Sembcorp Green Infra Limited
(Formerly, Sembcorp Green Infra Private Limited)
CIN: U23200HR2005PLC078211
Regd. Office: Building 7A, Level 5, DLF Cyber City,
Gurugram – 122002, Haryana, India
Tel: (91) 124 6986700, Fax: (91) 124 6986710
Email: cs.india@sembcorp.com
Website: www.sembcorpindia.com

NOTICE

SHORTER NOTICE pursuant to Section 101 of the Companies Act, 2013 is hereby given that an Extraordinary General Meeting ("EGM") of Sembcorp Green Infra Limited (Formerly, Sembcorp Green Infra Private Limited) will be held on Friday, 31 July 2026 at 4:00 p.m. (IST) / 6:30 p.m. (SGT) at Building 7A Level 5, DLF Cybercity, Gurugram – 122002, Haryana to transact the following business: -

SPECIAL BUSINESS

ITEM NO. 1

APPROVAL FOR APPOINTMENT OF MR. ZHIWEI YEO (DIN: 11571033) AS DIRECTOR LIABLE TO RETIRE BY ROTATION

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 Sections 152, 160, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable rules made thereunder, and the Articles of Association of the Company, including any statutory modification(s), amendment(s) or re-enactment thereof for the time being in force, Mr. Zhiwei Yeo (DIN: 11571033), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 4 March 2026 pursuant to Section 161(1) of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as they may, in their absolute discretion, deem fit, necessary, desirable, incidental and/or consequential to give effect to the above resolutions and further any acts, deeds or things done in this regard by and/or authority of the Board, be and are hereby ratified."

ITEM NO. 2

APPROVAL FOR APPOINTMENT OF MS. SANGEETA TALWAR (DIN: 00062478) AS INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule IV and Schedule V thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s), amendment(s), clarification(s), circular(s) or re-enactment(s) thereof for the time being in force, Regulation

17, 19 and 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the relevant provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Articles of Association of the Company and such other applicable laws, regulations, circulars and guidelines as may be applicable, and based on the recommendation of the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for the appointment of Ms. Sangeeta Talwar (DIN: 00062478) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026.

RESOLVED FURTHER THAT the Members do hereby take note that Ms. Sangeeta Talwar has furnished her consent to act as a Director in Form DIR-2 and has submitted the requisite declarations, confirmations and disclosures, including confirmation that she meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR, is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013 or by virtue of any order of the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory or regulatory authority, and that her name is included in the databank of independent directors maintained by the Indian Institute of Corporate Affairs, to the extent applicable.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of the SEBI LODR and other applicable provisions, if any, the approval of the Members of the Company be and is hereby accorded for the appointment and continuation of Ms. Sangeeta Talwar (DIN: 00062478) as an Independent Director of the Company notwithstanding that she will attain the age of seventy-five (75) years during her aforesaid tenure, and to hold office until the expiry of her term as approved by the Members.

RESOLVED FURTHER THAT the Members do hereby note and record that, in the opinion of the Board of Directors, Ms. Sangeeta Talwar possesses the requisite qualifications, integrity, expertise, experience and proficiency required for effective discharge of her duties as an Independent Director of the Company and that her appointment is in the best interests of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as they may, in their absolute discretion, deem fit, necessary, desirable, incidental and/or consequential to give effect to the above resolutions and further any acts, deeds or things done in this regard by and/or authority of the Board, be and are hereby ratified."

ITEM NO. 3

APPROVAL FOR APPOINTMENT OF MR. RADHEY SHYAM SHARMA (DIN: 00013208) AS INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule IV and Schedule V thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s),

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amendment(s), clarification(s), circular(s) or re-enactment(s) thereof for the time being in force, Regulation 17, 17(6), 19 and 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the relevant provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Articles of Association of the Company and such other applicable laws, regulations, circulars and guidelines as may be applicable, and based on the recommendation of the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Radhey Shyam Sharma (DIN: 00013208) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026.

RESOLVED FURTHER THAT the Members do hereby take note that Mr. Radhey Shyam Sharma has furnished his consent to act as a Director in Form DIR-2 and has submitted the requisite declarations, confirmations and disclosures, including confirmation that he meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR, is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013 or by virtue of any order of the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory or regulatory authority, and that his name is included in the databank of independent directors maintained by the Indian Institute of Corporate Affairs, to the extent applicable.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of the SEBI LODR, read with the applicable provisions of the Act and rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof), the approval of the Members of the Company be and is hereby accorded for continuation of office of Mr. Radhey Shyam Sharma (DIN: 00013208) (who has attained the age of 75 years), beyond the age of 75 years till the expiry of his term of office as a Independent Director of the Company.

RESOLVED FURTHER THAT the Members do hereby note and record that, in the opinion of the Board of Directors, Mr. Radhey Shyam Sharma possesses the requisite qualifications, integrity, expertise, experience and proficiency required for effective discharge of his duties as an Independent Director of the Company and that his appointment is in the best interests of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as they may, in their absolute discretion, deem fit, necessary, desirable, incidental and/or consequential to give effect to the above resolutions and further any acts, deeds or things done in this regard by and/or authority of the Board, be and are hereby ratified."

