

Ref.: SGEL/SE/2025-26/37

December 17, 2025

To,  
Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers, Dalal Street  
Mumbai – 400001

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

Scrip Code: 544526

Symbol: SAATVIKGL

Dear Sir/Madam,

**Sub: Postal Ballot Notice – Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Pursuant to Regulation 30 of SEBI Listing Regulations, please find enclosed herewith a copy of the Postal Ballot Notice dated December 11, 2025, along with the Explanatory Statement thereto, seeking consent of the members of the Saatvik Green Energy Limited ("Company") on the following special business items:

S No.	Description of Resolution	Type of Resolution
1.	Appointment of Ms. Ritu Lal (DIN 06927001) as an Independent Woman Director of the Company	Special Resolution
2.	Ratification of Saatvik Green Energy Limited Employee Stock Option Scheme-2024 of the Company	
3.	Ratification of Saatvik Green Energy Limited Employee Stock Option Scheme-2024 extended to the eligible employees of the Group Company(ies) including subsidiary(ies).	

In accordance with relevant provisions and circulars issued by Ministry of Corporate Affairs from time to time, Postal Ballot Notice along with the Explanatory Statement has been sent today i.e., December 17, 2025 through e-mail to the members whose names appear in the Register of Members / List of Beneficial Owners as received by the Company from the Depositories / Registrar and Transfer Agent ("RTA"), as on the Cut-off date i.e., Friday, December 12, 2025 and whose e-mail addresses are registered with the RTA / Depositories / Company.

The Company has engaged KFin Technologies Limited for facilitating remote e-voting to enable the members to cast their votes electronically. The remote e-voting period will commence on Thursday, December 18, 2025 from 9:00 a.m. (IST) and ends on Friday, January 16, 2026 at 5:00 p.m. (IST).

During the aforesaid period, the members of the Company as on the cut-off date may cast their votes electronically. The remote e-voting module shall be disabled after 5.00 p.m. (IST) on Friday, January 16, 2026 and the members will not be allowed to vote thereafter. The result of postal ballot will be announced on or before January 19, 2026.

**Saatvik Green Energy Limited**

*(formerly known as Saatvik Green Energy Private Limited)  
(a Saatvik Group Company)*

**Corporate Office:** Tower A, IFFCO Complex, Plot No. 3, Institutional Area, Sector 32, Gurugram, Haryana- 122001,  
**Tel.:** 1800-547-1151 | **W.:** www.saatvikgroup.com | **E.:** info@saatvikgroup.com | **CIN:** L40106HR2015PLC075578  
**Registered Office:** Village Dubli, V.P.O. Bihta, Tehsil Ambala, Haryana- 133101, India

The Notice of Postal Ballot is also being available on the website of the Company  
<https://saatvikgroup.com/>

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

Thanking you,

**For Saatvik Green Energy Limited**  
*(Formerly known as Saatvik Green Energy Private Limited)*

**Bhagya Hasija**  
**Company Secretary & Compliance Officer**

**Encl.: a/a**

**Saatvik Green Energy Limited**  
*(formerly known as Saatvik Green Energy Private Limited)*  
*(a Saatvik Group Company)*

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**Registered Office:** Village Dubli, V.P.O. Bihta, Tehsil Ambala, Haryana- 133101, India

## Saatvik Green Energy Limited

(formerly known as Saatvik Green Energy Private Limited)

**CIN: L40106HR2015PLC075578**

Registered Office: Village Dubli, V.P.O. Bihta, Tehsil Ambala, Haryana- 133101, India

Corporate Office: Tower A, IFFCO Complex, Plot No. 3, Institutional Area, Sector 32, Gurugram, Haryana- 122001,  
Tel.: 1800-547-1151 | W.: www.saatvikgroup.com | E.: investors@saatvikgroup.com|

### **POSTAL BALLOT NOTICE**

*[Pursuant to Section 110 of Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and the Circulars issued by the Ministry of Corporate Affairs, Government of India]*

To the members of the Company,

**Notice** is hereby given that, pursuant to the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 03/2025 dated September 22, 2025 and other relevant circulars issued by the Ministry of Corporate Affairs, Government of India (*the “MCA Circulars”*), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (“SS-2”) and any other applicable law, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“*Listing Regulations*”), to transact the resolutions set out below in this Notice are proposed for consideration and approval by the members of Saatvik Green Energy Limited (“*the Company*”) by means of Postal Ballot (“*Postal Ballot*”) by way of remote e-voting only (“*e-voting/ remote e-voting*”).

The remote e-voting facility will be available for the following period:

<b>COMMENCEMENT OF REMOTE E-VOTING</b>	<b>END OF REMOTE E-VOTING</b>
Thursday, December 18, 2025, at 9:00 a.m. IST	Friday, January 16, 2026, at 5:00 p.m. IST

The Members shall exercise their right to vote on the Special Resolutions set out in the Notice of Postal Ballot only by electronic means i.e., through e-voting services provided by KFin Technologies Limited (“KFIN/RTA”), the Registrar and Transfer Agent of the Company.

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions proposed and additional information as required under the Listing Regulations forms part of this Notice.

The Board of Directors of the Company appointed Mr. Sunny Gogiya, Partner of M/s. SGGGS and Associates, Practicing Company Secretaries, (Membership No. A 56804 & Certificate of Practice No. 21563), at its meeting held on December 11, 2025 to act as a Scrutinizer to scrutinize and to conduct the postal ballot e-voting process in a fair and transparent manner. Mr. Gaurav Sainani, Partner of M/s. SGGGS and Associates, Practicing Company Secretaries, (Membership No. A 36600 & Certificate of Practice No. 24482) has been appointed as an alternate scrutinizer.

