

NOTICE

NOTICE is hereby given that the 31st Annual General Meeting ("AGM") of Apraava Energy Private Limited (formerly known as CLP India Private Limited) will be held on Friday, 11 August 2023, at 10:00 a.m. at the Corporate Office of the Company at 7th Floor, Fulcrum, Sahar Road, Andheri (East), Mumbai 400 099, to transact the following businesses:

ORDINARY BUSINESS**1. To receive, consider and adopt:**

- (a) the standalone audited financial statements of the Company for the financial year ended 31 March 2023 and the Reports of the Board of Directors and Auditors thereon, and to pass the following Ordinary resolution in this regard, with or without modification(s):

"RESOLVED THAT the Standalone Audited Financial Statements of the Company for the financial year ended 31 March 2023 and the Reports of the Board of Directors and Auditors thereon laid before this Meeting, be and are hereby considered and adopted."

- (b) the consolidated audited financial statements of the Company for the financial year ended 31 March 2023 and the Reports of the Board of Directors and Auditors thereon, and to pass the following Ordinary resolution in this regard, with or without modification(s):

"RESOLVED THAT the Consolidated Audited Financial Statements of the Company for the financial year ended 31 March 2023 and the Reports of the Board of Directors and Auditors thereon laid before this Meeting, be and are hereby considered and adopted."

SPECIAL BUSINESS

- 2. To ratify the remuneration of Cost Auditors for the financial year ending 31 March 2024, and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of section 148 of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Companies (Cost Records and Audit) Rules, 2014, and other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, the remuneration of INR 0.15 Mn. (Rupees One Hundred Fifty Thousand Only) and such applicable taxes and out-of-pocket expenses as may be incurred during the course of the audit, payable to M/s Kiran J. Mehta & Co., Cost Accountants in practice (Firm Registration No. 000025) to conduct the audit of the cost records of the Company for the

Apraava Energy Private Limited (formerly known as, CLP India Private Limited)

Corporate Office:

7th Floor, Fulcrum, Sahar Road,
Andheri (East), Mumbai 400 099

T: +91 22 6758 8888 **F:** +91 22 6758 8811/8833

W: www.apraava.com

Registered Office:

T-15A, Third Floor, Salcon Rasvilas
Saket, New Delhi, India 110 017

T: +91 11 6612 0700 **F:** +91 11 6612 0777

CIN No.: U40100DL1992PTC416841

financial year ending 31 March 2024, as approved by the Board of Directors of the Company, be and is hereby ratified and confirmed."

By order of the Board of Directors of
Apraava Energy Private Limited
(formerly known as CLP India Private Limited)



Mitesh Trivedi
Company Secretary
Membership No. A11921

Date: 12 July 2023
Place: Mumbai

Registered Office:
T-15A, Third Floor, Salcon Rasvilas
Saket, New Delhi, India 110 017

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ("AGM") IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding 50 (Fifty) and holding in aggregate not more than 10 (Ten) percent of the total share capital of the Company carrying voting rights. A member holding more than 10 (Ten) percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
2. The instrument appointing proxy in order to be effective must be deposited at the Registered Office of the Company not less than 48 (Forty-Eight) hours before commencement of this AGM of the Company.
3. The Company has received written consent in accordance with the requirements of proviso to Section 96(2) of the Companies Act, 2013 (the "Act") to hold the Annual General Meeting of the Company in Mumbai, in the state of Maharashtra in India, instead of the city, town or village where the Company's registered office is situated.
4. Pursuant to Article 12.4(b) of the Articles of Association of the Company, unless otherwise decided by the Company, at every general meeting of the shareholders, all questions arising at the said meeting are required to be decided by way of a poll in accordance with the provisions of the Companies Act, 2013 (the "Act"). If the shareholders waive their right as aforesaid, the voting on all matters arising at the said meeting will be done by way of a show of hands.
5. A statement setting out the material facts relating to the item of Special Business to be pursuant to Section 102 of the Act is enclosed.
6. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the AGM.
7. All documents specifically stated to be open for inspection in the Explanatory Statement, if any, are open for inspection at the Registered Office and Corporate Office of the Company during the business hours on all working days up to the date of the AGM. Such documents shall also be available for inspection at the venue till the conclusion of the AGM.
8. Members who have not registered their email addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, and Circulars etc. from the Company electronically.
9. A route map to the venue of the AGM is also annexed to this Notice, alongwith a Proxy Form and Attendance Slip.

