

Date: May 28, 2025

Place: Noida

To,
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Symbol: ORIANA

Sub: Disclosure under Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/ Madam,

The Board of Directors of Oriana Power Limited (“the Company”) at its meeting held today i.e. May 28, 2025 (started at 03:30 P.M. and concluded at 08:15 P.M.) inter-alia considered and approved the following:

1. Appointment of Mr. Anirudh Saraswat (DIN: 06472271), who was earlier associated as Executive Director with Company, as Whole-time Director of the Company for a period of 3 years w.e.f. 28th May 2025 subject to the approval of the Members of the Company.
2. Appointment of Mr. Parveen Kumar (DIN: 08003302), who earlier was associated as Executive Director with Company, as Whole-time Director of the Company for a period of 3 years w.e.f. 28th May 2025 subject to the approval of the Members of the Company.

Detailed disclosures with respect to the said appointments in point 1 & 2 above, as required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, are enclosed as **Annexure 1** to this letter.

3. Mr. Varun Kumar Prabhakar, “General Counsel- Legal & Corporate Governance and Mr. Randeep Plaha, “Executive Director-Finance & Accounts (Non-Board Member)”, both being designated as Senior Management Personnel (“SMP”) w.e.f. May 28, 2025.

Detailed disclosures with respect to the said appointments in point 3 above, as required under Regulation 30 of Listing Regulations read with SEBI Master

ORIANA POWER LIMITED (Formerly Known as Oriana Power Private Limited)

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Email: compliance@orianapower.com

Registered Office: Flat No. 412A, Building No. 43, Chiranjiv Tower, Nehru Place, New Delhi, South Delhi-110019.

Corporate Office: Third Floor, Plot No. 19 & 20, JASK Towers, Sector 125, Noida, Gautam Buddha Nagar, U.P.-201313.

Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, are enclosed as **Annexure 2** to this letter.

4. Appointment of M/s. Surya Gupta & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company for the Financial Year 2025-26.
5. Re-appointment of M/s. MVM Jain & Associates, Chartered Accountants as Internal Auditors of the Company for the Financial Year 2025-26.
6. Re-appointment of M/s. Kailash Kumar Jha & Co., Cost Accountants as Cost Auditors of the Company for the Financial Year 2025-26

Detailed disclosures with respect to the said appointments in point 4,5& 6 above as required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, are enclosed as **Annexure 3** to this letter.

7. Adoption and implementation of Oriana Employees Stock Option Scheme 2025 ("Scheme") for grant of Employee Stock Options to the Eligible Employees of the Company and its group companies including subsidiaries under this plan, subject to the approval of Members of the Company and such other regulatory/statutory approvals, as may be applicable.

Detailed disclosures with respect Oriana Employees Stock Option Scheme 2025 ("Scheme") as required under Regulation 30 of Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, are enclosed as **Annexure 4** to this letter.

Further, the Board of Directors also approved the Postal Ballot Notice for seeking approval of Members inter-alia for appointment of Whole-time Directors and for adoption and implementation of Scheme etc. The Postal Ballot Notice will be submitted to the Stock Exchanges in due course.

You are requested to kindly take the above information on your records.

