



Postal Ballot Notice

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

Voting Commences on	Voting Concludes on
Sunday, December 07, 2025	Monday, January 05, 2026

Dear Members,

Dear Member(s), **NOTICE** is hereby given that pursuant to the provisions of Section 108, 110, and other applicable provisions, if any, of the Companies Act, 2013 (**'Act'**) read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (**'Rules'**) (including any statutory modifications or re-enactments 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'**), Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (**'SS-2'**), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs (**'MCA'**) for holding general meetings/conducting postal ballot process through e-voting vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025 (collectively the **'MCA Circulars'**) and any other applicable laws, rules, circulars, notifications and regulations (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), to transact the special business as set out hereunder by passing the requisite Resolution, through postal ballot ("Postal Ballot") only by way of voting by electronic means ("Remote e-voting").

Pursuant to Sections 102 and 110 and other applicable provisions of the Act, the Explanatory statement setting out the material facts and the reasons/ rationale pertaining to the appended resolutions forms part of this Postal Ballot Notice (**'Notice'**).

In terms of the requirements specified in the MCA Circulars, Ravindra Energy Limited (**'the Company'**) is sending this Notice only through electronic mode to those members whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the KFin Technologies Limited (**'KFinTech'**) the Company's Registrar and Transfer Agent (**'RTA'**)/ Depositories as on **Friday, November 28, 2025 ('Cut-Off date')** and whose e-mail addresses are registered with the Company/RTA/Depositories. The requirements of sending physical copy of aforesaid documents has been dispensed with vide MCA Circulars. In compliance of Regulation 44 of the Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the proposed Resolutions is restricted to e-voting only i.e. by casting

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votes electronically instead of submitting postal ballot forms. The communication of assent / dissent of the members will take place through the remote e-voting system only.

In compliance with the provisions of Sections 108 and 110 of the Act read with the Rules, Regulation 44 of the Listing Regulations and SS-2, the Company has provided e-voting facility to its members to cast their votes electronically. The detailed procedure with respect to remote e-voting is mentioned in the notes forming part of this Notice. The Company has engaged the services of KFin Technologies Limited ('KFinTech') for facilitating e-voting. Members desiring to exercise their votes are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of this Notice.

The remote e-voting period shall commence at 09:00 a.m. (IST) on Sunday, December 07, 2025, and shall conclude at 05:00 p.m. (IST) on Monday, January 05, 2026. The remote e-voting will not be allowed beyond the aforesaid date and time, and the remote e-voting module shall be disabled by KFinTech upon expiry of the aforesaid period.

Pursuant to the provisions under Rule 22(5) of the Companies (Management and Administration) Rules, 2014 (Rules), the Board of Directors at its meeting held on December 5, 2025, has appointed M/S. Sanjay Dholakia & Associates, Practicing Company Secretaries (Membership No. FCS 2655, CP No. 1798) as the Scrutinizer for conducting the Postal Ballot through the remote e-voting process in a fair and transparent manner and he has communicated his acceptance to be appointed and he will be available for the said purpose. The Scrutinizer's decision on the validity of the Postal Ballot shall be final.

The Scrutinizer will submit his report to the Chairperson of the Company or any person authorized by the Chairperson and the result will be announced within two working days from the conclusion of the e-voting period i.e. Wednesday, January 07, 2026.

The declared Results along with Scrutinizer's Report shall be available forthwith on the Company's website at www.ravindraenergy.com and on KFinTech website at <https://evoting.kfintech.com> and shall also be communicated to the BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE'), being the stock exchanges where equity shares of the Company are listed for further dissemination. Further, the same shall also be displayed on the noticeboard of the Company at its Registered Office.

The last date of e-voting, i.e. Monday, January 5, 2026, shall be the date on which the resolution shall be deemed to have been passed, if approved by the requisite majority. Accordingly, if the resolution is approved by the Members through Postal Ballot via remote e-voting, it shall be deemed to have been passed as if the same has been passed at a General Meeting of the Members convened in this regard.

The Notice can also be accessed on the website of the Company at www.ravindraenergy.com and on the websites of the Stock Exchanges, i.e. BSE at www.bseindia.com and NSE at www.nseindia.com and on the website of KFinTech at <https://evoting.kfintech.com>.

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SPECIAL BUSINESS

ITEM NO: 1: TO APPROVE THE APPOINTMENT OF MR. APURVA CHANDRA (DIN: 02531655) AS AN INDEPENDENT DIRECTOR.

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A **SPECIAL RESOLUTION**:

“RESOLVED THAT in accordance with the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (**“the Act”**) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (Rules), Regulation 17, 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**“listing Regulations”**) and other applicable provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the appointment of Mr. Apurva Chandra (DIN: 02531655), who was appointed as an Additional Director, designated as an Independent Director, pursuant to the provisions of Section 161(1) of the Act and the Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, being eligible, as an Independent Director of the Company, not liable to retire by rotation and to hold office for a first term of 5 (five) consecutive years with effect from November 05, 2025 until November 4, 2030, be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company and Key Managerial Personnel of the company be and are hereby severally authorized, to sign and certify the copy of this resolution as may be required and filing the same with the Registrar of Companies, Ministry of Corporate Affairs or any other regulatory authorities concerned through prescribed form or e-form, document to give effect to this resolution.”

ITEM NO: 2: TO APPROVE THE GIVING OF LOAN OR GUARANTEE OR PROVIDING SECURITY IN CONNECTION WITH THE LOAN AVAILED BY ANY OF THE COMPANY'S SUBSIDIARY(IES), ASSOCIATE ENTITY OR ANY OTHER PERSON SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS A **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 and rules framed thereunder (**“the Act”**) (including any statutory modifications or re-enactments thereof for the time being in force), in suppression of the shareholders’ resolution passed at the Extra-Ordinary General Meeting (**“EGM”**) of the Company held on June 20, 2025 and pursuant to the recommendation of the Audit Committee and approval of the Board of Directors (hereinafter referred to as **“the Board”** which term shall be deemed to include any duly constituted Committee thereof) and subject

to such approvals, consents, sanctions and permissions as may be necessary, approval of the members of the Company, be and is hereby accorded to the Board of Directors, for advancing loan(s) in one or more tranches including loan represented by way of book debt, inter-company loan or subscription to debentures, and/or giving guarantee(s), and/or providing security(ies) in connection with any financial assistance, loan taken/to be taken /availed/to be availed by any present/subsequent company(ies) which are group companies, associate company(ies), joint venture, or subsidiary company(ies), entity, body corporate, any other person in whom any of the director of the company is interested/may become interested as specified in the explanation to section 185(2) of the Act, up to an aggregate amount not exceeding INR. 1,300 Crores (Indian Rupees One Thousand and Three Hundred Crores Only), this limit shall be excluding the present/subsequent exemptions available to company under Companies Act, 2013 or any subsequent exemption would be granted, including for business sector in which company is operating.

