



# HIRA

## GODAWARI POWER & ISPAT



REF: GPIL/NSE&BSE/2025/6038

Date: 23.09.2025

To,

1. The Listing Department,  
The National Stock Exchange of India Ltd,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), MUMBAI – 400051  
NSE Symbol: GPIL
2. The Corporate Relation Department,  
The BSE Limited, Mumbai,  
1<sup>st</sup> Floor, Rotunda Building,  
Dalal Street, MUMBAI – 400 001  
BSE Security Code: 532734

Dear Sir/Madam,

**Sub: Intimation Regarding Extra-Ordinary General Meeting (EGM), E-Voting and Submission of Notice of EGM to be held on 15<sup>th</sup> October, 2025.**

This has reference to our Outcome of Board Meeting dated 18<sup>th</sup> September 2025, vide which we have informed that the Extra-ordinary General Meeting (EGM) of Godawari Power and Ispat Limited is scheduled to be held on 15<sup>th</sup> October, 2025 through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, the Company is pleased to provide the remote e-voting facility to its shareholders to exercise their vote by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL) vide EVEN- 137283.

The remote e-voting period shall commence on 11<sup>th</sup> October, 2025 (09:00 AM) and ends on 14<sup>th</sup> October, 2025 (05:00 PM). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form as on the cut- off date of 8<sup>th</sup> October, 2025 may cast their vote electronically and also during the EGM.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, please find attached herewith the Notice of EGM scheduled to be held on 15<sup>th</sup> October, 2025.

Please take the same on your record.

Thanking you,  
Yours faithfully,

For Godawari Power And Ispat Limited

Y.C. Rao  
Company Secretary  
Encl: As Above



### Godawari Power & Ispat Limited

An ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 certified company  
CIN L27106CT1999PLC013756

**Registered Office and Works:** Plot No. 428/2, Phase 1, Industrial Area, Siltara, Raipur - 493111, Chhattisgarh, India

**P:** +91 771 4082333, **F:** +91 771 4082234

**Corporate Address:** Hira Arcade, Near Old Bus Stand, Pandri, Raipur - 492004, Chhattisgarh, India

**P:** +91 771 4082000, **F:** +91 771 4057601

[www.godawaripowerispat.com](http://www.godawaripowerispat.com), [www.hiragroup.com](http://www.hiragroup.com)



**GODAWARI POWER & ISPAT**

**GODAWARI POWER AND ISPAT LIMITED**

Regd. Office & Works: Plot No.428/2, Phase-I, Industrial Area, Siltara, Raipur-493111, Chhattisgarh

Corporate Office: Hira Arcade, Near New Bus Stand, Pandri, Raipur-492004, Chhattisgarh

WebSite:www.godawaripowerispat.com, Email Id:yarra.rao@hiragroup.com

CIN: L27106CT1999PLC013756 Contact No.: 0771-4082000

## **NOTICE OF EXTRA ORDINARY GENERAL MEETING**

**TO ALL THE MEMBERS**

**GODAWARI POWER AND ISPAT LIMITED**

NOTICE is hereby given that the Extra Ordinary General Meeting (EGM) of the Members of Godawari Power and Ispat Limited (The Company) will be held on Wednesday, the 15<sup>th</sup> day of October, 2025 at 11.30 AM (IST) through video conferencing (VC)/ other audio video means (OAVM) to transact the following businesses:

The proceedings of the Extra Ordinary General Meeting (EGM) shall be deemed to be conducted at the Corporate Office of the Company at 2<sup>nd</sup> Floor, Hira Arcade, Pandri, Raipur, Chhattisgarh 492004, which shall be deemed venue of the EGM.

### **SPECIAL BUSINESSES:**

- To Issue Warrants convertible into equity shares to Promoters and/or to the Members of Promoters' Group and other Identified Non-Promoters on a preferential basis and if thought fit to pass the following resolution as special resolution:**

**“RESOLVED THAT** in accordance with the provisions of Sections 23(1)(b), 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (the “Act”), the applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, (“SEBI (ICDR) Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and other rules / regulations / guidelines, if any, prescribed by the Securities and Exchange Board of India (“SEBI”), stock exchanges where the equity shares of the Company are listed (“Stock Exchanges”) and / or any other statutory / regulatory authority and the provisions of the memorandum and articles of association of the Company and subject to the approval(s), consent(s), permission(s) and / or sanction(s), if any, of the appropriate authorities, institutions or bodies as may be required, and subject to such condition(s) and modification(s), as may be prescribed by any of them while granting any such approval(s), consent(s), permission(s), and / or sanction(s), and which

may be agreed to by the Board of Directors of the Company (hereinafter referred to as the “Board”, which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitutes to exercise its powers including the powers conferred by this resolution), the consent of the members of the Company, be and is hereby accorded to offer, issue and allot up to 2,04,08,220 (Two Crores Four Lakhs Eight Thousand Two Hundred and Twenty) Warrants (“Warrants”) for cash at a price of ₹245/- (Rupees Two Hundred and Forty Five only) per Warrant (“Warrant Issue Price”), each Warrant convertible into 1 (one) fully paid-up equity share of the Company of face value of ₹1 (Rupee One only) each at a premium of ₹ 244/- (Rupees Two Hundred and Forty Four only) each aggregating up to ₹5,00,00,13,900 (Rupees Five Hundred Crores Thirteen Thousand Nine hundred only), to the Proposed Allottees, being Promoters and members of the Promoter Group of the Company and other identified Non Promoters, as detailed hereunder, by way of preferential issue on a private placement basis and on such terms and conditions set out herein and in the explanatory statement to this resolution and subject to applicable laws and regulations, including the provisions of Chapter V of the SEBI ICDR Regulations and the Act:

