

**AVAADA ENERGY PRIVATE LIMITED**

(Formerly known as 'Giriraj Renewables Private Limited')

Demerged Undertaking of Welspun Energy Private Limited

CIN: U80221MH2007PTC336458

**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 Marg, Andheri (E),  
Mumbai - 400069  
T: +91-22-6140 8000  
E: [avaadaenergy@avaada.com](mailto:avaadaenergy@avaada.com)  
[www.avaadaenergy.com](http://www.avaadaenergy.com)

To,

<b>Avaada Ventures Private Limited</b> (Formerly known as 'Avaada Power Private Limited') Hubtown Solaris, 4th Floor, 406, N. S. Phadke Marg, Andheri (East), Mumbai - 400 069	<b>Mr. Vineet Mittal &amp; Avaada Ventures Private Limited</b> 701, 7 <sup>th</sup> Floor, Shubham Bldg. Gandhi Gram Road, Mumbai - 400049
<b>Global Renewable Synergy Company Limited</b> 555/2 Energy Complex Building B, 5th Floor, Vibhavadi - Rangsit Road, Kwaeng Chatuchak, Khet Chatuchak, Bangkok 10900, Thailand	

**NOTICE**

**SHORTER NOTICE** is hereby given that 3/2021-22 extra ordinary general meeting of the members of Avaada Energy Private Limited (formerly known as 'Giriraj Renewables Private Limited') will be held on Tuesday, July 13, 2021 at 8:45 p.m. at the registered office of the Company situated at Hubtown Solaris, 4th Floor, 406, N. S. Phadke Marg, Near Andheri East West flyover, Andheri (East), Mumbai - 400 069 to transact the following special business:

**1. To approve adoption of new set of Articles of Association of the Company:**

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

**"RESOLVED THAT** pursuant to the provisions of Section 14 and any other applicable provisions, if any (including any statutory modifications or re-enactments thereof for the time being in force) of the Companies Act, 2013 and the rules framed thereunder, the existing Articles of Association of the Company be repealed and substituted by a new set of amended and restated Articles of Association, as placed before the meeting for perusal of the members of the Company and the approval of the members of the Company be and is hereby accordingly accorded.





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**RESOLVED FURTHER THAT** the new set of Articles of Association shall come into effect as on the date of issuance and allotment of the proposed equity shares to M/s Global Renewable Synergy Company Limited ('GRSCL').

**RESOLVED FURTHER THAT**, subject to the foregoing, every copy of the Articles of Association of the Company shall be amended and replaced in the manner set out in this resolution so that no former copy of the Articles of Association of the Company be issued by the Company from the date of issuance and allotment of the proposed equity shares to GRSCL.

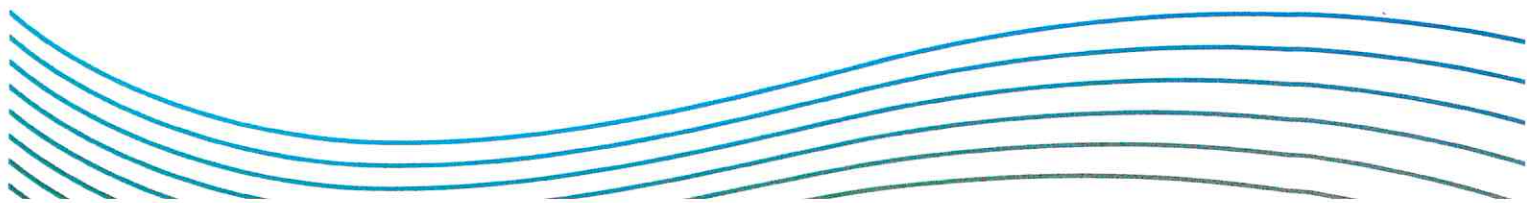
**RESOLVED FURTHER THAT** all the Directors and the Company Secretary of the Company be and are hereby severally authorised to accept such modifications/alterations as may be suggested by the Ministry of Corporate Affairs/Registrar of Companies and to do all such lawful acts, deeds, matters, and things and prepare and/or file any and all documents, returns, and/ or forms, including e-form MGT-14, with any statutory authority, including relevant Registrar of Companies, as may be required and to take all such necessary steps and do all such acts as may be required or as are deemed necessary, proper or desirable to give full effect to this resolution including signing such papers, forms etc., after affixing the respective digital signature, wherever required.

**RESOLVED FURTHER THAT** all the Directors and the Company Secretary of the Company be and are hereby severally authorized to certify a copy of this resolution and issue the same to any concerned party."

