253
Date of Birth/age	15/06/1970	19/08/1964	08/03/1974
Date of first appointment on the Board	Dr. Bijay Kumar Mohanty has been appointed as Director (Finance) of IREDA on October 12, 2023 vide MNRE order no. 1/22/2017-IREDA dated October 12, 2023, in the pay scale of ₹160,000 -290,000 on immediate absorption basis, for a period of five years w.e.f. the date of his assumption of charge of the post, or until further orders, whichever is earlier.	Initially, Shri Shabdsharan N. Brahmbhatt was appointed as an Independent Director for a period of 3 (three) years in pursuant to MNRE Order dated January 21, 2022. He has completed his first term of appointment as Independent Director on January 20, 2025. He has been again appointed for his second term as Independent Director w.e.f. March 28, 2025, for a period of 1 (one) year from the date of MNRE order or until further orders, whichever event occurs earlier, in pursuance to MNRE order dated March 28, 2025	Initially, Dr. Jaganath C.M. Jodidhar was appointed as an Independent Director for a period of 3 (three) years in pursuant to MNRE Order dated March 2022. He has completed his first term of appointment as Independent Director on March 27, 2025. He has been again appointed for his second term as Independent Director w.e.f. March 28, 2025, for a period of 1 (one) year from the date of MNRE order or until further orders, whichever event occurs earlier, in pursuance to MNRE order dated March 28, 2025
Qualification(s)	B.com (Hons), M.com, M.phil, FICMA, LLB & Ph.D	B.Com, LLB	MBBS, MD (Internal Medicine)
Brief Resume	He is the Director (Finance) of your Company since October 12, 2023. He also holds the position of Chief Financial Officer (CFO) of your Company since October 16, 2023. He is a fellow member of the Institute of Cost Accountants of India. He holds a Bachelor's Degree in Commerce and Master's Degrees in Philosophy (Commerce) and Public Administration from Utkal University, Odisha. He also holds a Master's Degree in Commerce from Delhi University, Bachelor in Law from Utkal University Odisha and a Doctorate, of Philosophy in Commerce from the Kalinga Institute of Industrial Technology, Bhubaneswar. Prior to joining your Company, he worked as the Head of Division (Smart Metering) at REC Power Development and Consultancy Limited (RECPDCL)	He holds bachelor's degree in law as well as in Commerce. He is a Social Worker and a Lawyer. He is also a member of the Baroda Bar Association. Previously, he has been the chairman and municipal council of the Standing Committee of the Vadodara Municipal Corporation, and the Mayor of the Baroda Municipal Corporation.	He holds a bachelor's degree in medicine from Kuevempu University, Karnataka and a Doctor of Medicine Degree in internal medicine from Kathmandu University, Nepal. He has more than 23 years of experience in the medical industry. He is currently working as a consultant physician and diabetologist at Narayan Hospital, Thindlu, Byatarayanpura, Bengaluru. He is also the Central Council Member of the Indian Medical Association, Yelahanka Branch. He has been awarded the Nobel Laureate Mother Teresa State Awards, 2016 in the category of 'The Best Doctor' by the Newspaper Association of Karnataka.



	<p>and Senior General Manager (Finance and Accounts) at REC Limited. During his tenure at REC Limited, he also worked as Chief Program Manager of Tripura, Nagaland, Mizoram, West Bengal and Odisha. He also acted in the capacity of Chief Executive Officer of FACOR Power Limited. Further, he has previously worked at Central Electricity Supply Company of Orissa Limited (CESCO) and Grid Corporation of Orissa Limited (GRIDCO). He has also made significant contributions in the implementation of Deen Dayal Upadhyay Gram Jyoti Yojana (DDUGJY) and Pradhan Mantri Sahaj Bijli Har Ghar Yojana (SAUBHAGYA) schemes of the Government of India in the hilly, remote, and logistically challenging regions of the North-Eastern states, West Bengal, and Odisha which aimed to provide last-mile connectivity and electricity connection to unelectrified households.</p> <p>He is also a director in IREDA Global Green Energy Finance IFSC Limited which is a wholly owned subsidiary of IREDA Ltd.</p>		
Nature of expertise in specific functional areas	He has over 26 years of experience in the Indian Power Sector and has experience in Finance, Accounts, Commercial, Project Appraisal, Project Execution and Management, and Legal functions.	He brings expertise in Leadership, Social Concern, Board Practices & Governance etc.	He brings expertise in Leadership, Social Concern, Board Practices & Governance, Risk Management etc.
Disclosure of relationships between directors inter-se;	NA	NA	NA
Directorship in other companies	He is Director in IREDA Global Green Energy Finance IFSC Limited (Wholly Owned Subsidiary of IREDA Ltd)	NA	NA
Names of other entities in which the person is Member/Chairman of Committees.	NA	NA	NA