RESOLVED FURTHER THAT the Board of Directors of the company be and are hereby authorized for the purpose of giving effect to this resolution in its absolute discretion as it may deem beneficial and in the best interest of the Company, the aforementioned financial assistance, loan and/or guarantee and/or security which shall only be utilized by the borrower/s for the purpose of its principal business activities and this resolution shall remain in full force and effect until amended or rescinded by the Board and all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution/s be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, Board of Directors of the Company and Key Managerial Personnel of the company be and are hereby severally authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid loans/guarantees/securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all such acts, deeds or things incidental or expedient thereto and to settle any question, difficulty or doubt that may arise for the purpose of giving effect to the above resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company and Key Managerial Personnel of the company be and are hereby severally authorized, to sign and certify the copy of this resolution as may be required and filing the same with the Registrar of Companies, Ministry of Corporate Affairs or any other regulatory authorities concerned through prescribed form or e-form to give effect to this resolution.”

ITEM NO: 3:

TO APPROVE MATERIAL RELATED PARTY TRANSACTIONS WITH ENERGY IN MOTION LIMITED

TO CONSIDER AND IF THOUGHT FIT, TO PASS THE FOLLOWING RESOLUTION AS AN **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions under Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**the Listing Regulations**”), Section 188 of the Companies Act, 2013 (“**the Act**”) read with the Companies (Meetings of the Board and its Powers) Rules, 2014, and all other

applicable provisions if any (including any statutory modification(s) or re-enactment thereof for the time being in force), Company's Policy on Related Party Transactions, in suppression of the shareholders' resolution passed at an Extra-Ordinary General Meeting ("EGM") of the Company held on June 20, 2025 and based on approval of the Audit Committee of the Company, approval of the members of the Company be and is hereby accorded to the '**Board**' (which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolutions) to continue with the existing contracts/arrangements/transactions and/ or enter into and/or execute new contract(s)/ arrangement(s)/ transaction(s) with respect to giving loans (including by way of inter-company loan or subscription to debentures)/investment in securities /guarantees/ providing securities, to 'Energy In Motion Limited' ("EIM"), an Associate Entity and a related party within the meaning as per Regulation 2(1)(zb) of the listing Regulations and Section 2(76) of the Act, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company or along with its subsidiary(ies), for an aggregate value which shall at no point of time exceed INR. 1,300 Crores (Indian Rupees One Thousand and Three Hundred Crores Only) in accordance with the sub-limits as set out in explanatory statements subject to such contracts/ arrangements/ transactions being carried out at arm's length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board of Directors/committees be and are hereby authorized for the purpose of giving effect to this resolution in its absolute discretion as it may deem beneficial and in the best interest of the Company, the aforementioned financial assistance, investment in securities/ loan and/or guarantee and/or security shall only be utilized by the borrower/s only for the purpose of its principal business activities, this resolution shall remain in full force and effect until amended or rescinded by the Board and a new resolution is passed by the members in this connection all actions taken by the Board in connection with any matter(s) referred to or contemplated in any of the foregoing resolution/s be and are hereby approved, ratified and confirmed in all respects.

RESOLVED FURTHER THAT the Board of Directors of the Company and Key Managerial Personnel of the company be and are hereby severally authorized to negotiate, finalize and agree to the terms and conditions of the aforesaid loans/guarantees/securities/investments etc. and to take all necessary steps, to execute all such documents, instruments and writings and to do all such acts, deeds or things incidental or expedient thereto and to settle any question, difficulty or doubt that may arise for the purpose of giving effect to the above resolution."

**By Order of the Board of Directors
For Ravindra Energy Limited**

Sd/-

Madhukar Shipurkar

Company Secretary & Compliance Officer

ICSI Mem. No: A64947

Place: Belgaum

Date: December 05, 2025

Notes:

1. The relevant Explanatory Statement pursuant to the provisions of Section 102(1) and 110 of the Act, read together with Rule 20, 22 of the Companies (Management and Administration) Rules, 2014 and other applicable laws as amended, setting out the material facts relating to the aforesaid resolution and the reasons thereof is annexed hereto and forms part of this Notice.
2. The Company is sending this Notice only in electronic form to those members whose names appear on the Register of Members/List of Beneficial Owners as received from the Company's Registrar and Share Transfer Agent/Depositories and whose e-mail addresses are registered with the Company/ KfinTech Registrar and Share Transfer Agent/ Depository Participant(s), as on the Cut-Off date i.e. November 28, 2025.
3. Only those members whose names appear in the Register of Members / List of Beneficial Owners as on the Cut-Off date shall be eligible to cast their votes through Postal Ballot by remote e-voting. The voting rights of the members shall be in proportion to their share of the paid-up equity share capital of the Company as on the Cut-Off date. Once the vote on the resolution is cast by the member, he/she shall not be allowed to change it subsequently. A person who is not a member on the Cut-Off date should treat this Notice for information purposes only.

It is however, clarified that all 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 their e-mail addresses with RTA evoting@kfintech.com, with copy marked to company secretarial@ravindraenergy.com, a copy marked to Madhukar.shipurkar@ravindraenergy.com. Members shall be entitled to vote in relation to the aforementioned resolution in accordance with the process specified in this Notice.

4. The remote e-voting shall commence on Sunday, December 7, 2025, at 9:00 a.m. (IST) and shall conclude on Monday, January 5, 2026, at 5:00 p.m. (IST). During this period, Members of the Company holding shares in physical or electronic form as on the Cut-Off date may cast their vote electronically. The remote e-voting module shall be disabled by KFinTech for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast the vote again.
5. The resolutions, if passed with requisite majority through Postal Ballot, shall be deemed to be passed on the last date specified for remote e-voting i.e. Monday, January 05, 2026. Further, resolutions passed by the members through Postal Ballot shall be deemed to have been passed at a general meeting of the members.
6. The Board of Directors have appointed M/s. Sanjay Dholakia & Associates, Practicing Company Secretaries (Membership No. FCS 2655, CP No. 1798) as the Scrutinizer to scrutinize the postal ballot voting process in a fair and transparent manner.

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7. The Scrutinizer will submit his report to the Chairman of the Company or any other person as authorized by the Chairman after completion of scrutiny of the e-voting, and the result of the voting by Postal Ballot will be announced within two working days from the conclusion of the e-voting period i.e. on Wednesday, January 07, 2026. The Scrutinizer's decision on the validity of votes cast will be final.
8. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.ravindraenergy.com and on the website of KFinTech at <https://evoting.kfintech.com> and the same shall also be communicated to the BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE'), being the stock exchanges where equity shares of the Company are listed for further dissemination.
9. All the material documents referred to in the Notice will also be available for inspection only through electronic mode on all working days, without any fee, from the date of circulation of this Notice until the last date of receipt of votes by e-voting. Members desirous of inspecting the documents referred to in the Notice or Statement may send their requests to secretarial@ravindraenergy.com / madhukar.shipurkar@ravindraenergy.com from their registered e-mail addresses mentioning their names, folio numbers/DP ID and Client ID.
10. Members who have not registered their e-mail addresses so far are requested to support this green initiative by registering/ updating their e-mail addresses, as specified hereunder, so that they can receive the Postal Ballot Notice and other communications from the Company electronically:
 - (a) in respect of shares held in electronic form – by connecting with their respective Depository Participants; and
 - (b) in respect of shares held in Physical form- Requests can be emailed to inward.ris@kfintech.com, secretarial@ravindraenergy.com / madhukar.shipurkar@ravindraenergy.com or 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.
11. Dispatch of this Notice and the Explanatory Statement shall be published through an advertisement in one Regional Newspaper, widely circulated at district where registered office of the company is situated (in vernacular language i.e., Kannada) and one English newspaper having country-wide circulation (in English Language).
12. The votes in this Postal Ballot cannot be exercised through proxy.
13. In respect of any grievances in relation to the Postal ballot e-voting, the members may please connect with the Company Secretary and Compliance Officer with the details as follows:

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Name: **Madhukar Shipurkar**

Designation: Company Secretary and Compliance Officer

Registered office: BC 105, Havelock Road, Camp, Belgaum – 590001, Karnataka, India.

