Adani Green Energy Limited
Registered Office: "Adani Corporate House", Shantigram, Near Vaishno Devi Circle,
S G Highway, Khodiyar, Ahmedabad – 382 421. Gujarat, India.
Phone No.: +91-79-25555555 Fax No.: +91-79-25555500
Website: www.adanigreenenergy.com Email Id: investor.agel@adani.com
CIN: L40106GJ2015PLC082007

NOTICE

NOTICE is hereby given to the Shareholders (the **"Shareholders"** or the **"Members"**) of Adani Green Energy Limited (**"Company"**) that an Extra-Ordinary General Meeting ("**EGM**") of the Company will be held on Thursday, September 03, 2026 at 11.00 a.m. through Video Conferencing / Other Audio-Visual Means to transact the following special business:

1. To consider, and, if thought fit, approve the re-appointment of Mr. Romesh Sobti (DIN: 00031034) as an Independent Director (Non-Executive) of the Company to hold office for a second term of 5 (five) years with effect from September 20, 2026 and to pass, with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules framed thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Romesh Sobti (DIN: 00031034), who was appointed as an Independent Director (Non-Executive) of the Company to hold office for his first term of 5 (five) consecutive years w.e.f. September 20, 2021 and who has attained the age of 75 years on March 24, 2025, be and is hereby re-appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from September 20, 2026.

   RESOLVED FURTHER THAT the Board (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution."

2. To consider, and, if thought fit, approve the re-appointment of Mrs. Neera Saggi (DIN: 00501029) as an Independent Director (Non-Executive) of the Company to hold office for a second term of 5 (five) years with effect from September 07, 2026 and to pass, with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules framed thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mrs. Neera Saggi (DIN: 00501029), who was appointed as an Independent Director (Non-Executive) of the Company to hold office for her first term of 3 (three) consecutive years w.e.f. September 07, 2023, be and is hereby re-appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from September 07, 2026.

   RESOLVED FURTHER THAT the Board (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution."

3. To consider, and, if thought fit, approve the re-appointment of Dr. Anup Shah (DIN: 00293207) as an Independent Director (Non-Executive) of the Company to hold office for a second term of 5 (five) years with effect from September 07, 2026 and to pass, with or without modification(s), the following resolution as a **Special Resolution**:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the rules framed thereunder, read with Schedule IV of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Dr. Anup

Shah (DIN: 00293207), who was appointed as an Independent Director (Non-Executive) of the Company to hold office for his first term of 3 (three) consecutive years w.e.f. September 07, 2023, be and is hereby re-appointed as an Independent Director (Non-Executive) of the Company, not liable to retire by rotation, to hold office for the second term of 5 (five) consecutive years with effect from September 07, 2026.

RESOLVED FURTHER THAT the Board (including its committee thereof) and/or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, desirable, or expedient to give effect to this resolution."

Regd. Office:
"Adani Corporate House",
Shantigram, Near Vaishno Devi Circle,
S G Highway, Khodiyar, Ahmedabad – 382 421 Gujarat,
India.
CIN: L40106GJ2015PLC082007
Ahmedabad, August 07, 2026

By order of the Board
For Adani Green Energy Limited

Pragnesh Darji
Company Secretary
Membership No. A24382

NOTES:

1. Pursuant to the General Circulars 2/2022 and 19/2021, other circulars issued by the Ministry of Corporate Affairs (MCA) and Circular SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and other circulars issued by SEBI (hereinafter collectively referred to as “**the Circulars**”), companies are allowed to hold EGM through VC, without the physical presence of Members at a common venue. Hence, in compliance with the Circulars, the EGM of the Company is being held through VC.

2. A Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since the EGM is being held in accordance with the Circulars through VC, the facility for the appointment of proxies by the Members will not be available.

3. Participation of Members through VC will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.

4. Pursuant to the provisions of Section 113 of the Companies Act, Body Corporates/ Institutional / Corporate Members intending for their authorized representatives to attend the meeting are requested to send to the Company, on investor.agel@adani.com with a copy marked to ravi@ravics.com and evoting@nsdl.co.in from their registered Email ID a scanned copy (PDF / JPG format) of certified copy of the Board Resolution / Authority Letter authorizing their representative to attend and vote on their behalf at the meeting.

