

दिनांक: फरवरी 24, 2025

Ref No: CACS/Sectt./efile 8731

Date: February 24, 2025

नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड, एक्सचेंज प्लाजा, सी/1, जी ब्लॉक, बान्द्रा कुर्ला कॉम्प्लेक्स, बान्द्रा (ई), मुंबई - 400051 National Stock Exchange of India Limited, Exchange Plaza, C/1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400051	बीएसई लिमिटेड, पहली मंजिल, फिरोज जीजीभाय टावर्स, दलाल स्ट्रीट, काला घोड़ा, फोर्ट, मुंबई - 400001 BSE Limited 1st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Kala Ghoda, Fort, Mumbai - 400001
Symbol- IREDA	Scrip Code- 544026
ISIN: INE202E01016	

Subject:-

- 1. Outcome of the 22nd Extra Ordinary General Meeting (“EGM”) of Indian Renewable Energy Development Agency Limited (“IREDA”)**
- 2. Amendment in the Articles of Association of the Company**

Dear Sir/Madam,

Pursuant to Regulation 30 and any other applicable Regulation of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, as amended, this is to inform you that Shareholders of the Company in its 22nd Extra Ordinary General Meeting (“EGM”) of the Company held today i.e., 24.02.2025 at 11:30 AM (IST) through Video Conferencing (“VC”) /Other Audio Visual Means (“OVAM”) has approved the following business items as Special Resolution by requisite majority:

- To raise capital through an issuance of equity shares;
- Amendment of Articles of Association of the Company consequent upon the grant of Navratna status to IREDA.

The proceedings of 22nd EGM of the Company are enclosed herewith as **Annexure I**

Alos, the amendment in Articles of Association (AoA) of the Company approved by the shareholders in the 22nd EGM held today, are as hereunder:

- Deletion of Article 77(ii)(c) and Article 77(ii)(f) of AoA of the Company;
- Insertion of New Article 80 (27) and Article 80 (28) after the existing Article 80 (26) of AoA.

The brief amendments to AOA is enclosed as **Annexure II**.

धन्यवाद/Thanking You

कृपया इसे अपने रिकॉर्ड में लें/You are requested to please take the same on record.

भारतीय अक्षय ऊर्जा विकास संस्था लिमिटेड के लिए।

For Indian Renewable Energy Development Agency Limited

एकता मदान/ **Ekta Madan**

कंपनी सचिव/ **Company Secretary and Compliance Officer**

Encl as above

PROCEEDINGS OF THE 22nd EXTRA ORDINARY GENERAL MEETING OF INDIAN RENEWABLE ENERGY DEVELOPMENT AGENCY LIMITED HELD ON MONDAY, FEBRUARY 24, 2025, THROUGH VIDEO CONFERENCING/ OTHER AUDIO-VISUAL MEANS.

The 22nd Extra Ordinary General Meeting of Indian Renewable Energy Development Agency Limited held today i.e. Monday, February 24, 2025, at 11:30 AM (IST), through Video Conferencing (VC)/ Other Audio-Visual Means (OVAM), in accordance with the provisions of the Companies Act and the various circulars and notifications issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Following Directors were present:-

1. Shri Pradip Kumar Das, Chairman and Managing Director and Shareholder
2. Dr. Bijay Kumar Mohanty, Director (Finance), Chief Financial Officer and having Additional Charge of Director (Projects) and Shareholder
3. Shri Padam Lal Negi, Government Nominee Director
4. Dr. Jaganath CM Jodidhar, Independent Director and Chairman of Nomination and Remuneration Committee and Stakeholder Relationship Committee
5. Shri Ram Nihal Nishad, Independent Director and Chairman of the Risk Management Committee.
6. Smt. Rohini Rawat, Independent Director and Chairperson of Audit Committee & IT Strategy Committee.

Smt. Ekta Madan, Company Secretary (and shareholder) was also in attendance. Further, Shri Tarun Singh (Scientist-E), Ministry of New and Renewable Energy (MNRE), representing President of India, GOI, holding 75% of the shareholding, has also attended the meeting via video conferencing. Further, Shri Pankaj Bansal, authorized representative from M/s. Shiv & Associates, Statutory Auditors for FY 2024-25 and Shri Avinash Kumar from M/s Chandra Wadhwa & Co., Cost Auditor for FY 2024-25 has joined the meeting through VC. Also, Shri P.C. Jain, Managing Partner from M/s. P.C. Jain & Company, Secretarial Auditor for the FY 2024-25 as well as Scrutinizer for e-voting process has also joined the meeting via VC.

Total 118 shareholders attended the EGM through VC/OVAM (including Directors and KMP who are holding shares)

- I. At the outset, the Company Secretary welcomed the Shareholders including Representative of President of India and Auditors to the 22nd Extra Ordinary General Meeting of the Company held through Video Conferencing. She added that in accordance with the Companies Act 2013 and the notifications and various circulars issued by Ministry of Corporate Affairs and SEBI, this extra ordinary general meeting was held through video conferencing & other audio-visual means without the physical presence of members at common venue. In line with the said directions, Notice of 22nd EGM have been sent through email to all the members whose email IDs were registered with the Depositories NSDL & CDSL and with the Company's Registrar and Share Transfer Agent i.e MUFG Intime India Private Limited (Formerly known as Link Intime India Private Limited).

