NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Notice is hereby given that Extra-Ordinary General Meeting of members of **SUNKIND INDIA PRIVATE LIMITED** will be held on Thursday, the 24th April, 2025 at 11:00 AM at, DCG1-0904, 9th Floor DLF Corporate Greens, Sector-74A Gurgaon, Narsinghpur, Gurgaon, Narsinghpur, Haryana, India, 122004 to transact the following business:

Special Business:

1. <u>CHANGE OF THE OBJECTS CLAUSE OF MEMORANDUM OF ASSOCIATION</u>

To consider and, if thought fit, to pass with or without modification, the following resolution as Special Resolution:-

"**RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of Companies Act, 2013, (including any statutory modifications or re-enactment thereof, for the time being in force), and the rules framed there under, the consent of members of the Company be and are hereby accorded to alter and amend by inserting the following new sub-clauses 33 and 34 after the existing sub-clause 32 of clause III (B) in other Objects of the Memorandum of Association of Company as under

"To provide corporate guarantees or securities in respect of any loan or financial facilities obtained by any person, firm or body corporate, including subsidiaries and group companies, for purposes aligned with the Company's business objects"

"To give guarantee or provide security for the performance of any contracts or obligations or the payment of any money by any person, firm or company, including any subsidiary or associate company or group company"

RESOLVED FURTHER THAT any of the Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the aforesaid resolution."

By Order of the Board of Directors
SUNKIND INDIA PRIVATE LIMITED
For SUNKIND India Private Limited

Director / Authorized Signatory
(HANISH GUPTA)
(Director)
DIN: 02194659
Address: Coral 702, The Verandas Golf Course Road, Gurgaon Sector 54, Gurgaon, Haryana-122011

Place : Gurgaon
Dated : 01/04/2025

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE PROXY TO ATTEND AND ON POLL TO VAOTE INSTEAD OF HIMSELF AND PROXY NEED NOT TO BE MENMBER.

2. PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FIXED FOR THE MEETING.

3. PURSUANT TO PROVISIONS OF SECTION 105 OF THE COMPANIES ACT, 2013, READ WITH THE APPLICABLE RULES THEREON, A PERSON CAN ACT AS A 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 MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER MEMBER.

4. A PROXY MAY NOT VOTE EXCEPT ON A POLL.

5. MEMBERS/PROXIES ARE REQUESTED TO PRODUCE THE ENCLOSED ATTENDANCE SLIP DUTY SIGNED AS PER THE SPECIMEN SIGNATURE RECORDED WITH THE COMPANY FOR ADMISSION TO THE MEETING VENUE.

6. CORPORATE MEMBERS ARE REQUESTED TO SENDF A DULY CERTIFIED COPY OF THR BOARD RESOLUTION AUTHORIZING THEIR REPRESENTATIVE(S) TO ATTEND AND VOTE AT THE EXTRA ORDINARY GENERAL MEETING.

7. EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IS ANNEXED HERETO AND FORMS PART OF THIS NOTICE.

8. THE DOCUMENTS REFRREDTO IN THE PROPOSED RESOLUTIONS ARE OPEN FOR INSPECTION AT THE REGISTERED OFFICE OF THE COMPNAY DURING WORKING HOURS BETWWN 10.00 A.M to 1.00 P.M EXCEPT ON HOLIDAYS

9. QUERIES PROPOSED TO BE RAISED AT EXTRA- ORDINARY GENERAL MEETING MAY BE SENT TO THE COMPANY AT ITS RERGISTERED OFFICE OR AT abhishek.thakur@sunkind.in AT LEAST SEVEN DAYS PRIOR TO THE DATE OF EGM TO ENABLE THE MANAGEMENT TO COMPILE THE RELEVANT INFORMATION TO REPLY THE QUERY IN THE MEETING.

10. ANY CHANGE IN MEMBER'S COMMUNICATION ADDRESS IS TO BE COMMUNICATED TO THE COMPANY IMMEDIATELY SO THAT ANY CORRESPONENCE MAY BE DISPATCHED TO THE MEMBERS

For SUNKIND India Private Limited

Director / Authorized Signatory

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

ITEM NO.1: CHANGE OF THE OBJECTS CLAUSE OF MEMORANDUM OF ASSOCIATION

The Company is a Private Limited Company incorporated on 19/09/2019 under the provisions of the Companies Act, 2013 and engaged in the business of to carry on, manage, supervise and control the business of transmitting, manufacturing, supplying, generating, distributing and dealing in renewable energy includes solar energy and in The operation and maintenance of solar energy project, Creating infrastructure for solar energy and all other related activities of renewable energy in India and abroad.

It is proposed to alter the objects clause of the Memorandum of Association of the Company by inserting the new sub-clause 33 and 34 after the existing sub-clause 32 of clause III (B) of the Memorandum of Association of Company as stated in the Resolution in the annexed notice to enabling the Company to provide corporate guarantees or securities in respect of any loan or financial facilities obtained by any person, firm or body corporate, including subsidiaries and group companies, for purposes aligned with the Company's business object and to give guarantee or provide security for the performance of any contracts or obligations or the payment of any money by any person, firm or company, including any subsidiary or associate company or group company for purposes aligned with the Company's business objects for the purpose of the company's main business.

By virtue of the Section 13 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, approval of members in general meeting by way of special resolution is pre-requisite to amend the object clause of the Memorandum of Association of the Company and thus your approval is sought for the same by way of special resolution.

The Board recommends the above resolution to the shareholders for their approval as **Special Resolutions.**
A copy of amended MOA of the Company would be available for inspection of the members at the Registered Office of the Company during the business hours on any working day.

None of the Directors of the Company and their relatives are in any way interested or concerned, financial or otherwise, in the proposed Special resolutions.

