ALPEX SOLAR LIMITED
CIN: L51909DL1993PLC171352
Registered Office: B-79, Shivalik Enclave, Near Malviya Nagar, New Delhi – 110017, India
Email: info@alpex.in | **Website:** www.alpexsolar.com | Tel: +91 120 2341146

POSTAL BALLOT NOTICE

Pursuant to Sections 108, 110 of the Companies Act, 2013 ('Act') read with the Companies (Management and Administration) Rules, 2014 ('Rules') each as amended, and the applicable Circulars issued by the Ministry of Corporate Affairs ('MCA'), Government of India, from time to time.

VOTING STARTS ON	VOTING ENDS ON
Sunday, July 19, 2026, at 09:00 a.m. (IST)	Monday, August 17, 2026, at 05:00 p.m. (IST)

Dear Members,

NOTICE is hereby given pursuant to Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), read with General Circular no. 03/2025 dated September 22, 2025 and other relevant circulars issued in this regard by the Ministry of Corporate Affairs ("MCA") (collectively referred to as the "MCA Circulars") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') as amended, Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), as amended, and pursuant to other applicable laws and regulations, the resolutions appended below are proposed for approval of the Members of Alpex Solar Limited ("Company" or "Alpex") through Postal Ballot by remote e-voting process ("Remote E-voting").

Sr. No.	Description of the Resolutions	Resolution
1.	Approval for appointment of Mrs. Sangeeta Bhatia (DIN: 06889475) as an Independent Director of the Company	Special
2.	Approval for increase in the borrowing powers under Section 180(1)(c) of the Companies Act, 2013 up to Rs. 2,000 Crore	Special
3.	Approval for selling, leasing, otherwise disposing of the whole or substantially the whole of the undertakings of the Company or creation of hypothecations / mortgages and/or charges under section 180(1)(a) of the Companies Act, 2013	Special
4.	Approval for entering into Material Related Party Transaction(s) with Alpex NVNR Consortium (ANC), a Joint Venture /Consortium of the Company	Ordinary

Pursuant to Sections 102, 110 and other applicable provisions of the Act, the statement pertaining to the said Resolutions setting out the material facts and the reasons/ rationale thereof is annexed to this Postal Ballot Notice ("Notice") for your consideration and forms part of this Notice.

In compliance with the aforesaid MCA Circulars, this Notice is being sent only through electronic mode to those Members whose email address are registered with the Company / Skyline Financial Services Private Limited, the Company's Registrar to an Issue and Share Transfer Agent ('RTA') / National Securities Depository Limited ('NSDL') and/or Central Depository Services (India) Limited ('CDSL'), (NSDL and CDSL collectively 'Depositories'). Accordingly, a physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope is not being sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place only through the remote e-voting facility.

In compliance with the Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circulars and SS-2, the Company has engaged the services of CDSL for the purpose of providing remote e-voting facility to its Members to enable them to cast their votes electronically. The instructions and detailed procedure for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company at https://alpexsolar.com/investors/corporate_announcements.

Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in the 'Notes' section of this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting not later than 05:00 p.m. (IST) on Monday, August 17, 2026. The remote e-voting facility will be disabled by CDSL immediately thereafter.

SPECIAL BUSINESS

1. **Approval of the appointment of Mrs. Sangeeta Bhatia (DIN: 06889475) as an Independent Director of the Company**

   To consider, and if thought fit, to pass the following resolution as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17(1C) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), including any statutory modification(s) or re-enactment thereof for the time being in force, Mrs. Sangeeta Bhatia (DIN: 06889475), who was appointed by the Board of Directors as an Additional Director of the Company with effect from May 21, 2026 and who holds office up to the date of the ensuing Annual General Meeting in terms of Section 161 of the Act and Article 45 of the Articles of Association of the Company and who is eligible for appointment as a Director, be and is hereby appointed as a Director of the Company.

   RESOLVED FURTHER THAT pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Act and the Rules read with Schedule IV to the Act and Regulation 25(2A) and other applicable Regulations, if any, of the Listing Regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mrs. Sangeeta Bhatia (DIN: 06889475) who meets the criteria for independence stipulated under Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from May 21, 2026 to May 20, 2031 (both days inclusive).

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to delegate all or any of the powers conferred upon it by this resolution to any Committee of the Board of Directors, Director, Key Managerial Personnel, Officer or Authorised Representative of the Company, and to do all such acts, deeds, matters and things as may be necessary, desirable or expedient for giving effect to this resolution."