You are requested to peruse the proposed Resolutions along with its Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company.

### **SPECIAL BUSINESS:**

#### **Item 1: Appointment of Ms. Ritu Lal (DIN 06927001) as an Independent Woman Director of the Company**

To consider and if thought fit to pass the following as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 161 and any other applicable provisions of the Companies Act, 2013 (‘Act’) read with Schedule IV and the rules made thereunder, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and the Articles of Association of the Company, Ms. Ritu Lal (DIN 06927001), who was appointed by the Board of Directors based on the recommendation of Nomination & Remuneration Committee, as an Additional Director in the category of "Non-Executive Independent Woman Director" with effect from December 11 2025, and who is eligible for appointment and who has consented to act as a Director and in respect of whom the Company has received a notice in writing under section 160 of the Act from a member proposing her candidature for the office of the Director, be and is hereby appointed as an Independent Woman Director of the Company, not liable to retire by rotation, to hold office for a term of five years commencing December 11, 2025 to December 10, 2030.”

#### **Item 2: Ratification of Saatvik Green Energy Limited Employee Stock Option Scheme-2024 of the Company**

To consider and if thought fit, to pass the following as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Section 62(l)(b) read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (*“the Act”*) and rules made there under (the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (*“SBEBS Regulations”*), 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, the Memorandum of Association and the Articles of Association of the Company, and subject to such other approvals, permissions and sanctions as

may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions and any other applicable laws, rules and regulations, the Saatvik Green Energy Limited Employee Stock Option Scheme-2024 (“*SGEL ESOS 2024*”), as originally approved by the members of the Company on October 29, 2024, prior to the initial public offer of the equity shares of the Company, be and is hereby ratified within the meaning of SBEB SE Regulations and the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include the Nomination & Remuneration Committee of the Company ("NRC"), constituted by the Board of Directors) to exercise its powers conferred by the *SGEL ESOS 2024*, including the powers conferred by this resolution to create, offer, issue, reissue, grant, transfer and allot at any time to or for the benefits of the employee(s) /directors of the Company (as may be permitted under applicable laws) in terms of the *SGEL ESOS 2024*, equity shares on exercise of options, issue fresh options, re-issue options that may have lapsed/cancelled/surrendered, already approved under the *SGEL ESOS 2024*.

**RESOLVED FURTHER THAT** the Board or any Committee thereof as per powers delegated to it be and is hereby authorized to issue and allot equity shares upon exercise of options, from time to time, in accordance with *SGEL ESOS 2024*.

**RESOLVED FURTHER THAT** the equity shares to be allotted by the Company upon exercise under *SGEL ESOS 2024* shall rank *pari passu* in all respects with the then existing equity shares of the Company.

**RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issue, bonus issue, split or consolidation of shares, merger/ amalgamation or sale of division/undertaking or other re-organisation etc. requisite adjustments (which may include adjustments to the number of options in *SGEL ESOS 2024*) shall be appropriately made, in a fair and reasonable manner in accordance with *SGEL ESOS 2024*.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the Board be and is hereby authorized to implement, formulate, evolve, decide upon and bring into effect the *SGEL ESOS 2024* and to make such modification(s), variation(s), alteration(s) or revision(s) thereto as it may deem fit, including but not limited to the quantum of the Options to be granted and/or shares to be transferred per Employee, the number of Options and/or shares to be granted in each tranche, the terms or combination of terms subject to which the said Options and/or shares are to be granted/ issued, the exercise period, the vesting period, the vesting conditions, instances where such Options shall lapse, get cancelled or surrendered and to grant such number of Options, at such price, at such time and on such terms and conditions as set out in the *SGEL ESOS 2024*.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized on behalf of the Company, to evolve, formulate, decide upon and bring into effect the *SGEL ESOS 2024* and to sign deeds, documents, letters and such other papers as may be necessary, desirable or expedient, as the Board may in its absolute discretion deem fit for the purpose of giving effect to this resolution; and to make all necessary filings, including but not limited to applications to any regulatory or governmental authority and to the Stock Exchanges

for obtaining their in-principle and final approval for the listing and trading of equity shares allotted pursuant to SGEL ESOS 2024, in accordance with the SBEB SE Regulations, the Listing Regulations, the applicable provisions of the Act and the rules framed thereunder, and all other relevant applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all necessary steps for the listing of the equity shares so allotted on the Stock Exchanges as per the terms and conditions of the relevant listing agreements and to do all such acts, deeds, matters and things as may be required, including settling any questions, difficulties or doubts that may arise in this regard, without requiring any further consent or approval of the members of the Company.

**Item 3: Ratification of Saatvik Green Energy Limited Employee Stock Option Scheme-2024 extended to the eligible employees of the Group Company(ies) including subsidiary(ies).**

To consider and if thought fit, to pass the following as a **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 62(1)(b) read with Rule 12 of the Companies (Share Capital and Debentures) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013, (*"the Act"*) and rules made there under, the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (*"SBEB SE Regulations"*), 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, the Memorandum of Association and the Articles of Association of the Company, and subject to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions and any other applicable laws, rules and regulations, the Saatvik Green Energy Limited Employee Stock Option Scheme-2024 (*"SGEL ESOS 2024"*), as originally approved by the members of the Company on October 29, 2024, prior to the initial public offer of the equity shares of the Company, be and is hereby ratified within the meaning of SBEB SE Regulations and the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to include the Nomination & Remuneration Committee of the Company ("NRC"), constituted by the Board of Directors to exercise its powers conferred by the SGEL ESOS 2024, including the powers conferred by this resolution) to create, offer, issue, reissue, grant, transfer and allot at any time to or for the benefits of the eligible employees (as defined in the SGEL ESOS 2024) of Group Company(ies) including subsidiary(ies) (both present or future) of the Company, in terms of the SGEL ESOS 2024, equity shares on exercise of options, issue fresh options, re-issue options that may have lapsed/cancelled/surrendered, already approved under the SGEL ESOS 2024.