Email id: madhukar.shipurkar@ravindraenergy.com / secretarial@ravindraenergy.com ;

Phone No: +91-831-2406600

14. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form, are therefore requested to submit the PAN to their Depository Participants (DPs) with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN details to the Registrar and Transfer Agent of the Company KFinTech.

Further, SEBI has mandated to update PAN and Bank particulars with the RTAs, to exercise enhanced due diligence to streamline and strengthen the procedures and processes with regard to handling and maintenance of records, transfer of securities and payment of dividend / interest / redemption by the RTAs, Issuer Companies and Bankers to Issue.

Accordingly, the shareholders whose ledger folios do not have or having incomplete details with regard to PAN and Bank particulars are requested to compulsorily furnish the details to the RTA for registration in the folio. As per the records with RTA, your folio needs to be updated with the PAN / complete Bank details so that the investments held by you will be fully protected with proper KYC compliance.

15. Awareness about Online Resolution of Disputes in the Indian Securities Market through Online Dispute Resolution ('ODR') Portal:
- i. This is to inform the Members that the Securities and Exchange Board of India ("SEBI") vide circular no. SEBI/HO/OIAE/OIAE_IAD1/P/CIR/2023/131 dated July 31, 2023 issued guidelines for online resolution of disputes in the Indian securities market through establishment of a common ODR Portal which harnesses online conciliation and online arbitration for resolution of disputes arising between investors/clients and listed companies (including their RTA's) or specified intermediaries/regulated entities in the securities market.
 - ii. SEBI vide circular no. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, has further clarified that the investor shall first take up his/her/their grievance with the Market Participant (Listed Companies, specified intermediaries, regulated entities) by lodging a complaint directly with the concerned Market Participant. If the grievance is not redressed satisfactorily, the investor may escalate the same through the SCORES Portal in accordance with the process laid out. After exhausting the above options for resolution of

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the grievance, if the investor is still not satisfied with the outcome, he/ she/they can initiate dispute resolution through the ODR Portal.

- iii. The SMART ODR Portal can be accessed at: <https://smartodr.in/login>.

16. 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 9th 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. 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 KFinTech e-voting system in case of Members holding shares in physical and non-individual Members in demat mode.

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

Type of Member	Login
Individual Members holding securities in demat mode with NSDL	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp . 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 or joining virtual meeting & voting during the meeting.

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	2. Existing Internet-based Demat Account Statement (“IDeAS”) facility Users: - Visit the e-services website of NSDL https://eservices.nsdl.com either on a personal computer or on a mobile. - 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. - 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. - Click on company name i.e. Ravindra Energy Limited or ESP i.e. KFinTech. - Members will be re-directed to KFin’s website for casting their vote during the remote e-voting period. 3. Those not registered under IDeAS: - Visit https://eservices.nsdl.com for registering. - Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - Visit the e-voting website of NSDL https://www.evoting.nsdl.com. - 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. - 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. - After successful authentication, Members will be redirected to NSDL Depository site wherein they can see e-voting page. - Click on company name i.e Ravindra 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. - 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  App Store  Google Play  
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Type of Member	Login Method
Individual Members holding securities in demat mode with CDSL	1. Existing user who have opted for Electronic Access To Securities Information (“Easi/ Easiest”) facility: i. Visit https://web.cdslindia.com/myeasitoken/Home/Login or www.cdslindia.com. ii. Click on New System Myeasi. iii. Login to Myeasi option under quick login. iv. Login with the registered user ID and password. v. Members will be able to view the e-voting Menu. 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. 2. User not registered for Easi/ Easiest i. Visit https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration or https://web.cdslindia.com/myeasitoken/Registration/EasiestRegistration for registering. ii. Proceed to complete registration using the DP ID, Client ID (BO ID), etc. iii. After successful registration, please follow the steps given in point no. 1 above to cast your vote. 3. Alternatively, by directly accessing the e-voting website of CDSL i. Visit www.cdslindia.com. ii. Provide demat account number and PAN. iii. System will authenticate user by sending OTP on registered mobile and email as recorded in the demat Account. 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. Ravindra Energy Limited or select KFin. v. Members will be re-directed to the e-voting page of KFin to cast their vote without any further authentication.
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 Ravindra Energy Limited or ‘KFin’. v. Members will be redirected to e-voting website of KFinTech 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.

Login type	Helpdesk details
Securities held with NSDL	Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in 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 helpdesk.evoting@cdslindia.com or contact at 022-62343625, 022-62343626, 022-62343259

II. Login method for e-voting for Members other than Individual's Members holding shares in demat mode and Members holding securities in physical mode.

A. MEMBERS WHOSE EMAIL IDS ARE REGISTERED WITH THE COMPANY / DEPOSITORY PARTICIPANTS(S), WILL RECEIVE AN EMAIL FROM KFINTECH WHICH WILL INCLUDE DETAILS OF E-VOTING EVENT NUMBER (EVEN), USER ID AND PASSWORD.

They will have to follow the following process:

- i. Launch internet browser by typing the URL: <https://emeetings.kfintech.com>.
- ii. Enter the login credentials (i.e., User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, 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.
- iii. After entering these details appropriately, click on "LOGIN".
- iv. 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.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt the Member to select the "EVENT" i.e., 'Ravindra Energy Limited' and click on "Submit"
- vii. 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".

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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.

- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately.
- 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/s.

B. MEMBERS WHOSE EMAIL ID'S ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORY PARTICIPANTS(S), AND CONSEQUENTLY THE NOTICE DOCUMENT AND E-VOTING INSTRUCTIONS CANNOT BE SERVICED, WILL HAVE TO FOLLOW THE FOLLOWING PROCESS:

- i. Members who have not registered their email address, thereby not being in receipt of the Notice document and e-voting instructions, may temporarily get their email address and mobile number submitted with KFinTech, by accessing the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>
- ii. Members are requested to follow the process as guided to capture the email address and mobile number for receiving the soft copy of the Notice and e-voting instructions along with the User ID and Password. In case of any queries, Members may write to einward.ris@kfintech.com.
- iii. Alternatively, Members may send an e-mail request at the email id einward.ris@kfintech.com along with scanned copy of the request letter, duly signed, providing their email address, mobile number, self- attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Notice and the e-voting instructions or at at <https://kprism.kfintech.com/signup>.
- iv. After receiving the e-voting instructions, please follow all the above steps to cast your vote by electronic means.

