

**Delhi Office:**

 910/19, Suryakiran,  
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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 4/2022-23 extra ordinary general meeting of the members of Avaada Ventures Private Limited will be held on Wednesday, March 29, 2023 at 10.30 p.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 appoint Mr. Vineet Mittal (DIN: 00058552) as the Director and Chairman of the Company:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to debenture subscription agreement dated March 24, 2023 (as may be amended from time to time) ('DSA') executed between inter alios the Company, its shareholders and the India Renewables Opportunities Fund - Scheme III, a scheme of India Renewables Opportunities Fund, a category II alternative investment fund registered under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 (the "Debenture Holder") and in terms of provisions of the Articles of Association of the Company, the consent of the shareholders of the Company be and is hereby accorded to the appointment of Mr. Vineet Mittal (DIN: 00058552) as the Director and Chairman of the Company.



**RESOLVED FURTHER THAT** pursuant to terms agreed under DSA, the Chairman shall not have any casting vote.

**RESOLVED FURTHER THAT** the Directors and the Company Secretary of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies.”

**2. To appoint Mrs. Sindoor Mittal (DIN: 00292184) as the Director and Vice Chairperson of the Company:**

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

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to debenture subscription agreement dated March 24, 2023 (as may be amended from time to time) executed between inter alios the Company, its shareholders and the India Renewables Opportunities Fund - Scheme III, a scheme of India Renewables Opportunities Fund, a category II alternative investment fund registered under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 (the “Debenture Holder”) and in terms of provisions of the Articles of Association of the Company, the consent of the shareholders of the Company be and is hereby accorded to the appointment of Mrs. Sindoor Mittal (DIN: 00292184) as the Director and Vice Chairperson of the Company.

“**RESOLVED FURTHER THAT** the Directors and the Company Secretary of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies.

**3. To appoint Mr. Nawal Saini (DIN: 08259154) as the Director of the Company:**

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



**“RESOLVED THAT** pursuant to the provisions of Section 161 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and pursuant to debenture subscription agreement dated March 24, 2023 (as may be amended from time to time) executed between inter alios the Company, its shareholders and the India Renewables Opportunities Fund - Scheme III, a scheme of India Renewables Opportunities Fund, a category II alternative investment fund registered under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 (the “Debenture Holder”) and in terms of provisions of the Articles of Association of the Company, the consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Nawal Saini (DIN: 08259154) as the Director of the Company.

**RESOLVED FURTHER THAT** the Directors and the Company Secretary of the Company be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things as may be considered necessary for the purpose of giving effect to the above resolution including filing of necessary forms with the Registrar of Companies.”

**4. To approve alteration of the Main Objects Clause of the Memorandum of Association of the Company:**

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 13(1) of the Companies Act, 2013 (“Act”) and all other applicable provisions, if any of the Act and the rules thereunder, the Main Objects Clause of the Memorandum of Association of the Company viz. Clause No. 3rd A. titled as The Objects to be pursued by the Company on its incorporation be and is hereby amended as under:

**3<sup>rd</sup> A. THE OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE:**

- (i) To carry on in India or elsewhere (whether directly or through subsidiaries) the business of establishing, commissioning, setting up, operating and maintaining electric power generating stations based on conventional/non-conventional resources including solar, bio-mass, hydro, wind energies, tie-lines, sub-stations and transmission lines on build, own and transfer (BOT) and/or build, own, lease and transfer (BOLT) basis and to

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acquire, operate, manage and maintain existing power generation stations, tie-lines, sub-stations and transmission lines, either owned by the private sector or public sector or the Government or Governments or other public authorities, to generate, accumulate, transmit, distribute, trade, purchase, sell and supply electric power or any other energy from conventional/non-conventional sources on a commercial basis, to carry on the business as builders, property developers, Civil, mechanical and labor contractors, building and erection engineers, dealers in, importers, exporters and manufactures of prefabricated and precast houses, materials, tools, implements, machinery and metal ware in connection therewith or incidental thereto, to construct, build, develop, maintain, operate, own and transfer infrastructure facilities including, housing, roads, highways, bridges, airports, ports, rail systems, water supply projects, irrigation projects, inland water ways and inland ports, water treatment systems, solid waste management systems, sanitation and sewerage systems or any other public facilities of a similar nature and any project for providing telecommunication services and for any or all or the aforesaid purposes, to do all the necessary or ancillary activities as may be considered necessary or beneficial or desirable.

