

**TRANSCRIPT OF THE 4<sup>TH</sup> ANNUAL GENERAL MEETING OF MAHINDRA SOLARIZE PRIVATE LIMITED HELD THROUGH VIDEO CONFERENCING FACILITY / OTHER AUDIO VISUAL MEANS (“OAVM”) ON TUESDAY, 15<sup>TH</sup> JULY, 2025 AT 5.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY (DEEMED VENUE)**

<b>Directors Present through Video Conferencing (VC) facility</b>	Mr. Deepak Thakur	Chairman of the Meeting
	Ms. Ami Goda	Director
	Ms. Isha Dalal	Director
<b>Members Present through VC facility</b>	Mahindra Sustainable Energy Private Limited (Represented by Mr. Mandar Joshi)	Member
	Mahindra Sustainable Energy Private Limited jointly with Mr. Feroze Hoshang Baria (Represented by Ms. Parul Soni)	Member
	Mahindra Sustainable Energy Private Limited jointly with Mr. Sumeet Maheshwari (Represented by Ms. Parul Soni)	Member
	Mahindra Sustainable Energy Private Limited jointly with Ms. Anita Anant Halbe (Represented by Ms. Parul Soni)	Member
	Mahindra Sustainable Energy Private Limited jointly with Ms. Brijbala Mohanlal Batwal (Represented by Ms. Parul Soni)	Member
	Mahindra Sustainable Energy Private Limited jointly with Mr. Jignesh Ashok Parikh (Represented by Ms. Parul Soni)	Member
	Mahindra Sustainable Energy Private Limited jointly with Mr. Narayan Shankar (Represented by Ms. Parul Soni)	Member
<b>By Invitation through VC facility</b>	Mr. Ashish Saboo	Chief Financial Officer
	Mr. Shrirang Haldikar	Representative, M/s. Mukund M. Chitale & Co., Statutory Auditor
	Ms. Payal Sharaf	Representatives - Group Secretarial
	Ms. Akshata A. Khanolkar	
<b>In Attendance</b>	Ms. Parul Soni	Company Secretary

**Chairperson of the Meeting**

Mr. Deepak Thakur was elected as Chairman of the meeting unanimously by the other directors of the Company. Thereafter, Mr. Deepak Thakur took the chair and welcomed the Members to the 4<sup>th</sup> Annual General Meeting (“AGM”) of the Company.

The Meeting had been scheduled through VC on 15<sup>th</sup> July 2025 at 5.00 p.m. and had commenced at 5.01 p.m.

### **Quorum**

The Chairman with the assistance of the Representative of Company Secretarial Department ascertained that the requisite quorum fixed for the AGM was present through VC and declared the Meeting open.

The Chairman informed the Members that pursuant to the circular dated 8<sup>th</sup> April, 2020 read together with circulars dated 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 13<sup>th</sup> January, 2021, 8<sup>th</sup> December, 2021, 14<sup>th</sup> December, 2021, 5<sup>th</sup> May, 2022, 28<sup>th</sup> December, 2022, 25<sup>th</sup> September, 2023 and 19<sup>th</sup> September, 2024 of the Ministry of Corporate Affairs, the AGM was conducted through VC facility and therefore the facility to appoint proxy to attend and cast vote was not available for this AGM.

### **Presence of Directors and Auditors**

The Chairman informed that the Members that all Directors were present at the Meeting.

Mr. Shridhar Haldikar, Representative of M/s. Mukund M. Chitale & Co, Statutory Auditors of the Company was present at the Meeting.

### **Notice of the Meeting and Audited Financial Statements**

The Chairman confirmed that the Notice of the 4<sup>th</sup> Annual General Meeting and its Annexures along with the copy of the Audited Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2025 together with the Report of the Board of Directors and Auditors' thereon, were sent to the Members, Directors and Statutory Auditors vide e-mail on 20<sup>th</sup> June, 2025, twenty one clear days in advance, as required under the Companies Act, 2013 ('the Act') and Secretarial Standard-2.

The Notice convening the 4<sup>th</sup> Annual General Meeting was taken as read with the consent of the Members present through VC at the Meeting.