ITEM NO. 4

APPROVAL FOR APPOINTMENT OF MR. KALAIKURUCHI JAIRAJ (DIN: 01875126) AS INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:-**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 197, 198 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule IV and Schedule V thereto and the

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Companies (Appointment and Qualification of Directors) Rules, 2014, including any statutory modification(s), amendment(s), clarification(s), circular(s) or re-enactment(s) thereof for the time being in force, Regulation 17, 17(6), 19 and 25 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), the relevant provisions of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), the Articles of Association of the Company and such other applicable laws, regulations, circulars and guidelines as may be applicable, and based on the recommendation of the Board of Directors of the Company, the approval of the Members of the Company be and is hereby accorded for the appointment of Mr. Kalaikuruchi Jairaj (DIN: 01875126) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026.

RESOLVED FURTHER THAT the Members do hereby take note that Mr. Kalaikuruchi Jairaj has furnished his consent to act as a Director in Form DIR-2 and has submitted the requisite declarations, confirmations and disclosures, including confirmation that he meets the criteria of independence prescribed under Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI LODR, is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013 or by virtue of any order of the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory or regulatory authority, and that his name is included in the databank of independent directors maintained by the Indian Institute of Corporate Affairs, to the extent applicable.

RESOLVED FURTHER THAT pursuant to the provisions of Regulation 17(1A) of the SEBI LODR and other applicable provisions, if any, the approval of the Members of the Company be and is hereby accorded for the appointment and continuation of Mr. Kalaikuruchi Jairaj (DIN: _01875126) as an Independent Director of the Company notwithstanding that he will attain the age of seventy-five (75) years during his aforesaid tenure, and to hold office until the expiry of his term as approved by the Members.

RESOLVED FURTHER THAT the Members do hereby note and record that, in the opinion of the Board of Directors, Mr. Kalaikuruchi Jairaj possesses the requisite qualifications, integrity, expertise, experience and proficiency required for effective discharge of his duties as an Independent Director of the Company and that his appointment is in the best interests of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things as they may, in their absolute discretion, deem fit, necessary, desirable, incidental and/or consequential to give effect to the above resolutions and further any acts, deeds or things done in this regard by and/or authority of the Board, be and are hereby ratified."

ITEM NO. 5

APPROVAL FOR RATIFICATION OF THE REMUNERATION PAYABLE TO M/S CHANDRA WADHWA & CO., COST ACCOUNTANTS, COST AUDITORS OF THE COMPANY, FOR CONDUCTING THE AUDIT OF THE COST RECORDS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 MARCH 2026.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution:-**

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"**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, the remuneration of INR 50,000/- (Rupees Fifty Thousand only), excluding applicable Goods and Services Tax and reimbursement of out-of-pocket expenses on actual basis, payable to M/s Chandra Wadhwa & Co., Cost Accountants, appointed as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31 March 2026, as approved by the Board of Directors of the Company, be and is hereby ratified and confirmed."

By order of the Board
For **Sembcorp Green Infra Limited**

Manu Garg
Digitally signed by Manu Garg
Date: 2026.07.31 10:57:06 +05'30'

Manu Garg
Company Secretary
[redacted]

Date: 31 July 2026
Place: Gurugram

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Notes :

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ON HIS BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY MAY BE SENT IN THE FORM ENCLOSED AND IN ORDER TO BE EFFECTIVE MUST REACH THE REGISTERED OFFICE OF COMPANY AT LEAST 15 MINUTES BEFORE THE COMMENCEMENT OF THE MEETING.**

2. In terms of Section 105 of the Companies Act, 2013 ("Act") read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than 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 shareholder.

3. Corporate Members intending to send their authorised representatives to attend the Extraordinary General Meeting pursuant to Section 113 of the Act are requested to send to the Company a certified copy of the relevant Board Resolution authorising their representative(s) to attend and vote on their behalf at the Extraordinary General Meeting.

4. Members / proxies should bring the attendance slips duly filled in and Photo ID Proof for attending the meeting.

5. Members are requested to notify immediately change in their address, if any, to the Depository Participants (DPs) in respect of their electronic shares, and to the Company at its registered office in respect of their physical shares, quoting the folio numbers.

6. Since the Meeting is being called at Shorter Notice, the format of shorter notice consent is enclosed herewith.

7. An Explanatory Statement pursuant to the provisions of Section 102 of the Act, in respect of Item Nos. 1, 2, 3, 4, and 5 of Special Business, to be transacted at the EGM is annexed hereto.

8. All voting at any Members' meeting shall be by way of show of hands unless a poll is demanded in accordance with the provisions of the Companies Act, 2013.

9. Proxies shall be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the Meeting.

10. Documents referred to in the accompanying Notice of the EGM and the Explanatory Statement shall be available at the Registered Office of the Company for inspection without any fee on all working days except Saturday, during normal business hours (9:00 A.M. to 5:00 P.M. (IST)) up to the date of EGM.

11. During the EGM, the statutory registers maintained under Section 170 and Section 189 of the Act and other documents referred in the Notice convening this EGM shall be available for inspection.

12. Members can avail of the nomination facility by filing Form SH-13, as prescribed under Section 72 of the Act and Rule 19(1) of the Companies (Share Capital and Debentures) Rules, 2014, with the Company. Blank forms will be provided on request.

13. Members holding shares in dematerialised form to bring their Client ID and DP ID numbers for easy identification for attendance at the Meeting.

14. The Record date for the purpose of identifying the Register of Members has been fixed as 24 July 2026. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Record date only shall be entitled to receive the notice of the EGM and avail themselves of the facility of voting during the EGM. Any person who acquires shares of the Company and becomes a Member after the dispatch of the Notice but holds shares as of the Record date is required to inform the Company in order to receive the notice.

