



भारतीय अक्षय ऊर्जा विकास संस्था लिमिटेड (भारत सरकार का प्रतिष्ठान)

Indian Renewable Energy Development Agency Limited
(A Government of India Enterprise)

कॉर्पोरेट कार्यालय : तीसरी मंजिल, अगस्त क्रान्ति भवन, भीकाजी कामा प्लेस, नई दिल्ली-110066 भारत
Corporate Office : 3rd Floor, August Kranti Bhawan, Bhikaiji Cama Place, New Delhi-110066 INDIA
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वेबसाइट / Website : www.ireda.in CIN : U65100DL1987GOI027265

NOTICE

NOTICE is hereby given that the 19th Extra Ordinary General Meeting (EGM) of members of Indian Renewable Energy Development Agency Limited (IREDA) will be held on shorter notice on **Monday, September 04, 2023 at 12:30 P.M. at the Registered Office of the Company i.e 1st Floor, Core 4 'A', India Habitat Centre, Lodhi Road, New Delhi-110003** to transact the following businesses:

SPECIAL BUSINESS:

1. RAISING OF CAPITAL THROUGH AN INITIAL PUBLIC OFFERING OF EQUITY SHARES INCLUDING, ANY DISCOUNT AND RESERVATION CONTEMPLATED IN THE OFFER

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

“**RESOLVED THAT** in accordance with and subject to the provisions of Sections 23, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013, and the rules framed thereunder, including the Companies (Share Capital and Debentures) Rules, 2014, and the Companies (Prospectus and Allotment of Securities) Rules, 2014, each as amended, (including any statutory modifications or re-enactment thereof, for the time being in force, collectively referred to as the “**Companies Act**”), and in accordance with and subject to the provisions of the Securities Contracts (Regulation) Act, 1956, as amended (“**SCRA**”) and the Securities Contracts (Regulation) Rules, 1957, as amended (“**SCRR**”), the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**SEBI Listing Regulations**”), the Foreign Exchange Management Act, 1999, as amended (“**FEMA**”), and the rules and regulations made thereunder including the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, and any other applicable rules, regulations, guidelines, policies, clarifications, circulars and notifications issued by the Securities and Exchange Board of India (“**SEBI**”), the Reserve Bank of India (“**RBI**”), Government of India and any foreign investment laws or policies or guidelines issued by RBI and any other applicable laws, rules and regulations, circulars, directions, clarifications and orders as may be applicable, in India or outside India (including any amendment thereto or re-enactment thereof, for the time being in force) (collectively, the “**Applicable Laws**”), and in accordance with the provisions of the memorandum of association and articles of association of Indian Renewable Energy Development Agency Limited (the “**Company**”), each as amended, and the uniform listing agreements to be entered into between the Company and the respective stock exchanges where the Equity Shares are proposed to be listed (the “**Stock Exchanges**”), and subject to any approvals, consents, permissions and sanctions as may be required from the Registrar of Companies, Delhi and Haryana at New Delhi (“**RoC**”), SEBI, RBI, Ministry of New and Renewable Energy, Government of India, the Stock Exchanges, and all other appropriate statutory authorities and departments (collectively the “**Regulatory Authorities**”), and subject to such conditions and modifications as may be prescribed, stipulated or imposed by any of them while