**RESOLVED FURTHER THAT** the Board or any Committee thereof as per powers delegated to it, be and is hereby authorized to issue and allot equity shares upon exercise of options, from time to time, in accordance with SGEL ESOS 2024.

**RESOLVED FURTHER THAT** the equity shares to be allotted by the Company upon exercise under SGEL ESOS 2024 shall rank pari passu in all respects with the then existing equity shares of the Company.

**RESOLVED FURTHER THAT** in case of any corporate action(s) such as rights issue, bonus issue, split or consolidation of shares, merger/ amalgamation or sale of division/undertaking or other re-organisation etc. requisite adjustments (which may include adjustments to the number of options in SGEL ESOS 2024) shall be appropriately made, in a fair and reasonable manner in accordance with SGEL ESOS 2024.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the Board be and is hereby authorized to implement, formulate, evolve, decide upon and bring into effect the SGEL ESOS 2024 and to make such modification(s), variation(s), alteration(s) or revision(s) thereto as it may deem fit, including but not limited to the quantum of the Options to be granted and/or shares to be transferred per Employee, the number of Options and/or shares to be granted in each tranche, the terms or combination of terms subject to which the said Options and/or shares are to be granted/ issued, the exercise period, the vesting period, the vesting conditions, instances where such Options shall lapse, get cancelled or surrendered and to grant such number of Options, at such price, at such time and on such terms and conditions as set out in the SGEL ESOS 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized on behalf of the Company, to evolve, formulate, decide upon and bring into effect the SGEL ESOS 2024 and to sign deeds, documents, letters and such other papers as may be necessary, desirable or expedient, as the Board may in its absolute discretion deem fit for the purpose of giving effect to this resolution; and to make all necessary filings, including but not limited to applications to any regulatory or governmental authority and to the Stock Exchanges for obtaining their in-principle and final approval for the listing and trading of equity shares allotted pursuant to SGEL ESOS 2024, in accordance with the SBEB SE Regulations, the Listing Regulations, the applicable provisions of the Act and the rules framed thereunder, and all other applicable laws.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to take all necessary steps for the listing of the equity shares so allotted on the Stock Exchanges as per the terms and conditions of the relevant listing agreements and to do all such acts, deeds, matters and things as may be required, including settling any questions, difficulties or doubts that may arise in this regard, without requiring any further consent or approval of the members of the Company.”

By Order of the Board of Directors  
For **Saatvik Green Energy Limited**  
*(formerly known as Saatvik Green Energy Private Limited)*

Sd/-

Bhagya Hasija

Company Secretary & Compliance Officer  
Membership No. A49404

Date: December 11, 2025  
Place: Gurugram

**NOTES:**

1. The Explanatory Statement pursuant the provisions of Section 102 and 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 along with the details in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings setting out all material facts pertaining to the above-mentioned resolutions is annexed to this Postal Ballot Notice for your consideration.
2. In compliance with the MCA Circulars and SS 2, this Postal Ballot Notice along with explanatory statement are being sent only through electronic mode to all those Members whose names appear in the Register of Members / Register of Beneficial Owners as on cut-off date i.e., Friday, December 12, 2025, received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot.
3. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the applicable Rules made thereunder, the MCA Circulars, SEBI Circulars, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended (“SEBI Master Circular”) and Secretarial Standard on General Meetings and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed resolutions electronically through platform provided by e-voting service provider, i.e., KFin Technologies Limited (“KFIN”). The instructions for e-voting are provided as part of this Postal Ballot Notice.
4. All the Members of the Company as on the cut-off date (including those Members who may not have received this Notice due to non-registration of the email address with the Company /Registrar and Share Transfer Agent (“RTA”)/ Depository Participants, shall be entitled to vote in relation to the resolutions specified in this Postal Ballot Notice.
5. Members may please note that the Postal Ballot Notice will also be available on the Company’s website at <https://saatvikgroup.com/> and website of the Stock Exchanges, 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 on the website of KFIN at <https://evoting.kfintech.com>.
6. Members who have not registered their e-mail address are requested to register the same with the Depository Participants where they maintain their demat accounts, if the shares are held in electronic form.
7. Only a person, whose name is recorded in the Register of Members / Register of Beneficial Owners, as on the cut-off date i.e. Friday, December 12, 2025, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as

on the cut-off date i.e., Friday, December 12, 2025, should treat this Postal Ballot Notice for information purposes only.

8. The voting rights of Members shall be in proportion to their shares held in the paid-up equity share capital of the Company as on the cut-off date i.e., Friday, December 12, 2025.
9. The remote e-voting period shall commence Thursday, December 18, 2025 from 9:00 a.m. (IST) and end on Friday, January 16, 2026 at 5:00 p.m. (IST). The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by KFIN upon expiry of the aforesaid period. Once the vote on the resolutions is cast by the member, the member shall not be allowed to change it subsequently or cast the vote again.
10. In terms of the MCA Circulars, since the matters as proposed in the Postal Ballot Notice shall be passed by the members of the Company through remote e-voting only, therefore, the vote in this Postal Ballot cannot be exercised through proxy.
11. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Friday, January 16, 2026.
12. The dispatch of the Notice and the Explanatory Statement shall be announced through an advertisement in at least one English language national newspaper circulating in the whole or substantially the whole of India and in one Hindi language newspaper with wide circulation in the region, where the registered office of the listed entity is situated, and also be published on the Company's website at <https://saatvikgroup.com/> website of the Stock Exchanges, 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 on the website of KFIN at <https://evoting.kfintech.com>.
13. Members who wish to inspect relevant documents referred to in this Notice, may send their requests at [investors@saatvikgroup.com](mailto:investors@saatvikgroup.com) mentioning their DP ID and Client ID / Folio Number until the last date of remote e-voting period of this Postal Ballot i.e., Friday, January 16, 2026 and these will be replied to suitably by the Company.
14. The Scrutinizer, after scrutinizing the votes cast through postal ballot e-voting process will not later than two working days/three days, from the conclusion of the e-voting, make a scrutiniser's report and submit the same to the Chairman or Chief Executive Officer of the Company or any other person authorized by the Chairman in writing. The results declared along with the scrutiniser's report shall be displayed on the Notice Board at the Registered Office and Corporate Office of the Company as well as communicated to the Stock Exchanges and placed on the website of the Company <https://saatvikgroup.com> & on the website of KFIN <https://evoting.kfintech.com>.
15. The process and manner for remote e-voting is as under:
  - a) In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time,

Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 relating to ‘e-voting Facility Provided by Listed Entities’ (“SEBI e-voting Circular”) the Members are provided with the facility to cast their vote electronically, through the remote e-voting services provided by KFin, on the resolutions set forth in this Notice. The instructions for remote e-voting are given herein below.

- b) Pursuant to SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11<sup>th</sup> November, 2024, E-voting process has been enabled for all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- c) Individual demat account holders would be able to cast their vote without having to register again with the E-voting Service Provider (“ESP”) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Members are advised to update their mobile number and e-mail ID with their DPs to access e-voting facility.
- d) The process and manner of remote e-voting is explained below:
  - i. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.
  - ii. Access to KFin e-voting system in case of Members holding non-individual Members in demat mode.

**THE INSTRUCTIONS FOR MEMBERS FOR VOTING THROUGH ELECTRONIC MEANS ARE AS UNDER:**

- I. Access to Depositories e-voting system in case of individual Members holding shares in demat mode.**

Type of Member	Login Method
Individual Members holding securities in demat mode with NSDL	<ul style="list-style-type: none"> <li>i. For OTP based login you can click on <a href="https://eservices.nsd.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsd.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 the company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</li> </ul> <p><b>1. Existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</b></p> <ul style="list-style-type: none"> <li>i. Visit the e-services website of NSDL <a href="https://eservices.nsd.com">https://eservices.nsd.com</a></li> </ul>

- either on a personal computer or on a mobile.
- ii. On the e-services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. Thereafter enter the existing user id and password.
  - iii. After successful authentication, Members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.
  - iv. Click on company name i.e. Saatvik Green Energy Limited or ESP i.e. KFinTech.
  - v. Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period.

**2. Those not registered under IDeAS:**

- ii. Visit <https://eservices.nsdl.com> for registering.
- iii. Select “Register Online for IDeAS Portal” or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
- iv. Visit the e-voting website of NSDL <https://www.evoting.nsdl.com> .
- v. 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.
- vi. Members will have to enter their User ID (i.e. the sixteen digit demat account number held with NSDL), password / OTP and a verification code as shown on the screen.
- vii. After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page.
- viii. Click on company name i.e. Saatvik Green Energy Limited or ESP name i.e. KFin after which the Member will be redirected to ESP website for casting their vote during the remote e-voting period.
- ix. Members can also download the NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.

**NSDL Mobile App is available on**



Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li><b>1. Existing user who have opted for Electronic Access To Securities Information (“Easi/ Easiest”) facility:</b> <ol style="list-style-type: none"> <li>i. Visit <a href="https://web.cdslindia.com/myeasitoken/Home/Login">https://web.cdslindia.com/myeasitoken/Home/Login</a> or <a href="http://www.cdslindia.com">www.cdslindia.com</a> .</li> <li>ii. Click on New System Myeasi.</li> <li>iii. Login to Myeasi option under quick login.</li> <li>iv. Login with the registered user ID and password.</li> <li>v. Members will be able to view the e-voting Menu.</li> <li>vi. The Menu will have links of KFin e-voting portal and will be redirected to the e-voting page of KFin to cast their vote without any further authentication.</li> </ol> </li>   <li><b>2. User not registered for Easi/ Easiest</b> <ol style="list-style-type: none"> <li>i. Visit <a href="https://web.cdslindia.com/myeasitoken/Home/EasiRegistration/">https://web.cdslindia.com/myeasitoken/Home/EasiRegistration/</a> or <a href="https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration/">https://web.cdslindia.com/myeasitoken/Home/EasiestRegistration/</a> for registering.</li> <li>ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> <li>iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote.</li> </ol> </li>   <li><b>3. Alternatively, by directly accessing the e-voting website of CDSL</b> <ol style="list-style-type: none"> <li>i. Visit <a href="http://www.cdslindia.com">www.cdslindia.com</a> .</li> <li>ii. Provide demat account number and PAN.</li> <li>iii. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account.</li> <li>iv. After successful authentication, please enter the e-voting module of CDSL. Click on the e-voting link available against the name of the Company, viz. &lt;&lt; <b>Saatvik Green Energy Limited</b> &gt;&gt; or select KFin.</li> <li>v. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication</li> </ol> </li> </ol>

Type of Member	Login Method
Individual Members login through their demat accounts / website of DPs	i. Members can also login using the login credentials of their demat account through their DPs registered with the Depositories for e-voting facility. ii. Once logged-in, Members will be able to view e-voting option. iii. Upon clicking on e-voting option, Members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature. iv. Click on options available against Saatvik Green Energy Limited or 'KFin'. v. Members will be redirected to e-voting website of KFin for casting their vote during the remote e-voting period without any further authentication.