Yours Faithfully,

For Oriana Power Limited

Tanvi Singh
Company Secretary & Compliance Officer
M. No. A69061

Encl.: As above

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Annexure-1

| Sr. No. | Particulars | Details | Details |
|---------|---|--|---|
| 1. | Reason for change viz. appointment, resignation, removal, death or otherwise | Appointment of Mr. Anirudh Saraswat, who was earlier associated as Executive Director with Company, as Whole-time Director for a period of three years with effect from 28 th May 2025. | Appointment of Mr. Parveen Kumar, who was earlier associated as Executive Director with Company, as Whole-time Director for a period of three years with effect from 28 th May 2025. |
| 2. | Date of appointment/ cessation (as applicable) and term of appointment | Date of Appointment: 28 th May 2025. Term - Three years w.e.f. 28 th May 2025 | Date of Appointment: 28 th May 2025. Term - Three years w.e.f. 28 th May 2025 |
| 3. | Brief Profile (in case of appointment) | Mr. Anirudh Saraswat, aged 39 years, is an Executive Director of the Company. He is a visionary leader specializing in Strategy, Investor relations and fundraising. He is having 16 years vast experience in Solar Industry He is Chemical Engineering graduate from Panjab University (2008). He has been instrumental in pioneering renewable energy and has a passion for scaling businesses sustainably. He has an extensive exposure in the manufacturing industry, new product development and scalability. | Mr. Parveen Kumar, aged 39 years, is Director of our Company. He is an Innovative Leader with technique as his arm and has been capturing the market since last 17 years in Solar Industry, with vast knowledge and experience of solar products. He holds bachelor degree in Electrical Engineering, He started his career as Research Associate with MNRE R&D Centre at Solar Energy Centre (currently known as NISE). He oversees the technology and development activities at the Company and collaborates closely with a group of over 30+ engineers and technicians to design and implement cutting-edge solar solutions that assist our clients in achieving their energy objectives. Prior to Joining Company, he was an important part of Lanco Solar's technology and |

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| | | | development team, where he contributed significantly to the creation and application of cutting-edge solar solutions for companies all over the world. |
| 4. | Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable. Mr. Anirudh Saraswat does not have any inter-se relationship with any other directors of the Company. | Not Applicable. Mr. Parveen Kumar does not have any inter-se relationship with any other directors of the Company. |
| 5. | Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/24, both dated 20 June 2018 | Mr. Anirudh Saraswat is not debarred from holding the office of a director by virtue of any SEBI order or any other authority as required under the circulars. | Mr. Parveen Kumar is not debarred from holding the office of a director by virtue of any SEBI order or any other authority as required under the circulars. |

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Annexure-2

| Sr. No. | Particulars | Details | Details |
|---------|---|--|---|
| 1. | Reason for change viz. appointment, resignation, removal, death or otherwise | Appointment of Mr. Randeep Plaha as “Executive Director-Finance & Accounts (Non-Board Member) (SMP) of the Company. | Appointment of Mr. Varun Kumar Prabhakar as “General Counsel-Legal & Corporate Governance, (SMP) of the Company. |
| 2. | Date of appointment/ cessation (as applicable) and term of appointment | w.e.f. 28 th May 2025 | w.e.f. 28 th May 2025 |
| 3. | Brief Profile (in case of appointment) | Mr. Randeep Plaha is seasoned professional with 21 years of experience in Manufacturing, Retail & Service Industry in field of Finance & Accounts including 8 years experience as a CFO position at B N Agritech Limited, last organisation. He possesses a comprehensive understanding of financial management and strategic planning. He has a strong track record in areas like Project Finance, Banking & Treasury, Financial Reporting, M&A, and investor relations. He is well-equipped to lead finance functions, provide strategic advice to management, and drive financial performance within an organization. | Mr. Varun Kumar Prabhakar is an Associate Member of the Institute of Company Secretaries of India and holds a bachelor’s degree in law. He brings 15 years plus of rich experience in secretarial practices, corporate law, legal compliance, and corporate litigation. Mr. Prabhakar has demonstrated expertise in managing complex legal and regulatory matters and has a strong background in corporate governance. He previously served at Devyani International Limited for more than nine years, where he led the Legal Department. He also held the position of Company Secretary and Compliance Officer of Devyani International Limited from May 2022 to May 2023. |
| 4. | Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable. Mr. Randeep Plaha is not related to any Director of the Company. | Not Applicable. Mr. Varun Kumar Prabhakar is not related to any Director of the Company. |
| 5. | Information as required pursuant to BSE Circular with ref. no. | Not Applicable. | |

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| LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/24, both dated 20 June 2018 | |
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Annexure-3