<b>Sl.</b>	<b>Name of Prospective Allottee</b>	<b>Category</b>	<b>No. of Warrants</b>
1	Mrs. Sarita Devi Agrawal	Promoter Group	41,63,300
2	Mr. Dinesh Agrawal	Promoter	12,24,500
3	Mr. Kumar Agrawal	Promoter Group	22,04,200
4	Hanuman Prasad Agrawal (HUF)	Promoter Group	22,04,200
5	Mrs. Meena Gupta	Non-Promoter Group	4,08,150
6	Shree Nakoda Pipe Impex Private Limited	Non-Promoter Group	20,40,770
7	Meridien Realtech Private Limited	Non-Promoter Group	81,63,100
	<b>Total</b>		<b>2,04,08,220</b>

**RESOLVED FURTHER THAT** in terms of the provisions of Chapter V of the SEBI ICDR Regulations, the “Relevant Date” for the purpose of determination of floor price for the issue and allotment of Warrants is Monday the 15th September, 2025, being the date 30 (thirty) days prior to the date of this Extra-ordinary General Meeting;

**RESOLVED FURTHER THAT** subject to the receipt of such approvals as may be required under applicable laws, consent of the Members of the Company be and is hereby accorded to record the names and details of the Proposed Allottees in Form PAS-5 and the Board be and is hereby authorized to make an offer to the Proposed Allottee through Letter of Offer/ Private Placement Offer Letter cum application letter in Form PAS-4 or such other form as prescribed under the Act and ICDR Regulations containing the terms and conditions (“Offer Document”), after passing of this resolution and receiving any applicable regulatory approvals with a stipulation that the allotment would be made only upon receipt of in-principle approval from the Stock Exchanges, and within the timelines prescribed under applicable laws.

**RESOLVED FURTHER THAT** the issue and allotment of Warrants and the allotment of equity shares upon conversion of such Warrants shall be subject to applicable law and the terms and conditions set out herein and in the explanatory statement:

- a. the Warrant holder shall be entitled to apply for and be allotted 1 (one) equity share against each Warrant;

- b. The Proposed Warrant Allottees shall pay an amount equivalent to at least 25% of the Warrant Issue Price fixed per Warrant in terms of the SEBI ICDR Regulations which will be kept by the Company to be adjusted and appropriated against the Warrant issue price of the Equity Shares. The balance 75% of the Warrant issue price shall be payable by the Warrant holder at the time of exercising the Warrants.
- c. The consideration for allotment of Warrants shall be paid to the Company by the Proposed Allottee from their bank accounts;
- d. Allotment of Warrants and Equity Shares arising out of conversion of warrants shall only be made in dematerialized form.
- e. The Warrants shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchange/ the Central Government for allotment is pending, the period of 15 days shall be counted from the date of receipt of such approval or permission.
- f. the equity shares allotted on conversion of the Warrants shall rank pari-passu in all respects including the payment of dividend and voting rights with the then existing equity shares of the Company;
- g. the equity shares allotted on conversion of the Warrants shall be listed on the stock exchange(s) where the then existing equity shares of the Company are listed, subject to the receipt of necessary permissions or approvals as the case may be;
- h. the Warrants shall not carry any voting rights until they are converted into equity shares;
- i. the Warrant Issue Price and/or the number of equity shares to be allotted on conversion of the Warrants shall be appropriately adjusted if the Company undertakes any of the actions identified in Regulation 166 of Chapter V of the SEBI (ICDR) Regulations prior to the conversion of the Warrants;
- j. the Warrants may be converted by the Warrant holder, in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be converted. The Board shall allot the corresponding number of equity shares in dematerialized form, subject to receipt of the aggregate Warrant Conversion Price from the Warrant holder to the designated bank account of the Company;
- k. in the event that the Warrant holder does not convert the Warrants within the period of 18 (eighteen) months from the date of allotment of the Warrants, the unconverted Warrants shall lapse, and the amount paid by the Warrant holder on such Warrants shall stand forfeited;
- l. The Warrants shall be convertible into Equity Shares of the Company on subscription, exercise and application, without any further approval of the shareholders prior to or at the time of conversion.
- m. the Warrants allotted in terms of this resolution and the resultant equity shares allotted on conversion of such Warrants shall be subject to lock-in for such periods as specified in Chapter V of the SEBI (ICDR) Regulations;

- n. the entire pre-preferential allotment shareholding of the Proposed Allottees in the Company shall be subject to lock-in for such period as specified in Chapter V of the SEBI (ICDR) Regulations.

**RESOLVED FURTHER THAT** the monies to be received by the Company from the Proposed Allottee towards application for subscription of the Warrants pursuant to this Preferential Issue shall be kept by the Company in a separate bank account opened by the Company and shall be utilized by the Company in accordance with Section 42 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and take all such steps as may be required in this connection including to accept any modification(s) in the terms of issue of Warrants as may be required by regulatory or any other authority(ies) subject to the provisions of the Act and SEBI (ICDR) Regulations, to make application(s) to the Stock Exchange(s) for obtaining in-principle approval for issuance of Warrants and listing and trading approvals of the equity shares arising on conversion of the Warrants, to submit and file all necessary documents and forms with the depositories, registrar of companies, and such regulatory or other authority(ies), as may be required, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard;

**RESOLVED FURTHER THAT** all actions taken by the Board or any authorized person in connection with any matter(s) referred to or contemplated in this resolution, be and are hereby approved, ratified and confirmed in all respects.”