Terms & conditions of appointment and proposed remuneration to be paid	The terms & conditions of his appointment will be governed by MNRE order no. 1/22/2017-IREDA dated October 12, 2023.	The terms & conditions of his appointment will be governed by MNRE order no. 340-11/1/2018-IREDA Part (1) dated March 28, 2025. Independent Directors are paid sitting fees for attending the Board and Committee meetings, with in the ceiling prescribed under the Companies Act.	The terms & conditions of his appointment will be governed by MNRE order no. 340-11/1/2018-IREDA Part (1) dated March 28, 2025. Independent Directors are paid sitting fees for attending the Board and Committee meetings, with in the ceiling prescribed under the Companies Act.
Number of Board meeting attended during the FY 25	He has attended all the 23 Board Meetings held during the FY 25.	Out of 18 Board Meeting held in his tenure, he has attended 18 meetings	He has attended all the 23 Board Meetings held during the FY 25.
Number of Committee meetings attended during the FY25	He has attended all the 21 Committee meeting held during the FY 25.	He has attended all the 22 Committee meeting held in his tenure (first term), during the FY 25.	He has attended all the 22 Committee meeting held in his tenure (first term), during the FY 25.
Details of listed entities from which the person has resigned in the past three years	NA	NA	NA
Shareholding	Holds 15,180 equity shares in the Company	NA	NA





37th Annual General Meeting of IREDA held on 24th June 2024

REMOTE E-VOTING INSTRUCTIONS FOR SHAREHOLDERS

The remote e-voting period begins on Monday, August 04, 2025 at 09:00 A.M. (IST) and ends on Wednesday, August 06, 2025 at 05:00 P.M. (IST). The remote e-voting module shall be disabled for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. Thursday, July 31, 2025, are entitled to cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being July 31, 2025.

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access e-Voting facility.

LOGIN METHOD FOR INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE:

A. INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH NSDL

Method 1 - Individual Shareholders using NSDL IDeAS facility

Shareholders who have registered for NSDL IDeAS facility:

- Visit URL: <https://eservices.nsdl.com> and click on "Beneficial Owner" icon under "Login".
- Click on "Beneficial Owner" icon under "IDeAS Login Section".
- 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.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for NSDL IDeAS facility:

- To register, visit URL: <https://eservices.nsdl.com> and select "Register Online for IDeAS Portal" or click on <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- Enter 8-character DP ID, 8-digit Client ID, Mobile no, Verification code & click on "Submit".
- Enter the last 4 digits of your bank account / generate 'OTP'
- Post successful registration, user will be provided with Login ID and password. Follow steps given above in points (a-d).

Shareholders/ Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience.



METHOD 2 - Individual Shareholders directly visiting the e-voting website of NSDL

- Visit URL: <https://www.evoting.nsdl.com>
- Click on the "Login" tab available under 'Shareholder/Member' section.
- Enter User ID (i.e., your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "Link InTime/MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 3 - NSDL OTP based login

- Visit URL: <https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp>
- Enter your 8 - character DP ID, 8 - digit Client Id, PAN, Verification code and generate OTP.
- Enter the OTP received on your registered email ID/ mobile number and click on login.
- Post successful authentication, you will be re-directed to NSDL depository website wherein you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services.
- Click on "MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

B. INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH CDSL

METHOD 1 – Individual Shareholders registered with CDSL Easi/ Easiest facility

Shareholders who have registered/ opted for CDSL Easi/ Easiest facility:

- Visit URL: <https://web.cdslindia.com/myeasitoken/Home/Login> or www.cdslindia.com
- Click on New System Myeasi Tab
- Login with existing my easi username and password
- After successful login, user will be able to see e-voting option. The evoting option will have links of e-voting service providers i.e., MUFG InTime, for voting during the remote e-voting period
- Click on "Link InTime/MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

OR

Shareholders who have not registered for CDSL Easi/ Easiest facility:

- To register, visit URL: <https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration>
<https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration>
- Proceed with updating the required fields.
- Post registration, user will be provided username and password.
- After successful login, user able to see e-voting menu.
- Click on "Link InTime/MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

METHOD 2 - Individual Shareholders directly visiting the e-voting website of CDSL

- Visit URL: <https://www.cdslindia.com>
- Go to e-voting tab.
- Enter Demat Account Number (BO ID) and PAN No. and click on "Submit".
- System will authenticate the user by sending OTP on registered Mobile and Email as recorded in Demat Account
- After successful authentication, click on "Link InTime/MUFG InTime" or "evoting link displayed alongside Company's Name" and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

INDIVIDUAL SHAREHOLDERS HOLDING SECURITIES IN DEMAT MODE WITH DEPOSITORY PARTICIPANT

Individual shareholders can also login using the login credentials of your demat account through your depository participant registered with NSDL / CDSL for e-voting facility:



- a) Login to DP website.
- b) After Successful login, user shall navigate through “e-voting” option.
- c) Click on e-voting option, user will be redirected to NSDL / CDSL Depository website after successful authentication, wherein user can see e-voting feature.
- d) After successful authentication, click on “MUFG InTime” or “evoting link displayed alongside Company’s Name” and you will be redirected to InstaVote website for casting the vote during the remote e-voting period.