5. Members can join the EGM through the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1,000 Members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

6. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“**ICSI**”) read with Clarification / Guidance on applicability of Secretarial Standards - 1 and 2 dated April 15, 2020 issued by the ICSI, the proceedings of the EGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the EGM.

7. In line with the aforesaid Circulars, the Notice of EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories as on Friday, August 07, 2026. Members may note that Notice has been uploaded on the website of the Company at www.adanigreenenergy.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the EGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.

8. In view of the ‘Green Initiatives in Corporate Governance’ introduced by MCA and in terms of the provisions of the Companies Act, 2013, Members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to enable the Company to send all notices/ reports/ documents/ intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register / update their email addresses with their Depository Participant(s).

9. A statement setting out the material facts as required under Section 102 of the Companies Act, 2013 ("**Act**") is annexed hereto.

10. Since the EGM is being held electronically, physical attendance of the Members has been dispensed with and accordingly the facility for appointment of proxies by the Members will not be available for the EGM. Therefore, the proxy form, attendance slip and route map have not been annexed with this notice.

11. **Process and manner for Members opting for voting through Electronic means:**

    a) Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations (as amended), and the MCA Circulars, the Company is providing facility of remote e- voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited ("**NSDL**"), as the Authorised e-Voting agency for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by Members using remote e-voting as well as e-voting system on the date of the EGM will be provided by NSDL.

    b) Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Thursday, August 27, 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the EGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.

    c) A person who has acquired the shares and has become a Member of the Company after the dispatch of the Notice of the EGM and prior to the Cut-off date i.e. Thursday, August 27, 2026, shall be entitled to exercise his/her vote either electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in this part.

    d) The remote e-voting will commence on Sunday, August 30, 2026 at 9.00 a.m. and will end on Wednesday, September 02, 2026 at 5.00 p.m. During this period, the Members of the Company holding shares either in physical mode or in demat mode as on the Cut-off date i.e. Thursday, August 27, 2026 may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the remote e-voting module shall be disabled for voting by NSDL thereafter.

    e) Once the vote on a resolution is casted by the Member, he/she shall not be allowed to change it subsequently or cast the vote again.

    f) The voting rights of the Members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. Thursday, August 27, 2026.

    g) The Company has appointed CS Ravi Kapoor, Practising Company Secretary (Membership No. FCS: 2587; CP No: 2407), to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the EGM, in a fair and transparent manner.

12. **The procedure and instructions for remote e-voting are, as follows:**

    The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Log-in to NSDL e-Voting system

a) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile.

Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.

A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can login at https://eservices.nsdl.com/ with your existing IDEAS login. Once you login to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

b) Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	**Your User ID is:**
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

c) Your password details are given below:

i. If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.

ii. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

iii. How to retrieve your 'initial password'?

a) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a.pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

b) If your email ID is not registered, please follow steps mentioned below in process for those shareholders whose email ids are not registered.

d) If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

i. Click on "Forgot User Details/ Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

ii. Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

iii. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.

iv. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

e) After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

f) Now, you will have to click on "Login" button.

g) After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

a) After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

b) Select "EVEN" of company for which you wish to cast your vote.

c) Now you are ready for e-Voting as the Voting page opens.

d) Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

e) Upon confirmation, the message "Vote cast successfully" will be displayed.

f) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

g) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

13. **General guidelines for Members:**

a) Institutional investors, who are Members of the Company, are encouraged to attend and vote at the EGM through VC/OAVM facility. Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority Letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the

Scrutinizer by e-mail to ravi@ravics.com with a copy marked to evoting@nsdl.co.in.

b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free helpline no.: 1800-222-990 or send a request at evoting@nsdl.co.in.

d) Members who need assistance (including assistance with using technology before or during the meeting) can contact NSDL on evoting@nsdl.co.in or call on toll free no.: 1800-222-990 or contact Ms. Sarita Mote, Assistant Manager at saritam@nsdl.co.in or call on 022-24994890.

14. **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:**

a) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor.agel@adani.com.

b) In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self- attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor.agel@adani.com.