**By Order of the Board**

**Y.C. Rao**

**Company Secretary**

**Membership No.F-3679,**

**PlotNo.428/2, Phase 1, Industrial Area,**

**Siltara, Raipur 493111 Chhattisgarh**

**Place: Raipur**

**Date: 18.09.2025**

## **NOTES:**

1. Pursuant to MCA General Circular issued by the Ministry of Corporate Affairs (“MCA Circulars”) and SEBI Circulars time to time, physical attendance of the Members to the EGM venue is not required and Extra ordinary General Meeting (EGM) be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM.
2. In compliance with the provisions of the Companies Act, 2013 ('Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and MCA circulars, the EGM of the Company is being held through VC / OAVM. The Board of Directors of the Company considered that the special business under Item Nos.1 be transacted at the ensuing EGM of the Company.
3. The Members can join the EGM in the VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM will be provided by NSDL.
5. EGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with Circulars issued by MCA & SEBI from time to time. The Notice of EGM is being sent only in electronic mode to those members whose, e-mail addresses are registered with the Company/ RTA or the Depository Participant(s) as on Saturday the 13<sup>th</sup> September, 2025. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the EGM and shareholders as on Cut-off date i.e.

Wednesday the 8<sup>th</sup> October, 2025, shall be entitled to exercise his/her vote electronically i.e. remote e-voting or e-voting system on the date of the EGM by following the procedure mentioned in **Annexure-A**.

6. CS Brajesh R. Agrawal, Practicing Company Secretary (CP No. 5649 & Membership No. F-5771) BR Agrawal & Associates has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
7. The Scrutinizer shall within a stipulated period from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forth with to the Chairman of the Company.
8. The Results shall be declared on or after the EGM of the Company. The Results declared along with the Scrutinizers Report shall be placed on the Company's website [www.godawaripowerispat.com](http://www.godawaripowerispat.com) and on the website of NSDL within two working days from the conclusion of EGM of the Company and communicated to the Stock Exchanges (i.e. NSE & BSE).
9. The EGM is being held pursuant to the MCA circulars through VC/OAVM, physical attendance of Members has been dispensed with and the attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Companies Act, 2013. Accordingly, the facility for appointment of proxies will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. Corporate/Institutional members are required to send a scanned copy of its Board or Governing Body resolution/authorization etc., authorizing its representative to attend the EGM through VC/OVAM to [corporategovernance03@gmail.com](mailto:corporategovernance03@gmail.com), Scrutinizer to cast their votes through e-voting.
10. Notice calling the EGM pursuant to section 101 of the Companies Act read with the Rules framed there under is being sent only in electronic mode to those Members whose e-mail addresses are registered with the Company/ RTA or the Depository Participant(s). The Company will not be dispatching physical copies of such Notice of EGM to any Member. Members are requested to register /update their email addresses, in respect of electronic holdings with the Depository through the concerned Depository Participants and in respect of physical holdings with RTA by following due procedure. In line with the Ministry of Corporate Affairs (MCA) Circulars a copy of the Notice of this EGM is available on the website of the Company at [www.godawaripowerispat.com](http://www.godawaripowerispat.com), website of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the EGM Notice is also available on the website of NSDL (agency for providing the e-voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
11. Members holding shares in physical form are requested to advise any change in their registered address, E-mail address, Contact Numbers and Bank particulars etc., to the Company's Registrar and

Share Transfer Agent (RTA), MUFG Intime India Private Limited (MIPL), Mumbai quoting their folio number at [rnt.helpdesk@in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com). Members holding shares in electronic form must send the advice about change in their registered address, E-mail address, Contact Number and bank particulars to their respective Depository Participant and not to the Company.

12. In all correspondence with the Company or with its Share Transfer Agent, members are requested to quote their folio number and in case the shares are held in the dematerialized form, they must quote their Client ID Number and their DP ID Number. The helpline numbers regarding any query /assistance for participation in the EGM through VC/OAVM are 022-48867000/022 -24997000.
13. As per Regulation 40 of the Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, Members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's Registrar and Share Transfer Agent, MUFG Intime India Pvt. Ltd. C-101, 247 Park, LBS Marg, Vikhroli (West) Mumbai - 400083 (MH) Email : [rnt.helpdesk@in.mpms.mufg.com](mailto:rnt.helpdesk@in.mpms.mufg.com) Contact No.:8108116767
14. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their Depository Participant ("DP") in case the shares are held in electronic form and to the Registrar in case the shares are held in physical form, quoting their folio number and enclosing the self-attested supporting document. Further, Members may note that SEBI has mandated the submission of PAN by every participant in securities market.
15. The format of the Register of Members prescribed by the MCA under the Act require the Company/Registrar and Share Transfer Agent to record additional details of Members, including their PAN details, e-mail address, bank details for payment of dividend etc. A form for capturing additional details will be provided upon request to be made to RTA/ the Company.

Members holding shares in physical form are requested to submit the filled in form to the RTA in physical mode. Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company or RTA.

16. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days up to and including the date of the Extra Ordinary General Meeting of the Company.

17. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company in case the shares are held by them in physical form.