15. Route map of the venue of EGM is attached herewith.

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EXPLANATORY STATEMENT

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

ITEM NO. 1

Mr. Zhiwei Yeo (DIN: 11571033) was appointed as an Additional Director of the Company by the Board of Directors with effect from 4 March 2026, pursuant to the provisions of Section 161(1) of the Companies Act, 2013 ("Act") and the Articles of Association of the Company. In terms of Section 161(1) of the Act, an Additional Director holds office up to the date of the next Annual General Meeting of the Company or the last date on which such Annual General Meeting should have been held, whichever is earlier.

Zhiwei Yeo joined Sembcorp Industries in 2023 and is the Head of Group Investment Management, with responsibility for investments, M&A, structured finance and capital recycling activities for the Group.

Zhiwei has more than a decade of experience across energy and infrastructure investments and M&A in developed and emerging markets in Asia-Pacific and EMEA. Zhiwei was previously the Head of Growth and New Markets at Keppel Infrastructure and prior to that, he was in investment banking at ING and HSBC in Hong Kong and Singapore, where he advised on M&A, equity and debt financing transactions for corporates and financial sponsors in the natural resources, power & utilities and renewables infrastructure sectors. Zhiwei was also previously an investment professional at Vitol, where he was focused on mid and downstream energy infrastructure investments across APAC.

Zhiwei holds a Bachelor of Business Administration with Honours from National University of Singapore.

It is further noted that, pursuant to the provisions of Section 178 of the Act read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the requirement for constitution of a Nomination and Remuneration Committee is applicable only to listed companies and such other classes of public companies as may be prescribed under the said rules.

The Company, being an unlisted public company and a wholly owned subsidiary, and not falling within the prescribed thresholds under the aforesaid rules, is not required to constitute a Nomination and Remuneration Committee or appoint Independent Directors. Accordingly, in the absence of a Nomination and Remuneration Committee, the Board of the Directors of the Company in its meeting held on 29 July 2026 had recommended the appointment of Mr. Zhiwei Yeo (DIN: 11571033) as Director of the Company, liable to retire by rotation, for approval of the members at this Extraordinary General Meeting.

[It is also noted that the Company has received a notice in writing under Section 160 of the Act from Mr. Harsh Bansal, member of the Company, proposing the candidature of Mr. Zhiwei Yeo (DIN: 11571033) for appointment as a Director of the Company, liable to retire by rotation. The Company has also received the requisite consent in writing from Mr. Yeo to act as Director, in terms of Section 152(5) of the Act read with Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and the requisite declaration confirming that he is not disqualified from being appointed as a Director under Section 164 of the Act.

Since the date of his appointment as an Additional Director i.e. 4 March 2026, Mr. Zhiwei Yeo attended 5 (Five) Board Meetings (2 Board Meeting attended during the Financial Year 2025-26 and 3 Board Meeting attended in the current Financial Year 2026-27).

The details of other Directorships, Membership / Chairmanship of Committee(s) of other Boards (excluding Foreign Companies) are as follows:

Name of the companies	Directorship / Membership	Chairmanship / Membership of Committee(s)
Nil	Nil	Nil

Considering his qualifications, experience and expertise in investments, mergers and acquisitions, structured finance and infrastructure sectors, the appointment of Mr. Zhiwei Yeo (DIN: 11571033) as a Director of the Company, liable to retire by rotation, is recommended for approval of the members of the Company.

Except Mr. Zhiwei Yeo, none of the Directors, other Key Managerial Personnel of the Company and / or their relatives, are in anyway, directly or indirectly, concerned or interested in this resolution.

The Board recommends the Ordinary Resolution set out in the accompanying Notice for approval of the members.

ITEM NO. 2

The Board of Directors of the Company, at its meeting held on 29 July 2026, recommended the appointment of Ms. Sangeeta Talwar (DIN: 00062478) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, subject to approval of the Members of the Company.

It is noted that, pursuant to the provisions of Section 178 of the Act read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the requirement for constitution of a Nomination and Remuneration Committee is applicable only to listed companies and such other classes of public companies as may be prescribed under the said rules.

The Company, being an unlisted public company and a wholly owned subsidiary and not falling within the prescribed thresholds under the aforesaid rules, is not required to constitute a Nomination and Remuneration Committee or appoint Independent Directors. Accordingly, in the absence of a Nomination and Remuneration Committee, the Board of the Directors of the Company in its meeting held on 29 July 2026 had recommended the appointment of Ms. Sangeeta Talwar (DIN: 00062478) not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, for approval of the members at this Extraordinary General Meeting.

In terms of the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors)

Rules, 2014, and other applicable rules made thereunder, the appointment of an Independent Director is required to be approved by the Members of the Company.

Further, in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including Regulation 17(1A), no listed entity shall appoint or continue the directorship of a person as a non-executive director who has attained the age of 75 years, unless approval of the shareholders is obtained by way of a Special Resolution, and the explanatory statement annexed to the notice contains the justification for such appointment or continuation.

Ms. Sangeeta Talwar is presently about 70 years of age and would attain the age of 75 years during her proposed tenure as an Independent Director of the Company. Accordingly, as a matter of compliance with the applicable provisions of the SEBI LODR Regulations, particularly Regulation 17(1A), approval of the Members is being sought by way of a Special Resolution for her appointment as an Independent Director of the Company, not liable to retire by rotation, for the proposed term of five consecutive years with effect from 31 July 2026.