Other Instructions:

- I. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting.
- II. The voting rights of Members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, November 28, 2025.

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III. Any person holding shares as of the cut-off date may obtain the User ID and Password in the manner as mentioned below:

a) If the mobile number of the Member is registered against Folio No. / DP ID Client ID, the

Member may send SMS:

MYEPWD<space>E-voting Event Number + Folio No. or DP ID Client ID to

+91 92129 93399

Example for NSDL: MYEPWD<SPACE> IN12345612345678

Example for CDSL: MYEPWD<SPACE> 1402345612345678

Example for Physical: MYEPWD<SPACE> XXX1234567890

b) If email ID of the Member is registered against Folio No. / DP ID Client ID, then on the home page of [https:// evoting.kfintech.com](https://evoting.kfintech.com), the Member may click 'Forgot password' and enter Folio No. or DP ID Client ID and PAN to generate a password.

c) Members may call on the tollfree number 1800 309 4001.

d) Members may send an email request to: evoting@kfintech.com. If the Member is already registered with the KFinTech e-voting platform then such Member can use his / her existing User ID and password for casting the vote through remote e-voting.

General Guidelines for Members:

1. Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signatures of the duly authorised signatory(ies) who are authorised to vote on their behalf. The documents should be emailed to einward.ris@kfintech.com with the subject line "**RAVINDRA ENERGY LIMITED** Postal Ballot YEAR 2025".
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on <https://evoting.kfintech.com> to reset the password.
3. 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 contact KFin at the email ID evoting@kfintech.com or call KFin's toll free No.: 1800 309 4001 for any further clarifications/ technical assistance that may be required.



STATEMENT PURSUANT TO SECTION 102(1) AND 110 OF THE COMPANIES ACT, 2013 ('ACT') READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.

The following Statement sets out all material facts relating to the Special Business proposed in this Postal Ballot Notice.

ITEM 1: TO APPROVE THE APPOINTMENT OF MR. APURVA CHANDRA (DIN: 02531655) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Pursuant to the provisions of Sections 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations, 2015") read with the Articles of Association of the Company, The Nomination and Remuneration Committee of the Company after evaluating and considering the skills, experience and knowledge that would be available to the Board of Directors, recommended to the Board of Directors, appointment of Mr. Apurva Chandra (DIN: 02531655) as an Independent Director of the Company. The Board of Directors, at their meeting held on November 5, 2025 considered the recommendation and appointed Mr. Apurva Chandra (DIN: 02531655), with effect from November 5, 2025, as an Additional Director, designated as an Independent Director of the Company for a period of 5 (five) consecutive years to hold office until November 4, 2030, subject to approval of the members.

The Company has received all statutory disclosures and declarations necessary for directorship from Mr. Apurva Chandra, including, written consent to act as director (Form DIR-2) as per the Companies (Appointment and Qualifications of Directors) Rules, 2014, intimation confirming non-disqualification under Section 164(2) of the Act (Form DIR-8), declaration of meeting independence criteria under Section 149(6) of the Act and SEBI Listing Regulations, 2015, written notice by a member proposing his candidature under Section 160(1) of the Act, confirmation of compliance with Appointment Rules (Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, regarding registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs and a declaration pursuant to BSE Circular No. LIST/COMP/14/2018-19 dated 20th June, 2018 and NSE Circular No. NSE/ CML/2018/24 dated 20th June, 2018 that he has not been debarred from holding office of a Director by virtue of any Order passed by the Securities and Exchange Board of India / Ministry of Corporate Affairs or any such statutory authority..

In the opinion of the Board of Directors, Mr. Apurva Chandra fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Mr. Apurva Chandra

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is independent of the management and possesses appropriate skills, experience, knowledge and capabilities, required for the role of Independent Director.

Brief Profile:

Mr. Apurva Chandra (DIN: 02531655), is retired senior Indian Administrative Service (IAS) officer of the 1988 Maharashtra cadre and has over 36 years of experience in public administration, policy formulation and industrial development. During his distinguished career, he has served as Secretary in the Ministry of Health & Family Welfare, Ministry of Information & Broadcasting and Ministry of Labour & Employment. He was also Director General (Acquisition) in the Ministry of Defense, Principal Secretary (Industries) in the Government of Maharashtra and Joint Secretary in the Ministry of Petroleum & Natural Gas. He has also served on reputed international bodies like International Labour Organisation.

During his service he has held various Board positions in following Government entities:

- GAIL (India) Limited
- Petronet LNG
- Mahanagar Gas Limited
- MOIL Limited
- Maharashtra Industrial Development Corporation (MIDC)
- SICOM Limited
- Maharashtra Airport Development Corporation
- Maharashtra Maritime Board

Mr. Apurva Chandra is post graduate in engineering stream he has done Master's in Structural Engineering and Bachelor's in Civil Engineering from Indian Institute of Technology (IIT) Delhi. In addition to his qualifications in engineering stream he has done Diploma in Business Finance from Institute of Chartered Financial Analysts of India and has also obtained Accountancy Certificate from London School of Economics.

The necessary skills essential for the efficient operation of the Board of the Company include leadership qualities, industry knowledge and experience, understanding of relevant laws, rules, regulation and policy, corporate governance, financial expertise, risk management, global experience / international exposure and the Board believes that the appointment of Mr. Apurva Chandra is justified due to the relevant skills, leadership qualities, industry knowledge, experience and expertise possessed by him.

Details of Mr. Apurva Chandra pursuant to the provisions of (i) Listing Regulations; and (ii) Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, are provided in the “**Annexure A**” to this Postal Ballot Notice.

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Mr. Apurva Chandra shall be only sitting fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board of Directors, reimbursement of expenses for participating in the Board and other meetings.

In accordance with the provisions of Sections 149, 150, 152 read with Schedule IV to the Act, other applicable provisions of the Act, and listing regulations, appointment of Mr. Apurva Chandra as an Independent Director requires approval of members of the Company. Further, in terms of Regulation 25(2A) of the Listing Regulations, appointment of Mr. Apurva Chandra as an Independent Director requires approval of members of the Company by passing a special resolution. Accordingly, the approval of members is sought for appointment of Mr. Apurva Chandra as an Independent Director of the Company.

Copy of the letter of appointment issued to Mr. Apurva Chandra setting out the terms and conditions of appointment is available for inspection by the members electronically. Members seeking to inspect the same can send an email to secretarial@ravindraenergy.com with copy marked to Madhukar.shipurkar@ravindraenergy.com. Mr. Apurva Chandra is interested in the resolution set out at Item No. 1 of this Postal Ballot Notice with regard to his appointment. Relatives of Mr. Apurva Chandra may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors commends the Special Resolution set out at Item No. 1 of this Postal Ballot Notice for approval by the members.