**By Order of the Board**

**Y. C. Rao**  
**Company Secretary**  
**Membership No.F-3679,**  
**Plot No.428/2, Phase1, Industrial Area,**  
**Siltara, Raipur 493111 Chhattisgarh**

**Place: Raipur**  
**Date: 18.09.2025**

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

**ITEM NO.1:**

The Board of Directors, at its meeting held on Thursday the 18<sup>th</sup> September, 2025, subject to the approval of members of the Company, approved raising of capital by way of issuance of up to **2,04,08,220 (Two Crores Four Lakhs Eight Thousand Two Hundred Twenty)** warrants (“Warrants”) for cash at a price of **₹ 245/- (Rupees Two Hundred and Forty Five only)** per warrant (“Warrant Issue Price”), each Warrant convertible into 1 (one) fully paid-up equity share of the Company of face value of ₹1 (Rupee One only) each at a premium of **₹ 244/- (Rupees Two Hundred and Forty Four only)** each aggregating up to **₹ 5,00,00,13,900 (Rupees Five Hundred Crores Thirteen Thousand Nine hundred only)**, to the proposed allottees, being the Promoters, members of the Promoter Group of the Company and other Identified Non Promoters (“Proposed Allottees”) as detailed hereunder by way of a preferential issue on a private placement basis:

<b>Sl.</b>	<b>Name of Prospective Allottee</b>	<b>Category</b>	<b>No. of Warrants</b>
1	Mrs. Sarita Devi Agrawal	Promoter Group	41,63,300
2	Mr. Dinesh Agrawal	Promoter	12,24,500
3	Mr. Kumar Agrawal	Promoter Group	22,04,200
4	Hanuman Prasad Agrawal (HUF)	Promoter Group	22,04,200
5	Mrs. Meena Gupta	Non-Promoter Group	4,08,150
6	Shree Nakoda Pipe Impex Private Limited	Non-Promoter Group	20,40,770
7	Meridien Realtech Private Limited	Non-Promoter Group	81,63,100
	<b>Total</b>		<b>2,04,08,220</b>

**The details of the issue and other particulars as required in terms of the Companies Act, 2013 and the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, (“SEBI ICDR Regulations”) are set out below:**

- i) **Objects of the Preferential Issue:** The Company shall utilize the net proceeds from the preferential issue (i.e. total proceeds after adjustment of expenses, if any, related to the preferential issue) towards the following:
- 1) Part financing the Project Cost of Cold Rolling Mill Project of the company (referred to below as “**Project Funding**”);
  - 2) Investment in Godawari New Energy Private Ltd. A Subsidiary – For undertaking investments in or providing loans to Godawari New Energy Private Ltd. a subsidiary of the Company for the purposes of development of Battery Energy Storage System project, either in the form of equity / quasi equity / unsecured loan (referred to below as “**Investment in BESS Project**”);

- 3) Up to 25% (twenty five percent) of the Issue Proceeds will be utilised for general corporate purposes, which includes, inter alia, meeting ongoing general corporate exigencies and contingencies, expenses of the Company as applicable in such a manner and proportion as may be decided by the Board from time to time, and/or any other general purposes as may be permissible under applicable laws (referred to below as “**General Corporate Purposes**”).
- (collectively referred to below as the “**Objects**”)

### **Utilization of Issue Proceeds**

Given that the funds to be received against Warrant conversion will be in tranches and the quantum of funds required on different dates may vary, therefore, the broad range of intended use of the Issue Proceeds for the above Objects is set out hereinbelow:

<b>Sr No.</b>	<b>Particulars</b>	<b>Total estimated amount to be utilised for each of the Objects* (Rs. In crore)</b>	<b>Tentative timelines for utilization of Issue Proceeds from the date of receipt of funds</b>
1.	Project Funding	200.00	Within 12 months from receipt of funds for the Warrants (as set out herein)
2.	Investment in BESS Projects	175.00	
3.	General Corporate Purposes	125.00	
<b>Total</b>		<b>500.00</b>	

*\*Considering 100% conversion of Warrants into equity shares within the stipulated time.*

**\*\* The amount utilized for ‘General Corporate Purposes’ shall stand reduced to the extent it is utilized for the Object set out at Sr. No. 1 & 2 of the table.**

Issue proceeds shall be received by the Company in 18 months period from the date of allotment of Warrants in terms of Chapter V of the SEBI ICDR Regulations and as estimated by our management the entire proceeds received from the issue would be utilized subject to compliance with applicable laws for the above-mentioned objects, in phases, as per the Company’s business requirements.

**Interim Use of Proceeds:** The Company, in accordance with the policies formulated by the Board from time to time, will have flexibility to deploy the net proceeds of the issue. Pending complete utilization for the Objects described above, the Company intends to, inter alia, invest the net proceeds in deposits in scheduled commercial banks, securities issued by Government of India and/or any other investments as permitted under applicable laws.

**Monitoring Agency:** In terms of Regulation 162A of Chapter V of the SEBI ICDR Regulations, the Company has appointed CARE Ratings Limited, credit rating agency registered with SEBI as the monitoring agency to monitor the use of the proceeds of the issue.

The Monitoring Agency shall submit its report to the Company in the format specified in Schedule XI of the SEBI ICDR Regulations on a quarterly basis, till 100% (One hundred percent) of the issue proceeds have been utilized. The Board and the management of the Company shall provide their comments on the findings of the Monitoring Agency in the format as specified in Schedule XI of the SEBI ICDR Regulations. The Company shall, within 45 (forty-five) days from the end of each quarter, upload the report of the Monitoring Agency on its website and also submit the same to the Stock Exchanges.