2. **Approval for increase in the borrowing powers under Section 180(1)(c) of the Companies Act, 2013 up to Rs. 2,000 Crore**

   To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

   "RESOLVED THAT in supersession of all the earlier resolutions passed in this regard and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) thereto or reenactment(s) thereof, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company ((hereinafter referred to as the "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution) to borrow any sum or sums of money from time to time notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) including rupee equivalent of foreign currency loans may exceed, at any time, the aggregate of the paid-up share capital of the Company and its free reserves i.e. reserves not set apart for any specific purposes, provided however that the total amount so borrowed shall not at any time exceed Rs. 2,000 crores (Rupees Two Thousand Crores only) over and above the paid up capital and free reserves of the Company.

   RESOLVED FURTHER THAT the Board be and are hereby severally authorized to file necessary returns/ forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary to give effect to this resolution."

3. **Approval for selling, leasing, otherwise disposing of the whole or substantially the whole of the undertakings of the Company or creation of hypothecations / mortgages and/or charges under section 180(1)(a) of the Companies Act, 2013**

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

"RESOLVED THAT in supersession of all the earlier resolutions passed in this regard and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Meetings of Board and its Powers) Rules, 2014, including any statutory modification(s) thereto or reenactment(s) thereof, consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any committee thereof for the time being exercising the powers conferred on the Board by this Resolution) to create such mortgages and/or charges and/or hypothecation and/or other encumbrances including floating charge in addition to the mortgages and/or charges and/or hypothecation and/or other encumbrances including floating charge created by the Company on all or any part of the immovable and/or movable properties, current and/or fixed assets, tangible or intangible assets, book debts and/or claims of the Company and the whole or any part of the undertaking(s) of the Company wherever situated, present and future in favour of or for the benefit of the Lender, from whom the Company has/or proposed/proposes to borrow money/sums of moneys by way of loans including without limitation term loans, working capital loans, discounting of bills, inter corporate deposits or such other financial facilities and/or instruments permitted to be issued by the appropriate authorities from time to time together with interest, cost, charges and other incidental expenses in terms of agreement(s) entered/to be entered into by the Board of Directors of the Company within the overall borrowing limits fixed pursuant to Section 180(1)(c) of the Companies Act, 2013."

RESOLVED FURTHER THAT the Board be and are hereby severally authorized to file necessary returns/ forms with the Registrar of Companies and to do all such acts, deeds and things as may be considered necessary, incidental and ancillary in order to give effect to this resolution."

4. **Approval for entering into Material Related Party Transaction(s) with Alpex NVNR Consortium (ANC), a Joint Venture /Consortium of the Company**

To consider, and if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ("Listing Regulations"), as amended, the Company's policy on materiality of related party transactions and on dealing with related party transactions, basis the approval of the Audit Committee and the Board of Directors of the Company, and all other applicable statutory provisions and regulations, if any, (including any statutory modification(s) or re-enactments(s) thereof, for the time being in force), and subject to such other necessary registrations, consents, permissions, approvals and sanctions required, if any, from any authorities under any laws or regulations or guidelines, consent of the Members of the Company be and is hereby accorded for continuing with the existing contract(s) / arrangement(s) / transaction(s) and / or entering into / executing new contract(s) / arrangement(s) / transaction(s) (whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise) between the Company and Alpex NVNR Consortium **("**ANC"), a joint venture of the Company, and a related party within the meaning of Regulation 2(1)(zb) of the Listing Regulations, during the financial year 2026-27 for an aggregate amount not exceeding Rs. 150 Crore (Rupees One Hundred and Fifty Crore only), as per details and on the terms set out in the Explanatory Statement annexed hereto and as may be mutually agreed between the Company and ANC for the purpose of business, provided that the transactions/arrangements so carried out or to be carried out shall at all times be on an arm's length basis and in the ordinary course of business of the Company and ANC.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) be and is hereby authorised to do and perform all such acts, deeds, matters and things as may be required, necessary and expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto.

RESOLVED FURTHER THAT the Board of Directors of the Company (including any committee thereof) be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer or Company Secretary or any other Officer(s)/Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board of Directors of the Company (including any committee thereof), or any person so authorised by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects."

Notes:

1. The relevant Explanatory Statement pursuant to Section 102 and 110 of the Act, each as amended, setting out the material facts relating to the aforesaid Resolutions and the reasons thereof, is annexed hereto and forms part of this Notice.

2. The details under Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of SS-2, in respect of the person seeking appointment as an Independent Director is furnished as an **Annexure-I** to this Postal Ballot Notice.

