

## **NOTICE OF ELEVENTH ANNUAL GENERAL MEETING**

**To,  
The Members;  
Board of Directors &  
Statutory Auditors**

NOTICE is hereby given that the Eleventh Annual General Meeting of ReNew Power Private Limited (“Company”) will be held on Monday the 27<sup>th</sup> day of December, 2021 at 04.30 P.M. 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 (a) the audited Financial Statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon and (b) the audited consolidated Financial Statement of the Company for the financial year ended March 31, 2021 and the report of Auditors thereon.**

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

- (a) “**RESOLVED THAT** the audited Financial Statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”
- (b) “**RESOLVED THAT** the audited consolidated Financial Statement of the Company for the financial year ended March 31, 2021 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- 2. To approve the appointment of the M/s. BDG & Associates as Statutory Auditors of the Company for a period of 5 (Five) years**

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

“**RESOLVED THAT** pursuant to provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 read with The Companies (Audit and Auditors) Rules, 2014 (including any statutory modification (s) or re-enactment thereof for the time being in force), M/s. BDG & Associates, Chartered Accountants be and are hereby appointed as Statutory Auditors of the Company for a period of 5 (Five) years from this Annual General Meeting till the conclusion of 16<sup>th</sup> Annual General Meeting.

#### **ReNew Power Private Limited**

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited

CIN: U40300DL2011PTC291527

#### **Corporate Office**

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

Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: info@renewpower.in, Website:

www.renewpower.in

#### **Registered Office**

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980

**RESOLVED FURTHER THAT** Mr. D. Muthukumaran- CFO, Mr. Rajesh Khetarpal- Sr. VP Head of Financial Operations & Control (“Authorised Signatories”) be and are hereby severally authorized to negotiate, finalize, and agree on the terms of the engagement and scope of services with M/s. BDG & Associates, including fixing of remuneration and to do all such acts, deeds and things as may be necessary to give effect to this resolution."

### **SPECIAL BUSINESS**

#### **3. To approve the regularization of the appointment of Mr. Projesh Banerjea as Director not liable to retire by rotation**

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

**“RESOLVED THAT** pursuant to applicable provisions of the Companies Act, 2013 and rules made thereunder and Articles of Association of the Company, Mr. Projesh Banerjea (DIN: 08976263), who was appointed as an Additional Director of the Company with effect from 8<sup>th</sup> December, 2020 and who in terms of Section 161 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) holds office up to the Annual General Meeting, be and is hereby appointed as a Director not liable to retire by rotation.

**RESOLVED FURTHER THAT** any Director of the Company and Mr. Ashish Jain, Company Secretary of the Company be and are hereby severally authorized to do all the necessary formalities relating to filing of Form DIR-12 with Registrar of Companies, Delhi & Haryana and matters incidental & ancillary thereto as may be required to be complied with by the Company.”

#### **4. To ratify the remuneration of Cost Auditors for the financial year 2021-22**

*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 tax and out of pocket expenses 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 ending March 31, 2022.”

#### **ReNew Power Private Limited**

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited  
CIN: U40300DL2011PTC291527

#### **Corporate Office**

ReNew.Hub, Commercial Block-1, Zone-6, Golf Course Road, DLF City Phase-V, Gurugram  
- 122009,  
Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: info@renewpower.in, Website:  
www.renewpower.in

#### **Registered Office**

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980

By order of the Board  
For ReNew Power Private Limited



Ashish Jain  
Company Secretary  
M. No: FCS -6508

Address: Flat No. 203, Bhagwanti Apartments, Plot No. 83,  
Sector 56, Gurgaon- 122011, Haryana, India

Date : December 02, 2021  
Place : Gurugram

**ReNew Power Private Limited**

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited  
CIN: U40300DL2011PTC291527

**Corporate Office**

ReNew.Hub, Commercial Block-1, Zone-6, Golf Course Road, DLF City Phase-V, Gurugram  
- 122009,  
Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: [info@renewpower.in](mailto:info@renewpower.in), Website:  
[www.renewpower.in](http://www.renewpower.in)

**Registered Office**

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980

**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.

**ReNew Power Private Limited**

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited  
CIN: U40300DL2011PTC291527

**Corporate Office**

ReNew.Hub, Commercial Block-1, Zone-6, Golf Course Road, DLF City Phase-V, Gurugram  
- 122009,  
Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: [info@renewpower.in](mailto:info@renewpower.in), Website:  
[www.renewpower.in](http://www.renewpower.in)

**Registered Office**

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980

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

**Item No. 3: To approve the regularization of the appointment of Mr. Projesh Banerjea Director not liable to retire by rotation.**

Mr. Projesh Banerjea was appointed as an Additional Director of the Company with effect from 8<sup>th</sup> December, 2020. As per the provisions of Section 161 of the Companies Act 2013, his office shall expire at the ensuing Annual General Meeting.

The Board places the proposal for his appointment to the members as Director not liable to retire by rotation at the ensuing Annual General Meeting.

Therefore, your Directors recommend the Resolution in Item No. 3, as an Ordinary Resolution for your approval.

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

- i. Director and Manager (Except Mr. Projesh Banerjea to the extent of his directorship) - None
- ii. Every other Key Managerial Personnel - None
- iii. Relatives of persons mentioned in (i) and (ii) - None

**ITEM NO. 4: To ratify the remuneration of Cost Auditors for the financial year 2021-22**

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 conduct cost audit of the cost records of the applicable products of the Company relating to the business.