ITEM 2: TO APPROVE THE GIVING OF LOAN OR GUARANTEE OR PROVIDING SECURITY IN CONNECTION WITH THE LOAN AVAILABLE BY ANY OF THE COMPANY'S SUBSIDIARY(IES) OR ANY OTHER PERSON SPECIFIED UNDER SECTION 185 OF THE COMPANIES ACT, 2013

The provisions under section 185 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of the Board and its Powers) Rules 2014, stipulates that no company shall, directly or indirectly, advance any loan, including any loan represented by a book debt to, or give any guarantee or provide any security in connection with any loan taken by — (a) any director of company, or of a company which is its holding company or any partner or relative of any such director; or (b) any firm in which any such director or relative is a partner.

Further the proviso to Section 185 (1) allows a company to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any person in whom any of the director of the company is interested (as specified under section 185(2) of the Act), subject to the condition that (a) a special resolution is passed by

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the company in general meeting, (b) the loans are utilized by the borrowing company for its principal business activities.

For the purpose of growth and expansion of the company's business activities including but not limited to investment in renewable energy business, investment in electric vehicle business etc. and to render support for the business requirements of its Subsidiary Companies, Associates or Joint Venture, group entities and any other person in whom any of the Director of the Company may be deemed to be interested, it is proposed to give loan(s) including loans represented by way of book debt, intercompany loan or subscription to debentures, and/or guarantee(s) and/or security(ies) in connection with any loan taken/to be taken by any present/subsequent company(ies) which are group companies, associates, joint venture, or subsidiary company(ies), entity, body corporate, any other person in whom any of the director/s of the company is/are interested as specified in section 185(2) of the Act for an aggregate amount not exceeding INR. 1,300 Crores (Indian Rupees One Thousand and Three Hundred Crores Only) excluding the present/subsequent exemptions available to company under Companies Act, 2013 or any subsequent exemption would be granted for the sector in which company is operating.

Members are requested to note that the aforesaid proposal is in suppression of earlier limit of Rs. 300 crores approved by the shareholders at the Extra-Ordinary General Meeting of the Company held on June 20, 2025.

The members may note that, the Board of Directors of the Company would carefully evaluate the proposals and provide such loan including by way of inter-company loan or subscription to debentures,/ guarantee or security through deployment of funds out of surplus funds/internal resources/accruals/financial assistance from any banks/financial institutions/body corporates and/or any other appropriate sources, from time to time, at such rate of interest allowed under the Companies Act 2013, Income Tax Act, and such other applicable law, rules, regulation, Act and as agreed by the parties in the best interest of the Company, and shall be used by the borrowing company/entity/ any other person in whom any of the director/s of the company is/are interested for its principal business activities only.

The resolution as set forth in Item No. 2 of this Notice has been recommended by the Audit Committee at their meeting held on Friday, December 5, 2025 to the Board, and the Board has approved the same at their meetings held on the same date.

Except Mr. Narendra Murkumbi, Mr. Shantanu Lath, Dr. Vidya Murkumbi, Directors and their relatives, none of the other directors, Key Managerial Personnel of the Company or any of their relatives, are in any way concerned or interested, financially or otherwise, in the aforesaid special resolution, except to their equity holdings and Directorships in the Company.

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The Board of Directors commends the Special Resolution set out at Item No. 2 of this Postal Ballot Notice for approval by the members.

ITEM NO: 3: TO APPROVE MATERIAL RELATED PARTY TRANSACTION WITH ENERGY IN MOTION LIMITED

The provisions under Regulation 23(4) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with Schedule XII thereto, requires the prior approval of the shareholders through a resolution for all material related party transactions proposed to be entered into by the Company. Further, the provisions under Section 188 of the Companies Act, 2013 ('the Act') read with Rule 15 of the Companies (Meetings of the Board and its Powers) Rules, 2015 ("the Rules") states that no Company shall enter in to material related party transactions except with the consent of the members of the Company, where such transactions are either not (a) in the ordinary course of business or (b) on an arm's length basis.

The Company proposes to enter into certain related party transaction(s) within the meaning as per Regulation 2(1)(zc) of the listing regulations, by way of giving loan or guarantee or providing security to 'Energy In Motion Limited' ("EIM"), an Associate Entity and related party to the Company within the meaning as per Regulation 2(1)(zb) of the listing regulations read with Section 2(76) of the Act, for an aggregate value which shall at no point of time exceed INR. 1,300 Crores (Indian Rupees One Thousand and Three Hundred Crores Only).

Members are requested to note that the aforesaid proposal is in suppression of earlier limit of Rs. 300 crores approved by the shareholders at the Extra-Ordinary General Meeting of the Company held on June 20, 2025.

The transaction referred to above in entirety falls within the purview of Material Related Party Transaction in accordance with the provisions under Regulation 23(1) read with Schedule XII of the listing regulations, as the value of the proposed transaction i.e. INR 1,300 crores exceeds 10% of annual consolidated turnover of the Company. Accordingly, approval of the members is being sought for the proposed transaction.

The Board is of the view that, the Company is financially sound enough, even if it gives loan/guarantee(s)/providing security(ies)/makes investments in securities for an amount of up to INR. 1,300 Crores (Indian Rupees One Thousand and Three Hundred Crores Only) to EIM. Further the members are requested to note that, EIM shall use the proposed loan/guarantee/security provided for its principal business activities only.

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EIM's project involves - Building electric trucks and setting up a huge nationwide network of battery charging and swapping stations, which will be powered by clean energy from its parent, Ravindra Energy Limited (REL). The financial arrangement would help both the companies by providing EIM the necessary capital and giving REL a guaranteed, long-term customer for its renewable power.

The company has not paid or received any advance for the said transaction and the Company has considered all the factors relevant to the said transaction. The pricing and other commercial terms, of the transaction will be on arms' length basis and as per the applicable provisions of Companies Act, 2013 and rules made therein in relation to providing corporate guarantee/loan and investment in securities. The information as required pursuant to the provisions under Chapter IIIB of the SEBI Master Circular dated November 11, 2024, and Rule 15 of the Companies' (Meetings of the Board and its Powers) Rules, 2014 are provided in the "**Annexure B**" to this Postal Ballot Notice.

The resolution as set forth in Item No. 3 of this Notice has been recommended by the Audit Committee at their meeting held on Friday, December 5, 2025 to the Board, and the Board has approved the same at their meetings held on the same date. The company had placed relevant disclosure as required as per the provisions, regulations, guidelines, etc. before audit committee, and it has determined that, the promoter/s will not be benefit from this transaction at the expense of public shareholders. Further, the members are requested to note that the Audit Committee has reviewed the certificate received from Mr. Shantanu Lath, Chief Executive Officer and Mr. Vikas Pawar, Chief Financial Officer, confirming that the terms of the proposed Related Party Transaction, are in the interests of the Company.

Except Mr. Narendra Murkumbi, Mr. Shantanu Lath, Dr. Vidya Murkumbi, Directors and their relatives, none of the other directors, Key Managerial Personnel of the Company or any of their relatives, are in any way concerned or interested, financially or otherwise, in the aforesaid ordinary resolution, except to their equity holdings and Directorships in the Company.