Login method for shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding shares in physical mode / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for InstaVote as under:

- a) Visit URL: <https://instavote.linkintime.co.in>

Shareholders who have not registered for INSTAVOTE facility:

- b) Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details:

A. User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

B. PAN:

Enter your 10-digit Permanent Account Number (PAN)

(Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

C. DOB/DOI:

Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

D. Bank Account Number:

Enter your Bank Account Number (last four digits), as recorded with your DP/Company.*

*Shareholders holding shares in NSDL form, shall provide ‘D’ above

**Shareholders holding shares in physical form but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

- ❖ Set the password of your choice.

(The password should contain minimum 8 characters, at least one special Character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter).

- ❖ Enter Image Verification (CAPTCHA) Code.

- ❖ Click “Submit” (You have now registered on InstaVote).

Shareholders who have registered for INSTAVOTE facility:

- c) Click on “Login” under ‘SHARE HOLDER’ tab.
 - User ID: Enter your User ID
 - Password: Enter your Password
 - Enter Image Verification (CAPTCHA) Code
 - Click “Submit”



- d) Cast your vote electronically:
- After successful login, you will be able to see the "Notification for e-voting".
 - Select 'View' icon.
 - E-voting page will appear.
 - Refer the Resolution description and cast your vote by selecting your desired option 'Favour / Against' (If you wish to view the entire Resolution details, click on the 'View Resolution' file link).
 - After selecting the desired option i.e. Favour / Against, click on 'Submit'.
 - A confirmation box will be displayed. If you wish to confirm your vote, click on 'Yes', else to change your vote, click on 'No' and accordingly modify your vote.

GUIDELINES FOR INSTITUTIONAL SHAREHOLDERS ("CUSTODIAN / CORPORATE BODY/ MUTUAL FUND")

STEP 1 – Custodian / Corporate Body/ Mutual Fund Registration

- Visit URL: <https://instavote.linkintime.co.in>
- Click on "Sign Up" under "Custodian / Corporate Body/ Mutual Fund".
- Fill up your entity details and submit the form.
- A declaration form and organization ID is generated and sent to the Primary contact person email ID (which is filled at the time of sign up). The said form is to be signed by the Authorised Signatory/ Director/ Company Secretary of the entity & stamped and sent to insta.vote@linkintime.co.in.
- Thereafter, Login credentials (User ID; Organisation ID; Password) is sent to Primary contact person's email ID. (You have now registered on InstaVote).

STEP 2 – Investor Mapping

- Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- Click on "Investor Mapping" tab under the Menu Section.
- Map the Investor with the following details:
 - 'Investor ID' –
 - NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID i.e., IN00000012345678
 - CDSL demat account – User ID is 16 Digit Beneficiary ID.
 - 'Investor's Name' - Enter Investor's Name as updated with DP.
 - 'Investor PAN' - Enter your 10-digit PAN.
 - 'Power of Attorney' - Attach Board resolution or Power of Attorney.*

*File Name for the Board resolution/ Power of Attorney shall be – DP ID and Client ID or 16 Digit Beneficiary ID. Further, Custodians and Mutual Funds shall also upload specimen signatures.
- Click on Submit button. (The investor is now mapped with the Custodian / Corporate Body/ Mutual Fund Entity). The same can be viewed under the "Report Section".

STEP 3 – Voting through remote e-voting

Voting can be done by any of the following methods, during the remote e-voting period:

Method 1 - Votes Entry

Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.

- Click on "Votes Entry" tab under the Menu section.
- Enter the "Event No." for which you want to cast vote.
Event No. can be viewed on the home page of InstaVote under "On-going Events".



- c) Enter “16-digit Demat Account No.” for which you want to cast vote.
- d) Refer the Resolution description and cast your vote by selecting your desired option ‘Favour / Against’ (If you wish to view the entire Resolution details, click on the ‘View Resolution’ file link).
- e) After selecting the desired option i.e. Favour / Against, click on ‘Submit’.

A confirmation box will be displayed. If you wish to confirm your vote, click on ‘Yes’, else to change your vote, click on ‘No’ and accordingly modify your vote.