- (ii) To conduct and carry on the business (whether directly or subsidiaries) of manufacturing, designing, developing, buying, selling, exporting, importing, maintaining, undertaking, identifying, formulating, designing, developing, structuring, promoting, aiding, procuring, establishing, equipping, managing, constructing, erecting, operating, maintaining, improving, controlling, regulating, modifying, fabrication, restructuring, re-organising, participating and/or assist in the designing, development, construction, implementation, commissioning, operation and maintenance of solar photovoltaic equipments and ancillaries including but not limited to wafer, cells and modules in renewables, electronics sector and other sectors, by way of or in special economic zones or otherwise, schemes, facilities, programmes or advisory mandates across sectors in India or abroad and ancillary facilities and services for commercial use by itself, its members, shareholders and by other companies promoted by the Company or promoters and other developers/companies.
- (iii) To carry on (whether directly or subsidiaries) in India or elsewhere the business of manufacture, process, produce, assemble, refine, treat, purchase, sell, import, export, recycle, trade, construct, lay down, establish, fix or otherwise dealing in all aspects of methanol or hydrogen or ammonia generation or its compound gases, compressed natural gas and mineral substances, including blending of hydrogen with compressed natural gases to make hydrogen compressed natural gas and blending of methanol with gasoline using renewable sources of energy including its associated transportation and storage



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infrastructure, to use it as fuel in hydrogen fuel cell based vehicles, methanol fuel cell based vehicles, electric power, gas based power and other plants, energy storage and many other industrial applications and related purpose and the products or the by-products which may be derived, produced, prepared, developed, compounded, made or manufactured therefrom and substances obtained by mixing any of the foregoing with other substances, synthesizing chemicals using methanol or hydrogen, waste management and for that purpose to set up, operate and manage all necessary plants, establishments and works and other allied industries, trading and distribution of electricity and associated sub-stations and equipments, apparatus cables and wires under direct ownership or through its subsidiaries, affiliate, joint venture or partnership or in any other manner.

- (iv) To undertake (whether directly or subsidiaries) the business of designing, developing, manufacturing, testing, buying, distributing, fabricating, selling, export, import, dealing in, assembling, integrating, installing, repairing, converting, overhauling, alteration, maintenance, and improvement of all types of fuel cells, electrolyzers and allied innovative technologies and various systems including separation tank, heat exchangers, dryers, compressors etc for production of hydrogen and ammonia and other products using electricity (including renewable sources), water (including sea water) and other inputs required for clean energy transition, fuel cells electric vehicles, internal combustion engines, turbine generators, refuelling stations, industrial applications, commercial and consumptive purpose, their components, parts, ingredients, substances, systems, controls, consumable accessories, composites and fittings.

**RESOLVED FURTHER THAT** the Directors and the Company Secretary of the Company be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient and filing of the necessary e-forms with the Registrar of Companies for the purpose of giving effect to this resolution.”

- 5. To grant approval for extending revolving unsecured loan to its Subsidiary Company, Avaada Energy Private Limited ('AEPL') upto INR 10,000,000,000 or giving any guarantee or providing any security in connection with any financial facility to be availed by AEPL from any bank or financial institution for undertaking its principal business activities and of its Subsidiary Companies:**

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





## AVAADA VENTURES PRIVATE LIMITED

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

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**“RESOLVED THAT** pursuant to the provisions of Section 185 of the Companies Act, 2013 and rules issued thereunder and other applicable provisions of law, 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’), 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) or giving any guarantee or providing any security in connection with any financial facility including term loan as may be availed by AEPL from any bank or financial institution for undertaking principal business activities of AEPL and its Subsidiary Companies.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board be and is hereby authorized to generally to 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**

**Nidhi Singhania  
Company Secretary**

**Date: March 29, 2023  
Place: Mumbai**





## AVAADA VENTURES PRIVATE LIMITED

(Formerly known as Avaada Power Private Limited)

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### 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 to 5 is enclosed.



**EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013:**
**Item no.1, 2 and 3:**

Pursuant to terms agreed under debenture subscription agreement dated March 24, 2023 (as may be amended from time to time) executed between inter alios the Company and the India Renewables Opportunities Fund - Scheme III, a scheme of India Renewables Opportunities Fund, a category II alternative investment fund registered under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 (the "Debenture Holder" which term shall include its novatees, transferees and assigns, from time to time), it is intended to appoint Mr. Vineet Mittal (DIN: 00058552), Ms. Sindoor Mittal (DIN: 00292184) and Mr. Nawal Saini (DIN: 08259154) as the Directors of the Company. The Company have received consent in writing from them to act as the Directors of the Company. Further, it is proposed that Mr. Vineet Mittal be appointed as the Chairman and Mrs. Sindoor Mittal be appointed as the Vice Chairperson of the Company and Avaada Group.

**Item No.1:**
**Appointment of Mr. Vineet Mittal (DIN: 00058552) as the Director and Chairman of the Company:**

(i) Further, the brief profile of Mr. Vineet Mittal is as follows: -

<b>Nationality</b>	Indian
<b>Date of Birth</b>	September 05, 1974
<b>Qualifications</b>	Bachelor of Technology from the National Institute of Technology Owners President Management Degree from Harvard Business School
<b>Experience</b>	Mr. Vineet Mittal, Chairman of Avaada Group is a serial entrepreneur who has built multiple large-scale businesses. After creating successful ventures in the BPO and IT space, he floated Welspun Energy in 2010, becoming India's largest renewable energy company with an installed base of 1.2 GW and in 2016, the platform was



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	<p>monetized successfully with the sale to Tata Power at a US \$1.4 bn valuation. The Thermal power business of the group was also sold successfully to Adani Group</p> <p>He is a strong proponent of advancing sustainability through robust business models.</p> <p>He has been actively advocating the concepts of Community Development Certificates (CDC) and Grow Forest Certificates (GFC) with the governments he developed. Both the instruments target creating a marketplace for achieving sustainability objectives of increasing forest cover and developing social infrastructure in terms of healthcare access, education, and so on through a strong incentive mechanism.</p> <p>Mr. Mittal is a regular speaker on clean energy transition at important national and international events. A leading and influential industry voice, he is a regular invitee in all policy consultations by bodies like Niti Aayog, Ministries and Govt. departments, etc.</p>
<b>Date of Appointment on the Board</b>	March 29, 2023
<b>Terms and Conditions of Appointment</b>	Appointment as Non-executive Director
<b>Details of remuneration sought to be paid</b>	None
<b>Last drawn remuneration</b>	None
<b>Shareholding in the Company</b>	None directly
<b>Relationship with other Directors, Manager and other Key Managerial Personnel of the Company</b>	Spouse of Mrs. Sindoor Mittal
<b>Number of Meetings of the Board attended during the year</b>	None
<b>Directorship in Other Companies</b>	Suvayu Ventures Private Limited Avaada Energy Private Limited



<b>Chairman/Member in Committee of Board of Companies in which he/she is a Director</b>	Chairman of Board of Avaada Energy Private Limited and member of the following Committees of Board: (i) Audit Committee (ii) Finance Administration and Bid Committee (iii) Corporate Social Responsibility Committee (iv) Remuneration Committee
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Mr. Vineet Mittal (DIN: 00058552) is not disqualified from being appointed as the Director in terms of Section 164 of the Act.

The Board is of opinion that Mr. Vineet Mittal (DIN: 00058552) possesses appropriate skills, experience and knowledge that will enable him to discharge his duties, roles and functions as the Director.