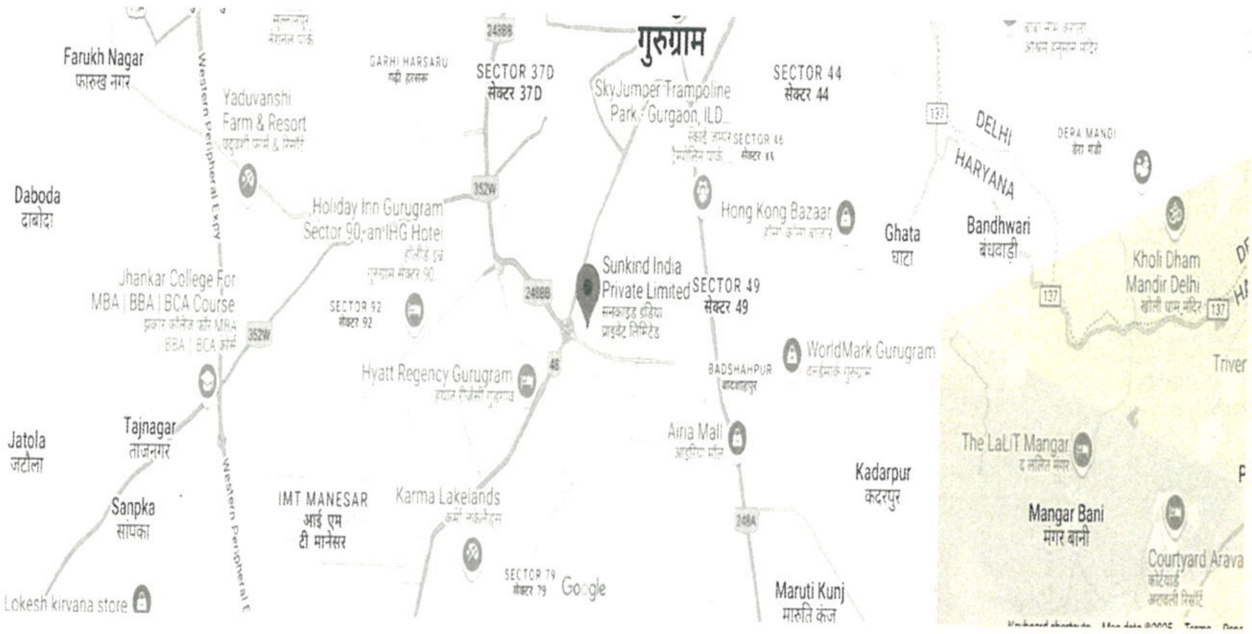
By Order of the Board of Directors
SUNKIND INDIA PRIVATE LIMITED
For SUNKIND India Private Limited

Director / Authorized Signatory
(HANISH GUPTA)
(Director)
DIN: 02194659
Address: Coral 702, The Verandas Golf Course Road, Gurgaon Sector 54, Gurgaon, Haryana-122011

Place : Gurgaon
Dated : 01/04/2025

Sunkind India Private Limited

Google Map of address of venue of meeting is pasted below:



For SUNKIND India Private Limited

Director / Authorized Signatory

+91-124-5181150, +91 9810159700 WWW.SUNKIND.IN INFO@SUNKIND.IN

Sunkind India Private Limited (Registered Office)
904, 9th floor, Tower 1, DLF Corporate Greens, Southern Peripheral Road, Gurugram, Haryana 122004
CIN No. U40106HR2019PTC082656

PROXY FORM

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

Extra Ordinary General Meeting of Sunkind India Private Limited – 24th April, 2025

Name of Member(s):

Registered Address: ....

Folio No./Client Id: .... DP ID: .... E-mail ID ....

I/We, being the member(s) of ....Shares of the above named Company, hereby appoint:

1. Name: .... Address: ....
   E mail Id: .... Signature: .... or failing him/her

2. Name: .... Address: ....
   E mail Id: .... Signature: .... or failing him/her

3. Name: .... Address: ....
   E mail Id: .... Signature: .... or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extra Ordinary General Meeting of the Company to be held on Thursday, 24.04.2025 at 11:00 AM at DCG1-0904, 9th Floor DLF Corporate Greens, Sector-74A Gurgaon, Narsinghpur, Gurgaon, Narsinghpur, Haryana, India, 122004 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution	Vote (Optional see Note 2) (Please mention no. of share		
		For	Against	Abstain
1)	As Special Resolutions to Change of the Objects Clause of Memorandum of Association			

Signed this .... day of .... 2025.

Signature of Shareholder Signature of Proxy holder(s)

Affix a Re.1/- Revenue Stamp

Notes:

1. This Form, in order to be effective should be duly stamped, completed, signed and deposited at the Registered Office of the Company, not less than 48 hours before the meeting.
2. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

For SUNKIND India Private Limited

Director / Authorized Signatory

ATTENDANCE SLIP

Extra Ordinary General Meeting of Sunkind India Private Limited – 24th April, 2025

1. Full name of the Shareholder/ Proxy/Authorized Representative: ....

2. Folio No. /Client Id: .... DP ID: .... E-mail ID: ....

3. If Proxy/Authorized Representative, Full Name of Shareholder: ....

I hereby record my presence at the Extra Ordinary General Meeting of the Company held on Thursday, 24.04, 2025 at 11:00 AM at DCG1-0904, 9th Floor DLF Corporate Greens, Sector-74A Gurgaon, Narsinghpur, Gurgaon, Narsinghpur, Haryana, India, 122004

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Signature of the Shareholder/ Proxy Holder/Authorized Representative

Note: This attendance slip is to be handover at the entrance of the Meeting Hall.

For SUNKIND India Private Limited

Director / Authorized Signatory