Ms. Sangeeta holds a bachelor's degree in arts from University of Delhi and holds a post-graduate diploma in management from Indian Institute of Management, Kolkata. She has also completed the executive development program from the Wharton School, University of Pennsylvania.. She was previously associated with Nestle India Limited, Tata Tea Limited, NDDB Dairy Services and Excelcia Food Limited. She has over 30 years of experience.

The details of other Directorships, Membership / Chairmanship of Committee(s) of other Boards (excluding Foreign Companies) are as follows:

Name of the Companies	**Directorship /Membership**	**Chairmanship / Membership of Committee(s)**
SEIL Energy India Limited	Independent Director	Chairperson of Nomination & Remuneration Committee
		Member of Audit Committee
		Member of Corporate Social Responsibility Committee
Mahindra Holidays & Resorts India Limited	Independent Director	Chairperson of Corporate Social Responsibility Committee
		Member of Audit Committee
		Member of Stakeholders Relationship Committee
		Member of Risk Management Committee
Castrol India Limited	Independent Director	Chairperson of Nomination and Remuneration
		Chairperson of Corporate Social Responsibility Committee
		Member of Audit Committee

Management Development Institute, Gurgaon	Member	Member of Audit Committee

Considering her rich and diverse professional experience, leadership capabilities, strategic perspective, expertise in business management, marketing, brand development, corporate leadership and governance matters, the Board is of the opinion that her appointment as an Independent Director would be in the best interests of the Company. The Board is further of the view that her continued association during the proposed tenure, including after she attains the age of 75 years, would be beneficial to the Company, having regard to her knowledge, experience, expertise and ability to provide independent judgment and valuable guidance to the Board.

The Company has received from Ms. Sangeeta Talwar her consent to act as a Director in terms of Section 152 of the Act and the requisite declaration confirming that she meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations. The Company has also received confirmation that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory or regulatory authority. Further, her name is included in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs, and she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014.

It is also noted that the Company has received a notice in writing under Section 160 of the Act from Mr. Harsh Bansal., member of the Company, proposing the candidature of Ms. Sangeeta Talwar (DIN: 00062478) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, subject to approval of the Members of the Company.

In the opinion of the Board, Ms. Sangeeta Talwar fulfils the conditions specified under the Act, the rules made thereunder and the applicable provisions of the SEBI LODR Regulations for appointment as an Independent Director of the Company and is independent of the management. She shall not be liable to retire by rotation in terms of Section 149(13) of the Act.

The terms and conditions of her appointment shall be open for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Extraordinary General Meeting.

Accordingly, approval of the Members is sought by way of a Special Resolution, as set out at Item No. 2 of the Notice, for appointment of Ms. Sangeeta Talwar (DIN: 00062478) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026.

Except Ms. Sangeeta Talwar and her relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, whether directly or indirectly, concerned or interested, financially or otherwise, in the said resolution.

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

Members.

ITEM NO. 3

The Board of Directors of the Company, at its meeting held on 29 July 2026, recommended the appointment of Mr. Radhey Shyam Sharma (DIN: 00013208) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, subject to approval of the Members of the Company.

It is noted that, pursuant to the provisions of Section 178 of the Act read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the requirement for constitution of a Nomination and Remuneration Committee is applicable only to listed companies and such other classes of public companies as may be prescribed under the said rules.

The Company, being an unlisted public company and a wholly owned subsidiary and not falling within the prescribed thresholds under the aforesaid rules, is not required to constitute a Nomination and Remuneration Committee or appoint Independent Directors. Accordingly, in the absence of a Nomination and Remuneration Committee, the Board of the Directors of the Company in its meeting held on 29 July 2026 had recommended the appointment of Mr. Radhey Shyam Sharma (DIN: 00013208) not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, for approval of the members at this Extraordinary General Meeting.

In terms of the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 (“Act”), read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable rules made thereunder, the appointment of an Independent Director is required to be approved by the Members of the Company.

Further, in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), including Regulation 17(1A), no listed entity shall appoint or continue the directorship of a person as a non-executive director who has attained the age of 75 years, unless approval of the shareholders is obtained by way of a Special Resolution, and the explanatory statement annexed to the notice contains the justification for such appointment or continuation.

Mr. Radhey Shyam Sharma is presently about 75 years of age. Accordingly, as a matter of compliance with the applicable provisions of the SEBI LODR Regulations, particularly Regulation 17(1A), approval of the Members is being sought by way of a Special Resolution for his appointment as an Independent Director of the Company, not liable to retire by rotation, for the proposed term of five consecutive years with effect from 31 July 2026.

Mr. Radhey Shyam Sharma holds a bachelor’s degree in arts from the University of Delhi. He is a qualified cost and works accountant and is also a certified associate of the Indian Institute of Bankers. He has been previously associated with ONGC Limited, and Union Bank of India. He has over 33 years of experience.