- ii) **Maximum number of Warrants and the price at which Warrants are to be issued:** Up to **2,04,08,220 (Two Crores Four Lakhs Eight Thousand Two Hundred Twenty)** warrants (“Warrants”) for cash at a price of **₹245/- (Rupees Two Hundred and Forty Five only)** per warrant (“Warrant Issue Price”), each Warrant convertible into 1 (one) fully paid-up equity share of the Company of face value of ₹1 (Rupee One only) each at a premium of ₹244/- (Rupees Two Hundred and Forty Four only) each aggregating up to **₹ 5,00,00,13,900 (Rupees Five Hundred Crores Thirteen Thousand Nine hundred only)**.
- iii) **Relevant Date:** The “Relevant Date” for the purpose of determination of floor price for the issue and allotment of the Warrants convertible into equity shares is Monday the 15<sup>th</sup> September, 2025, being the date 30 (thirty) days prior to the date of this Extra-ordinary General Meeting (i.e. Wednesday the 15<sup>th</sup> October, 2025).
- iv) **Basis on which the price has been arrived at:** In terms of Regulation 164(1) of Chapter V of the SEBI ICDR Regulations, the price of the Warrants to be allotted pursuant to the preferential issue shall be higher of:
- the 90 trading days’ volume weighted average price of the equity shares quoted on the recognized stock exchange preceding the Relevant Date i.e. ₹212.25 (Rupees Two Hundred Twelve and Twenty Five paisa only) per equity share; or
  - the 10 trading days’ volume weighted average price of the equity shares quoted on the recognized stock exchange preceding the Relevant Date i.e. ₹243.60 (Rupees Two Hundred and Forty Three and Sixty paisa only) per equity share; or
  - the minimum issue price for the proposed preferential issue of the Company, based on the pricing formula prescribed under Regulation 164 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has been worked out at **₹243.60 (Rupees Two Hundred and Forty-Three and Sixty paisa only)**.

Accordingly, the Board of directors have decided to issue Warrant at **₹245/- (Rupees Two Hundred and Forty Five only)**

The Pricing Certificate obtained from M/s. PRS Associates, Practicing Company Secretaries, can be accessed at [https://gpil-bucket.s3.amazonaws.com/uploads/moa\\_and\\_aoa\\_amended\\_or\\_general\\_meeting\\_or\\_postal\\_ballot/attachment/91/pricing\\_certificate\\_for\\_preferential\\_issue\\_of\\_securities\\_-18.09.2025.pdf](https://gpil-bucket.s3.amazonaws.com/uploads/moa_and_aoa_amended_or_general_meeting_or_postal_ballot/attachment/91/pricing_certificate_for_preferential_issue_of_securities_-18.09.2025.pdf)

For the purpose of computation of the 90 trading days' volume weighted average price of the equity shares and 10 trading days' volume weighted average price of the equity shares, the share prices on The National Stock Exchange of India Limited, being the stock exchange with highest trading volume during the preceding 90 trading days prior to the Relevant Date, have been considered.

As the equity shares have been listed for a period of more than ninety days as on the Relevant Date, the provisions of Regulation 164(3) of the SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable.

- v) **Class or classes of persons to whom the allotment is proposed to be made:** Promoters, Members of the Promoter Group and other Identified Non Promoter.
- vi) **Intention of promoters / directors / key managerial personnel or senior management to subscribe to the offer:** Mrs. Sarita Devi Agrawal, Mr. Dinesh Agrawal, Mr. Kumar Agrawal and Hanuman Prasad Agrawal (HUF) (Proposed Allottees) are members of the Promoter /Promoters Group of the Company. The Company has received a letters dated 18<sup>th</sup> September, 2025 from the aforesaid Proposed Allottees informing the Company of their intention to invest an aggregate amount up to ₹ Rs.2,40,00,69,000 (Rupees Two Hundred Forty Crores Sixty Nine Thousand only) in the Company. Apart from the aforesaid Allottees, none of the promoter, members of the promoter group, directors, key managerial personnel or senior management of the Company intends to subscribe to the offer.
- vii) **Proposed time within which the allotment shall be completed:** The Warrants shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchange/ the Central Government for allotment is pending, the period of 15 days shall be counted from the date of receipt of such approval or permission.
- viii) **The names of the Proposed Allottees and the percentage of post-preferential offer capital that may be held by them:**

Sl No.	Names of the Proposed Allottees	Pre-Preferential issue holding		Post – Preferential issue holding *	
		No. of shares held	% of share holding	No. of shares held	% of share holding
1.	Sarita Devi Agrawal	7031130	1.05	11194430	1.62
2.	Dinesh Agrawal	24278425	3.63	25502925	3.70
3.	Kumar Agrawal	22191055	3.31	24395255	3.54

4.	Hanuman Prasad Agrawal (HUF)	9,48,105	0.14	3152305	0.46
5.	Meena Gupta	0	0.00	408150	0.06
6.	Shree Nakoda Pipe Impex Private Limited	0	0.00	2040770	0.30
7.	Meridien Realtech Private Limited	0	0.00	8163100	1.18

\* Assuming full conversion of the Warrants into equity shares.

- ix) **Change in control, if any, in the Company that would occur consequent to the preferential offer:** There will be no change in control of the Company consequent to the preferential offer.
- x) **No. of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price:** During the year, no preferential allotment has been made to any person.
- xi) **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:** Not applicable
- xii) **The pre-issue and post-issue equity shareholding pattern of the Company:** Shareholding pattern of the Company before and after the Preferential Issue

Sl No.	Category of Shareholder(s)	Pre – Issue (as on August 30, 2025)		Post – Issue*	
		No. of shares held	% of share holding	No. of shares held	% of share holding
		<b>A</b>	<b>Promoters &amp; Promoter Group Holding</b>		
1	Indian				
a)	Individual/HUF	331381620	49.49	34,11,77,820	49.45
b)	Trust/ Bodies Corporate	93874175	14.02	93874175	13.60
	<b>Sub-Total (A)(1)</b>	<b>425255795</b>	<b>63.51</b>	<b>435051995</b>	<b>63.05</b>
2	Foreign	0	0	0	0
	<b>Sub- Total (A)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
	<b>Total Promoters &amp; Promoter Group Holding (A)</b>	<b>425255795</b>	<b>63.51</b>	<b>435051995</b>	<b>63.05</b>
<b>B</b>	<b>Non-Promoters Holding</b>				
<b>1</b>	<b>Institutional Investors</b>				
a)	Mutual Funds	11822377	1.77	11822377	1.71
b)	Alternate Investment Funds	4658139	0.70	4658139	0.68
c)	Insurance Companies	1133765	0.17	1133765	0.16
d)	NBFCs registered with RBI	12,000	0.00	12,000	0.00
	<b>Sub-Total (B)(1)</b>	<b>17626281</b>	<b>2.63</b>	<b>17626281</b>	<b>2.55</b>
<b>2</b>	<b>Institutions (Foreign)</b>				
	Foreign Portfolio Investors	44838578	6.70	44838578	6.50
	<b>Sub-Total (B)(2)</b>	<b>44838578</b>	<b>6.70</b>	<b>44838578</b>	<b>6.50</b>
<b>3</b>	<b>Central Government/ State Government</b>				
	<b>Sub-Total (B)(3)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>
<b>4</b>	<b>Non-Institutions</b>				
a)	Individuals	145020519	21.66	145428669	21.08

