

NOTICE IS HEREBY GIVEN THAT THE 1ST EXTRA-ORDINARY GENERAL MEETING (“EGM”) OF THE MEMBERS OF SPRNG ENERGY PRIVATE LIMITED FOR THE FINANCIAL YEAR 2026-27 WILL BE HELD ON FRIDAY, OCTOBER 9, 2026, AT 5.00 P.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING SPECIAL BUSINESSES:

ITEM NO. 1

TO CONSIDER AND APPROVE CREATION OF CHARGE / SECURITY ON COMPANY'S ASSETS UNDER SECTION 180(1) (A) OF THE COMPANIES ACT, 2013

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

"RESOLVED THAT pursuant to Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof), consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to provide security by way of pledge, hypothecation and/or charge, in addition to any other pledge, hypothecation or charges created/to be created by the Company, in such form and manner and with such ranking and at such time and on such terms as the Board of Directors may determine, on all or any of the movable properties of the Company i.e. shares and other investments held by the Company, and the monies of, and long term receivables of, and the loans and advances made by, the Company to **Consolidated Entities** as defined hereinbelow, both present and future, including any shares of any of the **Consolidated Entities** acquired after this resolution is passed, in favour of any lenders of the Company or the lenders of any other company, including group companies of the Company (collectively, such other companies (including group companies) together with the Company being hereinafter referred to as the **“Consolidated Entities”**) for securing the performance of obligations by the Consolidated Entities in connection with the facilities availed by them, including payment and/or repayment of the principal amount of the facilities, interest, default interest and all other amounts due or payable by the Consolidated Entities to their respective lenders (and the agents and trustees of such lenders) under and pursuant to the facility agreements and the other financing documents executed by the Consolidated Entities with their lenders, in respect of overall borrowings of all the Consolidated Entities not exceeding INR 21000,00,00,000 (Rupees Twenty One Thousand Crore only).

SPRNG ENERGY PRIVATE LIMITED

(Formerly known as “Arinsun Energy Private Limited”) CIN: U74999TN2016PTC162587

Registered Office: Shell Centre, Commerzone, Block II, No.2, 200 Feet Radial Road, Pallikaranai, Chennai - 600100, Tamil Nadu

Corporate Office 1: Office No: A-001, Upper Ground, P-5 Pentagon Tower, Magarpatta City, Hadapsar, Pune – 411013

Corporate Office 2: Unit No FF-48 A, First Floor, Omaxe Square, Plot No.14, Jasola District Centre, New Delhi- 110025



RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do such acts, deeds and things as may be deemed expedient to give effect to the above resolution."

**BY ORDERS OF THE BOARD OF DIRECTORS
SPRNG ENERGY PRIVATE LIMITED**

MIHIR VRAJLAL PANCHMATIA
Digitally signed by MIHIR VRAJLAL PANCHMATIA
Date: 2026.10.01 20:08:33
+05'30'

**MIHIR PANCHMATIA
COMPANY SECRETARY**

Registered Office:

Shell Centre, Commerzone, Block II, No.2,
200 Feet Radial Road, Pallikaranai,
Chennai - 600100, Tamil Nadu

Place: Pune

Date: October 1, 2026

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 contact@sprngenergy.com  (+91) 020-6749 0001  (+91) 020-6749 0010  www.sprngenergy.com

NOTES:

1. Pursuant to the General Circular No. 14/2020 dated April 8, 2020 and subsequent circulars issued by the Ministry of Corporate Affairs ("MCA"), including the MCA Circular dated September 22, 2025, companies are permitted to convene Extraordinary General Meetings ("EGMs") through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM") without the physical presence of members at a common venue. Accordingly, the EGM of the Company is being convened through VC/OAVM in compliance with the provisions of the Companies Act, 2013 and the MCA Circulars. Members attending EGM through VC/OVAM shall be counted for the purpose of reckoning the quorum.
2. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the EGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
3. Corporate shareholders intending to send their authorised representatives to attend the EGM are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the EGM through VC / OAVM on its behalf.
4. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the special business is annexed to the notice.
5. Members are requested to notify immediately any change in their address to the Company.
6. Since the EGM is held through VC/OVAM, the route map of venue of EGM is annexed herewith.
7. The link to attend the meeting through VC/OVAM shall be sent to all the members on their e-mail id shortly. Facility of joining the EGM through VC / OAVM shall open 15 minutes before the time scheduled for the EGM.
8. In accordance with the MCA Circulars, the Company is required to provide a designated email address to all members to enable members to convey their votes, when a poll is required to be taken during the meeting on any resolution. The Company has however only 2 members and accordingly approval of both the members would be required to approve any resolution proposed and hence question of requirement of poll does not arise and hence no such designated email address has been provided. Members to vote on all resolutions proposed by show of hands only.
9. Drafts of revised Memorandum of Association and Articles of Association proposed to be approved by the members as mentioned in Item No. 1 and 2 are circulated along with this notice of EGM.
10. Statutory Registers shall be available for electronic inspection by the Members during the EGM. Members seeking to inspect such documents may send a request at compliances@sprngenergy.com, and the same shall be made available for inspection electronically.

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11. Shareholders and other attendees who need any technical assistance or support before or during the meeting may contact at (+91) 020-6749 0001.

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✉ contact@sprngenergy.com ☎ (+91) 020-6749 0001 🏢 (+91) 020-6749 0010 🌐 www.sprngenergy.com

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1: To consider and approve creation of charge / security on company's assets under section 180(1)(a) of the Companies Act, 2013

In order to avail various facility(ies) from the lenders from time to time, including for availing of such facility(ies) by the subsidiary companies, the Company would need to create, register and perfect the security on the assets of the Company by way of pledge on securities, hypothecation, mortgage and/or charge in favour of the lenders and/or security trustee.

Creation and registration of such security on the assets of the Company in favour of the lenders and/or security trustee would be subject to approval of the Shareholders by way of passing a special resolution under section 180 (1) (a) of the Companies Act, 2013.

The Board of Directors recommends the said enabling resolution for the approval of the members as a Special Resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the said resolution.

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