**Important note:** Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

**Helpdesk for Individual Members holding securities in demat mode for any technical issues related to login through Depository i.e., NSDL and CDSL.**

Login type	Helpdesk details
Securities held with NSDL	Please 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.: 1800 102 0990 and 1800 22 4430
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at 022-62343625, 022-62343626, 022-62343259

**ii. Access to KFin e-voting system for members other than Individual shareholders holding securities in demat mode.**

- i. Members whose e-mail IDs are registered with the Company / DPs, will receive an e-mail from KFin which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
- ii. Launch internet browser by typing the URL: <https://emeetings.kfintech.com/>
- iii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) 9350, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFin for e-voting, you can use your existing User ID and password for casting the vote.

- iv. After entering these details appropriately, click on “LOGIN”.
- v. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.,). The system will prompt you to change your password and update your contact details like mobile number, e-mail ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- vi. You need to login again with the new credentials.
- vii. On successful login, the system will prompt you to select the “EVEN” i.e., Saatvik Green Energy Limited and click on “Submit”
- viii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/ AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option “ABSTAIN”. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- ix. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- x. In case you do not desire to cast your vote, it will be treated as abstained.
- xi. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xii. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution.

### **General Guidelines for Members:**

1. Institutional/ Corporate Shareholders (i.e. other than HUF, NRI etc.) intending to vote on the resolutions mentioned in the Postal Ballot through their authorized representatives are requested to send a scanned copy of certified true copy of the Board Resolution authorizing their representative to vote on their behalf electronically to the Scrutinizer by email at [sunny.gogiya@legalixir.com](mailto:sunny.gogiya@legalixir.com) and at [gaurav.sainani@legalixir.com](mailto:gaurav.sainani@legalixir.com) with copies marked to the Company at [investors@saatvikgroup.com](mailto:investors@saatvikgroup.com) and to RTA at [inward.ris@kfintech.com](mailto:inward.ris@kfintech.com).

2. 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.
3. Those shareholders who have not yet registered their mobile number and e-mail address are requested to get their mobile number and e-mail addresses registered by following procedures given below:

**Electronic mode** can register their mobile number and email ID by contacting their respective Depository Participant(s) (“DP”).

**Physical mode** can register their mobile number and email ID with the Company or KFin. Requests can be emailed to [investors@saatvikgroup.com](mailto:investors@saatvikgroup.com) or [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or by registering with the first holder PAN at <https://kprism.kfintech.com/signup>. Existing users can login through KPRISM (<https://kprism.kfintech.com/>). All updation has to be done through ISR Forms as prescribed by SEBI.

4. In case of any query and/ or assistance required, Members may refer to the Help & Frequently Asked Questions (“FAQs”) available at the download section of <https://evoting.kfintech.com> or and/or contact to Mr. Lokesh Erravelli, Manager - Corporate Registry, Unit: Saatvik Green Energy Limited, at KFin Technologies Limited, Selenium Tower B, Plot 31 - 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032 or at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) or contact no. +91 - 40 6716 1636 or call Kfin’s toll free No. 1-800-3094-001 for any further clarifications. The members may also contact the Secretarial Team of the Company by sending an e-mail to [investors@saatvikgroup.com](mailto:investors@saatvikgroup.com) or call at Tel: 0124-3626755.

### [Explanatory Statement pursuant to Section 102 of the Companies Act, 2013](#)

#### **Item No.: 1 Appointment of Ms. Ritu Lal DIN 06927001) as an Independent Woman Director of the Company**

The Board of Directors on the recommendation of Nomination and Remuneration Committee (‘NRC’) at its meeting held on December 11, 2025 had appointed Ms. Ritu Lal (holding DIN 06927001) as an Additional Director in the category ‘Non-Executive Independent Woman Director’ with effect from December 11, 2025.

Pursuant to Regulation 17(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“*Listing Regulations*”) approval of members for appointment of a person on the Board of Directors shall be obtained at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. It is therefore proposed to obtain approval of members by means of a Special Resolution to be passed through Postal Ballot for appointment of

Ms. Ritu Lal as an Independent Woman Director of the Company for a term of five years from December 11, 2025, until December 10, 2030.

*Brief profile of Ms. Ritu Lal is given below:*

Ms. Ritu Lal, aged 51 years, holds a B.Sc. (Hons) degree from Hindu College, Delhi University and an MBA from the Faculty of Management Studies (FMS), Delhi University. She has nearly three decades of experience across diverse sectors including Renewable Energy, Pharmaceuticals, FMCG, Food, and Executive Search Consulting.

Currently, Ms. Lal serves as Client Partner at Amrop India, where she leads the Energy & Infrastructure practice, advising global and Indian organizations on leadership hiring, succession planning and Board mandates. Prior to this, she was Senior Vice President and Head – Policy Advocacy, Institutional Relations, Marketing & PR at Amplus Solar, where she played a pivotal role in shaping policy for distributed renewables and scaling the organization from a start-up to a market leader with a 1.5 GW operating portfolio.

Her earlier career includes senior roles in Procurement and Strategic Sourcing with DSM Anti-Infectives and GlaxoSmithKline Consumer Healthcare, as well as consulting assignments in procurement and training. Recognized as a thought leader in renewable energy, Ms. Lal is actively associated with industry bodies such as CII, FICCI, ASSOCHAM, NSEFI, and heads NSEFI's WISE (Women in Solar Energy) initiative. She is a frequent speaker at global forums hosted by the Government of India, ISA, World Bank, ORF, CSE and continues to mentor young professionals, especially women.

The Company has received a notice in writing from a member under Section 160 of Act proposing the candidature of Ms. Ritu Lal, for the office of Director of the Company.

