



INDIAN ENERGY EXCHANGE LIMITED
CIN: L74999DL2007PLC277039

Regd. Office: 1st Floor, Unit No.1.14(a), Avanta Business Centre, Southern Park, D-2,
District Centre, Saket, New Delhi - 110017, India

Website: www.iexindia.com ; Email: compliance@iexindia.com
Tel. No. +91-011-3044 6511 +91-120-4648 100 Fax: +91-120-4648 115

Notice of 17th Annual General Meeting

NOTICE is hereby given that the 17th Annual General Meeting ("AGM") of the Members of the Indian Energy Exchange Limited will be held on **Tuesday, September 5, 2023, at 12:00 Noon IST** through Video Conferencing (VC) / Other Audio-Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon, and in this regard, to pass the following resolutions as **Ordinary Resolutions**:

(a) **"RESOLVED THAT** the Audited Standalone Financial Statements including the Balance Sheet of the Company as at March 31, 2023, the Statement of Profit and Loss, the Statement of Changes in Equity and the Cash Flow Statement for the year ended on that date together with all the notes annexed and the Directors' and Auditors' Reports thereon, placed before the meeting, be and are hereby considered and adopted."

(b) **"RESOLVED THAT** the Audited Consolidated Financial Statements including the Balance Sheet of the Company as at March 31, 2023, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity and the Cash Flow Statement for the year ended on that date together with all the notes annexed and the Auditors' Reports thereon, placed before the meeting, be and are hereby considered and adopted."

2. To approve and declare the payment of Final Dividend of Re. 1/- (Rupee One) per equity share of face value of Re. 1/- each for the financial year ended March 31, 2023, and in this regard, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT a final Dividend of Re.1/- per equity share of face value of Re.1/- each aggregating to Rs. 8916.92 Lakh, as recommended by the Board of Directors of the Company for the financial year ended March 31, 2023, be and is hereby declared and the same be paid to the eligible members of the Company as per the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015."

3. To appoint Mr. Amit Garg (DIN: 06385718) as director, liable to retire by rotation and in this regard, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Amit Garg (DIN: 06385718), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, who is liable to retire by rotation."

SPECIAL BUSINESS

4. To consider the re-appointment of Ms. Sudha Pillai (DIN: 02263950) as the Non-Executive Independent Director of the Company for second term of five consecutive years

In this regard, to consider and if thought fit, to pass the following resolution, with or without modification, as a **Special Resolution**:

"RESOLVED THAT pursuant to recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on July 08, 2023, and July 27, 2023, and pursuant to the provisions of Sections 149, 150, 152

read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as “the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for the re-appointment of Ms. Sudha Pillai (DIN: 02263950) whose current period of office is expiring on April 25, 2024 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with Regulation 16(1)(b) of SEBI Listing Regulations, as amended from time to time, and who is eligible for reappointment for a second term under the provisions of the Act and Rules made thereunder, SEBI Listing Regulations and as specified in Regulation 17 & 18 of the Central Electricity Regulatory Commission (Power Market) Regulations, 2021, as a Non-Executive Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a period of 5 (Five) consecutive years w.e.f. April 26, 2024 upto April 25, 2029 on the Board of the Company

RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of the SEBI Listing Regulations and other applicable provisions, if any, of the Act and the applicable Rules framed thereunder, the approval of Members of the Company be and is hereby accorded to continue the second term of Ms. Sudha Pillai (DIN: 02263950) as a Non-Executive Independent Director of the Company on attaining the age of 75 (seventy-five) years on May 1, 2025, on the same terms and conditions.

RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) or the Company Secretary of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

5. To consider the reappointment of Mr. Tejpreet Singh Chopra (DIN: 00317683) as the Non-Executive Independent Director of the Company for a second term of five consecutive years.

In this regard, to consider and if thought fit, to pass the following resolution, with or without modification, as a **Special Resolution**:

“RESOLVED THAT pursuant to recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors in their respective meetings held on July 08, 2023, and July 27, 2023, and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred as “the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred as “SEBI Listing Regulations”) (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for the re-appointment of Mr. Tejpreet Singh Chopra (DIN: 00317683) whose current period of office is expiring on March 4, 2024 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with Regulation 16 (1) (b) of SEBI Listing Regulations, as amended from time to time, and who is eligible for reappointment for a second term under the provisions of the Act and Rules made thereunder, SEBI Listing Regulations and as specified in Regulation 17 & 18 of the Central Electricity Regulatory Commission (Power Market) Regulations, 2021, as a Non-Executive Independent Director of the Company, whose term shall not be subject to retirement by rotation, to hold office for a period of 5 (Five) consecutive years w.e.f. March 5, 2024 upto March 4, 2029, on the Board of the Company

RESOLVED FURTHER THAT the Board of Directors (which term shall, unless repugnant to the context or meaning thereof, be deemed to include a duly authorised ‘Committee’ thereof) or the Company Secretary of the Company be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

6. To approve the enhancement in limit prescribed under Section 186 of the Companies Act, 2013.

In this regard, to consider and if thought fit, to pass the following resolution, with or without modification, as a **Special Resolution**:

“RESOLVED THAT pursuant to provisions of Section 186 and other applicable provisions of the Companies Act, 2013 read with the Rule 13 of the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which

term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this Resolution) to grant loans and advances or make investments in the securities of any other body corporate or provide securities or guarantees for such an amount that the aggregate of the loans and investments so far made, the amounts for which guarantee or security so far provided in connection with a loan to any other body corporate or person, along with the investment, loan, guarantee or security proposed to be made or given by the Company exceeds the limits prescribed under Section 186 of the Act, viz., 60% of the Company's paid-up share capital, free reserves and securities premium account or 100% of the Company's free reserves and securities premium, whichever is more, upon such terms and conditions as the Board may think fit, provided that the amount of such total loans or investments made, guarantees given and securities provided shall not at any time exceed Rs. 1000 Crores provided that the said limit shall not apply to the loan(s) or guarantee(s) given or security provided by the Company to its Wholly Owned Subsidiary Company or a Joint Venture Company (whether formed or to be formed), or the investment by way of

subscription, purchase or otherwise in for the Securities of the Company's wholly owned subsidiary company/ies, whether formed or to be formed.

RESOLVED FURTHER THAT Board of Directors of the Company be and is hereby authorized to do all such acts deeds and things as may be necessary in this regard including but not limited to the delegation of powers to any director or committee of Directors or any others person as it may deem fit subject to the provision of the Companies Act, 2013.”

By Order of the Board of Directors
Indian Energy Exchange Limited

Sd/-

Vineet Harlalka

CFO, Company Secretary & Compliance Officer
Membership No. ACS-16264

Date: 27 July 2023
Place: Noida

KEY INFORMATION:

S. No.	Particulars	Details
1	Link for attending live webcast of the Annual General Meeting ("AGM") through Video Conferencing ("VC")	https://emeetings.kfintech.com
2	Link for e-voting [remote/at the AGM]	https://evoting.kfintech.com
3	Registrar and Share Transfer Agent	<p>KFin Technologies Limited Unit: Indian Energy Exchange Limited Mr. Premkumar Nair E-mail: einward.ris@kfintech.com E-mail for e-voting: evoting@kfintech.com</p> <p>Address: Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India – 500032 WhatsApp Number: (91) 910 009 4099</p> <p>KPRISM: https://kprism.kfintech.com Corporate Website: https://www.kfintech.com Corporate Registry (RIS) Website Link: https://ris.kfintech.com Investor Support Centre Link: https://ris.kfintech.com/clientservices/isc</p>
4	Record date for payment of dividend	Friday, July 28, 2023
5	Cut-off for e-voting	Tuesday, August 29, 2023
6	Remote e-voting period	Commences at 9:00 AM IST on Thursday, August 31, 2023 and ends at 5:00 PM IST on Monday, September 4, 2023
7	Period for speaker registration and expressing views and sending queries, if any	From 9:00 AM to 5:00 PM (IST) on Wednesday, August 30, 2023.
8	Last date for declaration of e-voting results	Thursday, September 7, 2023 and the voting result will be available at below website(s) besides at website(s) of Stock Exchanges www.kfintech.com www.ixindia.com

NOTES:

1. Pursuant to General Circular No. 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Companies are allowed to hold Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the said Circulars, the AGM of the Company is being held through VC / OAVM.
2. As per provisions of the Companies Act, 2013 ("Act"), a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the company. Since this AGM is being held through VC / OAVM pursuant to the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through

- VC/OAVM and participate thereat and cast their votes through electronic voting (“e-voting”).
3. Body Corporates whose authorised representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company at compliance@iexindia.com, a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting through e-voting.
 4. Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.
 5. The Register of Members and Share Transfer Books will remain closed from Tuesday, August 29, 2023 to Tuesday, September 5, 2023 (both days inclusive) in terms of the provision of Section 91 the Companies Act, 2013 for the purpose of this AGM.
 6. The Explanatory Statement according to Section 102 of the Act setting out material facts concerning the business under Item Nos. 4 to 6 of the Notice is annexed hereto and the information/relevant details regarding the Director who are proposed to be appointed/re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 (“SEBI Listing Regulations”), and Secretarial Standard on General Meetings (“SS-2”), is enclosed as **Annexure-1**. The Director have furnished consent / declaration for his appointment / re-appointment as required under the Companies Act, 2013 and Rules made thereunder.
 7. The Facility of joining the AGM through VC / OAVM will be made available to at least 1,000 members on a first come first served basis as per the MCA Circular. However, the participation of members (holding 2% or more shares), promoters, and Institutional Investors, Directors, Key Managerial Personnel, Chairpersons of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee, Enterprise Risk Management Committee and other Committees and Auditors are not restricted on first come first serve basis.
 8. Institutional investors, who are members of the Company, are encouraged to attend and vote at the AGM of the Company.
 9. The Board of Directors at its meeting held on May 25, 2023, has recommended a final dividend of Re. 1/- per equity share of Re. 1/- each for the financial year ending March 31, 2023 subject to approval of the shareholders at this AGM.
 10. The Final dividend, if approved by the members at this AGM will be paid subject to deduction of tax deducted at source (“TDS”) to those shareholders whose names stand as beneficial owners as at the end of business hours on July 28, 2023 (“Record Date”) as per list to be furnished by National Securities Depository Limited (“NSDL”) and Central Depository Services (India) Limited (“CDSL”) in respect of shares held in electronic and physical form. Members holding shares in electronic form must intimate the changes, if any, to their respective Depository Participants (“DPs”) only.
 - 11.A) Kindly note that as per SEBI Listing Regulations it is mandatory for the company to print the bank account details of the investors in the dividend payment instrument. Hence, you are requested to register/ update your correct bank account/KYC details with the Company/RTA/ Depository Participant, as the case may be.

