



Extra-Ordinary General Meeting
Tuesday, May 03, 2022
10:00 a.m. to 10.07 a.m.

CORPORATE PARTICIPANTS:

Mr. Vneet S. Jaain

Managing Director & Chief Executive Officer

Mr. Dinesh Kanabar

Independent Director

Mr. Sandeep Singhi

Independent Director

Mr. Romesh Sobti

Independent Director

Mr. Jose Ignacio

Nominee Director

Mr. Kaushal Shah

Chief Financial Officer

Mr. Pragnesh Darji

Company Secretary

Other key executives, senior management, Scrutinizer and Shareholders

➤ **Welcome Speech by Mr. Pragnesh Darji**

Respected Board of Directors and Shareholders, Good Morning!

I, Pragnesh Darji, Company Secretary of the Company welcome you all at the Extra-Ordinary General Meeting of the Company.

I hope all of you are safe and in good health & stay that way.

Apart from Board members, our Scrutinizer has also joined from their respective locations.

With the permission of the Board Members present, it is proposed that Mr. Vneet S. Jaain, Managing Director & Chief Executive Officer to occupy the Chair for this meeting.

I will take you through certain points regarding the participation and voting at this meeting.

- All the members who have joined this meeting are by default placed on mute, to avoid any disturbance from background noise and ensure smooth and seamless conduct of the meeting.
- Members who have not voted through remote e-voting can cast their votes through e-voting facility during the EGM and 30 minutes thereafter.

In this meeting 38 members are present in person through video conferencing out of which 2 are authorised representatives holding 85,87,07,854 (Eighty Five Crores Eighty Seven Lakhs Seven Thousand Eight Hundred Fifty Four) equity shares.

As requisite quorum of members is present, with the consent of Chairman, I declare the meeting to be in order.

The proposed resolution is for issuance of 2,00,18,198 Equity Shares of Rs. 10/- each of the Company to Green Energy Investment Holding RSC Limited. The price fixed for the proposed issuance is Rs. 1,923.25 per share including a premium of Rs. 1,913.25 per share, at an aggregate consideration of Rs. 3,850 Crores. Post completion of the issuance, Green Energy Investment Holding RSC Limited will hold 1.26% equity shares of the Company. More details in this regard are provided in the explanatory statement to the notice calling this EGM circulated to all the members on April 08, 2022. Members may please note that the Company has also issued corrigendum dated April 28, 2022 to the said EGM notice stating that the-

Name of the Investor wherever appearing in the notice of EGM and the explanatory statement to the notice of EGM be read as "Green Energy Investment Holding RSC Limited" instead of "IHC Capital Holding LLC" incorporated under the Laws of Abu Dhabi, UAE or a subsidiary or an affiliated special purpose vehicle of IHC Capital

Holding LLC. To Clarify the current principal shareholder of Green Energy Investment Holding RSC Limited is IHC Capital Holding LLC. Accordingly, the proposed resolution stands modified to give effect to the name of the investor.

Annexure A of the explanatory statement (Pre & Post shareholding) to the Notice of EGM be read with the following corrections:

26,92,21,249 appearing at row no. 19 (Sub-Total (B)(1)) & column no. 5 (No. of shares held Post – Issue) be read as 28,92,39,447

62,57,06,209 appearing at row no. 38 (Total Public Shareholding (B)) & column no. 5 (No. of shares held Post – Issue) be read as 62,57,05,209

158,40,33,478 appearing at row no. 39 (Total (A)+(B)) & column no. 5 (No. of shares held Post – Issue) be read as 158,40,32,478

1,58,40,33,478 appearing at row no. 41 (Total (A)+(B)+(C)) & column no. 5 (No. of shares held Post – Issue) be read as 158,40,32,478

The certificate of practicing Company Secretary certifying that the preferential issue is being made in accordance with the requirements contained in the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations is available for inspection electronically and the same is also uploaded on the website of the Company.

Since the Notice is already circulated in advance, it is proposed to take it as read.

The Company has not received any request from shareholders for speaking in this EGM.

CS Ravi Kapoor, Practicing Company Secretary is appointed as Scrutinizer for conducting e-voting process. Results for remote e-voting and e-voting during EGM will be placed on the website of the Company. It will also be submitted to the Stock Exchanges as per the relevant provisions of the Companies Act and the listing regulations.

The meeting is concluded with a vote of thanks to the Chairman Sir.

I express my gratitude to all the members for their co-operation.

Thank you, stay safe.