

## **NOTICE OF TENTH (10<sup>TH</sup>) ANNUAL GENERAL MEETING**

NOTICE is hereby given that the Tenth (10<sup>th</sup>) Annual General Meeting of ReNew Akshay Urja Limited (Formerly known as ReNew Akshay Urja Private Limited) will be held on Tuesday, 30<sup>th</sup> day of September, 2025 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, 2025 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, 2025 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 Mr. Gaurav Wadhwa (DIN: 07641926), Director who retires by rotation and being eligible, offers himself for re-appointment**

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

**“RESOLVED THAT** Mr. Gaurav Wadhwa (DIN: 07641926) who retires by rotation in terms of Section 152 of Companies Act, 2013 and being eligible be and is hereby re-appointed as the 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 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 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 2025-2026.”

- 4. To appoint Jayesh Parmar & Associates, practicing company secretary as secretarial auditors of the company**

*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 204(1) of the Companies Act, 2013 (‘Act’) and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions (if any) of the said Act (including any statutory modification or re-enactment thereof, for the time being in force),



**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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consent of the members be and are hereby accorded to appoint Jayesh Parmar & Associates, Practicing Company Secretary as Secretarial Auditors for a period of 5 (Five) consecutive years beginning from FY 2025-26 till 2029-2030 to conduct Secretarial Audit of the Company.

**RESOLVED FURTHER THAT** all the Directors of the Company and Company Secretary (“Authorised Signatories”) be and are hereby jointly and / or severally authorized to negotiate, finalize, agree on the terms of the engagement with Jayesh Parmar & Associates, Practicing Company Secretary including fixing of remuneration and to do all such acts, deeds and things as may be necessary to give effect to this resolution.”

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

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

**Place: Gurugram  
Date: 05<sup>th</sup> September, 2025**



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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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**STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**ITEM NO. 3**

**To ratify the remuneration of Cost Auditors for the Financial Year 2025-26**

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 2025-26 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.

**ITEM NO. 4**

**To appoint Jayesh Parmar & Associates, practicing company secretary as secretarial auditors of the company**

In accordance with the provisions of Section 204(1) of the Companies Act, 2013 ('Act') and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company is required to appoint Secretarial Auditors to conduct Secretarial Audit of the Company.

In line with the SEBI Regulations, the Board, subject to the approval of the Shareholders, proposes to appoint M/s. Jayesh Parmar & Associates, as Secretarial Auditor of the Company from the conclusion of 10<sup>th</sup> AGM till the conclusion of 15<sup>th</sup> AGM, to carry out the Secretarial Audit for a period of five consecutive financial years i.e., from FY 2025-26 to FY 2029-30, as set out at Item No.4 of the accompanying Notice.

M/s. Jayesh Parmar & Associates, have confirmed and disclosed that:

- they meet the criteria of independence and that they are eligible for appointment as Secretarial Auditor.
- they are not disqualified for appointment as per the Companies Secretaries Act, 1980 and rules & regulations made thereunder and the Auditing Standards issued by ICSI.
- they have further confirmed that the proposed appointment is within the limits laid down by ICSI and that they do not have any conflict of interest in providing the services of Secretarial Audit, to the Company in terms of the ICSI Auditing Standard on Audit Engagement.



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Based on the recommendations of the Audit Committee, Board has opined that M/s. Jayesh Parmar & Associates, Practicing Company Secretaries, fulfil the conditions/criteria for their appointment as Secretarial Auditor of the Company and accordingly, Board recommends the said appointment to the Shareholders, for their approval.

The concern or interest, financial or otherwise in respect of agenda no. 4 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. 4. as an Ordinary Resolution, for your approval.

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

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

**Place: Gurugram**  
**Date: 05<sup>th</sup> September, 2025**



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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 10<sup>th</sup> Annual General Meeting.

