

ENERGY INFRA TECH PRIVATE LIMITED

Registered Office: Ground Floor, Block A, 14, Factory Road, Safdarjung, New Delhi-110029
Tel: 011-46052677 Fax: 011-26182460 · Corporate Identity No.: (CIN) - U40101DL2004PTC148280
Website: www.energyinfotech.com · Email: accounts@energyinfotech.com

NOTICE

Notice is hereby given that the 20th Annual General Meeting of the Members of **Energy Infratech Private Limited** will be held on Monday, September 30, 2024 at 04.00 p.m (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the following business:

Ordinary Business:

Item No. 1 – Adoption of Audited Standalone Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditor thereon.

Item No. 2 – Adoption of Audited Consolidated Financial Statements

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Report of the Auditor thereon.

Item No. 3 – Declaration of Dividend

To declare dividend of ₹ 1.50/- (at the rate of 15%) per fully paid-up Equity Share of face value ₹10/- each for the Financial Year 2023-24.

Special Business:

Item No. 4 - Continuation of Shri Ram Vinay Shahi as the Executive Chairman of the Company

As per Article No. 21(ii) of the Article of Association (AoA) of the Company, "Shri Ram Vinay Shahi (RVS) shall have the right to nominate the Executive Chairman of the Board of Directors of the Company". Accordingly, the continued tenure of Shri Ram Vinay Shahi as the Chairman of the Company is in line with the AoA of the Company.

The Board Members in the Board Meeting held on September 6, 2024, also acknowledged the contribution and importance of Shri Ram Vinay Shahi continuing as the Executive Chairman of Company. His contribution as the Chairman of the Company remains vital and in the interest of the Company.

Accordingly, it is **Resolved that** the continued association of Shri Ram Vinay Shahi, as Executive Chairman of the Company is of great importance for the success of the Company and he should continue as such for atleast next 5 years.

By Order of the Board of Directors

Sd/-

Krishnendu Acharya

Manager (Finance) &
Company Secretary

Membership No. A52608

New Delhi, September 7, 2024

NOTES:

- a. The Ministry of Corporate Affairs ("MCA") has vide its General Circular No.s 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by "COVID-19", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to "Clarification on holding of Annual General Meeting ("AGM") through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the 20th AGM of the Company is being held through VC/OAVM on Monday, September 30, 2024 at 04 p.m. (IST). The registered office of the Company shall be deemed to be the venue for the AGM.
- b. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in regard to the business as set out in the Notice above in Item No.4 is annexed hereto.
- c. **Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for this AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.**
- d. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
- e. The Members can cast their votes at the following email address if a poll is required to be taken during the meeting on any resolution. Email id: accounts@energyinfratech.com
- f. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
- g. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- h. In accordance with the aforesaid MCA Circulars, the Notice of the AGM along with the Annual Report 2023-24 are being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company.
- i. **Book Closure and Dividend:**
The Register of Members of the Company will be closed from September 6, 2024 to September 30, 2024 for the purpose of payment of dividend and AGM for Financial Year 2023-24. The dividend of ₹ 1.50/- per fully paid-up equity share of ₹ 10/- each, if approved by the Members at the AGM, will be paid subject to deduction of income-tax at source ('TDS').

Pursuant to Finance Act, 2020, dividend income is taxable in the hands of shareholders effective April 1, 2020, and the Company is required to deduct tax at source from dividend paid to the Members at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and the amendments thereof. In general, to enable compliance with TDS requirements, Members are requested to complete and / or update their Residential status, PAN, Category with the Company by sending documents through e-mail on or before September 30, 2024.

Updation of mandate for receiving dividend directly in bank account through Electronic Clearing System or any other means in a timely manner:

Members are requested to send the following details / documents to the Company latest by September 30, 2024:

- a) a signed request letter mentioning your name, complete address and following details relating to bank account, in which the dividend is to be received:
 - i) Name of the Bank
 - ii) Branch of Bank
 - iii) Bank Account type;
 - iv) Bank Account Number
 - v) 11 digit IFSC Code.
- b) cancelled cheque in original, bearing the name of the Member;
- c) self-attested copy of the PAN Card; and
- d) self-attested copy of any document (such as Aadhaar Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.
- j. All documents referred to in Notice and other applicable documents will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice upto the date of AGM i.e., September 30, 2024. Members seeking to inspect such documents can send an email to accounts@energyinfotech.com.
- k. Members are encouraged to submit their questions in advance with respect to the accounts or the business to be transacted at the AGM. These queries may be submitted from their registered e-mail address, to reach the Company's e-mail address at accounts@energyinfotech.com before 3.00 p.m. (IST) on September 28, 2024.
- l. Members may also note that the Notice of the 20th AGM will also be available on the Company's website.

EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013 ("Act"), the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice:

Item No. 4

As per Article No. 21(ii) of the Article of Association (AoA) of the Company, "Shri Ram Vinay Shahi (RVS) shall have the right to nominate the Executive Chairman of the Board of Directors of the Company". Accordingly, the continued tenure of Shri Ram Vinay Shahi as the Chairman of the Company is in line with the AoA of the Company.

Further, neither in any Board Meetings nor in any Annual General Meetings (AGM), the question of Chairmanship of Shri R V Shahi has arisen. The Board Members and the Shareholders always have been in the favour of Shri R V Shahi as the Chairman of the Company. However, now this question has raised by the Nominee Director of AIPL.