granting such approvals, consents, permissions and sanctions, and which may be agreed to by the board of directors of the Company ("**Board**") or any other duly constituted committee of the Board, the consent of the shareholders of the Company be and is hereby granted to the Board to create, offer, issue, and allot up to 40,31,64,706 equity shares of face value of ₹10 each of the Company ("**Equity Shares**") by way of a fresh issue ("**Fresh Issue**"), and an offer for sale of up to 26,87,76,471 Equity Shares as may be decided by the President of India, acting through the Ministry of New and Renewable Energy, Government of India (the "**Offer for Sale**" and together with the Fresh Issue, the "**Offer**"), for cash either at par or premium (with an option to the Company to retain an oversubscription to the extent of 1% of the net Offer size, or such other extent as may be permitted under the Applicable Laws, for the purpose of rounding off to the nearest integer while finalising the basis of allotment in consultation with the Stock Exchanges) including any issue and allotment of Equity Shares to the stabilizing agent pursuant to a green shoe option and/or any other person pursuant to any pre-IPO placement in terms of the SEBI ICDR Regulations, at a price to be determined by the Board and the Promoter Selling Shareholder consultation with the book running lead managers in relation to the Offer ("**BRLMs**") through the book building process in accordance with the SEBI ICDR Regulations, which may also be subject to discount to the Offer price to retail individual bidders or eligible employees, out of the authorised share capital of the Company to any category of persons who are eligible investors, who may or may not be the shareholder(s) of the Company as the Board and the Promoter Selling Shareholder may, in consultation with the BRLMs, decide, including eligible employees (through reservation or otherwise), anchor investors and qualified institutional investors as defined under the SEBI ICDR Regulations, foreign/ resident investors (whether institutions, incorporated bodies, mutual funds and/or individuals or otherwise), Hindu undivided families, employees working in India or abroad, non-resident Indians, registered foreign portfolio investors as defined under the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2019, as amended, alternative investment funds, venture capital funds, foreign venture capital investors registered with SEBI, public financial institutions specified in Section 2(72) of the Companies Act, scheduled commercial banks, state industrial development corporations, insurance companies registered with the Insurance Regulatory and Development Authority of India, insurance funds set up by army, navy or air force of the Union of India, insurance funds set up and managed by the Department of Posts, Indian mutual funds, provident funds, pension funds, national investment fund, trusts/societies registered under the Societies Registration Act, 1860, development financial institutions, multilateral and bilateral financial institutions, systemically important non-banking finance companies, bodies corporate, companies, private or public or other entities whether incorporated or not, authorities and to such other persons, including high net worth individuals, retail individual bidders or other entities/persons, in one or more combinations thereof, whether through the Offer or otherwise in one or more modes or combinations thereof or any other category of investors who are permitted to invest in Equity Shares as per Applicable Laws, through an Offer document, prospectus and/or an information memorandum, if any, and the decision to determine the category or categories of investors to whom the allotment/ transfer shall be made to the exclusion of all other categories of investors and in such manner as the Board and the Promoter Selling Shareholder may, in its discretion, deem fit, including in consultation with BRLMs, underwriters, placement agents and/or other advisors as may be appointed for the Offer on such terms as may be deemed appropriate by the Board, and the Board in consultation with the BRLMs may finalise all matters incidental thereto as it may, in its absolute discretion, think fit."

"RESOLVED FURTHER THAT the Board be and is hereby authorised, on behalf of the Company, to do all such acts, matters, deeds and things and negotiate, finalise and execute such deeds, documents and agreements as well as amendments, supplements, notices or addenda or corrigenda thereto in connection with the Offer, as it may, in its absolute discretion, deem necessary, proper or desirable in relation to the Offer and the consequent listing of the Equity Shares on the recognised Stock Exchanges on behalf of, and in the best interests, of the Company, including determination of the terms of the Offer,

the timing, size and price, in terms of the SEBI ICDR Regulations or otherwise in accordance with Applicable Laws, in its absolute discretion deems fit in relation to the Offer, in consultation with the BRLMs, and approve and appoint intermediaries underwriters, escrow agents, registrar, banker(s) to the Offer, legal counsel, depository(ies), advertising agency, and all such persons or agencies as may be involved in or in relation to the Offer, and to remunerate all such agencies in cash or otherwise, including by way of payment of commission, brokerage, fees, or reimbursement for expenses incurred in relation to the Offer, and to terminate any agreements or arrangements with such intermediaries and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise, with respect to the Offer, including in relation to utilization of the proceeds of the Fresh Issue, if applicable, and such other activities as may be necessary in relation to the Offer, and to accept and to give effect to such modifications, changes, variations, alterations, deletions and/or additions as regards the terms and conditions, as it may, in its absolute discretion, deem fit and proper and in the best interest of the Company, without requiring any further approval of the members, and that all or any of the powers of the Company devolved pursuant to this resolution may be exercised by the Board or any duly constituted committee of the Board.”

“RESOLVED FURTHER THAT in accordance with Applicable Laws, the Board be and is hereby authorised, on behalf of the Company, at its sole discretion, to make available for allocation a portion of the Offer to any category(ies) of persons permitted under Applicable Laws, including without limitation to the eligible employees (the **“Reservation”**) or to provide a discount to the Offer price to retail individual bidders or eligible employees (the **“Discount”**), and to take any and all actions in connection with the Reservation or Discount as the Board may think fit or proper in its absolute discretion, including, without limitation, to negotiate, finalize and execute any document or agreement, and any amendments, supplements, notices or corrigenda thereto; to seek any consent or approval required or necessary, to give directions or instructions and do all such acts, deeds, matters and things as the Board may, from time to time, in its absolute discretion, think necessary, appropriate, or desirable, and to settle any question, difficulty, or doubt that may arise with regard to or in relation to the foregoing resolution.”