<b>Name of the Director</b>	Mr. Gaurav Wadhwa
<b>Directors Identification Number</b>	07641926
<b>Date of Birth</b>	05/04/1977
<b>Qualification</b>	MBA Finance and BE Power Electronics & Communications from IETE Delhi
<b>Experience</b>	Mr. Gaurav Wadhwa is an MBA Finance and BE Power Electronics & Communications from IETE Delhi. He is working as Vice President Design - Solar Utility Scale at ReNew Private Limited. Previously he had worked with Moser Baer Solar Limited as Head of Engineering & Product Development and with Onida as the Head of Design Engineering - Inverter and UPS Division.
<b>Date of first appointment</b>	28/06/2017
<b>Shareholding in the Company</b>	NIL
<b>Terms and Conditions of appointment/ reappointment</b>	Director (Non-Executive Director) liable to retire by rotation without remuneration.
<b>Remuneration last drawn (including sitting fees, if any)</b>	No remuneration was drawn in capacity of Director of the Company
<b>Relationship with other Directors / Key Managerial Personnel</b>	Not related to any Director / Key Managerial Personnel
<b>Number of meetings of the Board attended during F.Y. 2024-25</b>	4 (Four)
<b>List of Directorship in other Companies</b>	<ol style="list-style-type: none"> <li>1. Star Solar Power Private Limited</li> <li>2. ReNew Solar Energy (Telangana) Private Limited</li> <li>3. Sungold Energy Private Limited</li> <li>4. Symphony Vyapaar Private Limited</li> <li>5. Lexicon Vanijya Private Limited</li> <li>6. ReNew Solar Energy (TN) Private Limited</li> <li>7. ReNew Wind Energy (Rajasthan Four) Private Limited</li> </ol>
<b>Membership/ Chairmanship of Committees of other Boards</b>	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, Bikaji 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 Tuesday, 30<sup>th</sup> day of September, 2025 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 Tuesday, 30<sup>th</sup> day of September, 2025 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 Mr. Gaurav Wadhwa (DIN: 07641926) Director who retires by rotation and being eligible, offers himself for re-appointment
3.	To ratify the remuneration of Cost Auditors for the Financial Year 2025-26
4.	To appoint Jayesh Parmar & Associates, practicing company secretary as secretarial auditors of the company

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**

CIN: U40300DL2015PTC275651

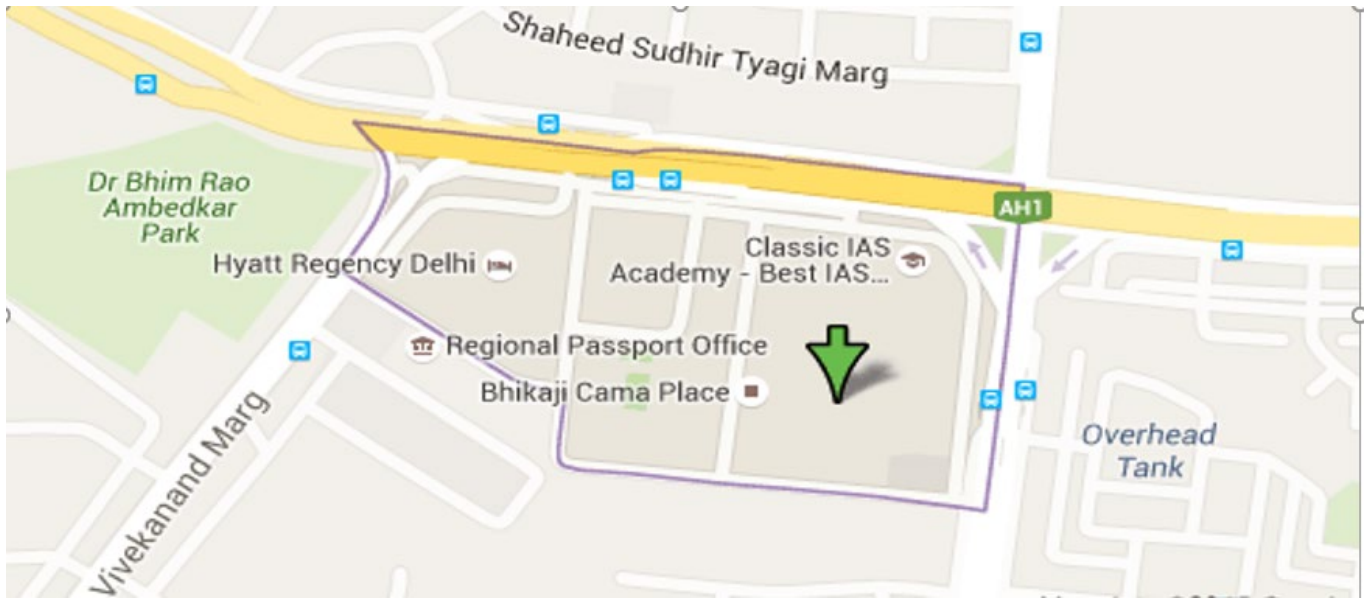
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## Route Map



### ReNew Akshay Urja Limited

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