**ANNEXURE TO THE NOTICE
EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

Item No. 2

The Board of Directors of the Company has approved the appointment of M/s Kiran J. Mehta & Co., Cost Accountants as Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31 March 2024.

In accordance with the provisions of Section 148 of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be approved by the Board of Directors and subsequently ratified by the members of the Company. The Board has approved a remuneration of INR 0.15 Mn. (Rupees One Hundred Fifty Thousand only) for the financial year ending 31 March 2023. Accordingly, ratification by the members is sought to the remuneration payable to the Cost Auditors for the financial year ending 31 March 2024, by passing an Ordinary Resolution as set out at Item No. 2 of the Notice.

The Board commends the aforesaid Resolution set out at Item No. 2 of the Notice as an Ordinary resolution for approval by the Members. None of the Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in the resolution set out at item No. 2 of the Notice.

By order of the Board of Directors of
Apraava Energy Private Limited
(formerly known as CLP India Private Limited)




Mitesh Trivedi
Company Secretary
Membership No. A11921

Date: 12 July 2023
Place: Mumbai

Registered Office:
T-15A, Third Floor, Salcon Rasvilas
Saket, New Delhi, India 110 017

FORM NO. MGT. 11

PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U4010019DL1992PTC416841

Name of the company: Apraava Energy Private Limited
(formerly known as CLP India Private Limited)

Registered office: T-15A, Third Floor, Salcon Rasvilas, Saket, New Delhi, India 110 017

Name of the member: _____

Registered address: _____

E-mail Id: _____

Folio No/Client Id: _____

DP ID: _____

I / We, being Member(s) of _____ equity share of the above-named company, hereby appoint

1. Name: _____
Address: _____
E-mail Id: _____
Signature: _____ . or failing him
2. Name: _____
Address: _____
E-mail Id: _____
Signature: _____ . or failing him
3. Name: _____
Address: _____
E-mail Id: _____
Signature: _____ . or failing him

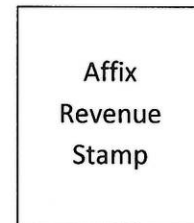
as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the 31st Annual General Meeting of the Company, to be held on Friday, 11 August 2023, at 10:00 a.m. at the Corporate Office of the Company at 7th Floor, Fulcrum, Sahar Road, Andheri (East), Mumbai 400 099 and at any adjournment thereof in respect of such resolution, as indicated below:

Sr. No.	Resolution	For	Against
1.	To receive, consider and adopt: (a) the standalone audited financial statements of the Company for the financial year ended 31 March 2023 and the Reports of the Board of Directors and Auditors thereon; and (b) the consolidated audited financial statements of the Company for the financial year ended 31 March 2023 and the Reports of the Auditors thereon.		
2.	To ratify the remuneration of Cost Auditors for the financial year ending 31 March 2024.		

Signed this ____ day of _____ 2023

Signature of shareholder:

Signature of Proxy holder(s):



Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

31st Annual General Meeting of Apraava Energy Private Limited
(formerly known as CLP India Private Limited) held on
Friday, 11 August 2023, at 10:00 a.m.

Registered Folio No. /DP & Client ID No.	:
Name of Shareholder / Authorised Representative	:
Name of Joint holder(s) if any	:
Registered Address	:
No. of. Shares held	:

I/We certify that I/We am/are Member(s)/proxy for the Member(s) of the Company.

I/We hereby record my/our presence at the 31st Annual General Meeting of the Company being held on Friday, 11 August 2023, at 10:00 a.m. at 7th Floor, Fulcrum, Sahar Road, Andheri (East), Mumbai 400 099.

Signature of First holder/Proxy/Authorized Representative

Signature of Joint holder(s), if any

Date:

Place:

ROUTE MAP FROM INTERNATIONAL AIRPORT, MUMBAI