The details of other Directorships, Membership / Chairmanship of Committee(s) of other Boards (excluding

Foreign Companies) are as follows:

Name of the Companies	**Directorship /Membership**	**Chairmanship / Membership of Committee(s)**
SEIL Energy India Limited	Independent Director	Chairman of Audit Committee
		Member of Nomination and Remuneration Committee
		Member of Corporate Social Responsibility Committee
		Member of Stakeholders Relationship Committee
Jubilant Agri and Consumer Products Limited	Independent Director	Chairman of Nomination and Remuneration Committee Chairman of Stakeholders Relationship Committee
		Member of Audit Committee
		Member of Corporate Social Responsibility Committee
		Member of Business Strategy Committee
Corevalues Consulting Private Limited	Promoter	-
Independent Energy Policy Institute	Promoter	-

Considering his extensive and distinguished professional experience in the energy sector, corporate finance, strategic leadership, governance and public sector management, the Board is of the opinion that the appointment of Mr. Radhey Shyam Sharma as an Independent Director would be in the best interests of the Company. The Board is further of the view that his association during the proposed tenure would be beneficial to the Company, having regard to his rich knowledge, professional expertise, leadership experience, industry insight, financial acumen and ability to provide independent judgment and valuable guidance to the Board.

The Company has received from Mr. Radhey Shyam Sharma his consent to act as a Director in terms of Section 152 of the Act and the requisite declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations. The Company has also received confirmation that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory or regulatory authority. Further, his name is included in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs, and he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014,.

It is also noted that the Company has received a notice in writing under Section 160 of the Act from Mr. Harsh

Bansal., member of the Company, proposing the candidature of Mr. Radhey Shyam Sharma (DIN: 00013208) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, subject to approval of the Members of the Company.

In the opinion of the Board, Mr. Radhey Shyam Sharma fulfils the conditions specified under the Act, the rules made thereunder and the applicable provisions of the SEBI LODR Regulations for appointment as an Independent Director of the Company and is independent of the management. He shall not be liable to retire by rotation in terms of Section 149(13) of the Act.

The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Extraordinary General Meeting.

Accordingly, approval of the Members is sought by way of a Special Resolution, as set out at Item No. 3 of the Notice, for appointment of Mr. Radhey Shyam Sharma (DIN: 00013208) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026.

Except Mr. Radhey Shyam Sharma and his relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, whether directly or indirectly, concerned or interested, financially or otherwise, in the said resolution.

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

ITEM NO. 4

The Board of Directors of the Company, at its meeting held on 29 July 2026, recommended the appointment of Mr. Kalaikuruchi Jairaj (DIN: 01875126) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, subject to approval of the Members of the Company.

It is noted that, pursuant to the provisions of Section 178 of the Act read with Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Rule 4 of the Companies (Appointment and Qualification of Directors) Rules, 2014, the requirement for constitution of a Nomination and Remuneration Committee is applicable only to listed companies and such other classes of public companies as may be prescribed under the said rules.

The Company, being an unlisted public company and a wholly owned subsidiary and not falling within the prescribed thresholds under the aforesaid rules, is not required to constitute a Nomination and Remuneration Committee or appoint Independent Directors. Accordingly, in the absence of a Nomination and Remuneration Committee, the Board of the Directors of the Company in its meeting held on 29 July 2026 had recommended the appointment of Mr. Kalaikuruchi Jairaj (DIN: 01875126) not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, for approval of the members at this Extraordinary General Meeting.

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In terms of the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ("Act"), read with Schedule IV thereto and the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable rules made thereunder, the appointment of an Independent Director is required to be approved by the Members of the Company.

Further, in accordance with the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), including Regulation 17(1A), no listed entity shall appoint or continue the directorship of a person as a non-executive director who has attained the age of 75 years, unless approval of the shareholders is obtained by way of a Special Resolution, and the explanatory statement annexed to the notice contains the justification for such appointment or continuation.

Mr. Kalaikuruchi Jairaj is presently about 74 years of age and would attain the age of 75 years during his proposed tenure as an Independent Director of the Company. Accordingly, as a matter of compliance with the applicable provisions of the SEBI LODR Regulations, particularly Regulation 17(1A), approval of the Members is being sought by way of a Special Resolution for his appointment as an Independent Director of the Company, not liable to retire by rotation, for the proposed term of five consecutive years with effect from 31 July 2026.

Mr. Jairaj holds a holds a bachelor's degree in arts (economics) and law from Bangalore University and a master's degree in arts (economics) from the University of Delhi. He also holds a master's degree in public administration from Woodrow Wilson School of Public and International Affairs, Princeton University and a master's degree in public administration from the Kennedy School of Government, Harvard University. In the past, he has held the position of an additional chief secretary in the Government of Karnataka and has acted as the president of All India Management Association, Delhi. He has over 36 years of experience.

The details of other Directorships, Membership / Chairmanship of Committee(s) of other Boards (excluding Foreign Companies) are as follows:

Name of the Companies	**Directorship /Membership**	**Chairmanship / Membership of Committee(s)**
SEIL Energy India Limited	Independent Director	Chairman of Corporate Social Responsibility Committee
		Chairman of Stakeholders Relationship Committee
		Member of Audit Committee
		Member of Nomination and Remuneration Committee
Adani Electricity Mumbai Limited	Independent Director	Chairman of Audit Committee
Mumbai International Airport Limited	Independent Director	Member of Audit Committee
Navi Mumbai International Airport Limited	Independent Director	Member of Audit Committee

RPSG Ventures Limited	Independent Director	Member of Audit Committee
		Member of Nomination and Remuneration Committee
Thejo Engineering Limited	Independent Director	Member of Audit Committee
		Member of Nomination and Remuneration Committee
PCBL Chemical Limited (formerly PCBL Limited)	Independent Director	Member of Stakeholders Relationship Committee
Neo Foods Private Limited	Director	-
Adani Total Gas Limited	Independent Director	-

Considering his rich and diverse professional experience, leadership capabilities, strategic perspective, expertise in business management, marketing, brand development, corporate leadership and governance matters, the Board is of the opinion that his appointment as an Independent Director would be in the best interests of the Company. The Board is further of the view that his continued association during the proposed tenure, including after he attains the age of 75 years, would be beneficial to the Company, having regard to his knowledge, experience, expertise and ability to provide independent judgment and valuable guidance to the Board. Mr. Kalaikuruchi Jairaj is presently about 74 years of age. Accordingly, as a matter of compliance with Regulation 17(1A) of the SEBI LODR Regulations, approval of the Members is being sought by way of a Special Resolution for his appointment as an Independent Director of the Company.