The Board of Directors recommends the passing of the resolution at Item no. 1 of the notice by way of an Ordinary Resolution.

Save and except his spouse, Mrs. Sindoor Mittal, none of the other Directors/proposed Directors and their relatives are concerned or interested, financial or otherwise in the resolution set out at Item no. 1 of the Notice.

**Item no. 2:**

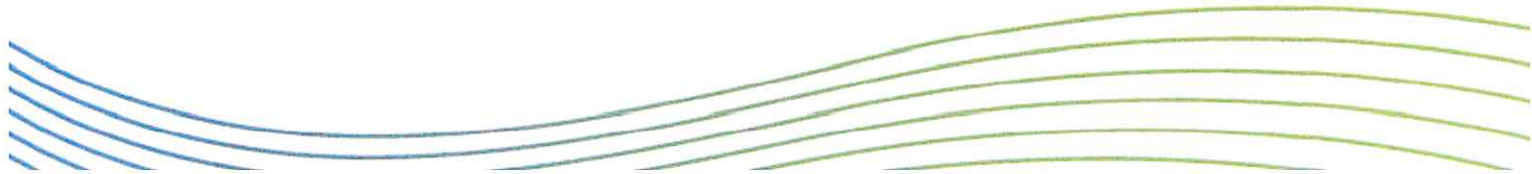
**Appointment of Mrs. Sindoor Mittal (DIN: 00292184) as the Director and Vice Chairperson of the Company:**

(i) Further, the brief profile of Mrs. Sindoor Mittal is as follows: -

<b>Nationality</b>	Indian
<b>Date of Birth</b>	March 28, 1983
<b>Qualifications</b>	MBA in Finance, ISB- Hyderabad and an alumnus of Stanford Graduate School
<b>Experience</b>	Ms. Sindoor Mittal, Vice Chairperson, of Avaada Group, is at the forefront of the global shift towards renewable energy. She is a core member of the leadership team at



	<p>Avaada Group, India’s leading energy transition company, championing the Net Zero Mission of the Government of India.</p> <p>She is striving to build a sustainable world for the generations to come—a world that green energy solutions that Avaada promises will power.</p> <p>Ms. Mittal’s role at Avaada focuses on strategy, leadership development, and fundraising. Avaada has had a marquee list of investors like ADB, DEG, FMO, Proparco, and, most recently, the PTT Group from Thailand.</p> <p>In her previous role as the Director, Welspun Energy, Ms. Mittal drove the company’s green energy agenda and spearheaded its solar business. She played a vital role in raising equity for the company and successfully handled the sale of the organization’s ~1140 MW renewable portfolio to Tata Power.</p> <p>Ms. Mittal is also keenly involved in the company’s Corporate Social Responsibility endeavor, which focuses on educating girl children, environment-friendly practices, and healthcare to the communities in which Avaada works. She relentlessly pursues the belief that India can speed up its growth by encouraging greater economic participation of women.</p> <p>She is well-known name in the industry and a keynote speaker in leading forums. She has addressed events like RE-INVEST, Economic Times’ Global Business Summit, and IFC’s Climate Business Forum, among others. Ms. Mittal was conferred with the “Asia One Young Asian Entrepreneurs 2019-20” and the “Women Leader of the Year- 2018” award.</p>
<b>Date of Appointment on the Board</b>	March 29, 2023
<b>Terms and Conditions of Appointment</b>	Appointment as Non-executive Director



<b>Details of remuneration sought to be paid</b>	None
<b>Last drawn remuneration</b>	None
<b>Shareholding in the Company</b>	None directly
<b>Relationship with other Directors, Manager and other Key Managerial Personnel of the Company</b>	Spouse of Mr. Vineet Mittal
<b>Number of Meetings of the Board attended during the year</b>	None
<b>Directorship in Other Companies</b>	Candor India Private Limited Suvayu Ventures Private Limited Avaada Energy Private Limited Avaada Foundation
<b>Chairman/Members in Committee of Board of Companies in which he/she is a Director</b>	Vice Chairperson of Board of Avaada Energy Private Limited and member of the following Committees of Board: (i) Audit Committee (ii) Finance Administration and Bid Committee (iii) Corporate Social Responsibility Committee (iv) Remuneration Committee

Mrs. Sindoor Mittal (DIN: 00292184) is not disqualified from being appointed as the Director in terms of Section 164 of the Act.