B) Shareholders are requested to follow the process as guided below to register their mandate for receiving Dividend directly in their Bank accounts.

Demat Holding: Members holding shares in dematerialized mode are requested to register / update their Bank details with their Depository Participant (NSDL/CDSL).

Physical Holding: Members holding shares in physical form are requested to submit particulars of their bank accounts in ‘Form ISR – 1’ along with the original cancelled cheque bearing the name of the Member to KFin / Company to update their bank account details. The Form ISR-1 can be downloaded from the Company’s website at <https://www.iexindia.com/InvestDisclosure.aspx?id=i nr7LBJ4hYM%3d&mid=Gy9kTd80D98%3d>.
 12. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates and self-attested copies of the PAN card of the holders for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making the requisite changes. The consolidation will be processed in demat form.
 13. SEBI vide its notification dated January 24, 2022 has amended Regulation 40 of the SEBI Listing Regulations and has mandated that all requests of transfer of securities including transmission and transposition requests shall be proceed only in dematerialized form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, Members are advised to get dematerialize the shares held by them in physical form.

Members can contact the Company or the Company's RTA, in this regard.

14. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by October 1, 2023, and linking PAN with Aadhaar by June 30, 2023 vide its circular dated March 16, 2023 ("SEBI Circular"). Shareholders are requested to submit their PAN, KYC and nomination details to the Company's RTA, KFin Technologies Limited, at inward.ris@kfintech.com.

The forms for updating the same are available at <https://www.ixindia.com/InvestDisclosure.aspx?id=jnr7LBJ4hYM%3d&mid=Gy9kTd80D98%3d>

Members holding shares in electronic form are, therefore, requested to submit their PAN to their DP.

In accordance with the applicable SEBI Circular, RTA is obligated to freeze folios of physical securities who has failed to furnish or update their KYC details. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31, 2025, the RTA / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and / or the Prevention of Money Laundering Act, 2002.

15. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the physical shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said forms can be downloaded from our website at www.ixindia.com and website of RTA at <https://ris.kfintech.com/>. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to Company's Registrar and Transfer Agent in case the shares are held in physical form.

16. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividends. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participant(s) of the Members. Members holding shares in demat form are requested to intimate any

change in their address and / or bank mandate immediately to their Depository Participants.

17. Members may note that the Income Tax Act, 1961, as amended by the Finance Act, 2020, mandated that dividend paid or distributed by a Company after April 01, 2020 shall be taxable in the hands of the Shareholders. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making the final dividend. In order to enable us to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with, the provisions of the Income Tax Act, 1961. Accordingly, in order to enable us to determine the appropriate TDS / withholding tax rate applicable/verify the documents and provides exemption, we request you to provide requisite details and documents on or before August 18, 2023 and also refer to the email sent to members in this regard.

18. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF") as per provisions of Section 124 of the Act and applicable IEPF rules. The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. Members who wish to claim Dividends, which remain unclaimed, are requested to either correspond with the Secretarial Department at the Company's corporate office or e-mailing at compliance@ixindia.com or the Company's RTA by e-mailing at inward.ris@kfintech.com for revalidation and encash them before the due dates.

19. Members are requested to note that, RTA of the Company have launched a mobile application -KPRISM and a website <https://kprism.kfintech.com/> for investors. Now members can download the mobile app and see their portfolios serviced by KFINTECH, check dividend status, request for annual reports, change of address, change / update Bank mandate and download standard forms. The android mobile application can be downloaded from Play Store by searching for "KPRISM".

DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:

20. In terms of sections 101 and 136 of the Act read with the rules made thereunder and MCA & SEBI Circulars, the listed companies may send the Notice of AGM and the Annual Report by electronic mode. In compliance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report is being sent

only through electronic mode to those Members whose email addresses are registered with the Company/ RTA/Depository Participants. Members may note that the Notice and Annual Report will also be available on the Company's website www.ixindia.com, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of Company's Registrar and Transfer Agent, KFin Technologies Limited ("KFIN") at <https://evoting.kfintech.com>.

21. For receiving all communication (including Annual Report) from the Company electronically:

- a. Members holding shares in physical mode and who have not registered / updated their email address with the Company are requested to register / update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at compliance@ixindia.com or to KFIN at inward.ris@kfintech.com
- b. Members holding shares in dematerialized mode are requested to register / update their email addresses with the relevant Depository Participant.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

22. The Company will provide VC / OAVM facility to its Members for participating at the AGM.

- a. Members will be able to attend the AGM through VC / OAVM at <https://emeetings.kfintech.com/> by using their e-voting login credentials.
- b. Members are requested to follow the procedure given below:
 - (i) Launch internet browser (chrome/firefox/safari) by typing the <https://emeetings.kfintech.com/>
 - (ii) Enter the login credentials (i.e., User ID and password for e-voting).
 - (iii) After logging in, click on the Video Conference tab and select the EVEN of the Company.
 - (iv) Click on the video symbol and accept the meeting etiquettes to join the meeting.
- c. Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and

Password may retrieve the same by following the procedure given in the remote e-Voting instructions.