| Sr. No. | Particulars | Details | Details | Details |
|---------|--|--|---|--|
| 1. | Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise | Appointment of M/s. Surya Gupta & Associates, Practicing Company Secretaries holding Certificate of Practice No. 10828, as Secretarial Auditors of the Company for the Financial Year 2025-26. | Re-appointment of M/s. MVM Jain & Associates as Internal Auditors of the Company for the Financial Year 2025-26. | Re-appointment of M/s. Kailash Kumar Jha & Co., Cost Accountants (Registration No. 103316) as Cost Auditors of the Company for the Financial Year 2025-26. |
| 2. | Date of appointment/ cessati on (as applicable) and term of appointment | Appointed w.e.f. 28 th May 2025 for the financial year 2025-26 | Appointed w.e.f. 28 th May 2025 for the financial year 2025-26 | Appointed w.e.f. 28 th May 2025 for the financial year 2025-26 |
| 3. | Brief Profile (in case of appointment) | <p>Surya Gupta and Associates (SGA) is a Practicing Company Secretary firm based in Delhi at Chamber No. 11 Saraswati Bhawan Basement ¼ Lalita Park, Laxmi Nagar Delhi - 110092. It provides services relating to IPR, FDI/FEMA, Legal Matters, Liaison, Tax, Audits, Due Diligence, M&A, Winding-up and such other Knowledge Process Outsourcing.</p> <p>Its client base includes large corporate groups, listed entities, subsidiaries of foreign companies, Medium and Small Enterprises (SMEs), NGO/Trust, LLPs.</p> | <p>MVM Jain & Associates, Chartered Accountants, was established in 2008.</p> <p>The firm offers professional services in the areas of auditing, project consultancy and financing, financial accounting, income tax, company law, GST, FEMA, financial fraud investigation and dispute resolution and other related matters.</p> | <p>M/s Kailash Kumar Jha & Co. (Cost and Management Accountants) having head office at GCS-2 IInd Floor Aditya Gold Crest, Indrapuram Ghaziabad U.P -201014, was established in 2014.</p> <p>The Firm has vast and rich experience of 8 years in the field of Audit and Assurance and has been providing such service to various Limited, Private Limited Companies, LLP, Banks, Co-Operative Banks, Societies, Partnerships and Proprietorship firms.</p> |
| 4. | Disclosure of relationships between directors (in case of appointment of a director) | Not Applicable. | | |

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Annexure-4

| Sr. No. | Particulars | Details |
|---------|---|---|
| 1. | Brief details of options granted | <p>On the recommendations of the Nomination and Remuneration Committee ('NRC'), the Board of Directors of the Company have approved the formulation of the Scheme, with the authority to grant Stock Options aggregating 2,03,190 (Two Lakh Three Thousand One Hundred Ninety Only) corresponding to 2,03,190 (Two Lakh Three Thousand One Hundred Ninety Only) Equity Shares of face value of Rs. 10/- (Rupees Ten Only) each, in one or more tranches subject to approval of the Members of the Company and such other regulatory/statutory approvals as may be necessary.</p> <p>(Options will be proportionately adjusted due to corporate action(s), if any).</p> <p>At present, no options are granted.</p> |
| 2. | Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('SEBI (SBEB) Regulations, 2021'), if applicable. | Yes, the Scheme is in compliance with SEBI (SBEB) Regulations, 2021. |
| 3. | Total number of shares covered by these options. | It is proposed to grant options up to 2,03,190 corresponding to 2,03,190 Equity Shares of ₹ 10/- (Rupees Ten Only) each, being 1% (approx.) of the paid-up share capital of the Company as on March 31, 2025, in one or more tranches. |
| 4. | Pricing formula. | The exercise price of Stock Options shall be the face value of the Equity Shares of the Company, which is Rs. 10/- (Rupees Ten Only) each at present. |
| 5. | Options vested. | Not Applicable |
| 6. | Time within which option may be exercised | Vested Stock Options granted under the Scheme, once implemented, can be exercised in one or more tranches within the Exercise period determined by the NRC which shall not exceed four years from the Vest. |

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| 7. | Options exercised. | Not Applicable. |
| 8. | Money realized by exercise of options | Not Applicable. |
| 9. | The total number of shares arising as a result of exercise of option. | 2,03,190 Equity Shares shall be allotted to Eligible Employees if all options are exercised under the ESOP Scheme 2025. |
| 10. | Options lapsed. | Not Applicable. |
| 11. | Variation of terms of options. | Not Applicable. |
| 12. | Brief details of significant terms. | Significant terms will be disclosed at the time of seeking approval from the Members of the Company. |
| 13. | Subsequent changes or cancellation or exercise of such options. | Not Applicable. |
| 14. | Diluted earnings per share pursuant to issue of equity shares on exercise of options. | Not Applicable. |

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