

Notice

To,

The Members;

The Board of Directors; and

the Statutory Auditors.

Notice is hereby given that the Extraordinary General Meeting of the members of Bridge to India Energy Private Limited will be held on March 15, 2024, at 10:40 AM at Meeting Room 7.10, 7th Floor, CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai – 400076 to transact the following business: -

Special Business

1. To consider and approve shifting of registered office of the Company outside the State

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 sections 12, 13 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 30 of the Companies (Incorporation) Rules, 2014, including any statutory modification(s) or re-enactment(s) thereof for the time being in force, subject to the approval of the Central Government (power delegated to the Regional Directors) and/ or any authority(ies) as may be prescribed from time to time, and subject to such approvals, permissions, consents and sanctions as might be required from any regulatory authority and further subject to such conditions and modifications as may be prescribed by such regulatory authority while granting such approvals, permissions, consents and sanctions, which may be agreed by the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall deem to include any of its duly constituted Committee), the consent of members of the Company be and is hereby accorded for shifting

of the Registered Office of the Company from the "Plot No-46, Opp. P.F. Office, Sector-44 Gurugram, Haryana-122003" to "CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai – 400076." and that clause II of the Memorandum of Association of the Company be substituted with the following clause:

"II. The Registered Office of the Company will be situated in the State of Maharashtra within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai. "

FURTHER RESOLVED THAT the Board and/or any other person so authorized by the Board, be and is hereby authorized on behalf of the Company to make any modifications, variations or alterations stipulated by any authority, while according approval, consent as may be considered necessary and to appoint counsels/consultant and advisors, file applications/petitions, issue notices, advertisements, obtain orders for shifting of Registered Office from the authorities concerned and to do all such acts, deeds and things as may be deemed necessary and to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company."

**By Order of the Board of Directors of
Bridge to India Energy Private Limited**



Director

DIN – 08195588

Date: March 26, 2024

Place: Mumbai

Registered Office:

Plot No-46, Opp. P.F. Office, Sector-44 Gurugram, Haryana-122003

CIN: U40106HR2008PTC058267

NOTES:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and at a poll to vote instead of himself and a proxy need not be a member of the Company. A blank form of proxy is attached and if intended to be used, it should be returned duly completed at the registered office of the Company not less than 48 hours before the scheduled time of the commencement of Extra ordinary General Meeting.
2. A person can act as proxy on behalf of Member(s) not exceeding fifty in number and holding in the aggregate not more than 10% of total share capital of company carrying Voting Rights. However, a member holding more than a 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Corporate Member intending to send their authorized representatives to attend the meeting are requested to send to the company a certified copy of the board resolution authorizing their representatives to attend and vote on their behalf at the meeting.
4. Proxies/ Authorized representatives must carry their photo identity proof to the AGM venue and shall produce at the attendance verification counter on demand.
5. The Explanatory statement pursuant to Section 101(1) of the Companies act, 2013 in respect of item no.1 annexed herewith.
6. Every Member entitled to Vote at the meeting, or on any resolution to be moved thereat, shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at the time during the business hours of the Company, provided not less than 3 days' notice in writing of the intention so to inspect is given to the Company.
7. All the documents referred to in the accompanying notice are open for inspection at the registered office of the Company on all working days (except Saturdays) between 10:00 AM to 4:00 PM prior to the date of the Extra ordinary General Meeting.

Explanatory Statement pursuant to Section 101 of the Companies Act, 2013

Item no. 1

The Registered office of the Company is presently situated at “Plot No-46, Opp. P.F. Office, Sector-44 Gurugram, Haryana-122003.” With a view to improve operational efficiency of the Company, the Board of Directors is proposing for shifting of the registered office of the Company to “CRISIL House, Central Avenue, Hiranandani Business Park, Powai, Mumbai – 400076 and amend the clause II of Memorandum of Association accordingly.”

In accordance with the provisions of Section 12(5) of the Companies Act, 2013, except on the authority of a special resolution passed by a Company, the registered office of the Company shall not be changed, outside the local limits of any city, town or village where such office is situated.

Accordingly, the consent of the members of the company is sought to pass a Special Resolution as set out in Item no.1 of the notice.

None of the Directors and the Key Managerial personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the resolution of item no.1.

The Board commends the special resolution set out in Item no.1 for the approval of the members of the Company.