Ms. Ritu Lal has given her consent to act as an Independent Woman Director of the Company and has also furnished a declaration to the Board of Directors that she meets the criteria of independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations. Further as per her declaration, she is not disqualified to be appointed as an Independent Director.

The Board, after verifying the veracity of the declarations furnished by Ms. Ritu Lal hereby confirms that she fulfils the conditions specified under the Act and the Listing Regulations and that she is also independent of the Management of the Company for her appointment as an Independent Director.

The NRC and the Board have assessed Ms. Ritu Lal and determined that she is a person of integrity and possesses the appropriate skills, experience, and knowledge. Her background, which includes extensive experience in strategic leadership, operational management, policy advocacy, and ESG, aligns with the competencies identified by the NRC. The Board is of the view that Ms. Ritu Lal fulfills the criteria for independence and her appointment as an Independent Woman Director is in the best interests of the Company and in compliance with the requirements of the Act and the Listing Regulations.

Pursuant to Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, Ms. Ritu Lal has enrolled her name in the online data bank maintained for Independent Directors with the Indian Institute of Corporate Affairs.

Ms. Ritu Lal will be entitled to remuneration by way of sitting fees for attending the meetings of Board of Directors and its Committees, reimbursement of expenses as permitted under the Act and Listing Regulations in such quantum, proportion and manner as recommended by the NRC and approved by the Board, from time to time.

A detailed profile of Ms. Ritu Lal is available on the website of the Company at <https://saatvikgroup.com/our-team/board-of-directors/>. Details as required under Regulation 36(3) of the Listing Regulations and the Secretarial Standard – 2 have been provided in Annexure 1 to the explanatory statement. The terms and conditions for appointment of Independent Director is also being available on the website of the Company.

Except Ms. Ritu Lal and her relatives, none of the other Directors, Key Managerial Personnel of the Company and/or their relatives are concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the appointment of Ms. Ritu Lal as an Independent Woman Director for approval of the members through the Special Resolution contained in Item No. 1 of the Notice of Postal Ballot.

**Item No.: 2 & 3 Ratification of Saatvik Green Energy Limited Employee Stock Option Scheme-2024 of the Company and extension of the same to the eligible employees of the Group Company(ies) including subsidiary(ies).**

The Board of Directors and the members of the Company, at their respective meetings held on October 29, 2024, approved and adopted the Saatvik Green Energy Limited Employee Stock Option Scheme 2024 (“*SGEL ESOS 2024 or Scheme*”) to reward and retain eligible employees by granting stock options that convert into equity shares upon exercise. The Scheme aims to recognize employees’ performance, motivate them to contribute to the Company’s growth and profitability, foster a sense of ownership and long-term association, and enhance the overall well-being of dedicated and high-performing employees and their families.

Pursuant to Regulation 12 of Securities Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (“*SBEB SE Regulations*”) no company shall make any fresh grant which involves allotment or transfer of shares to its employees under any scheme formulated prior to its Initial Public Offer (IPO) unless such pre-IPO scheme is ratified by its shareholders subsequent to the IPO.

*Listing and Recommendation*

The equity shares of the Company were listed on the National Stock Exchange of India Limited (NSE) and BSE Limited (BSE) (collectively, the "Stock Exchanges") on September 26, 2025, following the Company's Initial Public Offer.

The ratification of the Scheme is necessary to ensure continued compliance with the SBEB SE Regulations. Furthermore, this ratification is required for the Company to remain eligible to grant future options and issue new shares under the Scheme.

Based on the recommendation of Nomination and Remuneration Committee (“NRC or Committee”), the Board of Directors at its meeting held on November 06, 2025, recommended the existing Scheme to the members of the Company for their ratification.

*Scheme Status and Changes*

Since the date of public issue, the Company has not made any fresh grant of options to the eligible employees of the Company and group company(ies) including subsidiary(ies).

There are no material changes to the core terms of the Scheme. The only modifications involve alignment with the SBEB SE Regulations, and the removal of redundant clauses related to the IPO process.

It is hereby confirmed that there is no change in Scheme viz re-pricing, change in the vesting period or maturity or any other change that would be prejudicial to the interest of the employees.

**Disclosures pursuant to SBEB SE Regulations and the Act (including any statutory amendment(s), modification(s) or re-enactment of the Act or the Guidelines, for the time being in force), are as under:**

Sr. No.	Particulars	Saatvik Green Energy Limited Employee Stock Option Scheme 2024 (“SGEL ESOS 2024 or Scheme”)
1	Brief description of the scheme	<p>This Scheme is named as Saatvik Green Energy Limited Employee Stock Option Scheme 2024.</p> <p><i>Purpose of the Scheme:</i></p> <ul style="list-style-type: none"> <li>• To reward the Employees for their association and performance.</li> <li>• To motivate the Employees to contribute to the growth and profitability of the Company.</li> <li>• To motivate the Employees with incentives and reward opportunities for better performance.</li> <li>• To retain the Employees for the growth of the Company.</li> <li>• To increase the quality of life of hard working, high performing, honest and loyal Employees, and their families.</li> <li>• Bringing a sense of association with the Company and its growth.</li> </ul>