- d. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox.
- e. Members will be required to grant access to the webcam to enable VC / OAVM.
- f. Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- g. Members who need assistance before or during the AGM, can contact KFIN on emeetings@kfintech.com or call on toll free numbers 1800-309-4001. Kindly quote your name, DP ID-Client ID / Folio no. and E-voting Event Number in all your communications.
- h. Facility for joining AGM through VC/ OAVM shall open at least 30 minutes before the commencement of the Meeting and shall be kept open throughout the proceedings of the AGM.

23. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

24. In the case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the AGM.

PROCEDURE FOR REMOTE E-VOTING AT THE AGM AND E-VOTING:

25. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFIN, on all the resolutions set forth in this Notice. The instructions for e-Voting are given below. Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again.

26. However, pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to 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.
27. 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. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
28. Further, the facility for voting through electronic voting system will also be made available at the Meeting ("Insta Poll") and members attending the Meeting who have not cast their vote(s) by remote e-voting will be able to vote at the Meeting through e-voting system available during the AGM.

Instructions for e-voting at the AGM are as under:-

- i. E-voting during the AGM is integrated with the VC / OAVM platform. The Members may click on the voting icon displayed on the screen to cast their votes.
 - ii. A Member can opt for only single mode of voting i.e., through Remote e-voting or voting at the AGM. If a Member cast votes by both modes, then voting done through Remote e-voting shall prevail and vote at the AGM shall be treated as invalid.
29. The Company has engaged the services of KFIN as the agency to provide e-voting facility. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the instructions given below.
30. The remote e-voting facility will be available during the following voting period:
- Commencement of remote e-voting:** 9:00 a.m. IST on Thursday, August 31, 2023.
- End of remote e-voting:** 5:00 p.m. IST on Monday, September 4, 2023.
- The remote e-voting shall not be allowed beyond the aforesaid date and time and the remote e-voting module shall be forthwith disabled upon expiry of the aforesaid period.
31. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e., Tuesday, August 29, 2023.
32. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@Kfintech.com. However, if he / she is already registered with KFIN for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
33. In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting, for Individual shareholders holding securities in demat mode." In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
34. The Board of Directors has appointed Mr. Ankit Jain, Partner of Agarwal S. & Associates, Practicing Company Secretary (ACS No. 31103 and COP No. 26724) as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.
35. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. Tuesday, September 5, 2023.
36. The Scrutinizer will, after the conclusion of e-voting at the Meeting, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman or a person authorized by him in writing.
37. The result of e-voting will be declared within two working days of the conclusion of the Meeting and the same, along with the consolidated Scrutinizer's Report, will be placed on the website of the Company: www.ixindia.com and on the website of KFIN at: <https://evoting.kfintech.com/>. The result will simultaneously be communicated to the stock exchanges.
38. Members seeking any information on the Company, its financial statements for the Financial Year ended March 31, 2023, or any matter to be placed at the AGM may visit the Company's website at www.ixindia.com or send their queries through email

on compliance@iexindia.com to the Company in advance before the date of the meeting to enable the Management to keep full information ready on the date of AGM.

39. As per Regulation 40 of SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from, April 1, 2019. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or RTA for assistance in this regard.
40. In accordance with the MCA Circulars, the Register of Directors and Key Managerial Personnel and their

shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of AGM along with the Annexures will be available for inspection on the date of AGM in electronic mode and shall remain open and be accessible to any Member upto the date of AGM. Members desiring inspection of statutory registers and other relevant documents may send their request in writing to the Company at compliance@iexindia.com

41. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / RTA.

INFORMATION AND INSTRUCTIONS RELATING TO E-VOTING ARE AS UNDER:

- Step 1** : Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.
Step 2 : Access to KFintech e-Voting system in case of shareholders holding shares in physical and non-individual shareholders in demat mode.

Details on Step 1 are mentioned below:

I) Login method for remote e-Voting for Individual shareholders holding securities in demat mode.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1. User already registered for IDeAS facility: <ol style="list-style-type: none"> I. Visit URL: https://eservices.nsdl.com II. Click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section. III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting” IV. Click on company name or e-Voting service provider and you will be re-directed to e-Voting service provider website for casting the vote during the remote e-Voting period. 2. User not registered for IDeAS e-Services <ol style="list-style-type: none"> I. To register click on link : https://eservices.nsdl.com II. Select “Register Online for IDeAS” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. Follow steps given in points 1. 3. Alternatively by directly accessing the e-Voting website of NSDL <ol style="list-style-type: none"> I. Open URL: https://www.evoting.nsdl.com/ II. Click on the icon “Login” which is available under ‘Shareholder/Member’ section. III. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password / OTP and a Verification Code as shown on the screen. IV. Post successful authentication, you will requested to select the name of the company and the e-Voting Service Provider name, i.e.KFintech. V. On successful selection, you will be redirected to KFintech e-Voting page for casting your vote during the remote e-Voting period.
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing user who have opted for Easi / Easiest <ol style="list-style-type: none"> I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com

- II. Click on New System Myeasi
- III. Login with your registered user id and password.
- IV. The user will see the e-Voting Menu. The Menu will have links of ESP i.e. KFinTech e-Voting portal.
- V. Click on e-Voting service provider name to cast your vote.