OR

Method 2 - Votes Upload

- a) Visit URL: <https://instavote.linkintime.co.in> and login with InstaVote Login credentials.
- b) After successful login, you will be able to see the “Notification for e-voting”.
- c) Select “View” icon for “Company’s Name / Event number”.
- d) E-voting page will appear.
- e) Download sample vote file from “Download Sample Vote File” tab.
- f) Cast your vote by selecting your desired option ‘Favour / Against’ in the sample vote file and upload the same under “Upload Vote File” option.
- g) Click on ‘Submit’. ‘Data uploaded successfully’ message will be displayed.

(Once you cast your vote on the resolution, you will not be allowed to modify or change it subsequently).

HELPDESK:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode facing any technical issue in login may contact INSTAVOTE helpdesk by sending a request at enotices@in.mpms.mufg.com or contact on: - Tel: 022 – 4918 6000.

Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk 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.co.in 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 22 55 33

FORGOT PASSWORD

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode:

Shareholders holding securities in physical mode / Non-Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both then the shareholder can use the “Forgot Password” option available on: <https://instavote.linkintime.co.in>

- Click on “**Login**” under ‘SHARE HOLDER’ tab.
- Click “**forgot password?**”



- Enter User ID, select Mode and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter.

User ID:

NSDL demat account – User ID is 8 Character DP ID followed by 8 Digit Client ID.

CDSL demat account – User ID is 16 Digit Beneficiary ID.

Shareholders holding shares in physical form – User ID is Event No + Folio Number registered with the Company.

In case Custodian / Corporate Body/ Mutual Fund has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the "Forgot Password" option available on: <https://instavote.linkintime.co.in>

- Click on 'Login' under "Custodian / Corporate Body/ Mutual Fund" tab
- Click "**forgot password?**"
- Enter User ID, Organization ID and Enter Image Verification code (CAPTCHA).
- Click on "SUBMIT".

In case shareholders have a valid email address, Password will be sent to his / her registered e-mail address. Shareholders can set the password of his/her choice by providing information about the particulars of the Security Question and Answer, PAN, DOB/DOI etc. The password should contain a minimum of 8 characters, at least one special character (!#\$%*), at least one numeral, at least one alphabet and at least one capital letter.

Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password

Individual Shareholders holding securities in demat mode have forgotten the USER ID [Login ID] or Password or both, then the Shareholders are advised to use Forget User ID and Forget Password option available at above mentioned depository/ depository participants website.

- ❖ It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- ❖ For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- ❖ During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular "Event".

INSTRUCTIONS FOR ATTENDING THE AGM THROUGH VC/OAVM

In terms of Ministry of Corporate Affairs (MCA) General Circular No. 09/2024 dated 19.09.2024, the Companies can conduct their AGMs/ EGMs on or before 30 September 2025 by means of Video Conference (VC) or other audio-visual means (OAVM).

Shareholders are advised to update their mobile number and email Id correctly in their demat accounts to access InstaMeet facility.

Login method for shareholders to attend the AGM through InstaMeet:

- Visit URL: <https://instameet.in.mpms.mufig.com> & click on "Login".
- Select the "Company Name" and register with your following details:



Select Check Box - Demat Account No. / Folio No. / PAN

- Shareholders holding shares in NSDL/ CDSL demat account shall select check box - Demat Account No. and enter the 16-digit demat account number.
 - Shareholders holding shares in physical form shall select check box – Folio No. and enter the Folio Number registered with the company.
 - Shareholders shall select check box – PAN and enter 10-digit Permanent Account Number (PAN). Shareholders who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided by MUFG Intime, if applicable.
 - Mobile No: Mobile No. as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
 - Email ID: Email Id as updated with DP is displayed automatically. Shareholders who have not updated their Mobile No with the DP shall enter the mobile no.
- c) Click “Go to Meeting”

You are now registered for InstaMeet, and your attendance is marked for the meeting.

Instructions for Shareholders to Speak during the General Meeting through InstaMeet:

- a) Shareholders who would like to speak during the meeting must register their request with the company.
- b) Shareholders will get confirmation on first cum first basis depending upon the provision made by the company.
- c) Shareholders will receive “speaking serial number” once they mark attendance for the meeting. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.
- d) Other shareholder who has not registered as “Speaker Shareholder” may still ask questions to the panellist via active chat-board during the meeting.

*Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

Instructions for Shareholders to Vote during the General Meeting through InstaMeet:

Once the electronic voting is activated during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under:

- a) On the Shareholders VC page, click on the link for e-Voting “Cast your vote”.
- b) Enter your 16-digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET.
- c) Click on ‘Submit’.
- d) After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
- e) Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’.
- f) After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.



NOTE:

Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet 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 facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience. Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

HELPDESK:

Shareholders facing any technical issue in login may contact INSTAMEET helpdesk by sending a request at instameet@in.mpms.mufig.com or contact on: - Tel: 022 – 4918 6000 / 4918 6175.