The Company has received from Mr. Kalaikuruchi Jairaj his consent to act as a Director in terms of Section 152 of the Act and the requisite declaration confirming that he meets the criteria of independence prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI LODR Regulations. The Company has also received confirmation that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other statutory or regulatory authority. Further, his name is included in the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs and he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014,

It is also noted that the Company has received a notice in writing under Section 160 of the Act from Mr. Harsh Bansal., member of the Company, proposing the candidature of Mr. Kalaikuruchi Jairaj (DIN: 01875126) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026, subject to approval of the Members of the Company.

In the opinion of the Board, Mr. Kalaikuruchi Jairaj fulfils the conditions specified under the Act, the rules made thereunder and the applicable provisions of the SEBI LODR Regulations for appointment as an Independent Director of the Company and is independent of the management. He shall not be liable to retire by rotation in terms of Section 149(13) of the Act.

The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company during business hours on all working days up to the date of the Extraordinary General Meeting.

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Accordingly, approval of the Members is sought by way of a Special Resolution, as set out at Item No. 4 of the Notice, for appointment of Mr. Kalaikuruchi Jairaj (DIN: 01875126) as an Independent Director of the Company, not liable to retire by rotation, for a term of five consecutive years with effect from 31 July 2026.

Except Mr. Kalaikuruchi Jairaj and his relatives, none of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, whether directly or indirectly, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends the Special Resolution set out at Item No. 4 of the Notice for approval of the Members.

ITEM NO. 5

The Board of Directors of the Company, at its meeting held on 3 September 2025, approved the appointment of M/s Chandra Wadhwa & Co., Cost Accountants, as the Cost Auditors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31 March 2026.

The remuneration payable to the Cost Auditors for the said financial year is INR 50,000/- (Rupees Fifty Thousand only), excluding applicable Goods and Services Tax and reimbursement of out-of-pocket expenses, if any.
In terms of the provisions of Section 148 of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors, as approved by the Board of Directors, is required to be ratified by the Members of the Company.

Accordingly, approval of the Members is sought by way of an Ordinary Resolution, as set out at Item No. 5 of the Notice, for ratification of the remuneration payable to M/s Chandra Wadhwa & Co., Cost Accountants, Cost Auditors of the Company, for conducting the audit of the cost records of the Company for the financial year ending 31 March 2026.

None of the Directors, Key Managerial Personnel of the Company and/or their relatives are, in any way, whether directly or indirectly, concerned or interested, financially or otherwise, in the said resolution.

By order of the Board
For **Sembcorp Green Infra Limited**

Manu Garg
Digitally signed by Manu Garg
Date: 2026.07.31 10:57:28 +05'30'

Manu Garg
Company Secretary
[redacted]

Date: 31 July 2026
Place: Gurugram

Annexure- 1 to the Notice

Details of the Directors seeking appointment at the General Meeting, as required under Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI) and Regulation 36(3) of the SEBI listing regulations

Name of the Director	Mr. Zhiwei Yeo	Ms. Sangeeta Talwar	Mr. Radhey Shyam Sharma	Mr. Kalaikuruchi Jairaj
DIN	11571033	00062478	00013208	01875126
Designation/ Category of Directorship	Non-Executive (Additional Director)	Independent Director, Non-Executive	Independent Director, Non-Executive	Independent Director, Non-Executive
Age / (Date of Birth)	40 years (23 August 1985)	70 years (5 May 1956)	75 years (1 February 1951)	74 years (25 May 1952)
Nationality	Singaporean	Indian	Indian	Indian
Qualifications	Bachelor of Business Administration with Honours from National University of Singapore.	Bachelor's degree in Arts from the University of Delhi; Post Graduate Diploma in Management from the Indian Institute of Management, Kolkata; and Executive Development Programme from the Wharton School, University of Pennsylvania	Bachelor's degree in Arts from the University of Delhi; qualified Cost Accountant; and Associate Member of the Indian Institute of Bankers.	Bachelor's degree in Economics and Law from Bangalore University; Master's Degree in Economics from Delhi School of Economics; Postgraduate in Public Administration from Woodrow Wilson School of Public and International Affairs, Princeton University; and Kennedy School of Government, Harvard University.
Experience	More than 10 years	Ms. Sangeeta Talwar has rich and diverse professional experience in business management,	Mr. Radhey Shyam Sharma has extensive experience in corporate leadership, finance, energy sector operations, governance, strategy	Mr. Kalaikuruchi Jairaj has extensive experience in public administration, governance,