“RESOLVED FURTHER THAT the Equity Shares so allotted or transferred pursuant to the Offer, shall be listed on one or more recognised stock exchanges in India.”

“RESOLVED FURTHER THAT the Equity Shares allotted and/or transferred pursuant to the Offer as aforesaid (including pursuant to any reservation or green shoe option) shall be subject to the memorandum of association and the articles of association of the Company and shall rank *pari passu* in all respects with the existing Equity Shares in all respects, including with the existing fully paid-up Equity Shares of the Company, including voting rights and rights in respect of dividend from the date of allotment.”

“RESOLVED FURTHER THAT all monies received out of the Offer shall be transferred to a separate bank account opened for the purpose of the Offer referred to in Section 40(3) of the Companies Act, and if the application monies received pursuant to the Offer are not refunded within such time, as specified by SEBI and in accordance with Applicable Laws, the Company shall pay interest on failure thereof, as per Applicable Laws.”

“RESOLVED FURTHER THAT subject to the provisions of the SEBI ICDR Regulations and the SCRR, such Equity Shares as are not subscribed and/or not transferred by way of the Offer, may be disposed of by the Board to such persons and in such manner and on such terms as the Board may, in its absolute discretion, think most beneficial to the Company, including offering or placing them with banks/ financial institutions/ investment institutions/ mutual funds/ foreign portfolio investors/ bodies corporate/ such other persons or otherwise, in accordance with Applicable Laws, without the approval of the shareholders of the Company.”

“RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the members of the Board and such other persons as may be authorised by the Board, on behalf of the Company, be and are hereby severally authorised to execute and deliver any and all other documents, papers or instruments and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable, in order to carry out the purposes and intent of the foregoing resolutions for the Offer, and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing, and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.”

“RESOLVED FURTHER THAT a copy of the above resolution, certified to be true by any Director or Company Secretary, be forwarded to concerned authorities for necessary actions.”

2. APPROVAL OF APPOINTMENT/CONTINUATION OF SHRI PRADIP KUMAR DAS (DIN: 07448576) AS CHAIRMAN AND MANAGING DIRECTOR.

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

“RESOLVED THAT pursuant to the provisions of Sections 152 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, Regulation 17(1D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, and other applicable Laws (including any statutory modification(s) or re-enactment (s) thereof for the time being in force), Article 74 of Articles of Association of the Company & in terms of MNRE Order No.340-11/3/2019-IREDA dated May 5, 2020 issued by the Ministry of New and Renewable Energy (MNRE), approval of the members be and is hereby accorded for the appointment and/or continuation of Shri Pradip Kumar Das (DIN: 07448576), Chairman and Managing Director (CMD) of the Company w.e.f May 6, 2020 for a period of 5 (Five) years or till the date of his superannuation or until further orders, whichever is the earliest, not-labile to retire by rotation, in the scale of pay of ₹180,000-340,000/- on the terms and conditions including tenure, as fixed/decided by the Government of India.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary and expedient to give effect to the above resolution.”

**By Order of the Board of Directors
For Indian Renewable Energy Development Agency Limited**

Place: New Delhi
Date: September 2, 2023

(Ekta Madan)
Company Secretary
Membership No. A23391

Notes:

- 1. A member entitled to attend and vote at the Extra Ordinary General Meeting (EGM) is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. Proxies in order to be effective must be deposited at the registered office of the company not less than 48 hours before the meeting.**

A blank proxy form is annexed. However, proxy so appointed shall not have any right to speak at the meeting.

2. An explanatory statement pursuant to Section 102 of the Companies Act, 2013 (**‘the Act’**) relating to the special business to be transacted at the Extra Ordinary General Meeting is annexed hereto.
3. The meeting has been convened by giving a shorter notice as required under the Act. The consent of the shareholders has been obtained.
4. Statutory Registers and all other documents referred to in the Notice are available for Inspection from the date of circulation of this Notice, up to the date of EGM.
5. Attendance Slip and Route Map to the venue of EGM is annexed hereto.

EXPLANATORY STATEMENT
(Pursuant to Section 102(1) of the Companies Act 2013)

The following statement sets out the material facts relating to the special business mentioned in the Notice.