b)	Directors And Their Relatives	48500	0.01	48500	0.01
c)	Key Managerial Personnel	80465	0.01	80465	0.01
d)	IEPF	319780	0.05	319780	0.05
e)	Non-Resident Indians	5850639	0.87	5850639	0.85
f)	Bodies Corporate	20944817	3.13	31148687	4.51
g)	Body Corporate: Limited Liability Partnership	3028279	0.45	3028279	0.44
h)	<b>Any other, specify</b>				
I	Trusts	151853	0.02	151853	0.02
ii	Hindu Undivided Family	6009824	0.90	6009824	0.87
iii	Clearing Member	441398	0.07	441398	0.06
	<b>Sub-Total (B)(4)</b>	<b>181908074</b>	<b>27.17</b>	<b>192508094</b>	<b>27.90</b>
	<b>Total Public Shareholding (B)</b>	<b>244360933</b>	<b>36.49</b>	<b>254972953</b>	<b>36.95</b>
	<b>Total (A)+(B)</b>	<b>669616728</b>	<b>100.00</b>	<b>690024948</b>	<b>100.00</b>
	<b>Total (A)+(B)</b>	<b>669616728</b>	<b>100.00</b>	<b>690024948</b>	<b>100.00</b>

\* The post preferential percentage of shareholding has been calculated assuming that all the Warrants allotted will be converted into equity shares.

- xiii) **The identity of the natural persons who are the ultimate beneficial owners of the Warrants / equity shares arising on conversion of Warrants and / or who ultimately control the Proposed Allottees:** Mr. Hanuman Prasad Agrawal is the ultimate beneficial owner of Hanuman Prasad Agrawal HUF and Ms. Anuradha Aggarwal and Mr. Vivaan Aggarwal of Meridien Realtech Private Limited and Mr. Niranjana Lal Jindal and Mrs. Meena Jindal of Shree Nakoda Pipe Impex Private Limited are in the ultimate control of their respective companies.
- xiv) **Current and proposed status of the Proposed Allottee(s) post the preferential issue, namely promoter or non-promoter:** The status of the Proposed Allottees who are part of the Promoter /members of the Promoter Group of the Company shall continue to remain the Promoter/ members of the Promoter Group and the status of the Proposed Allottees who are part of the other identified Non-Promoter Group shall continue to remain the members of the Non-Promoter Group post preferential issue.
- xv) **Lock-in period:** The Warrants and the equity shares allotted on conversion of the Warrants shall be locked-in for such periods as specified under Chapter V of the SEBI (ICDR) Regulations. The entire pre-preferential allotment shareholding of the above Allottees, if any, shall be locked-in from the Relevant Date up to a period of 90 trading days from the date of allotment of Warrants as per provision to Regulation 167(6) of SEBI (ICDR) Regulations.
- xvi) **Practicing Company Secretary's Certificate:** A certificate from M/s. PRS Associates, Practicing Company Secretaries, certifying that the preferential issue is being made in accordance with the requirements of the Chapter V of the SEBI ICDR Regulations shall be available for inspection by the members at the Extra-ordinary General Meeting and can be accessed at [https://gpil-bucket.s3.amazonaws.com/uploads/moa\\_and\\_aoa\\_amended\\_or\\_general\\_meeting\\_or\\_postal\\_ballot/attachment/94/Certificate\\_under\\_Chapter\\_V\\_of\\_the\\_SEBI\\_ICDR\\_Regulations\\_under\\_Reg\\_163\\_-\\_22.09.2025.pdf](https://gpil-bucket.s3.amazonaws.com/uploads/moa_and_aoa_amended_or_general_meeting_or_postal_ballot/attachment/94/Certificate_under_Chapter_V_of_the_SEBI_ICDR_Regulations_under_Reg_163_-_22.09.2025.pdf)

xvii) **Specified securities may be issued on a preferential basis for consideration other than cash:**  
Not Applicable

xviii) **Contribution being made by the promoters or directors either as part of the Preferential Issue or separately in furtherance of objects:** ₹ 2,40,00,69,000 (Rupees Two Hundred Forty Crores Sixty Nine Thousand only) will be contributed by the Promoters/members of the Promoter Group (Proposed Allottees). None of the directors or promoter other than stated above intends to subscribe to the offer.

xix) **The percentage (%) of Post Preferential Issue Capital that may be held by the allottee and change in control, if any, consequent to the Preferential Issue:**

The Promoters and promoter group shall hold 63.05% and the other Non-promoter group allottees shall hold 1.54% of the post preferential issue share capital i.e. the total issued share capital of the Company as mentioned hereinabove (including the shares being issued pursuant to this preferential issue and the existing shares issued by the Company). There will be no change in control of the Issuer consequent to the preferential issue. .

xx) **Principal terms of assets charged as securities:** Not applicable.

xxi) **Material terms of raising such securities:** The material terms for the preferential issue of Warrants to the Proposed Allottees is set out below:

A. **Tenure:** The Warrants shall be convertible into equity shares, in one or more tranches, within a period of 18 (eighteen) months from the date of allotment of the Warrants.