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		marketing, brand development, corporate leadership and governance.. She has, in the past, been associated with Nestlé India Limited as Executive Vice President – Marketing, Mattel Inc. as Managing Director, India, Tata Tea Limited as Executive Director – Marketing, and NDDB Dairy Services as Managing Director.	and management. He is the former Chairman and Managing Director of Oil and Natural Gas Corporation Limited (ONGC) and had concurrently served as Chairman of ONGC Videsh Limited (OVL), Mangalore Refinery & Petrochemicals Limited (MRPL) and five other ONGC Group companies. He has led ONGC and its group companies to significant levels of corporate excellence and has been conferred with several prestigious awards and accolades. He has also been associated with various industry associations and federations in responsible capacities.	infrastructure, power sector, policy advisory and institutional leadership. He retired as Additional Chief Secretary in the Government of Karnataka and was the Chairman of Bangalore Electricity Supply Company Limited. He was also associated with the World Bank as Senior Public Sector Management Specialist and served as President of the All India Management Association, Delhi.
Terms and Conditions of appointment / re-appointment	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement
Details of Remuneration sought to be paid	Not Applicable	Payment of sitting fees for attendance at meetings of the Board and its Committees, and reimbursement of expenses incurred by the Directors in attending and participating in such meetings.	Payment of sitting fees for attendance at meetings of the Board and its Committees, and reimbursement of expenses incurred by the Directors in attending and participating in such meetings.	Payment of sitting fees for attendance at meetings of the Board and its Committees, and reimbursement of expenses incurred by the Directors in attending and participating in such meetings.

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Remuneration last drawn	Not Applicable	Nil / Not Applicable, as this is a proposed appointment.	Nil / Not Applicable, as this is a proposed appointment.	Nil / Not Applicable, as this is a proposed appointment.
Date of first appointment on the Board	4 March 2026 (Additional Director)	31 July 2026, subject to approval of the Members.	31 July 2026, subject to approval of the Members.	31 July 2026, subject to approval of the Members.
Shareholding in the Company	NIL	NIL	NIL	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None of the Directors are related inter-se and/or with any Key Managerial Personnel of the Company or their relatives	None of the Directors are related inter-se and/or with any Key Managerial Personnel of the Company or their relatives	None of the Directors are related inter-se and/or with any Key Managerial Personnel of the Company or their relatives	None of the Directors are related inter-se and/or with any Key Managerial Personnel of the Company or their relatives
Number of Meetings of the Board attended during the Financial Year 2025-26 (Meetings held till the date of this Notice)	2 Board Meeting attended during the Financial Year 2025-26 and 3 Board Meeting attended in the current Financial Year 2026-27	Not Applicable, as she is proposed to be appointed with effect from 31 July 2026.	Not Applicable, as he is proposed to be appointed with effect from 31 July 2026.	Not Applicable, as he is proposed to be appointed with effect from 31 July 2026.
Other Directorships (All Companies excluding this Company and Foreign Companies)	NIL	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement
Membership/ Chairmanship of Committees of other Boards	NIL	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement	As per Resolution and Explanatory Statement
Listed entities from which the Director has resigned from Directorship in last 3 (three) years	NA	HCL Infosytems Limited	Polycab India Limited	Adani Energy Solutions Limited
Number of Meetings of the Board Attended During The Last Financial Year	2 Board Meeting attended during the Financial Year 2025-26	NA	NA	NA

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THE COMPANIES ACT, 2013
Consent by Shareholder for Shorter Notice

……………………., 2026

To

The Board of Directors,
Sembcorp Green Infra Limited
Building 7A, Level 5, DLF Cyber City,
Gurugram – 122002, Haryana

Dear Sirs,

I/We, ____, the registered holder(s) of __________ Equity Shares of ₹10/- each in the Company, hereby acknowledge receipt of the notice dated __________ along with the relevant documents pertaining to the Extraordinary General Meeting ("EGM") of the Members of the Company, scheduled to be held on Friday, 31 July 2026 at 4:00 p.m. (IST) / 6:30 p.m. (SGT) at the registered office of the Company at **Building No. 7A, Level 5, DLF Cybercity, Gurugram – 122002, Haryana**.

Pursuant to the provisions of Section 101(1) and other applicable provisions of the Companies Act, 2013, I/We hereby give our consent to convene the said EGM at shorter notice.

Kindly take this consent on record.

Thanking you,
Yours sincerely,

…………………………
Authorized Signatory
Address: …………………
………………………….