The Board of Directors commends the Ordinary Resolution set out at Item No. 3 of this Postal Ballot Notice for approval by the members.

**By Order of the Board of Directors
For Ravindra Energy Limited**

Sd/-

Madhukar Shipurkar

Company Secretary & Compliance Officer

ICSI Mem. No: A64947

Place: Belgaum

Date: December 05, 2025

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Annexure A:

Details of Mr. Apurva Chandra (DIN: 02531655) pursuant to the provisions under Listing Regulations; and the Secretarial Standard on General Meetings:

Name of the Director	Mr. Apurva Chandra
DIN	02531655
Designation/category of director	Additional Director, Non-Executive (Independent)
Date of Birth/(Age)	19/09/1964 (61 years)
Qualifications	Mr. Apurva Chandra is post graduate in engineering stream and has done Master's in Structural Engineering and Bachelor's in Civil Engineering from Indian Institute of Technology (IIT) Delhi. In addition to his qualifications in engineering stream he has done Diploma in Business Finance from Institute of Chartered Financial Analysts of India and has also obtained Accountancy Certificate from London School of Economics
Date of first appointment on the Board	November 5, 2025
Details of Remuneration sought to be paid	As mentioned in the Explanatory Statement
Experience/brief profile/ nature of expertise in specific functional areas	As mentioned in the Explanatory Statement
Terms and conditions of appointment/ re-appointment	As mentioned in the Explanatory Statement
Directorships held in other companies (excluding foreign companies)	Mr. Apurva Chandra holds directorship in the following entities: • Sudarshan Chemical Industries Limited • Infrastructure Leasing and Financial Services Limited • CEAT Limited • Synergy Advanced Metals • IL & FS FINANCIAL SERVICES LIMITED
Memberships / Chairpersonship of committees across companies as on (only Statutory Committees as required to be constituted under the Act considered)	Committee Chairmanships and Memberships: 1. Sudarshan Chemical Industries Limited - Audit Committee – Member 2. Infrastructure Leasing and Financial Services Limited Audit Committee and Nomination and Remuneration committee - Member

Listed entities from which the Director has resigned in the past three years	Nil
In case of independent directors, the skills and capabilities required for the role and the manner in which the proposed person meets such requirements	As mentioned in the Explanatory Statement
Shareholding in the Company (equity) including shareholding as a beneficial owner as on November 05, 2025	1,000 Equity shares (0.00%)
Relationship with other Directors / Manager / Key Managerial Personnel	Mr. Apurva Chandra is not related to any other director or key managerial personnel of the Company
Number of Board Meetings attended during FY 2024-25	Not Applicable FY 2024-25 But, post his appointment w.e.f. November 5, 2025 - 2 meetings he has attended.
Remuneration last drawn	NA

Annexure B:

Information as required pursuant to the provisions under Chapter IIIB of the SEBI Master Circular dated November 11, 2024, and Rule 15 of the Companies' (Meetings of the Board and its Powers) Rules, 2014

Particulars of the Information	Information provided by the Management
PART A	
1. Basic Details of the Related Party	
Name of the Related Party	Energy In Motion Limited ("EIM") CIN: U29304KA2024PLC186460 Registration No. 186460 Incorporated on March 19, 2024 Registered office: BC 105 Havelock Road, Camp, Belgaum, Karnataka, India 590001.
Country of Incorporation of the Related Party	India
Nature of business of the related party	To carry on in India or abroad the business of providing energy services and energy storage services to electrical vehicles, manufacture of motor vehicle electrical equipment, such as generators, alternators, spark plugs, ignition wiring harnesses, power window and door systems, assembly of purchased gauges into instrument panels, voltage regulators, etc.
2. Relationship and Ownership of the Related Party	
Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following: - Shareholding of the listed entity/subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party. - Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary). - Shareholding of the related party, whether direct or indirect, in the listed	With 49.50% of the share capital in EIM being held by Ravindra Energy Limited ("the Company"), EIM is an associate entity of the Company. EIM does not hold any shares/stake directly or indirectly in the Company.

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entity/ subsidiary (in case of transaction involving the subsidiary).			
<i>Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/ related party has control.</i>			
<i>While calculating indirect shareholding, shareholding held by relatives shall also be considered.</i>			
3. Details of previous transactions with the related party			
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. <i>Explanation: Details need to be disclosed separately for listed entity and its subsidiary.</i>	Sr No.	Nature of Transaction	FY2024-25 (In Crores)
	1.	Equity investment	49.49
	2	Expenses Reimbursements	0.23 (repaid)
	3	Inter corporate loans/ Others (Interest on ICL)	13.41 (repaid)
	4	Corporate Guarantee	-
		Total	63.13
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.	Sr No.	Nature of Transaction	FY2025-26 (In Crores) Up to 30-09-2025
	1.	Equity investment	-
	2	Expenses Reimbursements	-
	3	Inter corporate loans/ Others (Interest on ICL)	-
	4	Corporate Guarantee	145
		Total	Rs 145 Crs
Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year	No such default was made by EIM was identified, since its incorporation in March 2024.		

4. Amount of the proposed transaction(s)	
Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.	The approval is sought for revision in limits for providing corporate guarantee, security or investing in securities issued by EIM as follows: i. Corporate Guarantee: from the existing limit of Rs 300 Cr to revised limit of Rs 1,000 Cr. ii. Investment in equity/other securities issued by EIM up to additional limit of Rs 250 Cr. iii. loan/inter corporate loan up to Rs 50 Cr.
Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes, it will be a material RPT in accordance with the provisions under Regulation 23 read with Schedule XII of the Listing Regulations.
Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year	Considering the proposed transaction limit of Rs. 1000 Cr for Corporate Guarantee, Rs 50 Cr for inter-corporate loans and Rs 250 Cr for investment in securities issued by EIM, the aggregate value of the proposed transaction would amount to 520% of the consolidated turnover of the Company.
Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)	NA
Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	Considering the proposed transaction limit of Rs. 1000 Cr for Corporate Guarantee, Rs. 50 Cr for inter-corporate loans and Rs. 250 Cr for investment in securities issued by EIM, the aggregate value of the proposed transaction would amount to 2,49,089.86% of the standalone turnover of EIM. (Note: Turnover of EIM as on March 31, 2025 was Rs. 52.19 lakhs, EIM has commenced its full-fledged operations from FY 2025-26)