B. **Conversion and other related matters:**

(i) The Warrants may be converted by the Warrant holder(s), in one or more tranches, at any time on or before the expiry of 18 (eighteen) months from the date of allotment of the Warrants by issuing a written notice to the Company specifying the number of Warrants proposed to be converted. The Board shall allot the corresponding number of equity shares in dematerialized form, subject to receipt of the aggregate Warrant Conversion Price from the Warrant holder to the designated bank account of the Company.

(ii) The Warrant holder shall be entitled to apply for and be allotted 1 (one) equity share against each Warrant.

(iii) The Company shall issue and allot the equity shares to the Warrant holder in dematerialized form and seek final approval from the Stock Exchanges for listing the equity shares allotted to the Warrant holder pursuant to conversion of the Warrants.

(iv) The Warrant holder shall make the relevant disclosures required under applicable law, including the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, in relation to the preferential issue and conversion of the Warrants.

- (v) The procedure for conversion of warrants into equity shares set out above shall be applicable for conversion of each Warrant into equity shares, irrespective of the number of tranches in which the Warrant holder issues a written notice for conversion in accordance with Paragraph B(i) above.

C. **Rights:** The Warrants shall not carry any voting rights until they are converted into equity shares.

xxii) **Undertaking:** The Company hereby undertakes that:

- (a) The Company is eligible to make the preferential issue to the Proposed Allottees under Chapter V of the SEBI ICDR Regulations.
- (b) None of the Company, its directors or promoters have been declared as willful defaulter or fraudulent borrower as defined under the SEBI (ICDR) Regulations. None of the directors or promoter of the Company is a fugitive economic offender as defined under the SEBI (ICDR) Regulations.
- (c) The Company shall re-compute the price of the equity shares to be allotted under the preferential issue, in terms of the provisions of SEBI (ICDR) Regulations where it is required to do so.
  - (d) If the amount payable on account of the re-computation of price is not paid within the time stipulated in the SEBI (ICDR) Regulations, the equity shares to be allotted under the preferential issue shall continue to be locked-in till the time such amount is paid by the Warrant holder.

xxiii) **Other disclosures:**

- (a) The Company is in compliance with the conditions for continuous listing and is eligible to make the preferential issue under Chapter V of the SEBI (ICDR) Regulations.
- (b) Neither the Company nor any of its directors or promoter is a willful defaulter or a fraudulent borrower as defined under the SEBI (ICDR) Regulations. Consequently, the disclosures required under Regulation 163(1)(i) of the SEBI (ICDR) Regulations are not applicable.
- (c) The Proposed Allottees have confirmed that they have not sold or transferred any equity shares of the Company during the 90 trading days preceding the Relevant Date.
- (d) Given that the Proposed Preferential Issue size is more than Rs. 100 crores, the Board of Directors have appointed CARE Ratings Limited as a monitoring agency under the provisions of Chapter V of the ICDR Regulations.

In terms of the provisions of Section 42 and Section 62(1)(c) of the Companies Act, 2013 as amended including rules notified thereunder (“Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 as amended and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force), Regulation 160 (b) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (“ICDR Regulations”), Chapter V of ICDR Regulations, the said Equity Shares issue requires prior approval of the shareholders of the Company by way of a special resolution.

The resolution and the terms stated therein and in the explanatory statement hereinabove shall be subject to the guidelines/ regulations issued/ to be issued by the Securities and Exchange Board of India or the Ministry of Corporate Affairs or any other regulatory/ statutory authorities in that behalf and the Board shall have the absolute authority to modify the terms contained herein or in the said resolution, if required by the aforesaid regulatory/ statutory authorities or in case they do not conform with the SEBI (ICDR) Regulations including any amendment, modification, variation or re-enactment thereof.

Mr. Bajrang Lal Agrawal, Chairman cum Managing Director, Mr. Siddharth Agrawal and Mr. Abhishek Agrawal, Executive Directors being relative of Mrs. Sarita Devi Agrawal deemed to be concerned or interested in the said resolution.

Mr. Bajrang Lal Agrawal, Chairman cum Managing Director being brother of Mr. Hanuman Prasad Agrawal who is karta of Hanuman Prasad Agrawal HUF, deemed to be concerned or interested in the said resolution.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution except to the extent of their shareholding interest, if any, in the Company.

The approval of the members is being sought to enable the Board to issue and allot the Warrants on a preferential/ private placement basis, to the extent and in the manner as set out in the resolution and the explanatory statement.

The documents referred to in the Notice, for which this shareholder’s approval is being obtained, will be available for inspection without any fee by the members from the date of circulation of this Notice upto the date of EGM. Members seeking to inspect such documents can send an email to [yarra.rao@hiragroup.com](mailto:yarra.rao@hiragroup.com).

The Board of Directors believe that the Proposed Preferential Issue is in the best interest of the Company and its Members and, therefore, recommends the Special Resolution, at Item No. 1 as set out in the accompanying Notice for approval by the Members of the Company

**By Order of the Board**

**Y.C. Rao**

**Company Secretary**

**Membership No. F-3679,**

**Plot No.428/2, Phase1, Industrial Area,**

**Siltara, Raipur 493111 Chhattisgarh**

**Place: Raipur**

**Date: 18.09.2025**

## ANNEXURE-A

### THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on Saturday, 11<sup>th</sup> October, 2025 at 09:00 AM (IST) and ends on Tuesday 14<sup>th</sup> October, 2025 at 05:00 P.M. (IST) The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on cut-off date i.e. Wednesday, 8<sup>th</sup> October, 2025, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being Wednesday, 8<sup>th</sup> October, 2025.