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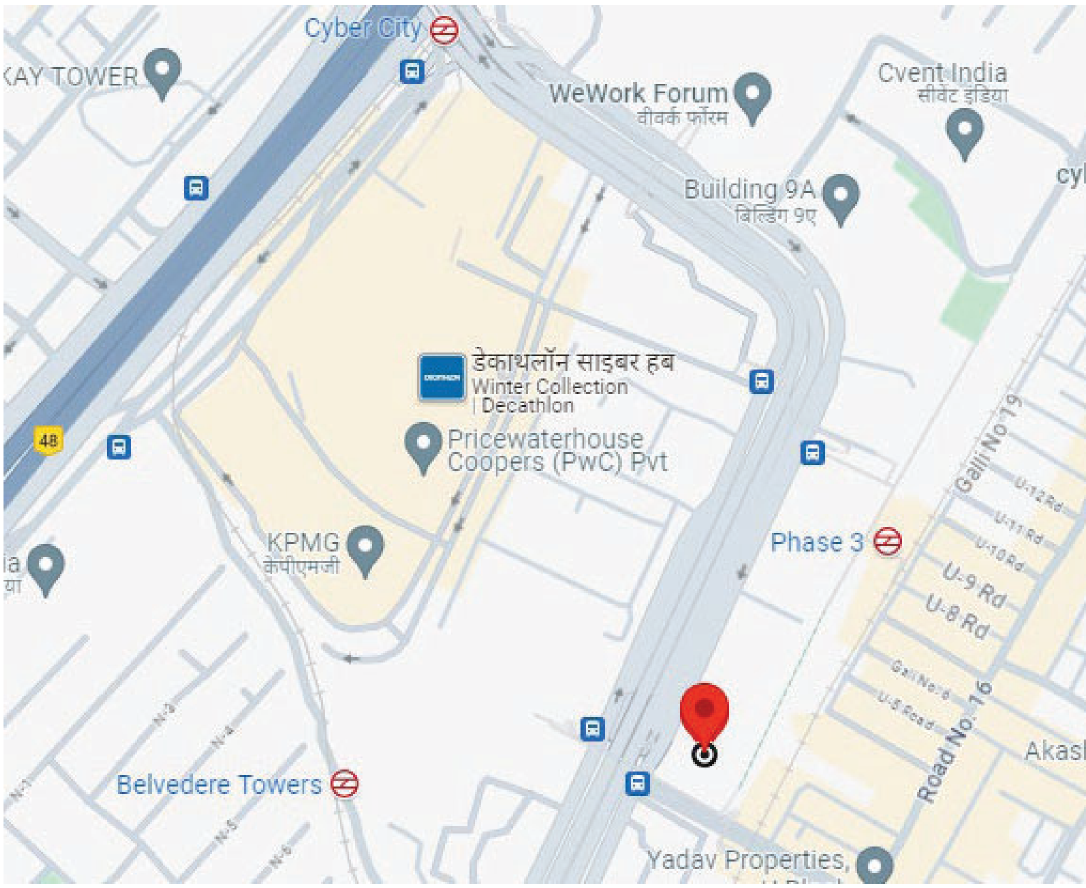
ROUTE MAP FOR EGM VENUE:

Venue for the Meeting: **Building 7A, Level 5, DLF Cybercity, Gurugram - 122002, Haryana**



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SEMBCORP GREEN INFRA LIMITED

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Ph: 0124-698 6700; **Fax:** 0124-698 6710 ; **email** cs.india@sembcorp.com
Website : www. sembcorpindia.com

PROXY FORM (FORM NO. MGT-11)

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

CIN	U23200HR2005PLC078211
Name of the Company	Sembcorp Green Infra Limited
Registered Office	Building 7A, Level 5, DLF Cybercity, Gurugram - 122002, Haryana

Name of the Member(s)	
Registered Address	
E-mail id	
Folio No/ Client Id	
DP Id	

I/We, being the member (s) of ……………………………shares of the above named company, hereby appoint:

Name	
Address	
E-mail ID	
Signature	

Or failing him;

Name	
Address	
E-mail ID	
Signature	

Or failing him;

Name	
Address	
E-mail ID	
Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Friday, 31 July 2026 at 4:00 p.m. (IST) / 6:30 p.m. (SGT) at Building 7A, Level 5, DLF Cybercity, Gurugram – 122002, Haryana and at any adjournment thereof in respect of such

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resolutions as are indicated overleaf:

Resolution(s) No.	Resolution(s)	For	Against
SPECIAL BUSINESS			
1.	APPROVAL FOR APPOINTMENT OF MR. ZHIWEI YEO (DIN: 11571033) AS DIRECTOR OF THE COMPANY, LIABLE TO RETIRE BY ROTATION		
2.	APPROVAL FOR APPOINTMENT OF MS. SANGEETA TALWAR (DIN: 00062478) AS INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY		
3.	APPROVAL FOR APPOINTMENT OF MR. RADHEY SHYAM SHARMA (DIN: 00013208) AS INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY		
4.	APPROVAL FOR APPOINTMENT OF MR. KALAIKURUCHI JAIRAJ (DIN: 01875126) AS INDEPENDENT DIRECTOR ON THE BOARD OF THE COMPANY		
5.	APPROVAL FOR RATIFICATION OF THE REMUNERATION PAYABLE TO M/S CHANDRA WADHWA & CO., COST ACCOUNTANTS, COST AUDITORS OF THE COMPANY, FOR CONDUCTING THE AUDIT OF THE COST RECORDS OF THE COMPANY FOR THE FINANCIAL YEAR ENDING 31 MARCH 2026.		

Signed this…………. day of 2026

Affix Revenue Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Notes:

1. 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 15 Minutes before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. Those Members who have multiple folios with different joint holders may use copies of the Proxy Form.

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Attendance Slip for the Extraordinary General Meeting
(to be handed over at the Registration Counter)

I/We hereby record my /our presence at the Extraordinary General Meeting of the Company on Friday, 31 July 2026 at 4:00 p.m. (IST) / 6:30 p.m. (SGT) at the Registered office of the Company at Building 7A, Level 5, DLF Cybercity, Gurugram – 122002, Haryana.

NAME (S) AND ADDRESS OF THE MEMBER(S) ______________________________   ____   ____
Folio No./DP ID No. and Client ID No * ____________________________   **Number of Shares** ______________________

Please (tick) in the Box

☐ Member ☐ Proxy

First / Sole Holder/ Proxy Second Holder/Proxy

NOTES:

I. Member / Proxy attending the Extraordinary General Meeting (EGM) must bring his / her Attendance Slip which should be signed and deposited before entry at the Meeting Hall.
II. Duplicate Attendance Slip will not be issued at the venue.

*Applicable only in case of investors holding shares in Electronic Form.