कॉर्पोरेट कार्यालय : तीसरा तल, अगस्त क्रांति भवन, भीकाएजी कामा प्लेस,
नई दिल्ली-110066, भारत
Corporate Office : 3rd Floor, August Kranti Bhawan, Bhikaji Cama Place,
New Delhi - 110066, INDIA दूरभाष/Phone : +91-11-2671 7401 - 2671 7412,
फैक्स/Fax : +91-11-2671 7416 ई-मेल / E-mail : cmd@ireda.in

बिजनेस सेंटर : एनबीसीसी कॉम्प्लेक्स, ब्लॉक -II, प्लेट-बी, 7वीं मंजिल,
पूर्वी किदवई नगर, नई दिल्ली-110023, भारत
Business Centre : NBCC Complex, Block -II, Plate-B, 7th Floor,
East Kidwai Nagar, New Delhi -110023, INDIA
दूरभाष/Phone : +91-11-2460 4157, 2434 7700 - 2434 7799

Further, the Notice of the meeting has been sent via SMS to those shareholders to whom emails were not delivered and also to those shareholders whose Email IDs were not registered but their mobile numbers were registered with the Depositories/RTA.

- II. The Company Secretary confirmed that requisite quorum for the meeting is present. Thereafter, she requested the Chairman to take Chair and conduct the proceedings of EGM.
- III. Shri Pradip Kumar Das, Chairman and Managing Director, took the Chair and welcomed all Directors, shareholders and others, present in the meeting. The requisite quorum being present, the Chairman called the meeting to order. Thereafter, the Chairman made a presentation covering the company's achievements, financial performance and recognitions made during the current financial year in 9 months in FY 24-25 and way forward for the Company.
- IV. The Chairman asked the Company Secretary to take the agenda items and read the Notice of EGM.
- V. The Company Secretary informed that the Notice of the 22nd EGM has been sent to all the shareholders through email. With the permission of the Shareholders, the same was taken as read.

Thereafter, the Company Secretary read out the items of Special Business contained in the Notice of the 22nd EGM, as detailed below:-

Item No	Particulars	Type of Resolutions
SPECIAL BUSSINESS		
1	To raise capital through an issuance of equity shares	Special Resolution
2	Amendment of Articles of Association of the Company consequent upon the grant of Navratna status to IREDA.	Special Resolution

- VI. Company Secretary further informed that the Company had provided e-voting facility to the members as on the cut-off date i.e., February 17, 2025, from Friday, February 21, 2025 (9:00 AM onwards) to Sunday, February 23, 2025 (till 5:00 PM). She further added that the e-voting facility at the EGM is activated and shall remain active for 15 minutes after the conclusion of the meeting, to enable the members to cast their votes who have not cast their votes earlier. The results of voting shall be uploaded on the website of the Company at www.ireda.in and on the website of the BSE, NSE and MUFG Intime India Private Limited ("RTA").
- VII. Thereafter, the shareholders who had pre-registered themselves as "Speakers" for the EGM, were invited to share their views with the management and ask their questions. The shareholders congratulated the Chairman & Managing Director for the performance and achievements made by the Company. The questions asked by the Speakers Shareholders were duly answered by the Chairman.
- VIII. There being no other business to transact, Smt. Ekta Madan, Company Secretary, proposed a vote of thanks to the Chair, Board members and shareholders.

The meeting concluded at 12:47 PM (IST) (including e-voting period).

Annexure II

The brief details of amendments to AOA as required under Regulation 30 read with Part A of the Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 are as follows

1. Deletion of the following Article of Sub-Article 77(ii)- “Prior approval of the President to be obtained in respect of” –

Article No	Deletion of Sub Article
Article 77(ii)(c)	Any programme of capital expenditure on new projects, modernization, purchase of equipment etc. which exceeds ₹500,00,00,000 (Rupees Five Hundred Crore) or equal to net worth, whichever is less.
Article 77(ii)(f)	(i) Any equity investment to establish joint venture and subsidiaries in India which exceeds 15% of the net worth or ₹500,00,00,000 (Rupees Five Hundred Crore), whichever is less, in one project. (ii) The overall ceiling on all projects/ investments in joint venture and subsidiaries in India, together exceeds 30% of the net worth.

2. Insertion of the following new Article under the “Specific powers of the Board of Directors” after the existing Article 80 (26)

Article No	Insertion of New Sub Article
Article 80 (27) - Formation of Joint Venture/ Subsidiary Company	To establish joint ventures and to promote wholly or partly owned Company(ies) or subsidiary company(ies) in India or abroad subject to compliance of Government guidelines issued from time to time.
Article 80 (28) – Powers according to status granted by Government of India	The Board shall exercise all such powers as are not covered above but included in enhanced delegation of powers on account of Navratna or Maharatna Companies upon such status as and when bestowed subject to the adherence of the stipulations, guidelines and terms and conditions as may be notified from time to time by the Government of India governing the status of Navratna and Maharatna Companies.”

A copy of the Articles of Association is being uploaded on the website of the Company i.e. www.ireda.in