3. In compliance with the MCA Circular, the Company is sending this Notice only in electronic form to those Members whose names appear in the Register of Members/List of Beneficial Owners as received from the Depositories/RTA as on Friday, July 17, 2026 ('cut-off date') and whose email addresses are registered with the Company/ RTA/ Depositories or who will register their email address in accordance with the process outlined in this Notice. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date. The manner of voting on the proposed Resolutions is restricted only to remote e-voting i.e., by casting votes electronically instead of submitting postal ballot forms. Accordingly, physical copies of the Postal Ballot Notice along with the Postal Ballot Forms and pre-paid business reply envelopes will not be sent to the Members for this Postal Ballot.

4. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the cut-off date shall be eligible to cast their votes through postal ballot by remote e-voting. A person who is not a member on the cut-off date should treat this Notice for information purposes only. It is however clarified that, all Members of the Company as on the cut-off date (including those Members who may not have received this Notice due to non-registration of their email addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the aforementioned Resolutions in accordance with the process specified in this Notice.

5. A copy of this Notice is also available on the website of the Company at https://alpexsolar.com/investors/corporate_announcements, the website of National Stock Exchange of India Limited ('NSE') at www.nseindia.com , on which the equity shares of the Company are listed and on the website of CDSL at https://www.evotingindia.com/.

6. The Company is providing remote e-voting facility to its members, to enable them to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in Note No. 17 of this Notice.

7. The remote e-voting shall commence on Sunday, July 19, 2026, at 09:00 a.m. (IST) and ends on Monday, August 17, 2026, at 05:00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the cut-off date may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

8. Members are requested to carefully read the remote e-voting instructions and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the said instructions.

9. The Board of Directors of the Company has appointed Mr. Narendra Rahalkar, Practicing Company Secretary (Membership Number: ACS 18153), as a Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed.

   Non-individual Members (i.e., Institutional/Corporate Members) intending to vote through their authorized representatives are requested to send a scanned copy (in JPEG/PDF format) of a duly certified Board Resolution authorizing their representative(s) to vote on their behalf, pursuant to Section 113 of the Act, to the Company and the Scrutinizer at csnvrahalkar@gmail.com with a copy marked to investors@alpex.in.

10. The Scrutinizer, after scrutinizing the votes cast through remote e-voting will, not later than two working days of the conclusion of the remote e-voting, make a Scrutinizer's Report and submit the same to the Chairman or the Company Secretary. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company at the link https://alpexsolar.com/investors/corporate_announcements and on the website of CDSL at https://www.evotingindia.com/. The result shall be communicated to the Stock Exchange simultaneously.

11. Subject to receipt of the requisite number of votes, the respective Resolutions shall be deemed to have been passed on the last date of remote e-voting i.e. Monday, August 17, 2026. Further, a resolution passed by the Members through postal ballot is deemed to have been passed as if it is passed at a General Meeting of the Members.

12. The vote in this Postal Ballot cannot be exercised through proxy.

13. Members desirous of inspecting the documents referred to in the Notice or Explanatory Statement may send their requests to investors@alpex.in from their registered email addresses mentioning their name, folio numbers/DP ID and Client ID, until the last date of remote e-voting of this Postal Ballot.

14. Process for Registration of email addresses with the Company or Depositories:

Members who have not registered their e-mail address with the Company/Depositories are requested to register their e-mail address in the following manner:

For shares held in Physical form	Members may submit their requests in electronic mode through the website of the Registrar and Share Transfer Agent of the Company (RTA) i.e. Skyline Financial Services Private Limited using the weblink: https://www.skylinerta.com/pages/service-requests-kyc-forms.php or by e-mail to info@skylinerta.com.
For shares held in Dematerialized form	Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository

15. Those Members who have already registered their email addresses are requested to keep the same validated with their DPs/Depositories/RTA to enable serving of notices/documents/Annual Reports and other communications electronically to their email address in future.

16. Once the vote on the Resolution is cast by the Members, the Members shall not be allowed to change it subsequently.

17. The instructions for remote e-voting are as under:

i. The voting period begins on **Sunday, July 19, 2026, at 09:00 a.m. (IST) and ends on Monday, August 17, 2026, at 05:00 p.m. (IST).** During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **Friday, July 17, 2026**, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Step 1 : ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.

(i) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020,** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

(ii) The communication relating to remote e-voting containing details about User ID and Password, instructions and other information relating thereto is given in this Postal Ballot Notice.

It is however clarified that Members of the Company as on cut-off date (including Members who may have not received this communication due to non-registration of their e-mail address with the Company / RTA / Depositories) shall be entitled to vote in respect of the Resolution, in accordance with the process specified in this Postal Ballot Notice.