2. User not registered for Easi/Easiest

- I. Option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
- II. Proceed with completing the required fields.
- III. Follow the steps given in point 1.

3. Alternatively, by directly accessing the e-Voting website of CDSL

- I. Visit URL: www.cdslindia.com
- II. Provide your demat Account Number and PAN No.
- III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the demat Account.
- IV. After successful authentication, user will be provided links for the respective ESP, i.e. **KFinTech** where the e-Voting is in progress.

Individual Shareholder login through their demat accounts / Website of Depository Participant

- V. You can also login using the login credentials of your demat account through your DP registered with NSDL / CDSL for e-Voting facility.
- VI. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository website after successful authentication, wherein you can see e-Voting feature.
- VII. Click on options available against company name or e-Voting service provider – **KFinTech** and you will be redirected to e-Voting website of **KFinTech** for casting your vote during the remote e-Voting period without any further authentication.

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

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

Login type		Helpdesk details	
Securities held with NSDL			Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Securities held with CDSL			Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43 .

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders 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://evoting.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) '7489', 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 KFinTech 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, email 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 you to select the "EVEN" i.e., 'Indian Energy Exchange 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. 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. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), 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).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC /

OAVM on its behalf and to cast its vote through remote e-voting. together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id ankit.llb4@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name EVENT No."

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

- i. Members holding shares in physical mode are hereby notified that pursuant to SEBI General Circular dated March 16, 2023, all holders of physical shares can update/ register their contact details including the details of e-mail IDs by submitting the requisite Form ISR-1 along with the supporting documents with KFin.

ISR 1 Form can be downloaded at the following: <https://ris.kfintech.com/clientservices/isc/default.aspx>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

- ii. Members holding shares in dematerialized form are requested to register / update their e-mail addresses with their respective DPs

OTHER INSTRUCTIONS:

- i. **Speaker Registration:** The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from KFIN. On successful login, select 'Speaker Registration' which will opened on Wednesday, August 30, 2023 from 09:00 AM to 05:00 PM (IST). Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.

- II. **Post your Question:** The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from KFIN. On successful login, select 'Post Your Question' option which will opened from Friday, August 25, 2023 (09:00 AM) (IST) to Saturday, August 26, 2023, (05:00 PM) (IST).
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFIN Website) or at evoting@kfintech.com or call KFIN toll free No. 1-800-3094-001 for any further clarifications.
- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Tuesday, August 29, 2023, being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. In case a person (a person holding shares in physical mode and non-individual holders) has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-

voting, he/she may obtain the User ID and Password in the manner as mentioned below:

- i. 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 9212993399

Example for NSDL:

MYEPWD <SPACE> IN12345612345678

Example for CDSL:

MYEPWD <SPACE> 1402345612345678

Example for Physical:

MYEPWD <SPACE> XXXX1234567890

- ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <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.
- iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFinTech at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com .
- iv. The results of the electronic voting shall be declared to the Stock Exchanges after the AGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO. 4 & 5:

The Members of the Company at the 13th Annual General Meeting held on September 18, 2019, has approved the appointment of Ms. Sudha Pillai and Mr. Tejpreet Singh Chopra as the Non-Executive Independent Directors of the Company for a term of five (5) consecutive years in accordance with Section 149 of the Companies Act, 2013 ("the Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014. The present term of the said Independent Directors is given below:

Name of Director	Tenure (both days inclusive)	
	From	To
Ms. Sudha Pillai	April 26, 2019	April 25, 2024
Mr. Tejpreet Singh Chopra	March 5, 2019	March 4, 2024

Ms. Sudha Pillai & Mr. Tejpreet Singh Chopra will be completing their first term of office as Independent Directors of the Company on April 25, 2024, & March 4, 2024, respectively.

The Members are informed that, in terms of provisions of Sections 149(10), 152, 178 read with Schedule IV of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company but shall be eligible for re-appointment for another term for five consecutive years on passing of a special resolution by the Shareholders of the Company, provided that such re-appointment shall be based on the recommendations of the Nomination & Remuneration Committee ("NRC") after taking into consideration the performance evaluation of the Director(s) proposed to be re-appointed.

The Members are further informed that Ms. Sudha Pillai is presently 73 years old and the proposed second term will stretch beyond 75 years of her age, (She will attain 75 years of age on May 1, 2025), and Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI Listing Regulations"), provides that "no listed company shall appoint a person or continue the directorship of any person as a non-executive director who has attained the age of 75 years unless it is approved by the members by passing a special resolution to that effect" hence her continuation as a Non-Executive Independent Directors beyond 75 years too requires the approval of members by way of a special resolution. Ms. Sudha Pillai consistently demonstrates her physical well-being, and regularly attends the meetings of the Company. Her steadfast commitment is further accentuated by her enthusiastic and participatory contributions, which reflect her dedication and unwavering involvement in the proceedings.

The Performance evaluation of the aforementioned Independent Directors for FY23 was conducted by the entire Board (excluding the Directors being evaluated) for the criterion defined under the Performance Evaluation Policy of the Company, and according to the Performance Evaluation Report both the Directors were rated exceptionally good by the Board.