15. **The instructions for Members for e-Voting on the day of the EGM are as under:**

a) The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.

b) Only those Members/ Shareholders, who will be present in the EGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.

c) Members who have voted through remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.

d) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for remote e-voting.

16. **Instructions for Members for attending the EGM through VC/OAVM are as under:**

a) Member will be provided with a facility to attend the EGM through VC/OAVM or view the live webcast of EGM through the NSDL e-Voting system. Members may access the same at https://www.evoting.nsdl.com under shareholders/Members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/Members login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.

b) Members are encouraged to join the Meeting through Laptops for better experience.

c) Further, Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

d) Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

e) For ease of conduct, Members who would like to ask questions may send their questions in advance at least (7) days before EGM mentioning their name, demat account number / folio number, email id, mobile number at investor.agel@adani.com and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the EGM.

f) Since the EGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

17. The Scrutinizer shall, after the conclusion of voting at the EGM, unblock the votes cast through remote e-Voting and count the same, and count the votes cast during the EGM, and shall make, not later than 48 hours from the conclusion of the EGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Scrutinizer’s decision on the validity of the votes shall be final.

18. The results declared along with the Scrutinizer’s Report shall be placed on the Company’s website www.adanigreenenergy.com and on the website of NSDL www.evoting@nsdl.com, immediately after declaration of the result and shall also be communicated to the Stock Exchanges where the shares of the Company are listed i.e. BSE and NSE and be made available on their respective websites viz. www.bseindia.com and www.nseindia.com.

Contact Details:

Company	:	Adani Green Energy Limited Regd. Office: "Adani Corporate House ", Shantigram, Nr. Vaishno Devi Circle, S.G. Highway, Khodiyar, Ahmedabad-382421, Gujarat, India CIN: L40106GJ2015PLC082007 E-mail ID: investor.agel@adani.com
Registrar and Transfer Agent	:	MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited) C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai-400083, Maharashtra, India Phone: +91-22-49186270 | Fax: +91-22-49186060
e-Voting Agency	:	National Securities Depository Limited E-mail ID: evoting@nsdl.co.in Phone: +91 22 2499 4890

Scrutinizer	:	CS Ravi Kapoor Practising Company Secretary E-mail ID: ravi@ravics.com

Regd. Office:
“Adani Corporate House”, Shantigram,
Near Vaishno Devi Circle, S G Highway,
Khodiyar,
Ahmedabad – 382 421. Gujarat,
India.
CIN: L40106GJ2015PLC082007

Ahmedabad, August 07, 2026

By order of the Board
For Adani Green Energy Limited

Pragnesh Darji
Company Secretary Membership No. A24382

Adani Green Energy Limited
Registered Office: "Adani Corporate House", Shantigram, Near Vaishno Devi Circle,
S G Highway, Khodiyar, Ahmedabad – 382 421. Gujarat, India.
Phone No.: +91-79-25555555 Fax No.: +91-79-25555500
Website: www.adanigreenenergy.com Email Id: investor.agel@adani.com
CIN: L40106GJ2015PLC082007

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND / OR REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As required by Section 102 of the Companies Act, 2013 (the "**Act**"), and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), the following Explanatory Statement sets out all material facts relating to the businesses mentioned under Items No. 1 to 3 of the accompanying Notice dated August 07, 2026:

For Items No. 1, 2 and 3:

The Members at the 7th Annual General Meeting of the Company held on July 22, 2022, approved the appointment of Mr. Romesh Sobti (DIN: 00031034) as an Independent Director (Non-Executive) of the Company to hold office for a period of 5 (five) consecutive years w.e.f. September 20, 2021.

Further, the Members at the Extra-ordinary General Meeting of the Company held on December 5, 2023, approved the appointment of Mrs. Neera Saggi (DIN: 00501029) and of Dr. Anup Shah (DIN: 00293207), as Independent Directors (Non-Executive) of the Company to hold office for a period of 3 (three) consecutive years w.e.f. September 07, 2023.

Accordingly, the first term of Mr. Sobti, Mrs. Saggi and Dr. Shah as Independent Directors of the Company are set to expire on September 19, 2026, September 06, 2026 and September 06, 2026, respectively.