Financial performance of the related party for the immediately preceding financial year: <i>Explanations: The above information is to be given on standalone basis. If standalone is not available, provide on consolidated basis</i>	<table> <tr> <th>Particulars</th><th>FY2024-25 (In Crores)</th></tr> <tr> <td>Turnover</td><td>0.59</td></tr> <tr> <td>PAT</td><td>(2.99)</td></tr> <tr> <td>Net Worth</td><td>97.42</td></tr> </table>	Particulars	FY2024-25 (In Crores)	Turnover	0.59	PAT	(2.99)	Net Worth	97.42
Particulars	FY2024-25 (In Crores)								
Turnover	0.59								
PAT	(2.99)								
Net Worth	97.42								
5. Basic details of the proposed transaction									
Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	It is proposed to provide inter corporate loan/ corporate guarantee/ security for loan/invest in securities issued by EIM an Associate entity and a related party to the Company.								
Details of each type of the proposed transaction	The approval is sought for revision in limits for providing corporate guarantee, security or investing in securities issued by EIM as follows: i. Corporate Guarantee: from the existing limit of Rs 300 Cr to revised limit of Rs 1,000 Cr. ii. Investment in equity/other securities issued by EIM up to additional limit of Rs 250 Cr. iii. loan/inter corporate loan up to Rs 50 Cr. This support is intended to finance the expansion and business projects of REL's Associate entity EIM.								
Tenure of the proposed transaction (tenure in number of years or months to be specified)	As still the financial facility proposal is under finalization process it is yet to be confirmed. Tenure for the proposed transactions shall be as follows: i. With respect to CG - up to 15 years or duration of loan to be borrowed by EIM whichever is lower; ii. Intercorporate loans - up to 12 months; and iii. Investment in equity/securities – Long term in nature.								
Whether omnibus approval is being sought?	No								

Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Up to September 30, 2025 company has provided corporate guarantee amounting to Rs. 145 Crores to EIM. The transaction which involves providing of loans by way of intercorporate loans, guarantees and investment in securities issued by EIM is for an aggregate limit of Rs. 1,300 crores, in suppression of the Rs. 300 crores limit as earlier approved by the shareholders at the Extra-Ordinary General Meeting of the Company held on June 20, 2025. Tenure for the proposed transactions shall be as follows: - With respect to CG - up to 15 years or duration of loan to be borrowed by EIM whichever is lower; - Intercorporate loans - up to 12 months; and - Investment in equity/securities – Long term in nature.
Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	EIM, an Associate entity in which the Company holds a 49.50% stake, needs a loan from a bank or financial institution for its principle business activities and requires the Company's corporate guarantee, inter corporate loan, security, investment in securities etc. as a financial assistance. The related party EIM is in a sound enough financial position with a paid-up capital of Rs. 100 Crores and has prospective business projects for expansion of the activities. Since corporate guarantee is a non-fund based contingent liability, it has no immediate financial impact on the Company. It is to be noted that, EIM is a separate entity having its own assets and financial resources. Additionally, the Company also proposes to provide to EIM with intercorporate loans or invest in the securities issued by EIM for business purposes, ensuring all terms comply strictly with the Companies Act, 2013, other

	relevant laws, and applicable SEBI regulations etc.
Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. <i>Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</i> a. Name of the director / KMP b. Shareholding of the director / KMP, whether direct or indirect, in the related party	Except Mr. Narendra Murkumbi, Mr. Shantanu Lath, Dr. Vidya Murkumbi, Directors and their relatives, none of the other directors, Key Managerial Personnel of the Company or any of their relatives, are in any way concerned or interested, financially or otherwise, in the transaction. Mr. Narendra Murkumbi, Non-Executive Director and promoter of REL is appointed as Managing Director in EIM an Associate entity for controlling and operation purpose. Mr. Narendra Murkumbi and Dr. Vidya Murkumbi, do not hold any individual shareholding in EIM. Mr. Shantanu Lath, whole-time director and chief executive officer of REL is holding 0.50% stake in EIM.
A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not Applicable for proposed transaction.
Other information relevant for decision making.	Requisite information is provided in the notice and explanatory statement under item no. 3.
PART B	
Disclosure only in case of transactions relating to loans and advances (other than trade advances) or inter-corporate deposits given by the listed entity or its subsidiary	
Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/housing finance companies.</i>	The transaction involves providing of a corporate guarantee by the Company in connection of borrowings by EIM which is a non-fund-based facility and a contingent liability on the Company. Accordingly, the disclosure with respect to source of funds is not applicable for such transaction. Further, the transaction may also involve providing of loans by the Company to EIM by way of inter-corporate loans and investment in securities issued by EIM. Such transaction shall be carried out of the retained earnings and such other allowable present and future funds of the company to invest in securities of EIM.

Where any financial indebtedness is incurred to give loan, inter-corporate deposit or advance, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i> a. Nature of indebtedness b. Total cost of borrowing c. Tenure d. Other details	The transaction involves providing of a corporate guarantee by the Company in connection of borrowings by EIM which is a non-fund-based facility and a contingent liability on the Company. Further, the transaction may also involve providing of loans by the Company to EIM by way of inter-corporate loans or investment in securities issued by EIM. Such transaction shall be carried out of the retained earnings and such other allowable present and future funds of the company to invest in securities of EIM and hence the disclosures with respect to nature of indebtedness, cost of borrowings and tenure are not applicable.
Rate of interest at which the listed entity or its subsidiary is borrowing from its bankers/ other lenders. <i>Note: (1) This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies. (2) Disclosure shall be made of borrowings undertaken by the listed entity with a comparable maturity profile to the loan/ICD being granted by the listed entity.</i>	8-10% per annum (linked to REL's borrowing cost).
Proposed interest rate to be charged by listed entity or its subsidiary from the related party.	Approximately 8%-10% per annum (linked to REL's borrowing cost)
Maturity / due date	As on date no such inter corporate loan granted by the Company is outstanding with EIM. The subsequent loan if any to be granted by the Company to EIM would be in the nature of inter-corporate loan with a tenure of one year, renewable on the same terms, in event of the same remaining outstanding at the end of the loan tenure.
Repayment schedule & terms	Not applicable - As on date no such inter corporate loan is outstanding with EIM. The subsequent loan if any to be granted by the Company to EIM would be in the nature of inter-corporate loan with a tenure of one year, renewable on the same terms, in event of the

	same remaining outstanding at the end of the loan tenure.
Whether secured or unsecured?	Loan to be given by the Company to EIM will be an unsecured but considered as good as inter corporate loan.
If secured, the nature of security & security coverage ratio	Not Applicable as the Company proposes to grant loans to EIM by way of inter-corporate loans.
The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the transaction	For principal business activities, operations and project purpose etc.
Disclosure only in case of transactions relating to investment made by the listed entity or its subsidiary	
Source of funds in connection with the proposed transaction. <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs/insurance companies/ housing finance companies.</i>	The transaction of investment in securities issued by EIM by way of right issue/preferential issue/ private placement/conversion of securities or such other allowable issue/allotment of securities under companies Act, 2013 and rules framed therein. The transaction shall be carried out of the retained earnings and such other allowable present and future funds of the company to invest in securities of EIM.
Where any financial indebtedness is incurred to make investment, specify the following: <i>Note: This item of disclosure is not applicable to listed banks/ NBFCs /insurance companies/housing finance companies</i> i. Nature of indebtedness ii. Total cost of borrowing iii. Tenure iv. Other details	The transaction shall be carried out of the retained earnings and such other allowable present and future funds of the company to invest in securities of EIM and Therefore, the disclosures with respect to nature of indebtedness, cost of borrowings and tenure are not applicable.
Purpose for which funds shall be utilized by the investee company.	For principal business activities, operations and project purpose etc.
Material terms of the proposed transaction	The investment of funds in the securities of EIM will be made as per the type of issue of securities of EIM such as investment in equity shares, preference shares, debentures, or such other securities as per Companies Act, 2013. The said investment is proposed to be made by subscribing, purchase, acquiring etc. as per right