In view of the above, the NRC and the Board in their respective meetings held on July 08, 2023, and July 27, 2023, respectively, after taking into consideration the skills, expertise and competencies of both the Independent Directors and based on the performance evaluation, and contributions of both the Independent Directors in the Board and Committee meetings, are of the opinion that their continued association would be of immense benefit to the Company and accordingly, recommended and approved their re-appointment for a second term of 5(five) consecutive years subject to the approval of the Members of the Company and any other approval(s) as may be required from time to time.

The Company has received necessary declarations from Ms. Sudha Pillai and Mr. Tejpreet Singh Chopra, being eligible for re-appointment as Non-Executive Independent Directors for the second term, providing their consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. They are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013, as amended from time to time and declaration that they are not debarred from holding office of a director by virtue of any order passed by SEBI or any other such authority.

The Company has also received declarations from both the Directors confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013, under the Regulation 16(b) of the SEBI Listing Regulations, as amended from time to time and as specified in Regulation 17 & 18 of Central Electricity Regulatory Commission (Power Market) Regulations, 2021. The Company has also received notice pursuant to Section 160 of the Companies Act, 2013 from members proposing the candidature for appointment of aforesaid Independent Directors.

In the opinion of the Board, Ms. Sudha Pillai & Mr. Tejpreet Singh Chopra are the persons of integrity and fulfill the conditions specified in the Act, the SEBI Listing Regulations, and CERC (Power Market) Regulations, 2021 and are independent of the management, and both the persons possess the following core skills, expertise and competencies required for the role as an Independent Director, as have been identified by the Board of Directors of the Company:

Name of Director	Skills and competencies required and the manner in which the proposed Independent Director meets them.
<p>Ms. Sudha Pillai</p>	<p>(i) Strategic Planning Ms. Sudha Pillai, retired Indian Administrative Services Officer, has held high rank positions under Govt of India and has great competency in identifying and assessing strategic opportunities and threats. During her tenure as Independent Director in IEX, she has immensely contributed to developing effective strategies in the context of the strategic objectives of IEX, relevant policies and priorities.</p> <p>(ii) Governance, Risk & Compliance Ms. Sudha Pillai has vast experience in the application of corporate governance principles in commercial enterprises & other regulated entities. She is proficient in identifying the key risks in a wide range of areas including legal and regulatory compliances.</p> <p>(iii) Financial Performance Ms. Sudha Pillai was the first woman to be appointed as principal secretary finance in the government of Kerala. She is the Chairperson of the audit committee of IEX & holds chairpersonship(s) and membership(s) of audit committees of other reputed organizations. She has significant experience and ability to analyze key financial statements; critically assess financial viability and performance; contribute to strategic financial planning; oversee budgets and the efficient use of resources; and accountability.</p> <p>(iv) Public Policy She has over 45 years of rich experience in policy formulation relating to Technology Transfer, Foreign Investment and Competition Law, National Skill Development Policy and Safety, Health & Environment at Workplace. She has an expertise of broader public policy matters including the strategic priorities of government and the relationship between those priorities and the work of the public agency.</p>
<p>Mr. Tejpreet Singh Chopra</p>	<p>(i) Strategic Planning Mr. Tejpreet Singh Chopra, Founder & CEO of Bharat Light & Power Pvt Ltd (BLP Group), a leading renewable energy generation and technology companies in India, is a thought leader for identification and assessment of strategic opportunities and threats. In his previous roles in various businesses he has demonstrated his skill for strategic thinking and identifying key issues and opportunities for global businesses.</p>

Name of Director	Skills and competencies required and the manner in which the proposed Independent Director meets them.
	<p>(ii) Information Technology He possesses a good appreciation of technology and trends and has expertise and Knowledge of energy sector and emerging technologies.</p> <p>(iii) Financial Performance Mr. Tejpreet Singh Chopra possesses extensive expertise in analyzing financial statements, conducting thorough assessments of financial viability and performance, actively contributing to strategic financial planning, overseeing budgets and resource utilization effectively. He currently serves as a Member of the Audit Committee at Tube Investments of India Limited.</p> <p>(iv) Public Policy He is connected with several industry associations that collaborate closely with the government on policy matters. Through these associations, they actively contribute to enhancing efficiency, competitiveness, and business opportunities for industries by offering specialized services and establishing strategic global partnerships. His involvement in these associations has afforded him a profound understanding of public policy matters. Furthermore, he possess extensive experience in economic policy development and analysis, gained through his work in both the public and private sectors.</p> <p>(v) Power Sector He is the Founder & CEO of Bharat Light & Power Pvt Ltd (BLP Group), which is one of the leading renewable energy generation and technology companies in India. With extensive experience in the power sector, he excels in identifying and evaluating strategic opportunities and threats in the sector. Through his dedicated efforts, he has acquired extensive knowledge and expertise in the power industry.</p>

Accordingly, approval of the Members is being sought for the re-appointment of Ms. Sudha Pillai and Mr. Tejpreet Singh Chopra as Non-Executive Independent Directors of the Company, not liable to retire by rotation and who shall hold office for a second term of 5(five) Consecutive years effective from April 26, 2024 and March 05, 2024 respectively on the Board of the Company.