The Members were informed that the Memorandum and Articles of Association, the Audited Financial Statements alongwith the Boards' Report, Auditors' Report for the Financial Year ended 31<sup>st</sup> March, 2025, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act and other documents required to be kept open for inspection were available for inspection by any Member through electronic mode throughout the Meeting.

### **Auditors' Report**

The Chairman informed the Members that the Statutory Auditor had not made any qualifications, observations or adverse comments in their respective Reports for year ended 31<sup>st</sup> March 2025.

The Statutory Auditors' report was taken as read with the consent of the Members present at the meeting.

**THE FOLLOWING ORDINARY BUSINESSES WERE TRANSACTED AT THE MEETING:**

1. **Consideration and adoption of Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2025 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon**

The Chairman moved the resolution in respect of Item No. 1 of the Notice i.e. Consideration and adoption of Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2025 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.

The Members were requested to propose and second the resolution.

Mr. Joshi Mandar proposed and Ms. Parul Soni seconded the following Resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2025 including the Audited Balance Sheet as at 31<sup>st</sup> March, 2025 and the Statement of Profit and Loss for the year ended on that date together with the reports of the Board of Directors and Auditors thereon as laid before the Meeting be received, adopted and approved.”

The Chairman put the above Resolution to vote and on a show of hands declared the Resolution carried unanimously.

2. **Appointment of a Director in place of Ms. Ami Goda (DIN: 09136149) who retires by rotation and being eligible, offers herself for re-appointment**

The Chairman moved the resolution in respect of Item No. 2 of the Notice i.e. Appointment of a Director in place of Ms. Ami Goda (DIN: 09136149) who retired by rotation and being eligible, offered herself for re-appointment.

The Members were requested to propose and second the resolution.

Mr. Joshi Mandar proposed and Ms. Parul Soni seconded the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** Ms. Ami Goda (DIN: 09136149), be re-appointed as a Director of the Company, liable to retire by rotation.”

The Chairman put the above Resolution to vote and on a show of hands declared the Resolution carried unanimously.

**THE FOLLOWING SPECIAL BUSINESSES WERE TRANSACTED AT THE MEETING**

3. **Appointment of Ms. Isha Dalal (DIN: 09247780) as a Director of the Company**

The Chairman moved the resolution in respect of Item No. 3 of the Notice of AGM i.e. Appointment of Ms. Isha Dalal (DIN: 09247780) as a Director of the Company.

The Members were requested to propose and second the resolution.

Ms. Parul Soni proposed and Mr. Joshi Mandar seconded the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of section 152 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Ms. Isha Dalal (DIN: 09247780), who has been appointed by the Board of Directors as an Additional Director with effect from 17<sup>th</sup> October 2024 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act proposing her candidature for the office of Director of the Company, be appointed as a Director of the Company, liable to retire by rotation.”

The Chairman put the above Resolution to vote and on a show of hands declared the Resolution carried unanimously.

*The Chairman being interested in the next item of business, he requested Ms. Isha Dalal to Chair the Meeting for the next item.*

*Accordingly, Ms. Isha Dalal occupied the Chair.*

#### **4. Appointment of Mr. Deepak Thakur (DIN: 06939592) as a Director of the Company**

The Chairperson moved the resolution in respect of Item No. 4 of the Notice i.e. Appointment of Mr. Deepak Thakur (DIN: 06939592) as a Director of the Company.

The Members were requested to propose and second the resolution.

Ms. Parul Soni proposed and Mr. Mandar Joshi seconded the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of section 152 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Rules framed thereunder (including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force), Mr. Deepak Thakur (DIN: 06939592), who has been appointed by the Board of Directors as an Additional Director with effect from 19<sup>th</sup> May 2025 under section 161 of the Act and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting of the Company and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director of the Company, be appointed as a Director of the Company, liable to retire by rotation.”

The Chairperson put the above Resolution to vote and on a show of hands declared the Resolution carried unanimously.

*Thereafter, Mr. Deepak Thakur resumed the Chair.*

**Vote of thanks**

There being no other business, the 4<sup>th</sup> Annual General Meeting of the Company was concluded with a vote of thanks to the Chair.

Place: Mumbai

Date: 15/07/2025