ITEM NO. 1

RAISING OF CAPITAL THROUGH AN INITIAL PUBLIC OFFERING OF EQUITY SHARES INCLUDING, ANY DISCOUNT AND RESERVATION CONTEMPLATED IN THE OFFER

The shareholders are being informed that the Company had filed its draft red herring prospectus with the Securities and Exchange Board of India (“SEBI”) dated December 21, 2017 (“**2017 DRHP**”). Further, the Company had undertaken a fresh filing of its draft red herring prospectus with SEBI on July 29, 2019 (“**2019 DRHP**”). The Company was unable to complete the initial public offering (“**IPO**”) in 2017 and 2019 owing to changes to regulatory landscape in which the Company operated, the prevalent market conditions and subsequent expiration of the final observations issued by SEBI on 2017 DRHP and 2019 DRHP, respectively, in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “**SEBI ICDR Regulations**”), as applicable.

Further, the shareholders are being informed that the Cabinet Committee on Economic Affairs (“**CCEA**”), in supersession of its decision dated June 7, 2017, has on March 17, 2023 approved the listing of equity shares of the Company through an IPO including a fresh issue and an offer for sale and the Department of Investment and Public Asset Management, Ministry of Finance, Government of India (“**DIPAM**”) has been authorised to drive the IPO process. Furthermore, the Alternative Mechanism has been authorised to decide on the offer size, composition, reservations, discounts, price band, timing and any other matter relating to the IPO based on the recommendations of the High-Level Committee.

The shareholders are being informed that, in light of above, the Company proposes to undertake an IPO of its equity shares of face value of ₹10 (the “**Equity Shares**”) which comprises a fresh issue of up to 40,31,64,706 Equity Shares (the “**Fresh Issue**”) and an offer for sale of up to 26,87,76,471 Equity Shares as may be decided by the President of India, acting through the Ministry of New and Renewable Energy, Government of India (the “**Offer for Sale**” and together with the Fresh Issue, the “**Offer**”), in accordance with the applicable laws, regulations, policies, rules, guidelines, notifications, circulars, directions, clarifications and orders, as may be applicable, including, without limitation, the Securities Contracts (Regulation) Act, 1956, along with the rules made thereunder, each as amended, the SEBI ICDR Regulations, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Companies Act, 2013 along with the rules made thereunder, each as amended (“**Companies Act**”) (collectively, the “**Applicable Laws**”). The Company intends to undertake the Offer and list the Equity Shares on one or more of the recognised stock exchange(s) in India (the “**Stock Exchanges**”) at an opportune time in consultation with the book running lead managers (“**BRLMs**”) and other advisors appointed in relation to the Offer and subject to Applicable Laws and regulatory approvals, to the extent necessary.

With respect to the Offer, the Company will be required to file a draft red herring prospectus (“**DRHP**”) with SEBI and the Stock Exchanges, and subsequently file a red herring prospectus (the “**RHP**”) with the Registrar of Companies, Delhi and Haryana at New Delhi (“**RoC**”) and thereafter with SEBI, and the Stock Exchanges, and file a prospectus with the RoC and thereafter with SEBI and the Stock Exchanges in respect of the Offer (and together with the DRHP and the RHP, the “**Offer Documents**”), in accordance with the Applicable Laws.

In view of the above and in terms of Section 23, and other applicable provisions of the Companies Act, the approval of the shareholders of the Company is required through a special resolution.

Certain material information pertaining to the Offer is as follows:

- (i) *Offer Price:*
The price at which the Equity Shares will be allotted through the Offer shall be determined and finalised by the Company in consultation with the BRLMs, in accordance with the SEBI ICDR Regulations, on the basis of the book building process.
- (ii) *The object(s) of the Offer:*
The proceeds of the Offer are to be utilised for the purposes that shall be disclosed in the Offer Documents to be filed with the SEBI, the RoC and the Stock Exchanges, as applicable, in connection with the Offer. The Board has the authority to modify the above objects on the basis of the requirements of the Company, subject to Applicable Laws.
- (iii) *Intention of directors/ key managerial personnel/ senior management to subscribe to the Offer:*
The Company has not made and will not make an offer of Equity Shares to any directors or key managerial personnel or senior management. However, the directors or the key managerial personnel or senior management may apply for Equity Shares in various categories under the Offer, in accordance with the SEBI ICDR Regulations.
- (iv) *Whether a change in control is intended or expected:*
No change in control is intended or expected as a result of the Offer.
- (v) *Allotment*
The allotment of Equity Shares pursuant to the Offer shall be completed within such time period as may be prescribed under Applicable Laws.
- (vi) *Pre- Offer and post-Offer shareholding pattern*
The pre-Offer and post-Offer shareholding pattern (to the extent applicable) shall be disclosed in the Offer Documents filed in connection with the Offer.