Pursuant to Section 149 of the Act read with the rules made thereunder, a director can be appointed or re-appointed as an independent director for not more than two consecutive terms of upto five years each.

Therefore, based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company ("**Board**") at its meeting held on April 22, 2026 has re-appointed Mr. Romesh Sobti (DIN: 00031034), Mrs. Neera Saggi (DIN: 00501029) and of Dr. Anup Shah (DIN: 00293207) as Independent Directors (Non-Executive) of the Company for the second term of 5 (five) years effective from September 20, 2026, September 07, 2026 and September 07, 2026, respectively, not liable to retire by rotation, subject to approval of the shareholders of the Company.

The Company has received from Mr. Sobti, Mrs. Saggi and Dr. Shah: (i) consents in writing to act as Directors in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimations in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that they are not disqualified under Section 164(2) of the Act and (iii) declarations to the effect that they meet the criteria of independence as provided in Section 149(6) of the Act and under SEBI Listing Regulations. Mr. Sobti, Mrs. Saggi and Dr. Shah do not hold equity shares of the Company as on March 31, 2026.

The Company has also received Notices under Section 160 of the Act from a member proposing candidature of Mr. Sobti, Mrs. Saggi and Dr. Shah for the office of Directors of the Company.

Brief profile of Mr. Romesh Sobti is as under:

Mr. Romesh Sobti, aged 76 years, is the former Managing Director & CEO of IndusInd Bank (tenure from 1 February 2008 till 23 March 2020). He is a career banker with 46 years of experience in all 3 sectors of banking - public, foreign and private. Mr. Sobti was the Executive Vice President – Country Executive, India and Head, UAE and Sub-Continent, at ABN AMRO Bank N.V. He joined ABN AMRO Bank N.V. in November 1990 and over a 17 years period, was CEO for 12 years. In his banking career, Mr. Sobti has also been associated with ANZ Grindlays Bank plc (now Standard Chartered Bank) and State Bank of India in the past. By qualification he is B.E. (Hons.) in Electrical Engineering; and Diploma in Corporate

Laws and Secretarial Practice.

Brief profile of Mrs. Neera Saggi is as under:
Mrs. Neera Saggi, aged 70 years, has over 40 years of extensive and varied experience, both in the public and the private sector. For 28 years, as member of Indian Administrative Service, she worked within the government with multiple stakeholders and in different sectors including ports, SEZs, and areas of export promotion, textiles, area administration and rural development.

Mrs. Saggi has strong networks in multiple sectors and with different stakeholders including government, private, NGO, multilateral agencies, Consulates, Chambers of Business and Commerce. She was President of the Bombay Chamber of Commerce and Industry (BCCI) for the year 2013-14. She was the first woman to be elected in 177 years' history of this oldest Chamber in the country and was its Vice President for the year 2012-13.

By qualification, she is a Master of Business Administration, Business Administration and Management, International Centre of Public Enterprise, Ljubljana, Slovenia (Sponsored by GOI – UNDP); Master's in English Literature, Delhi University; Bachelor of Arts (Hons.), Gauhati University.

Brief profile of Dr. Anup Shah is as under:
Dr. Anup Shah, aged 50 years, is a Fellow Member of The Institute of Chartered Accountants of India. He has completed his Ph.D. in Commerce from Mumbai University; he is a Law Graduate from Mumbai University and has also done his Business Consultancy Studies Course from Jamnalal Bajaj Institute of Management Studies.

Dr. Shah is a Senior Partner of M/s. Pravin P Shah & Co., an advisory firm. He has over 25 years of experience in the areas of international estate planning, business restructuring, capital markets regulations, foreign investments, international taxation, etc. He has contributed articles / papers to several publications, newspapers and delivered talks at seminars and workshops across India and authored many books. He is on the board of various companies.

The terms and conditions for re-appointment of Mr. Sobti, Mrs. Saggi and Dr. Shah as Independent Directors of the Company shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day. The same is also available on the website of the Company at: **Click Here**

Other details of Mr. Sobti, Mrs. Saggi and Dr. Shah are provided in annexure to this Notice pursuant to the provision of SEBI Listing Regulations and the Secretarial Standard on General Meetings ("**SS-2**"), issued by the Institute of Company Secretaries of India.