The voting rights of Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

In case of joint holders, only such joint holder who is higher in the order of names will be entitled to vote.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

TYPE OF SHAREHOLDERS	LOGIN METHOD
Individual Shareholders holding securities in Demat mode with CDSL Depository	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	1) If you are already registered for NSDL IDeAS facility, please visit the eServices website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will be opened. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) 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 'Shareholder/Member' section. A new screen

	will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on **company name or e-Voting service provider name** and you will be redirected to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	**Helpdesk details**
Individual Shareholders holding securities in Demat mode with **CDSL**	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with **NSDL**	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

STEP 2 : ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

(iii) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.

2) Click on “Shareholders” module.

3) Now enter your User ID

a. For CDSL: 16 digits beneficiary ID,
b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4) Next enter the Image Verification as displayed and Click on Login.

5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(iv) After entering these details appropriately, click on “SUBMIT” tab.

(v) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(vi) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.

(vii) Click on the EVSN of the Alpex Solar Limited.

(viii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(ix) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(x) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xiii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xiv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xv) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.

- The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.

- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; Investors@alpex.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2013 (the 'Act')

The following statement sets out all the material facts relating the Resolution Nos. 1 to 4 to be passed as mentioned in the accompanying Notice.

ITEM NO. 1

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held on May 21, 2026 appointed Mrs. Sangeeta Bhatia (DIN: 06889475), as an Additional Director of the Company with effect from May 21, 2026 pursuant to Section 161(1) of the Companies Act, 2013 (the "Act") and Article 45 of the Articles of Association of the Company. At the same meeting, the Board of Directors also appointed Mrs. Bhatia as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from May 21, 2026, to May 20, 2031 (both days inclusive), subject to approval of the Members of the Company.

Mrs. Bhatia, aged 67 years, was the first woman Executive Director (Finance) of NTPC Limited and brings over 36 years of extensive experience in the Finance and Accounts function at NTPC Ltd., a Government of India enterprise and a leading utility in India's power sector. During her tenure, she has witnessed and contributed to NTPC's remarkable growth from a 200 MW organization to over 70 GW capacity, playing a key role in its transformation into a diversified and integrated power major. She has comprehensive (360-degree) expertise in resource mobilisation, successfully raising funds through both equity and debt instruments across domestic and international markets. Her work has significantly supported the financing of large-scale thermal and renewable energy projects. Mrs. Bhatia has mobilized loans, export credits, and Eurobonds exceeding USD 3 billion, demonstrating strong capabilities in global financial markets. She also brings over a decade of experience working with multilateral lending institutions such as the World Bank (IBRD) and Asian Development Bank (ADB), as well as export credit agencies including JBIC, K-Exim, and EKN. In addition, she has successfully managed treasury operations exceeding ₹3 lakh crore, setting benchmarks in cost-effective funding strategies for public sector enterprises. Her contributions have been instrumental in strengthening NTPC's financial framework and enhancing its reputation in capital markets.

The Company has received declaration from Mrs. Sangeeta Bhatia, that she meets the criteria of independence as prescribed under the Act and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). The Company has also received confirmation from Mrs. Bhatia that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company. Mrs. Bhatia has also confirmed that she is not debarred from holding the office of a Director by virtue of any Order passed by the Securities and Exchange Board of India or any such authority. Mrs. Bhatia is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Mrs. Bhatia has confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to her registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mrs. Bhatia fulfils the conditions of appointment as an Independent Director and her appointment as such would be in the interest of the Company taking into consideration Mrs. Bhatia's knowledge, skills, background and rich experience in various facets of business. She is also independent of the Management.

The Company has received a Notice in writing under the provisions of Section 160 (1) of the Act, from a Member proposing the candidature of Mrs. Sangeeta Bhatia for the office of Non-Executive Independent Director.

As per Section 152 of the Act and the Rules thereunder, a Director can be appointed with the approval of the Members and as per Regulation 17 (1C) of the Listing Regulations, the Company is required to obtain the approval of the Members at the next General Meeting or within a period of three months from the date of appointment, whichever is earlier. Further, as per Regulation 25(2A) approval of the Members by way of a special resolution is required for the appointment of an Independent Director. Accordingly, approval of the Members is being sought for the appointment of Mrs. Bhatia as a Director and also as an Independent Director of the Company by way of a Special Resolution.

As required under Regulation 36(3) of the Listing Regulations and Clause 1.2.5 of Secretarial Standard-2, other requisite information is annexed hereto as **Annexure-I** and forms a part of this Postal Ballot Notice.

A copy of the draft letter of appointment as an Independent Director stating the terms and conditions is available for inspection by the members electronically. Members seeking to inspect the same can send an email to investors@alpex.in

None of the Directors or Key Managerial Personnel of the Company or their relatives, other than Mrs. Sangeeta Bhatia or her relatives (to the extent of their shareholding interest, if any, in the Company), are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 1 of the Notice.

