

S. NO. GM/04/2020-21

NOTICE OF 2ND ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting of the Members of **Renewate Infrastructure Technologies Private Limited** will be held on Thursday, 31st December, 2020 at 2:00 P.M. at Registered Office of the company situated at F1/02, Unit-3, Plot No-1, Sector-5, Vashi, Navi-Mumbai - 400703, to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF ACCOUNTS FOR THE YEAR ENDED ON 31ST MARCH, 2020.

To receive, consider and adopt the audited Balance Sheet as at 31st March, 2020 and the Statement of Profit and Loss for the year ended on that date together with the report of the Board of Directors and Auditors thereon.

SPECIAL BUSINESS

2. ALTERATION OF ARTICLES OF ASSOCIATION

To consider and, if thought fit, to pass the following Resolution, with or without modifications, as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification(s), enactment(s) or re-enactment(s) thereof for the time being in force), the new set of Articles of Association as submitted to this meeting duly initialed by the chairman, be and are hereby approved and adopted in substitution, and to the entire exclusion of the existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the company be and is hereby authorized to take all such steps and actions for the purpose of making all such filings and registrations as may be required in relation to the aforesaid amendment to the Articles of Association and further to do all such acts and deeds, matters and things as may be deemed necessary to give effect to this resolution.”

**By order of the Board of Directors
For Renewate Infrastructure Technologies Private Limited**

**Sd/-
Supratik Ghatak
Director
DIN: 08206718**

**Place: Pune
Date: 05/12/2020**

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 and the Proxy need not be a Member of the Company.
2. Proxies, in order to be effective, must be received not less than forty-eight hours before the time fixed for the Meeting. Proxies submitted on behalf of limited companies, Societies, etc., must be supported by appropriate resolutions/ Authority, as applicable. A proxy shall not have the right to speak and shall not be entitled to vote except on a poll. A proxy form is enclosed.
3. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Business Item No.2 set out above is annexed hereto and forms part of this notice.
4. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Resolution authorizing their representatives to attend and vote on their behalf at this Annual General Meeting.
5. Members / Proxies are requested to bring their duly filled attendance slips sent herewith at the Meeting.
6. All relevant documents referred in this Notice and the Explanatory Statement shall be open for inspection by the Members at F1/02, Unit-3, Plot No-1, Sector-5, Vashi, Navi-Mumbai – 400703 during the business hours on all working days upto the date of AGM.
7. In terms of the requirements of the Secretarial Standard on General Meetings (SS-2) a route map of the venue of the AGM is annexed hereto and forms part of this notice.

EXPLANATORY STATEMENT

As required by Section 102 (1) of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the business mentioned under Item No. 2 of the accompanying Notice dated 5th December, 2020.

ITEM NO.2: ALTERATION OF ARTICLES OF ASSOCIATION

The Company and the promoters were entered into *Share Subscription and Shareholders Agreement*. Some of the clause of the agreement needs to be implemented through Article of Association of the Company. Board at its meeting held on 6th November, 2020 has approved alteration of the AOA of the Company by adoption of new set of Article of Association and the Board now seek Members' approval for the same. Pursuant to Section 14 of the Act, the consent of the Members by way of Special Resolution is required for alteration of AOA of the Company.

A copy of proposed set of new AOA of the Company would be available for inspection by the Members at the Registered Office of the Company during normal business hours on all working days (i.e., except Saturday(s), Sunday(s) and Public Holiday(s) up to the date of the Annual General Meeting and during the continuance of the Annual General Meeting.

Directors of the Company are interested in the passing of this Resolution to the extent of their shareholding in the Company.

Your Directors, therefore, recommend the passing of the resolution(s) mentioned at Item No. 2 as Special Resolution(s).

**By order of the Board of Directors
For Renewate Infrastructure Technologies Private Limited**

**Sd/-
Supratik Ghatak
Director
DIN: 08206718**

**Place: Pune
Date: 5th December, 2020**

Proxy form No. 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 Member(s): _____

Registered address: _____

E-mail ID: _____ Folio No./Client ID: _____ DPID: _____

I / We being the Member(s) of _____ shares of Renewate Infrastructure Technologies Private Limited, hereby appoint:

- 1) Name: _____
 Address: _____
 Having E-mail id _____ Signature or failing him/her
- 2) Name: _____
 Address: _____
 having E-mail id _____ Signature or failing him /her
- 3) Name: _____
 Address: _____
 having 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 S. No. GM/04/2020-21 held on Thursday, 31st December, 2020 at 2:00 P.M. at Registered Office of the company situated at F1/02, Unit-3, Plot No-1, Sector-5, Vashi, Navi-Mumbai - 400703 and at any adjournment thereof in respect of such resolutions as are indicated below:

| S. No. | Subject matter of resolution |
|--------|---|
| 1 | ADOPTION OF ACCOUNTS FOR THE YEAR ENDED ON 31 ST MARCH, 2020 |
| 2 | ALTERATION OF ARTICLES OF ASSOCIATION |

Signed this _____ day of December, 2020

Affix a One
Rupee
Revenue
Stamp

Signature of the Shareholder

Notes:

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. It is optional to indicate your preference. If you leave the for, against or abstained column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she may deem appropriate. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting right, than such proxy shall not act as a proxy for any other person or Member.

A Proxy need not be a member of the Company.



Attendance Slip

RENEWATE INFRASTRUCTURE TECHNOLOGIES PRIVATE LIMITED
(CIN: U74999MH2018PTC311326)

Regd. Office Address: F1/02, Unit-3, Plot No-1, Sector-5, Vashi, Navi-Mumbai - 400703
Email ID: supratik@renewate.com, Contact No. 9860148544

Name of the Member: _____

Registered Address: _____

Folio No: _____

No. of Shares: _____

I/ We hereby record my/ our presence at the Extra Ordinary General Meeting of the Company S. No. GM/04/2020-21 held on Thursday, 31st December, 2020 at 2:00 P.M. at Registered Office of the company situated at F1/02, Unit-3, Plot No-1, Sector-5, Vashi, Navi-Mumbai - 400703.

Signature of Member/ Proxy

Note: The Member/proxy should bring attendance slip at the meeting, duly completed and signed and hand over the same at the time of the meeting.

Route map