**By Order of the Board  
For Avaada Energy Private Limited  
(Formerly known as 'Giriraj Renewables Private Limited')**

**Date: July 13, 2021  
Place: Mumbai**

  
**Jyoti Mistry  
Company Secretary**







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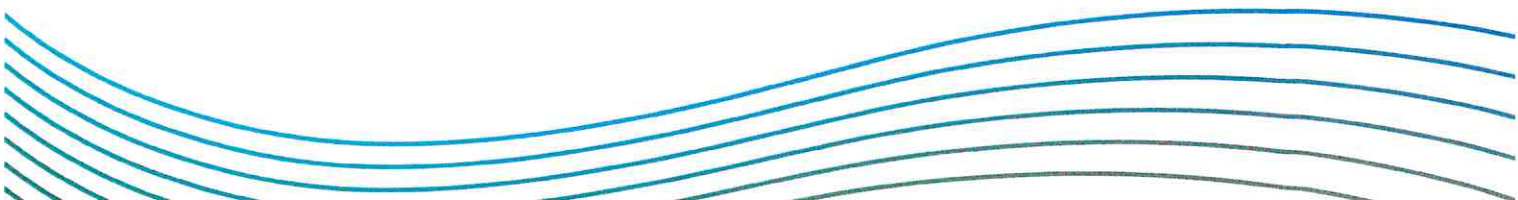
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### NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF/ ITSELF AND THE 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. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified true copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Meeting in accordance with the provisions of section 113 of the Companies Act, 2013.
3. The Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013, with regard to the resolutions mentioned above is enclosed.
4. Relevant documents referred to in the proposed resolutions are available for inspection at the office of the Company during business hours on all days except Saturdays, Sundays and public holidays up to the date of the extraordinary general meeting.



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

In view of proposed investment of upto INR 33,750,000,000 (Rupees Thirty Three Billion Seven Hundred Fifty Million) in the form of equity shares of Rs. 10/- per share in the Company by M/s Global Renewable Synergy Company Limited ('GRSCL') on terms as agreed under Subscription Agreement, it is proposed to amend the existing Articles of Association of the Company to incorporate the proposed terms of the shareholders agreement amongst the Company, Avaada Ventures Private Limited, Vineet Mittal and Sindoor Mittal dated July 13, 2021. Further, it is proposed that new set of Articles of Association shall come into effect as on the date of issuance and allotment of proposed equity shares to GRSCL.

As various articles in the existing Articles of Association is proposed to be amended, it is considered prudent and desirable to adopt new set of Articles of Association of the Company, by amending and restating the existing Articles of Association of the Company.

Further pursuant to provisions of Section 14 of the Companies Act, 2013, the consent of the members of the Company by way of a special resolution is required for adoption of a new set of Articles of Association of the Company. Hence your directors submit the resolution for your consideration and recommend it to be passed as a special resolution.

No Director or Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise in this resolution.

**By Order of the Board  
For Avaada Energy Private Limited  
(Formerly known as Giriraj Renewables Private Limited)**

**Date: July 13, 2020  
Place: Mumbai**

  
**Jyoti Mistry  
Company Secretary**





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[www.avaadaenergy.com](http://www.avaadaenergy.com)**ATTENDANCE SLIP***To be handed over at the entrance of the Meeting Hall***3/2021-22 Extra Ordinary General Meeting****Tuesday, July 13, 2021 at 8:45 p.m.**

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

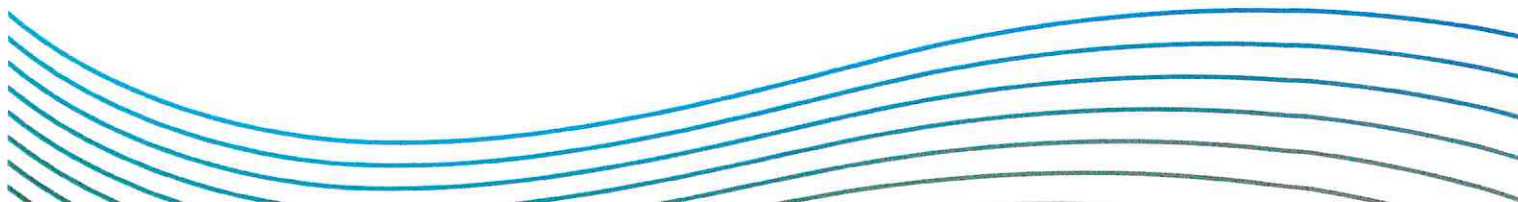
I/We certify that I/We am/are the registered Member(s)/Proxy for the registered Member(s) of the Company.

I/We hereby record my/our presence at the 3/2021-22 extra ordinary general meeting of the Company to be held at Hubtown Solaris, 4<sup>th</sup> Floor, 406, N S Phadke Marg, Near Andheri East West flyover, Andheri (East), Mumbai - 400 069 on Tuesday, July 13, 2021 at 8:45 p.m.

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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]

CIN	U80221MH2007PTC336458
Name of the Company	Avaada Energy Private Limited (Formerly known as 'Giriraj Renewables Private Limited')
Registered Office	406, 4 <sup>th</sup> Floor, Hubtown Solaris, N. S. Phadke Marg, Andheri (East), Mumbai - 400069
Name of the member(s)	
Registered Address	
E-mail id	
Folio No./DP ID-client ID	

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  
3/2021-22 extra ordinary general meeting of the Company to be held at Hubtown Solaris, 4<sup>th</sup>  
Floor, 406, N. S. Phadke Marg, Near Andheri East West flyover, Andheri (East), Mumbai -  
400 069 held on Tuesday, July 13, 2021 at 8:45 p.m. and at any adjournment thereof in  
respect of such resolutions as are indicated below:





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Sr. No. of resolution	Particulars	For	Against
1.	To approve adoption of new set of Articles of Association of the Company		

Signed this ..... day of ..... 2021.

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.*