Your Board recommends the Special Resolution as set out at Item No. 1 of this notice for your approval.

ITEM NO. 2

At the Extra-ordinary General Meeting held on August 28, 2025, the shareholders had approved a borrowing limit of Rs.1,500 crore (Rupees One Thousand Five Hundred Crore Only) in excess of the aggregate of the paid-up capital of the Company and its free reserves in accordance with Section 180(1)(c) of the Companies Act, 2013.

The Company’s current borrowings as of June 30, 2026, are around Rs. 1,400 crore (Rupees One Thousand Four Hundred Crore Only). Hence, it may be noted that the aforesaid limit as approved by the shareholders under Section 180(1)(c) of the Companies Act, 2013 has been substantially utilized and is no longer adequate to meet the Company's growing business requirements and strategic objectives. With the ongoing expansion of the Company's business operations, strategic growth initiatives, capital expenditure plans, investments in subsidiaries, working capital requirements, refinancing of existing borrowings, and to meet other funding requirements that may arise in the ordinary course of business, it is considered necessary to enhance the borrowing capacity of the Company.

Accordingly, it is proposed to increase the borrowing limits under Section 180(1)(c) of the Companies Act, 2013 to an aggregate amount of Rs. 2,000 crore (Rupees Two Thousand Crore Only). This limit is notwithstanding that such borrowings, combined with any existing borrowings (excluding temporary loans from the Company’s bankers in the ordinary course of business), may exceed over and above the aggregate of the Company’s paid-up share capital and free reserves at any point of time.

Furthermore, the Board of Directors (or any committee thereof exercising the powers conferred by this resolution) is authorized to determine and settle the terms and conditions for these borrowings, including aspects related to interest, repayment, security, and any other relevant matters.

None of the directors, key managerial personnel, or their relatives, as defined under the Companies Act, 2013, have any personal interest in the proposed resolution, except in the normal course of their business dealings and to the extent of their shareholding.

The Board recommends the Special Resolution set out in Item No. 2 of the Notice for approval of the members.

ITEM NO. 3

Pursuant to Section 180(1)(c) of the Companies Act, 2013, at the Extra-ordinary General Meeting held on August 28, 2025, the shareholders had approved to create such mortgages and/or charges and/or hypothecation and/or other encumbrances within the borrowing limit of Rs. 1,500 crore (Rupees One Thousand Five Hundred Crore) in excess of the aggregate of the paid-up capital of the Company and its free reserves in terms of Section 180(1)(c) of the Companies Act, 2013.

To secure various borrowing facilities obtained or to be obtained by the Company, it may be necessary to create mortgages, charges, hypothecation or other encumbrances on the Company's movable and/or immovable properties, both present and future. Such creation of security may be regarded as disposal of the whole or substantially the whole of the undertaking within the meaning of Section 180(1)(a).

Accordingly, the approval of members is sought to authorize the Board to create such charges in favour of lenders, within the overall borrowing limits approved under Section 180(1)(c) of the Act.

Please note that none of the directors, key managerial personnel, or their relatives, as defined under the Companies Act, 2013, have any personal interest in the proposed resolution, except in the normal course of their business dealings and to the extent of their shareholding.

The Board recommends the Special Resolution set out in Item No. 3 of the Notice for approval of the members.

ITEM NO. 4

The following statement sets out all the material facts relating to Resolution No. 4 to be passed as mentioned in the accompanying Notice:

As per Regulation 2(1)(zc) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), a related party transaction includes a transaction involving a transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand or (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit any related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not.

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), as amended, material related party transactions, based on the recommendation made by the Audit Committee and the Company's policy on materiality of related party transactions and on dealing with related party transactions, require prior approval of the shareholders of the Company, through ordinary resolutions, even if such transactions are in the ordinary course of business of the Company and at an arm's length basis.

Since the Company is listed on the SME Exchange of National Stock Exchange of India Limited, as per the provisions of the Listing Regulations, a related party transaction with a related party is considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year exceeds Rupees fifty crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Considering that the consolidated turnover of the Company for the financial year 2025-26 is Rs. 2,223.27 crore, the materiality threshold for related party transactions with a related party of the Company is Rs. 50 crores i.e. lower of Rs. 222.33 crores, being 10% of the annual consolidated turnover of the Company or Rs. 50 crores. The said limits are applicable even if the transactions are in the ordinary course of business and at an arm's length basis.

Further, in terms of Regulation 23(4) of the Listing Regulations, all material related party transactions and subsequent material modifications shall require prior approval of the Members of the listed entity by way of an Ordinary Resolution, and no related party shall vote to approve such resolution, irrespective of whether the entity is a party to the particular transaction or not.

