



# AVAADA VENTURES PRIVATE LIMITED

(Formerly known as Avaada Power Private Limited)  
CIN No.: U40106MH2007PTC318041

**Delhi Office:**  
910/19, Suryakiran,  
Kasturba Gandhi Marg,  
New Delhi – 110 001  
T: +91-11-68172100

**Registered Office:**  
406, 4<sup>th</sup> Floor, Hubtown Solaris,  
N. S. Phadke Road, Andheri (E),  
Mumbai - 400069.  
T : +91-22-6140 8000  
E: [avaadaventures@avaada.com](mailto:avaadaventures@avaada.com)

To,

<b>Suvayu Ventures Private Limited (formerly known as 'Viraj Solar Private Limited') (Trustee of Candor Trust)</b> 406, 4th Floor, Hubtown Solaris, N.S. Phadke Marg, Andheri (East), Mumbai- 400069	<b>Integral Distributors LLP</b> 101, Sagar Sangeet, A.B. Nair Road, Juhu, Vile Parle (West), Mumbai- 400056
<b>Candor Renewable Energy Private Limited</b> 406, 4th Floor, Hubtown Solaris, N.S. Phadke Marg, Andheri (East), Mumbai- 400069	<b>Manav Kalyan Educare Private Limited</b> 11C, Ram Mohan, Dutta Road, Ground Floor, Kolkata- 700020

## NOTICE

**SHORTER NOTICE** is hereby given that the 1/2023-24 extra ordinary general meeting of the members of Avaada Ventures Private Limited will be held on Wednesday, February 07, 2024 at 09:30 a.m. at its registered office situated at 406, 4<sup>th</sup> Floor, Hubtown Solaris, N. S. Phadke Marg, Andheri (East), Mumbai- 400069, to transact the following special business:

- To grant approval for extending revolving unsecured loan not exceeding INR 10,000,000,000/- (Indian Rupees Ten Billion Only) and/or for furnishing security for financial facilities being availed by Avaada Energy Private Limited, Subsidiary Company for undertaking its principal business activities and of its Subsidiary Companies as per its business needs subject to limits and other terms agreed with the existing debentureholder under executed Debenture Subscription Agreement:**

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

**"RESOLVED THAT** pursuant to the provisions of Section 185 and other applicable provisions of the Companies Act, 2013 and rules thereunder, if any (including any statutory modification(s) or re-enactment thereof for the time in force) and having regard that there are common directors on the Board of the Company and its Subsidiary Company, Avaada Energy Private Limited ('AEPL') and in supersession to the earlier resolution passed by the members in this regard at their extra ordinary general meeting held on March 29, 2023, the consent of the members be and is hereby accorded to the Board of Directors for extending revolving unsecured loan not exceeding INR 10,000,000,000/- (Indian Rupees Ten Billion Only) to AEPL and/or for furnishing security for financial facilities to be availed by Avaada

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Energy Private Limited ('AEPL'), Subsidiary Company for undertaking its principal business activities and of its Subsidiary Companies as per business needs subject to limits and other terms agreed with the existing debentureholder under executed Debenture Subscription Agreement.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to generally do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution including delegating all or any of the above powers to any Director of the Company."

**By Order of the Board  
For Avaada Ventures Private Limited**



**Vinoo George  
Director, DIN: 00993702**

**Date: February 06, 2024  
Place: Noida**

**NOTES:**

1. A member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote instead of him and a proxy need not be a member of the company. Proxies, in order to be effective, should be duly stamped, completed, signed and deposited at the Registered Office of the Company not less than 48 hours before the meeting.
2. In case of corporate shareholders proposing to participate at the meeting through their representative, necessary authorization under Section 113 of the Act for such representation may please be forwarded to the Company.
3. The explanatory statement, pursuant to Section 102(1) of the Companies Act, 2013, with regard to special business as mentioned in item nos. 1 is enclosed.

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## **EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013:**

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### **Item no. 1:**

This is to inform that having regard that there are common directors on the Board of the Company and its Subsidiary Company, Avaada Energy Private Limited ('AEPL'), the members at their extra ordinary general meeting held on March 29, 2023 had granted its approval pursuant to the provisions of Section 185 of the Companies Act, 2013 and rules issued thereunder for extending revolving unsecured loan to its Subsidiary Company, Avaada Energy Private Limited ('AEPL') not exceeding INR 10,000,000,000/- (Indian Rupees Ten Billion only) or for giving any guarantee or security in connection with any financial facility including term loan to be availed by AEPL from any bank or financial institution for undertaking its principal business activities and of its Subsidiary Companies. In view of the proposed development and construction of renewable power projects in pipeline under AEPL, AEPL may be required to seek security from the Company for proposed fund/non-fund based facilities to be availed by AEPL from any bank or financial institution for development and construction of renewable power projects under AEPL and its Subsidiary Companies as and when need be. The extension of agreed security including any guarantee by the Company for financial facilities to be availed by AEPL for undertaking its principal business activities is exempted from compliance of the provisions of Section 185 of the Companies Act, 2013.