		<p>The NRC shall supervise and undertake the general administration of the Scheme, and all questions of interpretation shall be determined by the NRC and such determination shall be final and binding on all persons.</p> <p><b>Term of the Scheme:</b></p> <p>The Scheme shall continue in effect unless (i) terminated by the Board of Directors; or (ii) the date on which all of the Options available for issuance under the Scheme have been issued and exercised, whichever is earlier.</p> <p>Any such termination of the Scheme shall not affect Options already granted and the powers of the Committee in relation to such Options, shall remain in force and effect as if the Scheme had not been terminated unless mutually agreed otherwise between the Grantee/Nominee /Legal heirs and the Company.</p>
<p><b>2</b></p>	<p><b>The total number of options, shares or benefits, as the case may be, to be offered and granted</b></p>	<p>The maximum number of Options that may be granted in one or more tranches, pursuant to this Scheme shall not exceed 22,40,940 (Twenty-Two Lakhs Forty Thousand Nine Hundred and Forty) Options ('Pool'), which shall be convertible into 22,40,940 (Twenty-Two Lakhs Forty Thousand Nine Hundred and Forty) Equity Shares having face value of Rs. 2/-each.</p> <p>If any Options granted under the Scheme lapses or is forfeited or surrendered under any provision of the Scheme, shall be added back to the pool and such Options shall be available for further Grant under the Scheme unless otherwise determined by the NRC Committee, in accordance with Applicable Law.</p> <p>Further, the maximum number of Options that can be granted and the shares that arise upon Exercise of these Options shall stand adjusted in case of Corporate Actions.</p> <p>Subject to the approval of members', the Company reserves the right to increase such a number of Options and Shares as it deems fit, in accordance with the Applicable Law.</p> <p>Out of the total Pool, 3,69,000 stock options were granted and 2,85,000 remain active as on date of sending this postal ballot Notice. The remaining 19,55,940 options are available in the Pool for future grant.</p>

<p>3</p>	<p><b>Identification of classes of employees entitled to participate and be beneficiaries in the Scheme</b></p>	<p><b>“Employee”</b> means:</p> <ul style="list-style-type: none"> <li>a) an Employee as designated by the Company, who is exclusively working in India or outside India; or</li> <li>b) a Director of the Company, whether a Whole-Time Director or not, including a Non-Executive Director who is not a Promoter or member of the Promoter Group; but excluding an Independent Director; or</li> <li>c) an Employee as defined in sub clause (a) or (b), of a Group Company including its Subsidiary Company, in India or outside India, of the Company.</li> </ul> <p>but does not include</p> <ul style="list-style-type: none"> <li>i. an Employee who is a Promoter or a person belonging to the Promoter Group; or</li> <li>ii. a Director who, either himself or through his Relative or through any Body Corporate, directly or indirectly, holds more than 10% (ten percent) of the outstanding Equity Shares of the Company.</li> </ul> <p><b>“Group”</b> means two or more companies which, directly or indirectly, are in a position to—</p> <ul style="list-style-type: none"> <li>(i) exercise twenty-six per cent. or more of the voting rights in the other Company; or</li> <li>(ii) appoint more than fifty per cent. of the members of the Board of Directors in the other Company; or</li> <li>(iii) control the management or affairs of the other Company.</li> </ul>
<p>4</p>	<p><b>Requirements of Vesting &amp; Period of Vesting and Maximum Period within which the options shall be vested</b></p>	<p>Vesting Period shall commence from the Grant date and shall be minimum of 1 (One) year from the Grant date, and it may extend up to maximum of 5 (Five) years from the Grant date, at the discretion of and in the manner prescribed by the NRC.</p> <p>The actual Vesting of Options shall be subject to the continued employment of the Grantee and further linked with the achievement of performance condition or such other criteria as may be determined by the NRC and mentioned in the Grant Letter.</p>

		<p>The Vesting Schedule, Vesting Percentage and Other Vesting Conditions shall be communicated by the NRC to the Grantees in the Grant Letter of respective Grantees, subject to minimum and maximum Vesting Period.</p> <p>In accordance with the Scheme, granted ESOPs may lapse, be forfeited, expire, or vest on an accelerated basis upon cessation of employment (e.g., resignation, termination, death, or superannuation).</p>
5	<p><b>Exercise price, purchase price or pricing formula</b></p>	<p>For the grant of options, the Exercise Price shall be determined by the Nomination and Remuneration Committee (NRC) based on the Closing Market Price of the Company's shares on the Recognised Stock Exchange where the shares are principally traded, as recorded on the date of the NRC meeting at which the grant of such options is approved.</p> <p>The NRC has the power to provide a suitable discount on the Market Price, upon considering the sufficient justification and rationale from the Management Committee. In certain cases, the Committee may set a lower exercise price for specific Employees based on Management Committee recommendations with proper rationale. The Exercise Price shall, under no circumstances, be set below the face value of the Company's Shares, ensuring compliance with all Applicable Laws.</p> <p><b>"Management Committee"</b> refers to and includes the Managing Director, Chief Executive Officer and Chief Financial Officer.</p>
6	<p><b>Exercise period/offer period and process of exercise/ acceptance of offer</b></p>	<p>The Options can be exercised either wholly or partly, during the Exercise Window within an overall Exercise Period of upto 3 (Three) years from the date of respective Vesting, after submitting the Exercise Application along with payment of the Exercise Price, applicable taxes and other charges, if any.</p> <p>Exercise Window within which Vested Options can be exercised shall be opened as per timeline as may be decided and intimated by the Committee from time to time.</p> <p>Upon valid Exercise (<i>receipt of Exercise Application along with Exercise Price, applicable taxes and other charges, if any</i>) the Grantee will receive requisite number of Shares by</p>