The Company and its subsidiaries have a well-defined governance process for the related party transactions undertaken by them. These transactions are reviewed by the Audit Committee for arm's length consideration and compared with the benchmarks available for similar type of transactions.

Members may note that the Company's business operations are carried out either directly or through its subsidiaries, joint ventures and associates, operating across diverse sectors such as Engineering, Procurement, and Construction (EPC), Independent Power Producer (IPP) etc. In the ordinary course of business, various transactions are undertaken between the Company and such related parties in order to ensure operational efficiency, optimal resource utilisation, timely execution of commitments, value creation, and smooth conduct of business activities.

In view of the scale, nature and interdependent functioning of the Company and its group entities, it is essential to continue entering into various transactions which includes but not limited to purchase / sale of goods or services, availing or rendering of services, leasing arrangements, sharing of resources, reimbursement of expenses, and other operational transactions, etc which are necessary for efficient business conduct and for strengthening the Company's growth trajectory.

In view of the above, related party transactions, though in the ordinary course of the business and at an arm's length, are expected to exceed the aforesaid threshold of Rs. 50 crores are being placed for the approval of the Members of the Company as Ordinary Resolution. The value of transactions (for which the approval is being sought) for the period commencing from April 01, 2026, till the date of this Notice has not exceeded the materiality threshold and is not likely to exceed the materiality threshold till the approval of these transactions by Members through this Postal Ballot.

Further, all related party transactions of the Company are undertaken after obtaining prior approval of the Audit Committee. The Audit Committee of the Company currently comprises three Independent Directors and one Executive Director. All related party transactions as set out in this Notice have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis the details of all related party transactions entered into during the previous quarter, pursuant to its approvals.

The Audit Committee reviewed the relevant details of the proposed material related party transactions as required under the Listing Regulations, including the material terms and the basis of pricing, the ordinary course of business and arm's length requirements and granted approval for the related party transactions to be entered into by the Company as mentioned above in the Notice. The Board of Directors, at its meeting held on July 18, 2026, considered the resolutions passed by the Audit Committee on the matter and reviewed all the relevant details of the related party transactions, took note of the matters and recommended the same to the Members for their approval.

In view of the above, the necessary details are mentioned for the related party transactions under the below Explanatory Statement. With respect to related party transactions as mentioned herein, Members may note that Alpex NVNR Consortium ("ANC") is a joint venture of the Company.

Justification that the proposed related party transactions are in the interest of the Company:

The proposed Related Party Transaction with ANC is vital and in the best interest of the Company, as they are aligned with the Company's core business objectives, expansion plans and long-term growth strategy in the renewable energy sector.

Alpex Solar Limited is engaged in the business of manufacturing solar photovoltaic modules and providing integrated solar energy solutions. The proposed transactions with ANC are also commercially justified, as they are intended to facilitate execution of solar EPC projects undertaken through the consortium arrangement. Participation through the consortium enables the Company to undertake larger and more complex renewable energy projects, leverage complementary capabilities of consortium partners and enhance its execution credentials in the solar EPC segment. For the purpose of execution of Tendor No. NIT No. CMPDI/ENM/WCL/SOLAR/2024/05 dated 27th December, 2024 for 70 MW Solar Photovoltaic Power Project awarded by Western Coalfields Limited vide letter of Award (LOA) dated May 09, 2025, Company had secured solar EPC opportunities in which 70% of project to be completed by the Company and rest 30% to be completed by NVNR Power and Infra Private Limited.

The transaction with ANC consists of the sale of goods. Such arrangements will help in efficient project implementation, timely execution of orders, optimum utilization of manufacturing capacity and better coordination between manufacturing and project execution functions.

All the proposed transactions are on arm's length basis and in the ordinary course of business, backed by appropriate benchmarking, tariff orders (where applicable), and commercial / market parameters. The Audit Committee has reviewed and approved the proposed related party transactions after considering the rationale, commercial justification and the details as per Regulation 23(4) of the Listing Regulations read with the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated 30th January 2026 (“SEBI Master Circular”).

The Audit Committee has also reviewed the certificate provided by the Chief Executive Officer and Chief Financial Officer of the Company, as required under the RPT Industry Standards for the proposed material-related party transactions.

The approval of the members is being sought for the related party transactions / contracts / agreements / arrangements set out in Table below. The details of Promoters / Key Managerial Personnel / Directors who are interested in the proposed related party transactions are mentioned in Point 7 of A(5) of Part A of Table. Accordingly, Resolution is placed for the approval of the Members of the Company.