It is thus proposed to seek approval of members whereby the Company may be allowed to extend revolving unsecured loan not exceeding INR 10,000,000,000/- (Indian Rupees Ten Billion Only) to AEPL and/or furnish agreed security for financial facilities to be availed by AEPL for undertaking its principal business activities and of its Subsidiary Companies as per its business needs subject to limits and other terms agreed with the existing debentureholder under executed Debenture Subscription Agreement.

As there are common directors on the Boards of the Company and AEPL, viz. Mr. Vineet Mittal and Mrs. Sindoor Mittal, in accordance with the provisions of Section 185 of the Companies Act, 2013 and rules made thereunder, the consent of the members in the general meeting vide special resolution is being sought.



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Thus, the Board of Directors recommends the passing of the said resolution as a special resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested in the above resolution except for Mr. Vineet Mittal and Mrs. Sindoor Mittal.

**By Order of the Board  
For Avaada Ventures Private Limited**

A handwritten signature in blue ink, appearing to read "Vinoo George", is written over a faint circular stamp.

**Vinoo George  
Director, DIN: 00993702**

**Date: February 06, 2024  
Place: Noida**





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### ATTENDANCE SLIP

*To be handed over at the entrance of the Meeting Hall*  
1/2023-24 extra ordinary general meeting  
Wednesday, February 07, 2024 at 09:30 a.m.

<b>Name of the Member(s)</b>	
<b>Registered address</b>	
<b>E-mail id</b>	
<b>Folio No./DP ID-client ID</b>	
<b>No. of Shares</b>	

I/We certify that I/We am/are the registered Member(s)/Proxy for the registered Member(s) of the Company.

I/We hereby record my/our presence at 1/2023-24 extra ordinary general meeting of the Company to be held on Wednesday, February 07, 2024 at 09:30 a.m. at its registered office situated at 406, 4<sup>th</sup> Floor, Hubtown Solaris, N. S. Phadke Marg, Andheri (East), Mumbai-400069.

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**Member's/Proxy Signature**

Note: Please complete this slip and hand it over at the entrance of the Meeting venue.



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## FORM NO. MGT-11

### PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Management and Administration Rules, 2014]

<b>CIN</b>	U40106MH2007PTC318041
<b>Name of the Company</b>	Avaada Ventures Private Limited
<b>Registered Office</b>	406, 4 <sup>th</sup> Floor, Hubtown Solaris, N. S. Phadke Marg, Andheri (East), Mumbai – 400069
<b>Name of the member(s)</b>	
<b>Registered Address</b>	
<b>E-mail id</b>	
<b>Folio No./DP ID-client ID</b>	

I/We, being the member(s) of ..... shares of the above named Company, hereby appoint:

1.	Name	Address	Signature:	or
		failing him		
2.	Name	Address	Signature:	or
		failing him		
3.	Name	Address	Signature:	or
		failing him		

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 1/2023-24 extra ordinary general meeting of the Company to be held on Wednesday, February 07, 2024 at 09:30 a.m. at its registered office situated at 406, 4<sup>th</sup> Floor, Hubtown Solaris, N. S. Phadke Marg, Andheri (East), Mumbai- 400069 and at any adjournment thereof in respect of such resolution as is indicated below:



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Sr. No. of resolution	Particulars	For	Against
1.	To grant approval for extending revolving unsecured loan not exceeding INR 10,000,000,000 (Indian Rupees Ten Billion Only) and/or for furnishing security for financial facilities being availed by Avaada Energy Private Limited, Subsidiary Company for undertaking its principal business activities and of its Subsidiary Companies as per its business needs		

Signed this ..... day of ..... 2024

Affix  
Revenue  
Stamp

.....  
**Signature of shareholder**

.....  
**Signature of Proxy holder(s)**

## Notes:

*This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.*

*Notwithstanding the above the Proxies can vote on such other items which may be tabled at the meeting by the shareholders present.*



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**Route map and prominent land mark for easy location for venue of the 01<sup>st</sup> Extra Ordinary General Meeting of the Company during the Financial Year 2023-24.**

**Date: Wednesday, February 07, 2024**

**Time: 09:30 a.m. (IST)**

**Venue: 406, 4th Floor, Hubtown Solaris, N.S. Phadke Marg, Andheri (East), Mumbai - 400069**

From Western Express Highway to said venue-Hubtown Solaris

