

NOTICE OF NINTH (9TH) ANNUAL GENERAL MEETING

NOTICE is hereby given that the Ninth (9th) Annual General Meeting of ReNew Akshay Urja Limited (Formerly known as ReNew Akshay Urja Private Limited) will be held on Monday, the 30th day of September, 2024 at 10:00 AM at 138, Ansal Chambers-II, Bhikaji Cama Place, New Delhi-110066 the Registered Office of the Company to transact the following businesses:

ORDINARY BUSINESS:

- 1. To consider and adopt the audited Financial Statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon**

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

“RESOLVED THAT the audited Financial Statement of the Company for the financial year ended March 31, 2024 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- 2. To appoint Ms. Parul Agrawal (DIN: 08452687), Managing Director who retires by rotation and being eligible, offers herself for re-appointment**

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

“RESOLVED THAT Ms. Parul Agrawal (DIN: 08452687) who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as the Managing Director of the Company whose office shall be liable to retirement by rotation”.

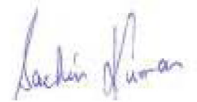
SPECIAL BUSINESS:

- 3. To ratify the remuneration of Cost Auditors for the Financial Year 2024-25**

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

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended from time to time, the Company hereby ratifies the remuneration (plus applicable service tax and out of pocket expenses) finalized by the Board of Directors to M/s. Sanjay Arya & Associates (Firm Registration No. 102619), who have been appointed by the Board of Directors as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company, for the Financial Year 2024-2025.”

**By order of the Board
For Renew Akshay Urja Limited**



**Sachin Kumar
Company Secretary
M. No.: A31353**

Address: H.No. 459, Pehladpur Delhi- 110042



ReNew Akshay Urja Limited

CIN: U40300DL2015PTC275651

Corporate Office: ReNew.Hub, Commercial Block-1, Zone 6, Golf Course Road, DLF City Phase-V, Gurugram – 122009

Registered Office: "138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066

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Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND, ON A POLL, TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. A member holding more than ten percent of the total share capital of the Company may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
3. Explanatory statement pursuant to Section 102 of the Companies Act, 2013 is annexed.
4. Entry to the place of meeting will be regulated by an Attendance Slip which is annexed to the Notice. Members/Proxies attending the meeting are kindly requested to complete the enclosed Attendance Slip and affix their signature at the place provided thereon and hand it over at the entrance.
5. The documents related to matters set out in the notice shall be open for inspection at the registered office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days up to and including the date of meeting.
6. Route map and land mark details for the venue of general meeting is annexed to the notice.



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ITEM NO. 3**To ratify the remuneration of Cost Auditors for the Financial Year 2024-25**

In accordance with the provisions of Section 148 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, the Company is required to appoint Cost Auditors to audit the cost records of the applicable products of the Company relating to its business.

The Board has appointed M/s. Sanjay Arya & Associates as the Cost Auditors of the Company for the Financial Year 2024-25 on remuneration as may be mutually decided by the Directors of the Company plus applicable Service tax and out of pocket expenses that may be incurred.

In terms of Section 148 and Rule 14 of the Companies (Audit and Auditors) Rules, 2014 and other applicable provisions, if any, 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), the remuneration payable to the Cost Auditors has to be approved / ratified by the shareholders of the Company.

The concern or interest, financial or otherwise in respect of agenda no. 3 under Special Business of:

- | | |
|---|--------|
| i. Director and Manager | - None |
| ii. Every other Key Managerial Personnel | - None |
| iii. Relatives of persons mentioned in (i) and (ii) | - None |

Your Directors recommend the Resolution at Item No. 3. as an Ordinary Resolution, for your approval.

**By order of the Board
For Renew Akshay Urja Limited**



**Sachin Kumar
Company Secretary
M. No.: A31353**

Address: H.No. 459, Pehlادpur Delhi- 110042

**Place: Gurugram
Date: September 6, 2024**



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ANNEXURE TO ITEM NO. 2 OF THE NOTICE

Pursuant to the Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India, below mentioned are the details of Directors seeking appointment/ re-appointment at the 9th Annual General Meeting.

| | |
|---|--|
| Name of the Director | Ms. Parul Agrawal |
| Directors Identification Number | 08452687 |
| Date of Birth | 15/02/1984 |
| Qualification | PGDBM, Finance & Strategy |
| Experience | Ms. Parul Agrawal is a PGDM, Finance and Strategy from Indian Institute of Management, Lucknow and B. Tech in Electronics and Communication. She has 15 years of experience in power sector and is heading Digital Transformation within ReNew. Previously, she has worked with Jindal Steel & Power Limited and Steel Authority of India Limited. |
| Date of first appointment | 07/03/2013 |
| Shareholding in the Company | NIL |
| Terms and Conditions of appointment/ reappointment | Managing Director (Executive Director) liable to retire by rotation without remuneration. |
| Remuneration last drawn (including sitting fees, if any) | No remuneration was drawn in capacity of Director of the Company |
| Relationship with other Directors / Key Managerial Personnel | Not related to any Director / Key Managerial Personnel |
| Number of meetings of the Board attended during F.Y. 2023-24 | 2 (Two) |
| List of Directorship in other Companies | <ol style="list-style-type: none"> 1. Bhumi Prakash Private Limited 2. ReNew Solar Energy (Jharkhand One) Private Limited 3. ReNew Sun Waves Private Limited 4. ReNew Saur Shakti Private Limited 5. ReNew Solar Energy (Jharkhand Four) Private Limited |
| Membership/ Chairmanship of Committees of other Boards | NIL (No membership and chairmanship of committees of boards are held for other entities) |