The details of transaction as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 (“SEBI Master Circular”) along with details as required under the Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” (“RPT Industry Standards”) are set forth below:

Transaction between the Company and Alpex NVNR Consortium (ANC), a Joint-Venture/Consortium of the Company

<table>
<tr><th>S. No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td colspan="3">Part A: Minimum Information required to be given for RPT</td></tr>
<tr><td colspan="3">A(1) Basic Details of the RPT</td></tr>
<tr><td>1.</td><td>Name of the related party</td><td>Alpex NVNR Consortium (ANC)</td></tr>
<tr><td>2.</td><td>Country of incorporation of the related party</td><td>India</td></tr>
<tr><td>3.</td><td>Nature of business of the related party</td><td>Renewable Energy</td></tr>
<tr><td colspan="3">A(2) Relationship and ownership of the related party</td></tr>
<tr><td rowspan="4">1</td><td>Relationship between the listed entity and the related party – including nature of its concern (financial or otherwise)</td><td>ANC is a Joint Venture of the Company, formed as a consortium by the Company with NVNR Power & Infra Private Limited</td></tr>
<tr><td>Shareholding of the listed entity, whether direct or indirect, in the related party.</td><td>70%</td></tr>
<tr><td>Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).</td><td>ANC is a Joint Venture/consortium formed for completion of project in which 70% of the Project to be completed by the Company and rest 30% is to be completed by NVNR Power and Infra Private Limited.</td></tr>
<tr><td>Shareholding of the related party, whether direct or indirect, in the listed entity.</td><td>Nil</td></tr>
<tr><td colspan="3">A(3) Details of previous transactions with the related party</td></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year.</td><td>Details of the transactions by Company with ANC:<table><tr><th>Sl. No.</th><th>Nature of transaction for FY 2025-26</th><th>Amount (₹ crore)</th></tr><tr><td>1.</td><td>Sale of Solar Inverter and Panel</td><td>33.13</td></tr><tr><td colspan="2">Total</td><td>33.13</td></tr></table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>2.18 crore</td></tr>
</table>

<table>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>No</td></tr>
<tr><td colspan="3">A(4) Amount of the proposed transactions</td></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders. (in crores)</td><td><table><tr><th>Sl. No.</th><th>Nature of transaction for FY 2026-27</th><th>Amount (₹ crore)</th></tr><tr><td>1.</td><td>Sale of Goods</td><td>150</td></tr></table></td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year</td><td>6.82%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>Not applicable</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>436.68%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party for the immediately preceding financial year:
Turnover
Profit after Tax
Net worth</td><td><table><tr><th>Particulars for FY 2025-26</th><th>Amount (₹ crore)</th></tr><tr><td>Turnover</td><td>34.35</td></tr><tr><td>Profit after Tax</td><td>(1.19)</td></tr><tr><td>Net worth</td><td>(1.19)</td></tr></table></td></tr>
<tr><td colspan="3">A(5) Basic details of proposed transactions to be approved</td></tr>
<tr><td>1.</td><td>Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)</td><td><table><tr><th>Sl. No.</th><th>Nature of transaction for FY 2026-27</th><th>Amount (₹ crore)</th></tr><tr><td>1.</td><td>Sale of Goods</td><td>150</td></tr></table></td></tr>
<tr><td>2.</td><td>Details of each type of the proposed transaction</td><td>Supply of solar modules / related products on arm’s length basis; pricing based on market benchmarks and agreed commercial terms</td></tr>
<tr><td>3.</td><td>Tenure of the proposed transaction (tenure in number of years or months to be specified)</td><td>While the tenure of the proposed arrangements is on-going, approval of the Members is being sought for material RPTs for FY 2026-27.</td></tr>
<tr><td>4.</td><td>Whether omnibus approval is being sought?</td><td>Yes</td></tr>
<tr><td>5.</td><td>Value of the proposed transaction during a financial year.
If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.</td><td>Value of transactions for FY 2026-27 is ₹ 150 crore. Approval of the Members is being sought for material RPTs for FY 2026-27.</td></tr>
</table>

<table>
<tr><td>6.</td><td>Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity</td><td>Refer to background, details and benefit of the transaction captured above. Further, the proposed RPTs are undertaken in the ordinary course of business and on an arm’s length basis. While ANC belongs to the Alpex Group, it operates independently with distinct commercial responsibilities.

