



NOTICE

Notice is hereby given that the **Eleventh Annual General Meeting** (“AGM” / “Meeting”) of GPS Renewables Private Limited (“Company”/ “GPSR”) will be held on **Friday, the 29th September 2023 at 03.00 P.M** (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) in accordance with the applicable provisions of the Companies Act, 2013 read with the Ministry of Corporate Affairs’ General Circular No. 14/2020 dated 8 April, 2020, General Circular No.17/2020 dated 13th April 2020, General Circular No. 22/2020 dated 15 June 2020, General Circular No.33/2020 dated 28 September 2020, General Circular No. 39/2020 dated 31 December, 2020, General Circular No.10/2021 dated 23 June 2021, General Circular Number 20/2021 dated 8 December 2021, General Circular No.3/2022 dated 5 May 2022 and General Circular No. 10/2022 dated December 28, 2022 to transact the following business and registered office of the Company shall be deemed to be the venue of the Meeting:

ORDINARY BUSINESS:

- 1. To receive, consider and Adopt Standalone Audited Financial Statements comprising of Balance Sheet as at 31 March 2023, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date together with the Directors Report and the Auditors Report thereon for the Financial Year 2022-23.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

“**RESOLVED THAT** the Audited Standalone financial statements of the Company for the financial year ended 31 March 2023 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- 2. To receive, consider and Adopt Consolidated comprising of Balance Sheet as at 31 March 2023, the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date together with the Auditors Report thereon for the Financial Year 2022-23.**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

“**RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March 2023 and the Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

For on behalf of GPS RENEWABLES PRIVATE LIMITED

Sd/-

Director: Sreekrishna Sankar

DIN: 05275764

**Address: B5-1302 South City Apartment,
Bannerghatta Road, Arekere Mico Layout
Bangalore South -560 076 , Karnataka**

Date: 4 September 2023

Place: Gurugram

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GPS Renewables Private Limited

Prestige Pinnacle, 3rd Floor, 20th Main Road, No. 113, 7th Block, Koramangala, Adugodi, Bangalore, Karnataka - 560034

CIN No. U74900KA2012PTC064932 Email: info@gpsrenewables.com , Ph: +91 80 2960 0689

www.gpsrenewables.com



Notes:

The shareholders are requested to note that:

1. In view of the COVID 19 pandemic, the Ministry of Corporate Affairs vide its Circular No. 14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June 2020, General Circular No.33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No.10/2021 dated 23rd June 2021, General Circular Number 20/2021 dated 8th December, 2021 and General Circular No.3/2022 dated 5th May 2022 (collectively referred to as 'Circulars'), has introduced certain measures enabling Companies to convene their Annual General Meetings (AGM/ Meeting) through VC or Other Audio-Visual Means (OAVM) and also send notice of the Meeting and other correspondences related thereto, through electronic mode. In compliance with the said requirements of the MCA Circulars, electronic copy of the Notice has been sent to members of the Company through electronic means and no physical copy of the Notice has been sent by the Company to any member.

2. In accordance with the aforementioned MCA Circulars, the members are requested to follow the following instructions in order to participate in the Meeting through VC mechanism:
 - a. The link for joining the Meeting has been separately sent to each shareholder.
 - b. The facility for joining the Meeting shall be kept open 15 minutes before the time scheduled to start the Meeting 15 minutes after the expiry of the said scheduled time.
 - c. Participation of single member shall only be allowed at a time.
 - d. Participants are allowed to pose the questions concurrently.
 - e. Members are requested to e-mail at or call at the below-mentioned details in case of any technical assistance required at the time of log in/ assessing/ voting at the Meeting through VC:
Ms. Pragyan Shree, Compliance Officer
E: Mail: compliance@gpsrenewables.com
Mobile No: +91 8840990534

3. In view of the MCA Circulars, no proxy shall be appointed by the Members. However, Corporate Members are required to send to the Company, a Certified Copy of the Board Resolution, pursuant to Section 113 of the Companies Act 2013, authorizing their representative to attend and vote at the Meeting through VC.

4. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts and Arrangements in which Directors are interested maintained under Section 189 of the Companies Act, 2013 shall be made available only in electronic form for inspection during the Meeting through VC which can be accessed through Microsoft Teams.

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5. All other relevant documents referred to in the accompanying Notice shall be made open for inspection by the Members only in electronic form at the Meeting on all working days.
6. A Member is entitled to attend the Meeting through VC and vote at the Meeting by show of hands. In case of Body Corporate being member, such Body Corporate is entitled to attend and vote at the Meeting by appointing its representative.
7. Representation Forms in order to be valid must be shared to the email ID (compliance@gpsrenewables.com) before the commencement of the Meeting.
8. Members attending the Meeting through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
9. Since the Meeting will be held through VC the Route Map is not annexed in this Notice as stated in the MCA Circulars.
10. As per the MCA Circulars, the Notice calling the AGM has been uploaded on the website of the Company at www.gpsrenewables.com and the notice along with the annexures is being sent through electronic mode to the members whose E-mail ID are registered with the company.

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To,

All the Shareholders

All the Directors

Statutory Auditor

Members, Directors and the Statutory Auditor entitled to attend the Meeting is requested to attend Meeting via VC . The Link to join the Meeting is below along with contact details for any further queries.

Link: Teams Invite is shared to everyone

E-mail: compliance@gpsrenewables.com

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