The Board has appointed M/s. Sanjay Arya & Associates as the Cost Auditors of the Company for the financial year 2021-22 on a remuneration as mutually agreed and plus applicable tax and out of pocket expenses.

In terms of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, the remuneration payable to the Cost Auditors has to be approved / ratified by the shareholders of the Company.

Therefore, your Directors recommend the Resolution in Item No. 4, as an Ordinary Resolution for your approval.

**ReNew Power Private Limited**

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited  
CIN: U40300DL2011PTC291527

**Corporate Office**

ReNew.Hub, Commercial Block-1, Zone-6, Golf Course Road, DLF City Phase-V, Gurugram  
- 122009,  
Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: info@renewpower.in, Website:  
www.renewpower.in

**Registered Office**

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980

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 |

By order of the Board  
For ReNew Power Private Limited



Ashish Jain

Company Secretary

M. No: FCS -6508

Address: Flat No. 203, Bhagwanti Apartments, Plot No. 83,  
Sector 56, Gurgaon- 122011, Haryana, India

Date : December 02, 2021

Place : Gurugram

**ReNew Power Private Limited**

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited

CIN: U40300DL2011PTC291527

**Corporate Office**

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

Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: [info@renewpower.in](mailto:info@renewpower.in), Website:  
[www.renewpower.in](http://www.renewpower.in)

**Registered Office**

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980

### ATTENDANCE SLIP

(Please complete this attendance slip and hand it over at the entrance of the venue)

I hereby record my presence at the Annual General Meeting of M/s ReNew Power Private Limited on Monday the 27<sup>th</sup> day of December, 2021 at 04.30 P.M, at 138, Ansal Chambers-II, Bhikaji Cama Place, New Delhi-110066 at Time

Full Name of the Shareholder/ Authorized representative: \_\_\_\_\_

residing at/having registered office at \_\_\_\_\_

Folio No. [●]

No. of Shares held: [●]

Name of Proxy (if any): [●]

\_\_\_\_\_  
Signature of the-Shareholder/Proxy/  
Corporate Representative\*

*\* Strike out whichever is not applicable*

#### ReNew Power Private Limited

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited  
CIN: U40300DL2011PTC291527

#### Corporate Office

ReNew.Hub, Commercial Block-1, Zone-6, Golf Course Road, DLF City Phase-V, Gurugram  
- 122009,  
Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: info@renewpower.in, Website:  
www.renewpower.in

#### Registered Office

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980



**PROXY FORM - MGT-11**

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

**Name of the Company:** M/s ReNew Power Private Limited  
(CIN: U40300DL2011PTC291527)

**Name of the Member (s):** \_\_\_\_\_ residing at/having registered office at \_\_\_\_\_ & e-mail Id: \_\_\_\_\_ bearing Folio No. \_\_\_\_\_.

I / We, being the member(s) of \_\_\_\_\_ (In words \_\_\_\_\_) equity shares of M/s. ReNew Power Private Limited hereby appoint –

1. Name: \_\_\_\_\_ Address : \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him / her

2. Name: \_\_\_\_\_ Address : \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him / her

3. Name: \_\_\_\_\_ Address : \_\_\_\_\_  
E-mail Id: \_\_\_\_\_ Signature: \_\_\_\_\_, or failing him / her

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 27<sup>th</sup> day of December, 2021, at 138, Ansal Chambers-II, Bhikaji Cama Place, New Delhi-110066 and at any adjournment thereof, in respect of resolutions set out in the Notice convening the meeting.

**Affix Re. 1  
Revenue  
Stamp**

**ReNew Power Private Limited**  
Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited  
CIN: U40300DL2011PTC291527

**Corporate Office**  
ReNew.Hub, Commercial Block-1, Zone-6, Golf Course Road, DLF City Phase-V, Gurugram - 122009,  
Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: info@renewpower.in, Website: www.renewpower.in

**Registered Office**  
138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax: +91 11 4111 2980



Signed this \_\_\_\_\_ day of \_\_\_\_\_, 2021

Signature of Shareholder (s)

\_\_\_\_\_  
Signature of Proxy Holder (s)

***Note:** This form of proxy in order to be effective, should be duly completed, stamped, executed and deposited at the registered office of the Company, before the commencement of the Meeting.*

---



**ReNew Power Private Limited**

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited  
CIN: U40300DL2011PTC291527

**Corporate Office**

ReNew.Hub, Commercial Block-1, Zone-6, Golf Course Road, DLF City Phase-V, Gurugram  
- 122009,  
Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: [info@renewpower.in](mailto:info@renewpower.in), Website:  
[www.renewpower.in](http://www.renewpower.in)

**Registered Office**

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980

## Route Map



### ReNew Power Private Limited

Formerly known as ReNew Power Limited & ReNew Power Ventures Private Limited  
CIN: U40300DL2011PTC291527

### Corporate Office

ReNew.Hub, Commercial Block-1, Zone-6, Golf Course Road, DLF City Phase-V, Gurugram  
- 122009,  
Tel: +91 124 489 6670, Fax: +91 124 489 6699, Email: [info@renewpower.in](mailto:info@renewpower.in), Website:  
[www.renewpower.in](http://www.renewpower.in)

### Registered Office

138, Ansal Chambers-II, Bhikaji Cama Place, Delhi - 110066, Tel: +91 11 4677 2200, Fax:  
+91 11 4111 2980