Brief profiles and other details for both the Directors as required under Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India are annexed to this Notice.

A copy of the draft letter for re-appointment setting out the terms and conditions of re-appointment of Independent Directors is available for inspection between 11:00 a.m. to 5:00 p.m. during office hours on all working days except Saturdays, Sundays and Holidays at the Registered Office of the Company.

Ms. Sudha Pillai and Mr. Tejpreet Singh Chopra are interested in this resolution and relatives of Ms. Sudha Pillai and Mr. Tejpreet Singh Chopra may be deemed to be interested in this 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 Person(s) of the Company, including their relatives are, in any way, concerned or deemed to be interested in the proposed Resolution. The Board of Directors of your Company recommends that the Special Resolutions under Item No. 4 & 5 be passed in the interest of your Company.

ITEM NO. 6

Pursuant to the provisions of Section 186 of the Companies Act, 2013 (the "Act") read with the Companies (Meeting of Board and its Powers) Rules, 2014 (the "Rules") (as amended from time to time), the Board of Directors of a Company can, subject to other conditions, give any loan to any person or body corporate, give any guarantee or provide security in connection with a loan to any other body corporate or person; and acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, any sum or sums of moneys, beyond the maximum permissible limit under Section 186 of the Act i.e. 60% of the paid-up capital of the Company and its free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, provided that if same is approved by the shareholders of the Company.

Your Company, from time to time, invests the surplus funds available with the Company in different Mutual Fund Schemes, Fixed Deposits and other Fixed Income Instruments like Commercial Papers (CPs), Bonds and Debentures, and securities of other bodies corporate etc. and presently all these investments are within the limits provided under Section 186 of the Act.

As on March 31, 2023, 60% of the paid-up share capital, free reserves and securities premium account amounts to Rs. 441 Crores while 100% of its free reserves and securities premium account amounts to Rs. 646 Crores. Therefore, the maximum limit available to the Company under Section 186(2) of the Act for making investments or giving loans or providing guarantees / securities in connection with a loan, as the case may be, is Rs. 646 Crores.

Out of the abovesaid available amount, as on March 31, 2023, the aggregate value of investments and loans made and guarantee and securities issued by the Company, as the case may be, amounts to Rs. 588 Crores and the remaining limit available with the Company in view of new investment opportunities for making such investments or giving loans or providing guarantees / securities in connection with a loan, as the case may be, is Rs. 58 Crores only.

In order to make optimum utilization of funds available with the Company, to achieve long term strategic and business objectives, and also to enable the Company to take hold of any other business propositions/opportunities that may arise in the foreseeable future, the Board of Directors of the Company proposed to make use of these funds by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate as and when required, in excess of the limits provided under Section 186 of the Act. Accordingly, the Board in its meeting held on July 27, 2023, subject to the approval of the Members of the Company, unanimously approved the aforesaid proposal for enhancing the limit of Section 186 of the Act.

In view of the above, the approval of the members is being sought to authorize the Board of Directors or duly constituted committee thereof, to make investment or give loan, give any guarantee and provide any security in excess of the limits provided under section 186 of the Act, but not exceeding Rs. 1,000 crores at any time, provided that the said limit shall not apply to the loan(s) or guarantee(s) given or security provided by the Company to its Wholly Owned Subsidiary Company or a Joint Venture Company (whether formed or to be formed), or the investment by way of subscription, purchase or otherwise in for the Securities of the Company's wholly owned subsidiary company/ies, whether formed or to be formed in line with the provisions of the Act.

The above proposal is in the interest of the Company and the Board recommends the Resolution as set out in Item No. 6 to be passed as a Special Resolution by the Members of the Company.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the resolution in Item no. 6 of the accompanying notice.

By Order of the Board of Directors
Indian Energy Exchange Limited

Sd/-

Vineet Harlalka

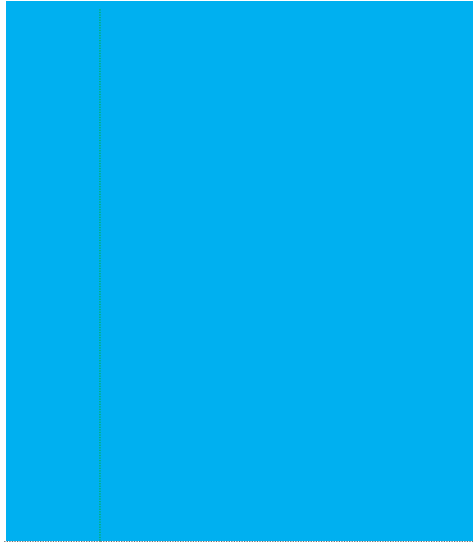
CFO, Company Secretary & Compliance Officer
Membership No. ACS-16264

Date: 27 July 2023
Place: Noida

Additional Information on Directors recommended for appointment/re-appointment as required under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, and Secretarial Standards-2 as prescribed by the Institute of Company Secretaries of India.