Mr. Sobti, Mrs. Saggi and Dr. Shah shall be paid remuneration by way of fee for attending meetings of the Board and/or Committees thereof or for any other meetings as may be decided by the Board, reimbursement of expenses for participating in the Board and other meetings and profit related commission within the limits stipulated under Section 197 of the Act.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV to the Act and other applicable provisions of the Act read with Regulation 25(2A) of the SEBI Listing Regulations, the re-appointment of Mr. Romesh Sobti, Mrs. Neera Saggi and Dr. Anup Shah as Independent Directors requires approval of Members of the Company by passing special resolution. Accordingly, the approval of Members is being sought for re-appointment of Mr. Romesh Sobti, Mrs. Neera Saggi and Dr. Anup Shah as Independent Directors of the Company, by way of special resolutions.

Further, in terms of Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a special resolution is required to appoint or continue the directorship of a Non-Executive Director who has attained the age of 75 years. Mr. Romesh Sobti attained the age of 75 years on March 24, 2025.

Notwithstanding such attainment of age of 75 years, the Board of Directors strongly recommends his continuation and re-appointment on the Board for a second term, based on the following justifications:

- Immense Experience & Domain Expertise: Mr. Romesh Sobti is a highly respected professional with over 45 years of rich, multi-decade experience in the fields of finance, banking and Management.
- Valuable Contributions & Strategic Insight: During his first tenure, his active participation, unbiased evaluation of business risks, and critical guidance during Board and Committee meetings have significantly helped the Company navigate complex regulatory frameworks and execute key strategies.
- Cognitive Vigilance & Active Mentorship: Despite attaining the advanced age of 75, Mr. Romesh Sobti continues to display exemplary physical and mental fitness, high cognitive alertness, and robust dedication to his fiduciary duties. His mentorship is highly valued by the executive management.
- Board Diversity & Independence: The Board believes his/her continued association will bring stability, deep institutional memory, and robust independent judgment to the Board

Therefore, the Board recommends the special resolutions as set out in Items no. 1, 2 and 3 of this Notice, considering the rich experience and the vast knowledge these Directors would bring with them benefitting the Company. These Directors also possess requisite skills, expertise and competencies in business restructuring, risk management, capital market restructuring, corporate governance & ESG, financing, international taxation, regulatory matters and business leadership.

Mr. Sobti, Mrs. Neera Saggi and Dr. Shah are deemed to be interested in the respective resolutions relating to their re-appointment. None of the other Directors or key managerial personnel or their relatives are, in anyway, concerned or interested in the said resolutionss, as set out in Items No. 1, 2 and 3 of this Notice.

Regd. Office:
"Adani Corporate House",
Shantigram, Near Vaishno Devi Circle,
S G Highway, Khodiyar, Ahmedabad – 382 421 Gujarat,
India.
CIN: L40106GJ2015PLC082007
Ahmedabad, August 07, 2026

By order of the Board
For Adani Green Energy Limited

Pragnesh Darji
Company Secretary
Membership No. A24382

Adani Green Energy Limited
Registered Office: "Adani Corporate House", Shantigram, Near Vaishno Devi Circle,
S G Highway, Khodiyar, Ahmedabad – 382 421. Gujarat, India.
Phone No.: +91-79-25555555 Fax No.: +91-79-25555500
Website: www.adanigreenenergy.com Email Id: investor.agel@adani.com
CIN: L40106GJ2015PLC082007

Annexure to Item Nos. 1, 2 and 3 of the Notice

Details of Directors seeking re-appointment at the Extra-ordinary General Meeting [Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of the Director	**Mr. Romesh Sobti**
Date of Birth	March 24, 1950 (76 years)
Nationality	Indian
Date of Appointment on the Board	September 20, 2021
Qualifications	B.E. (Hons.) in Electrical Engineering and Diploma in Corporate Laws and Secretarial Practice
Expertise in specific functional area	Risk management, corporate governance & ESG, Financing and business leadership. For detailed profile, please refer Company's website: **Click Here**
Number of shares held in the Company	Nil
List of the directorships held in other companies*	1) Dabur India Limited 2) Delhivery Limited 3) Kogta Financial (India) Limited
Number of Board Meetings attended during the FY 2026	5 (five) of 5 (five) (100%)
Chairman/ Member in the Committees of the Boards of companies in which she is Director*	Chairman: **Name of the Company** — **Committee** Delhivery Limited — Audit Kogta Financial (India) Limited — Audit Member: **Name of the Company** — **Committee** Dabur India Limited — Audit Delhivery Limited — Stakeholders' Relationship Adani Green Energy Limited — Audit
Listed entities from which he/she has resigned in the past three years	Aditya Birla Capital Limited
Shareholding in the Company as on June 30, 2026	Nil
Relationships between Directors inter-se	None