		the Company via Fresh Allotment, equivalent to the number of the Options so exercised i.e., for every one Option the Grantee exercises will entitle him/her to receive one share in accordance with the terms and conditions of the Scheme.
7	<b>The appraisal process for determining the eligibility of employees for the Scheme</b>	<p>The NRC may on the basis of all or any of the following criteria, decide on the Employees who are eligible for the Grant of Options under the Scheme and the terms and conditions thereof.</p> <ul style="list-style-type: none"> <li>✓ <b>Loyalty:</b> To be determined on the basis of tenure of employment of an Employee in the Company/ Group/ Subsidiary Company.</li> <li>✓ <b>Performance of Employee:</b> Employee's performance during the financial year on the basis of the parameters decided by the Company/ Group/ Subsidiary Company.</li> <li>✓ <b>Performance of Company:</b> Performance of the Company/ Group/ Subsidiary Company as per the standards set by the NRC.</li> <li>✓ <b>Criticality of the Employee.</b></li> <li>✓ Any other criteria as decided by the NRC from time to time.</li> </ul>
8	<b>Maximum number of Options, Shares, as the case may be, to be offered and issued per employee and in aggregate, if any</b>	<p>Subject to availability of Options in the pool under the Scheme, the maximum number of Options that can be granted to any Eligible Employee during any one year shall not be equal to or exceed 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant.</p> <p>The NRC Committee may decide to Grant such number of Options equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) to any Eligible Employee as the case may be, subject to the separate approval of the Shareholders as per Applicable Law.</p>
9	<b>Maximum quantum of benefits to be provided per employee under the Scheme:</b>	The maximum quantum of benefits that will be provided to every Eligible Employee under the Scheme will be the difference between the market value of Company's Share (Closing price on recognized stock exchange) as on the date of exercise of Options and the Exercise Price paid by the Employee.

10	<b>Whether the Scheme is to be implemented and administered directly by the Company or through a trust</b>	The Scheme is to be implemented and administered directly by the Company.
11	<b>Whether the Scheme involves new issue of shares by the Company or secondary acquisition by the trust or both</b>	The Scheme involves only issue of new equity shares by the Company.
12	<b>The amount of loan to be provided for implementation of the Scheme by the Company to the trust, its tenure, utilization, repayment terms, etc</b>	Not Applicable.
13	<b>Maximum percentage of secondary acquisition (subject to limits specified under the regulations) that can be made by the trust for the purposes of the Scheme</b>	Not Applicable.
14	<b>A Statement to the effect that the Company shall conform to the accounting policies specified in Regulation 15</b>	The Company conforms to the applicable accounting policies in accordance with and subject to Regulation 15 of the SEBI SBEB SE Regulations prescribed by SEBI and/or any other appropriate regulatory authority, from time to time.
15	<b>Method for valuation of Options</b>	The Company uses the fair value method for its Options, with the fair value calculated according to the methods prescribed under applicable regulations.
16	<b>Statement with regard to Disclosure in Director's Report</b>	Not applicable as the Company shall value the Options granted under the Scheme, at their fair value.
17	<b>Period of lock-in</b>	The Shares so allotted pursuant to the Exercise of Options will not be subject to any lock in period from the date of allotment.

19	<b>Terms &amp; conditions for buyback, if any, of specified securities covered under these regulations</b>	Not Applicable
20	<b>Any interest of Key Managerial Personnel, Directors or Promoters in the Plan and effect thereof</b>	As per the SEBI SBEB SE Regulations, the Promoters and Independent Directors of the Company are not entitled to any stock options. The Key Managerial Personnel and Non-Independent Directors, who meet the criteria of eligible employees as prescribed in the Scheme, of the Company may be deemed to be concerned or interested in the Scheme to the extent of Options that may be granted to them pursuant to the Scheme.
21	<b>Detailed particulars of benefits which will accrue to the Employees from the implementation of the Plan</b>	The eligible employees will be entitled to exercise the options granted to them at the exercise price during the exercise period as provided in the Scheme.

None of the Directors or Key Managerial Personnel of the Company including their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed Resolutions except to the extent of grant of shares that may be made to them, if any, under the SGEL ESOS 2024.

The Board recommends passing the resolution as set out under Item No. 2 and 3 of this Postal Ballot Notice for approval of the members as Special Resolution.

By Order of the Board of Directors  
**For Saatvik Green Energy Limited**  
*(formerly known as Saatvik Green Energy Private Limited)*

Sd/-  
 Bhagya Hasija  
 Company Secretary & Compliance Officer  
 Membership No. A49404

Date: December 11, 2025  
 Place: Gurugram

## ANNEXURE A TO THE NOTICE OF POSTAL BALLOT

Details of Director proposed to be appointed through Postal Ballot [Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 on General Meetings]

Name of Director	Ms. Ritu Lal
DIN	06927001
Date of Birth / Age	August 11, 1974/ 51 years
brief resume of the director & qualifications	Refer explanatory statement of Item No. 1
Experience and nature of her Expertise in Specific functional areas.	
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements.	
Date of First Appointment on the Board	December 11, 2025
Shareholding in the Company (including shareholding as a beneficial owner)	Nil
Terms and conditions of appointment or re-appointment along with details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable,	As per the resolution set out in this Notice read with the explanatory statement thereto.  The terms and conditions for appointment of Independent Director is also being available on the website of the Company <a href="https://saatvikgroup.com/wp-content/uploads/2025/09/Saatvik-Terms-and-Conditions-of-appointment-of-ID.pdf">https://saatvikgroup.com/wp-content/uploads/2025/09/Saatvik-Terms-and-Conditions-of-appointment-of-ID.pdf</a>  Remuneration Last Drawn: Not Applicable
Relationship with other Directors, and other Key Managerial Personnel of the Company	None
No. of Board meetings attended during the year	Not Applicable
Directorships held in other companies	Smart City Solutions India Private Limited Apriori Solutions Private Limited Twoacres Agritech Private Limited
Resignations from the listed entities in the past 3 years	None

Chairpersonship / membership held in other companies	None
Member/ Chairperson of Committees of the Company	Nomination & Remuneration Committee – Member; Corporate Social Responsibility Committee – Member
Justification for choosing the appointee for appointment as Independent Director	A detailed justification for the appointment is outlined in the Explanatory Statement.