S. No.	Name of the Director	Mr. Amit Garg	Ms. Sudha Pillai	Mr. Tejpreet Singh Chopra
1.	DIN	06385718	02263950	00317683
2.	Age	55 Years	73 years	53 years
3.	Qualification	<ul style="list-style-type: none"> Chemical engineering from IIT Varanasi and PGDM from IIM Lucknow 	<ul style="list-style-type: none"> BA Honors Degree in English Literature (gold medalist) Master's degree in psychology (gold medalist) from Punjab University Master's degree in public administration from Kennedy School of Government School at Harvard University, USA with special areas of interest in Impact of Foreign Direct Investment on Employment & Growth, Macro Economic Policy, World Food System, Equity in Rural Development Policy, Leadership & Mobilization of Group Resources 	<ul style="list-style-type: none"> B.A. Honors degree in Economics from St. Stephen's College, Delhi University MBA degree from Cornell University
4.	Brief Profile	<p>He is a seasoned business professional with 30+ years of diverse functional experience across multiple industries. He has worked in companies like Asian Paints, Whirlpool and with HT Media Ltd. (Hindustan Times). He has been credited with turnaround of Hindi newspaper business for Hindustan Times and setting up the entire Digital portfolio for HT group. As Executive Director of Dalmia Bharat Group, he was responsible for new business investments and digitization of the group entities. Most recently he was the Managing Director of Hippo Stores , a retail venture in the building material space.</p>	<p>She is a retired Indian Administrative Services Officer of the 1972 batch with second rank on all India basis. One of the foremost women to serve in the Indian civil services, She was appointed as member secretary of the Planning Commission in 2010 in the rank of minister of state- the first woman to hold this office.</p> <p>She has over 45 years of rich experience in policy formulation relating to Technology Transfer, Foreign Investment and Competition Law, National Skill Development Policy and Safety, Health & Environment at Workplace. In her four-decade long career she has also served as union secretary of labor and employment and in the ministries of industry and corporate affairs. She was also the first. woman to be appointed as principal secretary finance in the government of Kerala. All through her career she focused on getting things done and made significant contributions to policy making and implementation.</p>	<p>He is the Founder & CEO of Bharat Light & Power, a leading renewable energy generation and technology companies in India. He has 18 years of global management and finance experience acquired in various business roles held in France, England, Hong Kong, India and USA, of which over 14 years were at General Electric. He was the President & CEO of General Electric in India, Sri Lanka & Bangladesh, until 2010, and was responsible for GE's strategies for growth in these countries.</p> <p>He is also involved in various industry associations. He is a member of the Council of Management of the All-India Management Association (AIMA) and Co-Chair of the World Economic Forum's, Global Future Council (GFC) on Advanced Energy Technologies</p>

5.	Terms and conditions of appointment or re-appointment	As per the Nomination, Remuneration & Board Diversity Policy of the Company as placed on the Company's website.		
6.	Details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Sitting fee for attending Board and Committee Meetings of the Company		
7.	Date of first appointment on the Board	May 14, 2020, as an Additional Non-Executive Director	April 26, 2019, as an Additional Non-Executive Independent Director	March 05, 2019, as an Additional Non-Executive Independent Director
8.	Shareholding in the Company	Nil	Nil	15,411 Equity Shares as on March 31, 2023 and on the date of this Notice.
9.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	None	None
10.	Number of Meetings of the Board attended during the year	6 (Six) out of 6 (Six)	6 (Six) out of 6 (Six)	4 (Four) out of 6 (Six)
11.	Other Directorships	None	<ol style="list-style-type: none"> 1. Jubilant Pharmova Limited 2. Jubilant Ingrevia Limited 3. Dalmia Cement (Bharat) Limited 4. Jubilant Generics Limited 5. Dalmia Bharat Limited 6. Amber Enterprises India Limited 7. SMFG India Home Finance Company Limited (Formerly known as Fullerton India Home Finance Company Limited) 	<ol style="list-style-type: none"> 1. Bharat Light and Power Private Limited 2. BLP Industry .AI Private Limited 3. SRF Limited 4. Gujarat Pipavav Port Limited 5. BLP Renewable Services Private Limited 6. Clean AF India Foundation 7. Tube Investments of India Limited 8. Bharat Light and Power Group Pte. Ltd. (Singapore) 9. Bharat Light and Power Investments Pte. Ltd. (Singapore) 10. Neemtreet Investment Advisors Pte. Ltd. (Singapore)
12.	Resignations from Directorships of Listed Entities in last three years	Nil	International Travel House Limited w.e.f. April 06, 2021.	Nil
13.	Membership/ Chairmanship of Committees of other Boards as on 31 st March, 2023	None	Amber Enterprises India Ltd. - Member of Audit Committee	SRF Limited - Chairman of Stakeholders' Relationship Committee



Jubilant Generics Limited - Chairperson of Audit Committee

Dalmia Bharat Limited - Member of Audit Committee

Jubilant Pharmova Limited - Member of Audit Committee

Dalmia Cement (Bharat) Limited - Chairperson of Audit Committee

SMFG India Home Finance Company Limited (Formerly known as Fullerton India Home Finance Company Limited) - Member of Stakeholders Relationship Committee & Chairperson of Audit Committee

Gujarat Pipavav Port Ltd.- Chairman of Stakeholders' Relationship Committee

Tube Investments of India Limited - Member of Audit Committee

Date: 27 July 2023
Place: Noida

By Order of the Board of Directors
Indian Energy Exchange Limited

Sd/-
Vineet Harlalka
CFO, Company Secretary & Compliance Officer
Membership No. ACS-16264