The Board of Directors in its meeting held on September 2, 2023 has approved the proposal and recommends the special resolution at item no. 1 for your approval. Additionally, to the extent the above requires amendments to be made in terms of the Companies Act, the SEBI ICDR Regulations, any other laws or if recommended by various advisors to the Company in connection with the Offer, the Board will make necessary amendments.

None of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Special Resolution.

ITEM NO. 2

APPROVAL OF APPOINTMENT/CONTINUATION OF SHRI PRADIP KUMAR DAS (DIN: 07448576) AS CHAIRMAN AND MANAGING DIRECTOR.

Shareholders are being informed that your Company is a high-value debt-listed company and accordingly, Regulations 15 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, shall be applicable to the Company on a comply or explain basis until March 31, 2024 and on a mandatory basis thereafter. Regulation 17(1D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, effective from April 1, 2024, provides that, the continuation of a director serving on the board of directors of a listed company shall

be subject to the approval by the shareholders in a general meeting at least once in every five years from the date of their appointment or re-appointment, as the case, may be.

Mr. Pradip Kumar Das, has been appointed as Chairman and Managing Director of the Company w.e.f 06.05.2020 in pursuance to MNRE Order No.340-11/3/2019-IREDA dated May 5, 2020 and subsequently by the Board of Directors in their meeting held on May 16, 2020. Mr. Das was also been appointed as Key Managerial Personnel in terms of section 203 of the Companies Act, 2013. Being a wholly owned government company, Section 160 of the Companies Act, is not applicable on the Company and also the approval of the Nomination and Remuneration Committee is not required with respect to appointment of Directors, under section 178 of the Companies Act, for government company. However, the necessary disclosure regarding the appointment of Mr. Das has been taken on record by the Nomination and Remuneration Committee.

Shri Pradip Kumar Das is the Chairman and Managing Director of the Company since May 6, 2020. He holds a Bachelor' Degree in Commerce from the University of Calcutta and a Post Graduate Diploma in Management from Xavier Institute of Management, Bhubaneswar. He is a fellow member of the Institute of Cost Accountants of India and a member of the Institute of Company Secretaries of India. He has over 30 years of experience in various sectors such as power, renewable energy, banking and finance at various public and private organizations. He has also been assigned the additional charge of Director (Technical) for a period of one year w.e.f. 05.03.2023 or till appointment of a regular incumbent to the Post, or until further orders, whichever is earliest. Previously, he held the additional charge of the post of Director (Technical) from March 3, 2023 to June 3, 2023 on our Board. Prior to joining the Company, he was the Director (Finance) of India Tourism Development Corporation Limited. He has also previously worked with REC Limited, Bharat Heavy Electricals Limited, Nuclear Power Corporation Limited, Bharat Heavy Plate and Vessels Limited and Kusum Products Limited.

Except Shri Pradip Kumar Das, none of the Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

The Board recommends the ordinary resolution at item no. 2 of the notice for approval of the Members of the Company.

**By Order of the Board of Directors
For Indian Renewable Energy Development Agency Limited**

Place: New Delhi
Date: September 2, 2023

(Ekta Madan)
Company Secretary
Membership No. A23391

INDIAN RENEWABLE ENERGY DEVELOPMENT AGENCY LTD.

(A Government of India Enterprise)

CIN: U65100DL1987GOI027265

Regd. Office: Core-4 'A', First Floor, East Court, India Habitat Centre, Lodhi Road, New Delhi – 110003

Phone: 011-24682214/Fax:91-11-24682202. Website: www.ireda.in Email: cmd@ireda.in

ATTENDANCE SLIP

19th Extra Ordinary General Meeting to be held on Monday, September 04, 2023 at 12:30 P.M. at Registered Office of the Company i.e 1st Floor, Core 4 'A', India Habitat Centre, Lodhi Road, New Delhi-110003

| | |
|---|--|
| Name of the attending member (in block letters) | |
| *Folio no. | |
| DP Id No.-Client Id no. | |
| No. of shares held | |
| Name of proxy (in block letters, to be filled in if the proxy attends instead of the member) | |

I, hereby record my presence at 19th Extra Ordinary General Meeting of the Company held on **Monday, September 04, 2023 at 12:30 P.M.** at Registered Office of the Company i.e 1st Floor, Core 4 'A', India Habitat Centre, Lodhi Road, New Delhi-110003

Signature of Member/Proxy

*Applicable in case of shares held in Physical Form.