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RENEW AKSHAY URJA LIMITED)
(FORMERLY KNOWN AS RENEW AKSHAY URJA PRIVATE LIMITED)
CIN: U40300DL2015PLC275651
(Registered office: 138, Ansal Chamber – II, Bhikaji Cama Place, New Delhi-110 066)

**ANNUAL GENERAL MEETING
ATTENDANCE SLIP**

Name of the Attending Member/Proxy (in Block Letters): _____

Folio No.: _____

No. of shares: _____

I hereby record my presence at the ANNUAL GENERAL MEETING of the Company being held on Monday, the 30th day of September, 2024 at 10:00 AM at 138, Ansal Chambers-II, Bhikaji Cama Place, New Delhi-110066.

.....
Signature of the Attending Member/Proxy/ Authorised Representative

Notes:

1. A Member/Proxy/ Authorised representative attending the meeting must fill in and sign this Attendance Slip and hand it over at the entrance.
2. Member intending to appoint a proxy, should complete the Proxy Form given below and deposit it at the Company's Registered Office before the commencement of the Meeting.



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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 Companies (Management and Administration) Rules, 2014]

| | |
|----------------------|--|
| CIN: | U40300DL2015PLC275651 |
| Name of the company: | ReNew Akshay Urja Limited |
| Registered office: | 138, Ansal Chamber – II, Bikaji Cama Place, New Delhi-110066 |

| |
|------------------------|
| Name of the member(s): |
| Registered address: |
| Email Id: |
| Folio No./Client Id: |
| DP ID: |

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

| | | |
|----|------------|--|
| 1. | Name: | |
| | Address: | |
| | E-mail Id: | |
| | Signature: | |

| | | |
|----|------------|--|
| 2. | Name: | |
| | Address: | |
| | E-mail Id: | |
| | Signature: | |

| | | |
|----|------------|--|
| 3. | Name: | |
| | Address: | |
| | E-mail Id: | |
| | Signature: | |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Monday, the 30th day of September, 2024 at 10:00 AM at 138, Ansal Chambers-II, Bhikaji Cama Place, New Delhi-110066 and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Particulars |
|----------------|---|
| 1. | Adoption of Financial Statements of the Company |
| 2. | To appoint Ms. Parul Agrawal (DIN: 08452687), Managing Director who retires by rotation and being eligible, offers herself for re-appointment |
| 3. | To ratify the remuneration of Cost Auditors for the Financial Year 2024-25 |

Signed this..... day of..... 20....

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, before the commencement of the Meeting.



ReNew Akshay Urja Limited

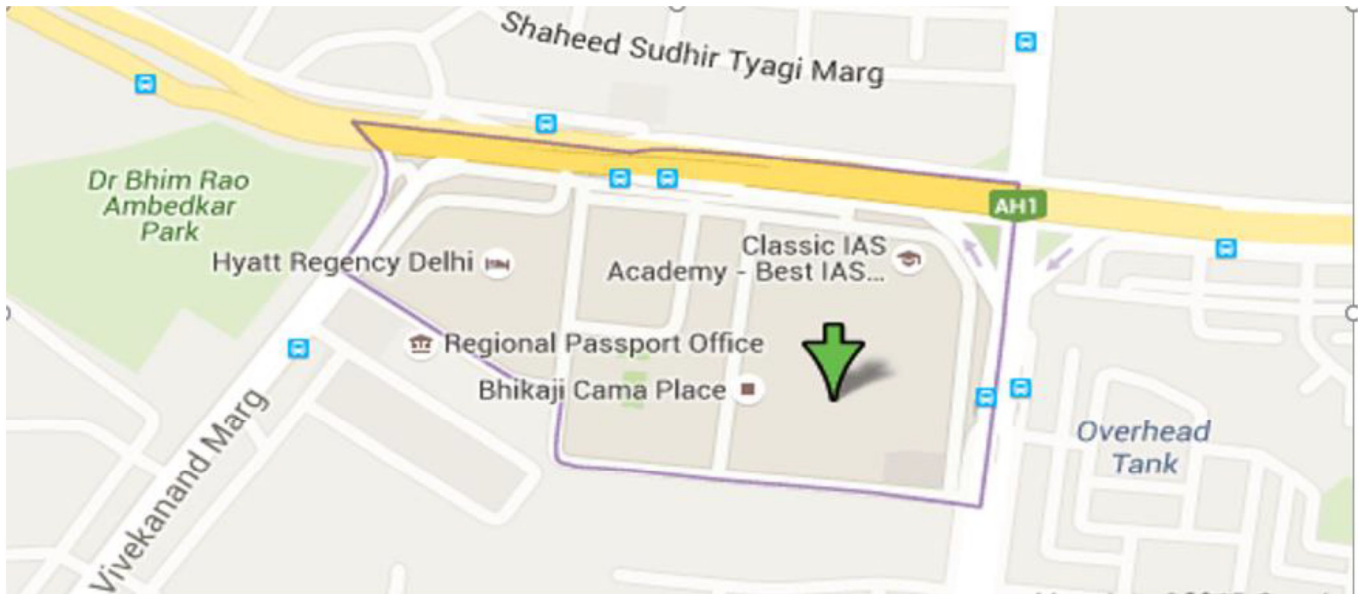
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Route Map



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