Adani Green Energy Limited
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Website: www.adanigreenenergy.com Email Id: investor.agel@adani.com
CIN: L40106GJ2015PLC082007

<table>
<tr><th>Name of the Director</th><th>Mrs. Neera Saggi</th></tr>
<tr><td>Date of Birth</td><td>May 13, 1956 (70 years)</td></tr>
<tr><td>Nationality</td><td>Indian</td></tr>
<tr><td>Date of Appointment on the Board</td><td>September 07, 2023</td></tr>
<tr><td>Qualifications</td><td>Master of Business Administration; Master's in English Literature; Bachelor of Arts (Hons.)</td></tr>
<tr><td>Expertise in specific functional area</td><td>Regulatory matters and business leadership. For detailed profile, please refer Company's website: Click Here</td></tr>
<tr><td>Number of shares held in the Company</td><td>Nil</td></tr>
<tr><td>List of the directorships held in other companies*</td><td>1) GE Vernova T&D India Limited
2) Honeywell Automation India Limited
3) KEC International Limited</td></tr>
<tr><td>Number of Board Meetings attended during the FY 2026</td><td>5 (five) of 5 (five) (100%)</td></tr>
<tr><td>Chairman/ Member in the Committees of the Boards of companies in which she is Director*</td><td>Chairperson:
<table>
<tr><th>Name of the Company</th><th>Committee</th></tr>
<tr><td>Adani Green Energy Limited</td><td>Stakeholders Relationship</td></tr>
</table>
Member:
<table>
<tr><th>Name of the Company</th><th>Committee</th></tr>
<tr><td>Honeywell Automation India Limited</td><td>Audit</td></tr>
<tr><td>GE Vernova T&D India Limited</td><td>Audit</td></tr>
<tr><td>KEC International Limited</td><td>Audit</td></tr>
<tr><td>Adani Green Energy Limited</td><td>Audit</td></tr>
</table>
</td></tr>
<tr><td>Listed entities from which he/she has resigned in the past three years</td><td>Nil</td></tr>
<tr><td>Shareholding in the Company as on June 30, 2026</td><td>Nil</td></tr>
<tr><td>Relationships between Directors inter-se</td><td>None</td></tr>
</table>

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Name of the Director	**Dr. Anup Shah**
Date of Birth	October 02, 1976 (50 years)
Nationality	Indian
Date of Appointment on the Board	September 07, 2023
Qualifications	Ph.D. in Commerce; Chartered Accountant; Bachelors in Law
Expertise in specific functional area	Business restructuring, capital market regulations, international taxation. For detailed profile, please refer Company's website: **Click Here**
Number of shares held in the Company	Nil
List of the directorships held in other companies*	1) AWL Agri Business Limited 2) JM Financial Products Limited 3) JM Financial Home Loans Limited
Number of Board Meetings attended during the FY 2026	5 (five) of 5 (five) (100%)
Chairman/ Member in the Committees of the Boards of companies in which she is Director*	Chairman: **Name of the Company** – **Committee** AWL Agri Business Limited – Audit JM Financial Home Loans Limited – Audit Member: **Name of the Company** – **Committee** AWL Agri Business Limited – Stakeholders Relationship Adani Green Energy Limited – Audit
Listed entities from which he/she has resigned in the past three years	Nil
Shareholding in the Company as on June 30, 2026	Nil
Relationships between Directors inter-se	None

* Pursuant to SEBI Listing Regulations, the directorship includes directorship of public limited companies and committee membership includes only audit committee and stakeholders' relationship committee of public limited company (whether listed or not).