A brief profile of Shri Ram Vinay Shahi is produced below:

Shri Ram Vinay Shahi held the position of Secretary to the Government of India, Ministry of Power. In this position, he was responsible for policy initiatives and implementation for the entire Power Sector (1,68,000 MW capacity) in India. During his tenure, the Indian Power Sector went through a major restructuring with the institution of the Electricity Act, 2003 and subsequent National Electricity Policy, 2005 and National Tariff Policy, 2006. Other major initiatives launched include the Accelerated Power Development & Reform Programme (2002), Rural Electrification Policy (2005), Ultra Mega Power Policy (2006) and Merchant Power Policy (2006).

Mr. Shahi was also directly responsible for the long-term planning and operational performance of the Central Public Sector Undertakings viz. National Thermal Power Corporation (NTPC), Power Grid Corporation of India Ltd, National Hydroelectric Power Corporation, Satluj Jal Vidyut Nigam Ltd, Tehri Hydro Development Corporation, Power Finance Corporation, Rural Electrification Corporation, Bhakra Beas Management Board and Damodar Valley Corporation. He was also President of the Governing Council of Central Power Research Institute, Chairman of the Executive Committee of Bureau of Energy Efficiency and Chairman of the Governing Council of National Power Training Institute having 5 large Training Institutes in various parts of the country.

Prior to his appointment as Secretary, Mr. Shahi was Chairman and Managing Director of BSES Ltd from 1994 to 2002. Earlier, for over 16 years, he was with National Thermal Power Corporation (NTPC) holding various positions between 1978 and 1994. These included General Manager in charge of Dadri Power Project; Executive Director in charge of Southern Region of NTPC, and finally Member on the Board of Directors of NTPC in-charge of Operations, R&D and Commercial functions. Prior to this, Mr. Shahi worked for over 10 years with Hindustan Steel Ltd / Steel Authority of India.

Mr. Shahi's academic qualifications include Graduation (Mechanical Engineering), Post Graduation (Industrial Engineering), Post Graduation (Business Management) and Diploma in Advanced Industrial Management (Delft, Holland). He is a Fellow of the World Academy of Productivity Sciences. He is a Fellow of Institution of Engineers (India), a Fellow of International Institute of Electrical Engineers, and a Fellow of the Indian National Academy of Engineering.

The Board Members in the Board Meeting held on September 6, 2024, also acknowledged the contribution and importance of Shri Ram Vinay Shahi continuing as the Executive Chairman of Company. His contribution as the Chairman of the Company remains vital and in the interest of the Company.

INSTRUCTION FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH VC

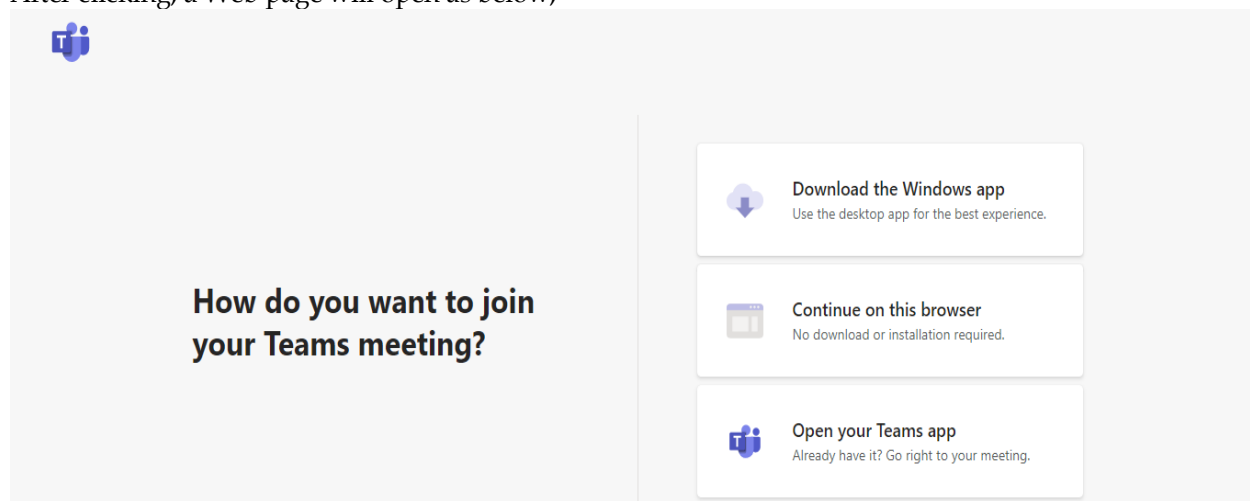
Please follow the below steps for participation

Step - 1

Click "[Click here to join the meeting](#)" to be provided in the email of link to join the meeting.

Step - 2

After clicking, a Web page will open as below;



Step - 3

If you have the Teams app - Click "**Open your Teams app**"

If you do not have the Teams app - Click "**Continue on this browser**".

Step - 4

Click "**Join Now**" link to join the virtual AGM

General Guidelines for VC participation

1. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
2. Members can participate in the AGM through their desktops / smartphones / laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops / laptops with high-speed internet connectivity.
3. Please note that participants connecting from mobile devices or tablets or through laptops via mobile hotspot may experience audio / video loss due to fluctuation in their respective networks. It is therefore recommended to use a stable Wi-Fi or LAN connection to mitigate any of the aforementioned glitches.

By Order of the Board of Directors

Sd/-

Krishnendu Acharya

Manager (Finance) &

Company Secretary

Membership No. A52608

New Delhi, September 7, 2024

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