	issue/private placement/ preferential issue, conversion of securities etc. or such other allowable manner of issue/ allotment/ investment/ transfer etc.
Disclosure only in case of guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary.	
a) Rationale for giving guarantee, surety, indemnity or comfort letter	For expansion of business activities and project purpose EIM has proposed to obtain loan from financial institution/ Bank/ NBFC/ Government/Semi Government Corporation etc. and would require corporate guarantee for this proposal, since this transaction would be non-fund and it would be contingent liability, it has no direct impact on the Company as EIM is a separate legal entity and has its own assets, project and funds etc. which will be provided as a security by EIM to lender.
b) Whether it will create a legally binding obligation on listed entity?	Yes, in event EIM fails to repay the borrowings availed and the guarantee is invoked by the lender(s).
Material covenants of the proposed transaction including:	
i. commission, if any to be received by the listed entity or its subsidiary;	No.
ii. contractual provisions on how the listed entity or its subsidiary will recover the monies in case such guarantee, surety, indemnity or comfort letter is invoked.	The recovery will be undertaken by way of monetization of investment made in EIM on periodical basis.
The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary.	The aggregate of corporate guarantees provided by the Company to its subsidiaries including associate entity amounts to Rs. 774.38 Cr with outstanding guarantees post repayment by the subsidiaries/associate entity amounting to Rs 479.40 Cr.
Additionally, any provisions required to be made in the books of account of the listed	

entity or any of its subsidiary shall also be specified.	No provision is required to be made, since it is contingent liability in the books of accounts of the company.
PART C	
Disclosure only in case of transactions relating to any loans and advances (other than trade advances), inter-corporate deposits given by the listed entity or its subsidiary.	
Latest credit rating of the related party	The related party EIM has a sound enough financial position with a paid-up capital of Rs. 100 Crores and prospective business projects for expansion of its business operations activities. Since EIM new entity incorporate in March, 2024 at present no such credit rating is available.
Default on borrowings, <i>if any</i>, over the last three financial years, by the related party from the listed entity or any other person and value of subsisting default. <i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i> In addition, state the following: a) Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b) Whether the related party has been declared a “willful defaulter” by any of its bankers and whether such status is currently subsisting; c) Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d) Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section	No such default was made by EIM was identified, since its incorporation in March 2024. No bank account of EIM has been classified as NPA. EIM has not been ever declared as a willful defaulter by any of the Banker. No application for commencement of insolvency resolution process or liquidation has been filed against EIM. EIM does not suffer from any disqualification as specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.

29A of the Insolvency and Bankruptcy Code, 2016. <i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed</i>	
Disclosure <i>only</i> in case of transactions relating to any investment made by the listed entity or its subsidiary	
Latest credit rating of the related party <i>Note:</i> <i>a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i> <i>b. This shall be applicable in case of investment in debt securities</i>	The related party EIM has a sound enough financial position with a paid-up capital of Rs. 100 Crores and prospective business projects for expansion of its business operations activities. Since EIM is a new entity incorporate in March, 2024, at present no such credit rating is available.
Whether any regulatory approval is required. If yes, whether the same has been obtained.	Not Applicable
Disclosure <i>only</i> in case of transactions relating to any guarantee (including performance guarantee in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter, by whatever name called, made or given by the listed entity or its subsidiary	
If guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee), surety, indemnity or comfort letter is given in connection with the borrowing by a related party, provide latest credit rating of the related party <i>Note:</i> <i>a. Standalone rating to be provided while option to provide structured obligation rating (SO rating) and credit enhancement rating (CE rating), if any.</i> <i>b. This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i>	The related party EIM has a sound enough financial position with a paid-up capital of Rs. 100 Crores and prospective business projects for expansion of its business operations activities. Since EIM is a new entity incorporate in March, 2024, at present no such credit rating is available.

Details of solvency status and going concern status of the related party during the last three financial years:	Energy In Motion entity is engaged in electrical vehicle business activities. EIM's vision is to provide an end-to-end solution for enabling corporates and their preferred transporter partners to transition to electric vehicles for their goods transport needs. In addition to manufacturing of Electric Trucks, EIM will build a battery swapping and charging network across India and supply renewable energy through its parent, Ravindra Energy Limited, for charging of the batteries. EIM is building a complete eco-system for heavy commercial e-vehicles, which includes: Battery Swapping + Charging Stations – enabling trucks to swap battery packs in minutes, ensuring near-zero downtime. Heavy Electric Trucks – in partnership with global manufacturers like Foton, offering advanced heavy-duty electric vehicles. Leasing & Finance Models – including battery pack leasing and pay-per-use options to reduce upfront costs for operators. Maintenance & Service Support – providing end-to-end lifecycle solutions for fleet operators. Heavy trucks form only a small percentage of vehicles on Indian roads but contribute disproportionately to vehicular emissions. With automated battery swaps taking as little as five minutes, EIM's solution addresses two major hurdles in EV adoption for freight operators — range anxiety and downtime. The related party EIM has a sound enough financial position with a paid-up capital of Rs. 100 Crores and prospective business projects for expansion of the activities. Net worth of EIM as on March 31, 2025 was Rs: 97.42 crores
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The value of obligations undertaken by the listed entity or any of its subsidiary, for which a guarantee, performance guarantee (in nature of security/contractual commitment or which could have an impact in monetary terms on the issuer of such guarantee) surety, indemnity or comfort letter has been provided by the listed entity or its subsidiary. Additionally, any provisions required to be made in the books of account of the listed entity or any of its subsidiary shall also be specified.	
Default on borrowings, if any, over the last three financial years, by the related party from the listed entity or any other person. <i>Note: This information may be provided to the extent it is available in the public domain or as may be provided by the related party upon request.</i> In addition, state the following: a)Whether the account of the related party has been classified as a non-performing asset (NPA) by any of its bankers and whether such status is currently subsisting; b)Whether the related party has been declared a “wilful defaulter” by any of its bankers and whether such status is currently subsisting; c)Whether the related party is undergoing or facing any application for commencement of an insolvency resolution process or liquidation; d)Whether the related party, not being an MSME, suffers from any of the disqualifications specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.	No such default was made by EIM was identified, since its incorporation in March 2024. No bank account of EIM has been classified as NPA. EIM has not been ever declared as a willful defaulter by any of the Banker. No application for commencement of insolvency resolution process or liquidation has been filed against EIM. EIM does not suffer from any disqualification as specified under Section 29A of the Insolvency and Bankruptcy Code, 2016.



<i>Note: Past defaults that are no longer subsisting and have been cured or regularized need not be disclosed.</i>	
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**By Order of the Board of Directors
For Ravindra Energy Limited**

Sd/-

Madhukar Shipurkar

Company Secretary & Compliance Officer

ICSI Mem. No: A64947

Place: Belgaum

Date: December 05, 2025

Registered Office: BC 105, Havelock Road, Camp, Belgaum – 590001, Karnataka, India.

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