

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given of first Extra-ordinary General Meeting of Shareholders of ReNew Power Private Limited (“**Company**”) for the financial year 2023 – 24, will be held on Friday the 7th day of July, 2023 at 04:30 P.M. (IST) at ReNew Hub, Commercial Block 1, Zone 6, Golf Course Road, DLF City Phase – V, Gurugram, Haryana, 122009, to transact the following business:

SPECIAL BUSINESS:

1. To consider and approve change of name of Company

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

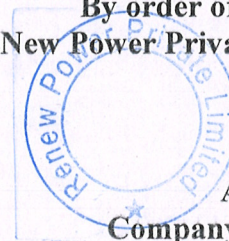
“RESOLVED THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, (including any statutory modification(s) or re-enactment thereof for the time being in force) and subject to the approval of Central Government (power delegated to the Registrar of Companies), the name of the Company be and is hereby changed from RENEW POWER PRIVATE LIMITED to RENEW PRIVATE LIMITED and to alter the Clause I of the Memorandum of Association of the Company by substituting the same with the following clause:

‘The Name of the Company is RENEW PRIVATE LIMITED.’

RESOLVED FURTHER THAT upon and subject to obtaining requisite approvals, the name “RENEW POWER PRIVATE LIMITED” wherever it occurs in the Memorandum and Articles of Association of the Company be substituted by the name “**RENEW PRIVATE LIMITED**”.

RESOLVED FURTHER THAT all the Directors of the Company and company secretary, be and are hereby jointly and severally authorized, on behalf of the Company, to make necessary application(s)/ intimation(s), file necessary form(s), return(s), document(s) with Registrar of Companies and any other authority, statutory or otherwise, and to do all acts, deeds, matters and things as may deem necessary, proper or desirable for the purpose of giving effect to the aforesaid resolution.”

By order of the Board
For ReNew Power Private Limited



Ashish Jain
Company Secretary

M. No: FCS -6508

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

Date : June 14, 2023
Place : Gurugram



ReNew Power Private Limited

CIN: U40300DL2011PTC291527

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, New Delhi -110066

W www.renew.com T +91 124 489 6670 F +91 124 489 6699

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 / HERSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING PROXY MUST BE DULY COMPLETED AND SUBMITTED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF 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 hereto.
4. Entry to the place of meeting will be regulated by an Attendance Slip which is annexed to the Notice. Member/Proxy attending the meeting is requested to fill the enclosed Attendance Slip and affix his / her 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 (IST)) 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.
7. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of Board resolution or Authorization letter, authorizing their representative to attend and vote on their behalf at the meeting.



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

ReNew Power, a pioneer in the renewable energy space, has made a strategic decision to rebrand itself as **ReNew**. The new brand identity reflects the Company's transition from being a pure-play renewable Independent Power Producer to an end-to-end provider of solutions across the decarbonization spectrum.

In line with its strategy to focus on the overall clean energy eco-system, ReNew has been leading the development of emerging decarbonization solutions like green hydrogen, energy storage, carbon markets, and solar manufacturing, and is poised to further the Net-Zero transition goals of enterprises. The Company's new identity "**ReNew**" will reinforce its position as a leader in the energy services space and also a global brand with strong roots in India.

The Members are further informed that, the Board at its meeting held on May 03, 2023, has approved the proposal for change of name of the Company from **ReNew Power Private Limited** to **ReNew Private Limited**. The Directors' believe that the change in the name of the Company will aid in achieving its purpose as stated above.

The said approval was subject to various statutory approvals and consents including approval from Members of the Company and Central Registration Centre, Registrar of Companies. It is hereby informed that, the Company has received the confirmation/ approval from Central Registration Centre, Registrar of Companies vide its letter dated May 24, 2023 for the new name i.e. "**ReNew Private Limited**".

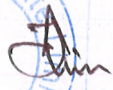
The proposed change of name will not affect any of the rights of the Company or its Members/ stakeholders. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

As per the provisions of Sections 13 of the Companies Act, 2014, approval of the Members is required for changing the name and consequent alteration in the Memorandum of Association & Articles of Association, by way of passing the resolution as a Special Resolution.

Accordingly, the Directors' recommend the matter and the resolution set out under Item no. 1 for the approval of the Shareholders.

None of the Directors' and the Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in this resolution.

By order of the Board
For ReNew Power Private Limited


Ashish Jain
Company Secretary
M. No: FCS -6508

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Zone 6, Golf Course Road,
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ATTENDANCE SLIP

Registered Folio no. _____

No. of Shares held: _____

I certify that I am a member /Proxy / authorized representative of the member of the Company.

I hereby record my presence at the Extra-ordinary General Meeting of M/s. ReNew Power Private Limited on Friday the 7th day of July, 2023 at 04:30 P.M. (IST) at ReNew Hub, Commercial Block 1, Zone 6, Golf Course Road, DLF City Phase – V, Gurugram, Haryana, 122009

Name of the member / proxy /
proxy / Authorized representative*
(in Block letters)

Signature of the member /
Authorized representative*

** Strike out whichever is not applicable*



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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)

Registered Office: 138, Ansal Chambers II, Bhikaji Cama Place, Delhi, South Delhi -110066 India.

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 Extraordinary General Meeting of the Company, to be held on Friday the 7th day of July, 2023, at 04:30 P.M (IST) at ReNew Hub, Commercial Block 1, Zone 6, Golf Course Road, DLF City Phase – V, Gurugram, Haryana, 122009 and at any adjournment thereof, in respect of resolutions set out in the Notice convening the meeting.

Affix Re. 1
Revenue
Stamp

Signed this _____ day of _____, 2023

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.



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Renew Power Private
Limited, Commercial
Block - 1, Golf course
Rd, DLF City, Zone 6
Sector - 43, Gurugram
Haryana - 122009

Route Map



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