ANC association with the Company provides assurance of integrity and reliability, and the transactions are fair, transparent, and in the best interests of the Company and its stakeholders, aligning with the Company’s strategic objectives and commitment to high standards of corporate governance.</td></tr>
<tr><td rowspan="3">7.</td><td>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</td><td rowspan="3">No promoter(s), director(s), or key managerial personnel of the Company is directly or indirectly interested in the transaction.</td></tr>
<tr><td>a. Name of the director / KMP</td></tr>
<tr><td>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</td></tr>
<tr><td>8.</td><td>A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.</td><td>Not Applicable</td></tr>
<tr><td>9.</td><td>Other information relevant for decision making.</td><td>All relevant information forms a part of this disclosure, setting out requisite facts.</td></tr>
<tr><td colspan="3">Part B: Additional Information</td></tr>
<tr><td colspan="3">B(1) Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances</td></tr>
<tr><td>1.</td><td>Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.</td><td rowspan="2">Transactions are on an arm’s length basis; pricing based on market benchmarks and agreed commercial terms</td></tr>
<tr><td>2.</td><td>Basis of determination of price.</td></tr>
<tr><td>3.</td><td colspan="2">In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:</td></tr>
<tr><td></td><td>a. Amount of trade advance</td><td>N.A.</td></tr>
<tr><td></td><td>b. Tenure</td><td>N.A.</td></tr>
<tr><td></td><td>c. Whether same is self-liquidating?</td><td>N.A.</td></tr>
</table>

Annexure-I

Information required under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 on General Meetings with respect to the Director seeking appointment:

Particulars	Details
Name	Mrs. Sangeeta Bhatia
Designation	Independent Director
Director Identification Number	06889475
Age (in years)	67
Date of first appointment	May 21, 2026
Qualification	Bachelor of Science, Diploma in International Trade, Institute of Chartered Financial Analysts of India, ICFAI.
Experience/ Brief resume/ Expertise in specific functional areas	More than 36 years with over a decade of experience working with multilateral lending institutions such as the World Bank (IBRD) and Asian Development Bank (ADB), as well as export credit agencies including JBIC, K-Exim, and EKN. She has expertise in: - Finance and Accounts - Treasury operations - Resource mobilization - Raising of funds (both equity and debt instruments) across domestic and international markets of large-scale thermal and renewable energy projects; mobilization of loans, export credits, and Eurobonds - Strengthening financial framework For more details please refer to the explanatory statement to Item No. 1 of this Postal Ballot Notice
Terms and Conditions of Appointment	Appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 5 (five) consecutive years commencing from May 21, 2026, to May 20, 2031 (both days inclusive).
Remuneration Last Drawn	None
Remuneration sought to be paid	Only sitting fees
Shareholding in the company including shareholding as a beneficial owner	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the company	None
Number of Meetings of the Board attended during the year	1 (Post her appointment)
Names of other entities in which the person also holds the directorship	1) **Cemindia Projects Limited (Formerly ITD Cementation India Limited)** 2) **UKB Electronics Limited** 3) **Black Opal Consultants Limited**
Chairmanship/ Membership of Committees of the board	**A. Cemindia Projects Limited (Formerly ITD Cementation India Limited):** **Chairperson**: Corporate Social Responsibility Committee and Legal, Regulatory and Tax Committee **Member**: Audit Committee, Nomination and Remuneration Committee; Corporate Responsibility Committee, Information Technology & Data Security Committee and Risk Management Committee

	B. <u>UKB Electronics Limited</u>: **Chairperson**: Audit Committee **Member**: Nomination and Remuneration Committee **C. <u>Black Opal Consultants Limited</u>** **Chairperson**: Nomination and Remuneration Committee **Member**: Audit Committee and Stakeholders Relationship Committee
Listed entities from which the person has resigned in the past three years	None
Justification for choosing the appointees for appointment as Independent Directors	Mrs. Sangeeta Bhatia possesses rich and wide experience and proficiency in finance and with over 36 years of dedicated service in the Finance and Accounts department at NTPC Ltd, a premier enterprise of the Government of India and a leading utility in the Indian power sector, Mrs. Bhatia has played a pivotal role in its exceptional growth from a 200 MW company to a formidable about 60 GW integrated power giant. She possesses extensive experience, expertise, and professional competence in the areas of resource mobilisation, successfully raising funds through both equity and debt instruments across domestic and international markets. Her work has significantly supported the financing of large-scale thermal and renewable energy projects which will provide valuable guidance to the Board and contribute to informed decision-making. She also has a proven track record of professional excellence, sound judgment, and adherence to high standards of ethics and corporate governance. The Board has identified, amongst other areas, her expertise, experience and skills in the areas of finance, accounts, fund raising, treasury operations, etc as the skills and capabilities which shall benefit the Company immensely.

By order of the Board of Directors

Sd/-

Sakshi Tomar
Company Secretary & Compliance Officer
Membership No.: A48936

New Delhi, July 18, 2026

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