#### *How do I vote electronically using NSDL e-Voting system?*

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

#### *Step 1: Access to NSDL e-Voting system*

#### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer</li></ol>

or on a mobile. On the e-Services home page click on the “**Beneficial Owner**” icon under “**Login**” which is available under ‘**IDeAS**’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

3. If you are 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>.
4. 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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
5. Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> <li>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 Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting 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 &amp; 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.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p>

**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. NSDL and CDSL.**

<b>Login type</b>	<b>Helpdesk details</b>
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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> or call at 022 - 4886 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

***Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.***

***How to cast your vote electronically and join General Meeting on NSDL e-Voting system?***

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### ***General Guidelines for shareholders***

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to corporategovernance03@gmail.com with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to at [evoting@nsdl.com](mailto:evoting@nsdl.com).

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [yarra.rao@hiragroup.com](mailto:yarra.rao@hiragroup.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [yarra.rao@hiragroup.com](mailto:yarra.rao@hiragroup.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

***THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM ARE AS UNDER:-***

1. The procedure for e-Voting on the day of the EGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM. However, they will not be eligible to vote at the EGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM shall be the same person mentioned for Remote e-voting.

**INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM THROUGH VC/OAVM ARE AS UNDER:**

1. Member will be provided with a facility to attend the EGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at [yarra.rao@hiragroup.com](mailto:yarra.rao@hiragroup.com). The same will be replied by the company suitably.

**B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :
- 5.

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

6. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?

- i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a.pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

- ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

7. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

9. Now, you will have to click on "Login" button.

10. After you click on the "Login" button, Home page of e-Voting will open.

***Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.***

***How to cast your vote electronically on NSDL e-Voting system?***

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

**GENERAL GUIDELINES FOR SHAREHOLDERS**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [corporategovernance03@gmail.com](mailto:corporategovernance03@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "**e-Voting**" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to NSDL at [evoting@nsdl.com](mailto:evoting@nsdl.com).

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL IDS ARE NOT REGISTERED WITH THE DEPOSITORIES FOR PROCURING USER ID AND PASSWORD AND REGISTRATION OF E MAIL IDS FOR E-VOTING FOR THE RESOLUTIONS SET OUT IN THIS NOTICE:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [yarra.rao@hiragroup.com](mailto:yarra.rao@hiragroup.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [yarra.rao@hiragroup.com](mailto:yarra.rao@hiragroup.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

**By Order of the Board**

**Y.C. Rao**  
**Company Secretary**  
**Membership No. F-3679,**  
**Plot No.428/2, Phase1, Industrial Area,**  
**Siltara, Raipur 493111 Chhattisgarh**

**Place: Raipur**

**Date: 18.09.2025**

## EXTRA ORDINARY GENERAL MEETING INFORMATION AT A GLANCE

Sr. No.	Particulars	Details
1	Day, Date and Time of EGM	Wednesday the 15 <sup>th</sup> day of October, 2025 at 11:30 AM (IST)
2	Mode	Video Conference and other audio-visual means (VV/OAVM)
3	Participation through Video-Conferencing	Members can login from 11:00 AM (IST) on the date of EGM
4	Helpline Number for VC participation	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 022 - 48867000 Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-23058738 or 022-23058542-43 Godawari Power and Ispat Limited Contact No. 0771- 4082200
5	Submission of Questions / Queries Before EGM	Questions/queries shall be submitted 7 days before the time fixed for EGM i.e. on or before 8 <sup>th</sup> October, 2025, by email to Mr. Y.C. Rao, Company Secretary at <a href="mailto:yarra.rao@hiragroup.com">yarra.rao@hiragroup.com</a> mentioning name, demat account no. /folio number, email ID, mobile number, etc.
6	Speaker Registration Before EGM	Members who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/folio number, PAN and mobile number at <a href="mailto:yarra.rao@hiragroup.com">yarra.rao@hiragroup.com</a> on or before 8 <sup>th</sup> October, 2025. Only those Members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the EGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the EGM.
7	Cut-off date for e-voting	8 <sup>th</sup> October, 2025
8	Remote E-voting start time and date	From 09:00 AM (IST) on Saturday 11 <sup>th</sup> October, 2025
9	Remote E-voting end time and	Till 5:00 PM (IST) on Tuesday 14 <sup>th</sup> October, 2025

	Date	
10	Name, address and contact details of e-voting service Provider	Mr. Amit Vishal, Senior Manager/Ms. Pallavi Mhatre, Manager, NSDL, T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051 Contact no's.: 022 – 48867000 E-mail Id: evoting@nsdl.co.in
11	Name, address and contact details of Registrar and Transfer Agent	MUFG Intime India Pvt. Ltd. C-101, 247 Park, LBS Marg, Vikhroli (West) Mumbai - 400083 (MH) Email: <a href="mailto:rnt.helpdesk@in.mpms.mufg.com">rnt.helpdesk@in.mpms.mufg.com</a> Contact No. : 810 811 6767 Fax No. : 022-49186060 Toll Free No. : 1800 1020 878
12	E-mail Registration & Contact updating Process.	<b>Demat shareholders:</b> Contact respective Depository Participant. <b>Physical Shareholders:</b> Contact Link Intime India Private Ltd, RTA of the Company by sending an email request at <a href="mailto:rnt.helpdesk@in.mpms.mufg.com">rnt.helpdesk@in.mpms.mufg.com</a> along with signed scanned copy of the request letter providing the e-mail address, mobile number, self-attested copy of the PAN card and copy of the Share Certificate (both side).