The Board is of opinion that Mrs. Sindoor Mittal (DIN: 00292184) possesses appropriate skills, experience and knowledge that will enable her to discharge her duties, roles and functions as the Director.

The Board of Directors recommends the passing of the resolution at Item no. 2 of the notice by way of an Ordinary Resolution.

Save and except her spouse, Mr. Vineet Mittal, none of the other/proposed Directors and their relatives are concerned or interested, financial or otherwise in the resolution set out at Item no. 2 of the Notice.



**Item No. 3:**
**Appointment of Mr. Nawal Saini (DIN: 08259154) as the Director of the Company:**

(i) The brief profile of Mr. Nawal Saini is as follows: -

<b>Nationality</b>	Indian
<b>Date of Birth</b>	26/11/1981
<b>Qualifications</b>	Mr. Nawal Saini holds a <u>B.Sc. (H)</u> Mathematics degree from University of Delhi and have completed his PGDBM (with a Major in Finance and Marketing) from Management Development Institute, Gurgaon.
<b>Experience</b>	<ul style="list-style-type: none"> <li>• 2018 - Now: Managing Director with Brookfield Asset Management, responsible for advising on investing and managing assets in India in renewable energy space</li> <li>• 2017 - 2018: Director at CDPQ, Infrastructure fund</li> <li>• 2011 - 2017: JP Morgan's Asian Infrastructure Fund overseeing investments and asset management in the infrastructure and power space</li> <li>• 2007 - 2011: Investment manager at Jacob Ballas, a New York Life sponsored private equity fund</li> <li>• 2005 - 2007: Portfolio manager at ABN Amro Bank</li> <li>• 2004 - 2005: Associate at SBI Capital Markets</li> </ul>
<b>Date of Appointment on the Board</b>	March 29, 2023
<b>Terms and Conditions of Appointment</b>	Appointment as Non-executive Director
<b>Details of remuneration sought to be paid</b>	None
<b>Last drawn remuneration</b>	None
<b>Shareholding in the Company</b>	None
<b>Relationship with other Directors, Manager and other Key Managerial Personnel of the Company</b>	None

<b>Number of Meetings of the Board attended during the year</b>	N.A.
<b>Directorship in Other Companies</b>	<ol style="list-style-type: none"> <li>1. Brookfield Renewable (Operating) India Private Limited</li> <li>2. Tricap India Capital Private Limited</li> <li>3. Pentacap Advisors Private Limited</li> <li>4. UPL Sustainable Agri Solutions Limited</li> </ol>
<b>Chairman/Members in Committee of Board of Companies in which he/she is a Director</b>	NA

Mr. Nawal Saini (DIN: 08259154) is not disqualified from being appointed as the Director in terms of Section 164 of the Act.

The Board is of opinion that Mr. Nawal Saini (DIN: 08259154) possesses appropriate skills, experience and knowledge that will enable him to discharge his duties, roles and functions as the Director.

The Board of Directors recommends the passing of the resolution at Item no. 3 of the notice by way of an Ordinary Resolution.

None of the other Directors/proposed Directors and their relatives are concerned or interested, financial or otherwise in the resolution set out at Item no. 3 of the Notice.