INDIAN RENEWABLE ENERGY DEVELOPMENT AGENCY LTD.

(A Government of India Enterprise)

CIN: U65100DL1987GOI027265

Regd. Office : Core-4 'A', First Floor, East Court, India Habitat Centre, Lodhi Road, New Delhi-110003

Telephone: 011-24682206-19/ Fax:+91-11-24682202. Website: www.ireda.in Email: cmd@ireda.in

PROXY FORM

[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 member (s) :

Registered address :

E-mail Id:

Folio No. and DP Id-Client Id:

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

1. Name : E-mail id:
Address : Signature: or failing him
2. Name : E-mail id :
Address : Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19th Extra-Ordinary General Meeting of the Company, to be held on Monday, September 04, 2023 at 12:30 P.M. at Registered Office of the Company i.e 1st Floor, Core 4 'A', India Habitat Centre, Lodhi Road, New Delhi-110003 and at any adjournment thereof in respect of such resolution as are indicated below:

| Item No. | Subject | For | Against |
|--------------------------|---|-----|---------|
| SPECIAL BUSINESS: | | | |
| 1. | Raising of Capital through an Initial Public Offering of Equity Shares including, any discount and reservation contemplated in the Offer. | | |
| 2. | Approval of Appointment/continuation of Shri Pradip Kumar Das (DIN: 07448576) as Chairman and Managing Director. | | |

Signed this _____ day of _____, 2023.

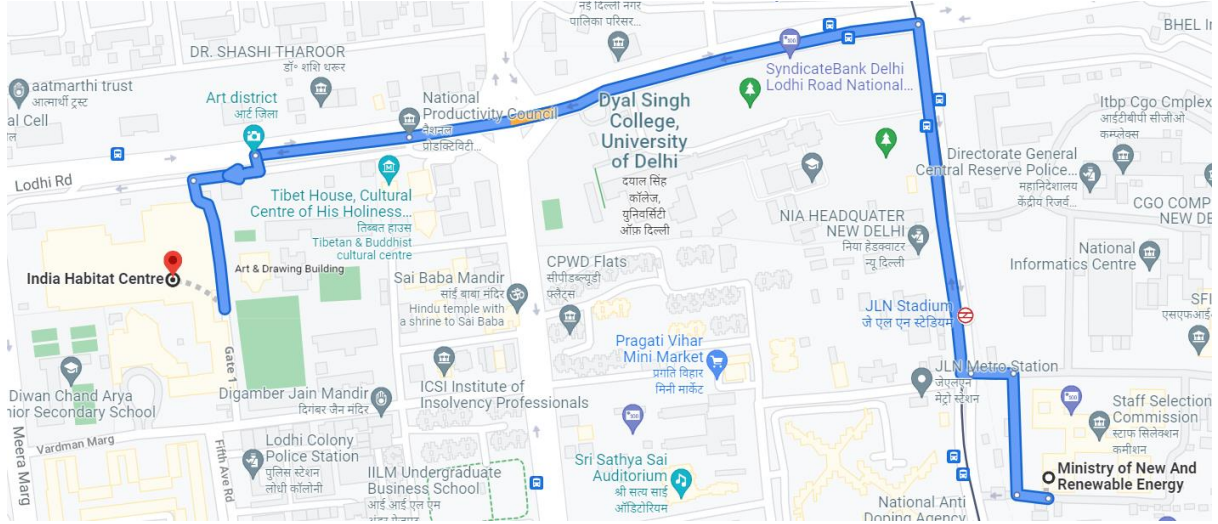
Affix
Revenue
Stamp

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, not less than 48 hours before the commencement of the Meeting.

ROUTE MAP TO THE VENUE OF THE EGM



पंजीकृत कार्यालय : प्रथम तल, कोर-4ए, ईस्ट कोर्ट, भारत पर्यावास केन्द्र, लोदी रोड, नई दिल्ली-110003 भारत
Regd. Office : 1st Floor, Core-4A, East Court, India Habitat Centre, Lodhi Road, New Delhi-110003 INDIA
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