**Item no. 4:**

**Alteration of the Main Objects Clause of the Memorandum of Association of the Company:**

Pursuant to terms agreed under debenture subscription agreement dated March 24, 2023 (as may be amended from time to time) executed between inter alios the Company, its Promoter and the India Renewables Opportunities Fund - Scheme III, a scheme of India Renewables Opportunities Fund, a category II alternative investment fund registered under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012 (the "Debenture Holder" which term shall include its novatees, transferees and assigns, from time to time), it is intended to alter the main object clause to specifically include all the business activities which are proposed to be undertaken by the Company including (i) investment in



companies engaged in the businesses of setting up renewable energy projects including wind, solar, hybrid and storage projects, manufacturing of components used in solar module supply chain from polysilicon to modules, hydrogen production system, green hydrogen and/or its derivatives; (ii) providing engineering, procurement and construction services for the businesses mentioned in sub-clause (a)(i) above; and (iii) setting up, owning, commissioning, operating and maintaining renewable energy projects proposed to be undertaken under the Company.

The proposed alteration of the main object of the memorandum of association of the Company would require the approval of the members of the Company by way of a special resolution and hence the matter is placed for the approval of the members of the Company as a special resolution.

That, none of the Directors or Key Managerial Personnel of your Company and their relatives are in any way, concerned or interested in the aforesaid matter.

**Item no. 5:**

**Approval for extending revolving unsecured loan to its Subsidiary Company, Avaada Energy Private Limited ('AEPL') upto INR 10,000,000,000 or giving any guarantee or providing any security in connection with any financial facility to be availed by AEPL from any bank or financial institution for undertaking its principal business activities and of its Subsidiary Companies:**

This is to inform that Avaada Energy Private Limited ('AEPL') may in the ordinary course of its business be required to avail financial assistance from any other bank or financial institution ('Lender(s)') for its business activities including part financing the development and construction of renewable power projects under AEPL and its Subsidiary Companies. As per the agreed sanction terms by the Lender(s), the Company may be required to offer undertaking in the agreed format for extending support for the renewable power projects at the request of AEPL as security for the said Facility to the extended by the Lender(s).

Moreover for undertaking principal business activities and meeting working capital requirements for setting up of renewable power projects and other corporate purposes, the Company may be required to extend revolving unsecured loans not exceeding INR 10,000,000,000 (Indian Rupees Ten Billion only) to AEPL.





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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 required for extending the said security for financial facility to be availed by AEPL and for granting revolving unsecured loans to AEPL for its business activities.

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**

**Nidhi Singhania  
Company Secretary**

**Date: March 29, 2023**

**Place: Mumbai**





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Mumbai - 400069.  
T: +91-22-6140 8000  
E: [avaadaventures@avaada.com](mailto:avaadaventures@avaada.com)

### ATTENDANCE SLIP

*To be handed over at the entrance of the Meeting Hall*  
4/2022-23 extra ordinary general meeting  
Wednesday, March 29, 2023 at 10.30 p.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 the 4/2022-23 extra ordinary general meeting of the Company to be held on Wednesday, March 29, 2023 at 10.30 p.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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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.  
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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, 4th 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 4/2022-23 extra ordinary general meeting of the Company to be held on Wednesday, March 29, 2023 at 10.30 p.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 resolutions as are indicated below:



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New Delhi – 110 001  
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Registered Office:  
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N. S. Phadke Road, Andheri (E),  
Mumbai - 400069.  
T : +91-22-6140 8000  
E: [avaadaventures@avaada.com](mailto:avaadaventures@avaada.com)

Sr. No. of resolution	Particulars	For	Against
1.	To appoint Mr. Vineet Mittal (DIN: 00058552) as the Director and Chairman of the Company		
2.	To appoint Mrs. Sindoor Mittal (DIN: 00292184) as the Director and Vice Chairperson of the Company		
3.	To appoint Mr. Nawal Saini (DIN: 08259154) as the Director of the Company		
4.	To approve alteration of the Main Objects Clause of the Memorandum of Association of the Company		
5.	To grant approval for extending revolving unsecured loan to its Subsidiary Company, Avaada Energy Private Limited ('AEPL') upto INR 10,000,000,000 or giving any guarantee or providing any security in connection with any financial facility to be availed by AEPL from any bank or financial institution for undertaking its principal business activities and of its Subsidiary Companies		

Signed this ..... day of ..... 2023

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.*

