

CORRIGENDUM TO THE NOTICE OF EXTRAORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF ORIANA POWER LIMITED

This Corrigendum is being issued in continuation of the Notice dated May 18, 2024 convening the Extraordinary General Meeting (“EGM”) of ORIANA POWER LIMITED (“the Company”) on **Sunday, June 09, 2024 at 01:00 P.M.** (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) and corrigendum to the notice dated 03 June 2024 in this respect. The Notice of the EGM and corrigendum to the notice has been dispatched to the shareholders of the Company in due compliance with the provisions of the Companies Act, 2013 read with the relevant rules made thereunder. All other contents of the EGM Notice dated May 18, 2024 and corrigendum dated June 03, 2024, save and except as clarified, modified or supplemented by this Corrigendum, shall remain unchanged

It has been observed that in the corrigendum issued on 03 June 2024, it was mentioned that Mr. Sumit Chugh and Mr. Rajesh Kumar Gupta have become ineligible for allotment of securities on account of Regulation 159 (1) and 167 (6) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018. However, corresponding changes were not made at all relevant places in the notice and explanatory statement. We regret the oversight and hereby issue this corrigendum to rectify the same:

Correction of Information:

In all instances within the Notice and the Explanatory Statement, any reference to the allotment of securities to Mr. Sumit Chugh and Mr. Rajesh Kumar Gupta should be disregarded.

Accordingly, the relevant points of the Notice and the Explanatory Statement have been updated to reflect their ineligibility as per Regulation 159 (1) and 167 (6) of the SEBI ICDR Regulations, 2018.

1. Resolution No. 2 of the Notice of the Extra-Ordinary General Meeting dated May 18, 2024

We refer to heading of Resolution Number 2 of the Notice which pertains to seeking approval of the shareholders by way of a Special Resolution for ***“To consider and approve the issuance of upto 13,50,000 (Thirteen Lakh Fifty Thousand) Equity shares on preferential basis to the public”*** shall be substituted by ***“To consider and approve the issuance of upto 13,38,950 (Thirteen Lakh Thirty-Eight Thousand Nine Hundred Fifty) Equity shares on preferential basis to the public”***

Accordingly, the number of shares and the maximum amount being raised written in the resolution no. 2 of the Notice of EGM dated May 18, 2024, shall be substituted from 13,50,000 (Thirteen Lakh Fifty Thousand) to 13,38,950 (Thirteen Lakh Thirty-Eight Thousand Nine Hundred Fifty) and Total amount aggregating upto Rs. 2,45,70,00,000/- (Rupees Two Hundred Forty-Five Crore and Seventy Lakh only) to Rs. 2,43,68,89,000/- (Rupees Two Hundred Forty three Crore and Sixty Eight Lakh Eighty Nine Thousand only). The table containing the details of 164 allottees including the details of Mr. Sumit Chugh and Mr. Rajesh Kumar Gupta shall be omitted and shall be read accordingly.

2. Item No. 2 of the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

We refer to the Item No. 2 of the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, the table containing the details of 164 allottees including the details of Mr. Sumit Chugh and Mr. Rajesh Kumar Gupta shall be omitted and shall be read accordingly.

ORIANA POWER LIMITED (Formerly Known as Oriana Power Private Limited)

CIN: L35990DL2013PLC248685, Website: www.orianapower.com, Tel: +91-120-411-4695

Registered Office: Flat No. 412A, Building No. 43, Chiranjiv Tower, Nehru Place, New Delhi, South Delhi-110019.

Corporate Office: First Floor, C-103, Sector 2, Noida, Gautam Buddha Nagar, Uttar Pradesh-201301.

Similarly, on Page number 24 of the notice of EGM, the proposed allottees hold Equity shares includes the details of the allottees including the details of Mr. Sumit Chugh and Mr. Rajesh Kumar Gupta shall be omitted and shall be read accordingly.

3. **Point 2 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws”**

We refer to point number 2 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws” in the EGM Notice, the number of shares and the maximum amount being raised, shall be substituted from 13,50,000 (Thirteen Lakh Fifty Thousand) to 13,38,950 (Thirteen Lakh Thirty-Eight Thousand Nine Hundred Fifty) and Total amount aggregating upto Rs. 2,45,70,00,000/- (Rupees Two Hundred Forty-Five Crore and Seventy Lakh only) to Rs. 2,43,68,89,000/- (Rupees Two Hundred Forty-Three Crore and Sixty-Eight Lakh Eighty Nine Thousand only)

4. **Point 3 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws”**

We refer to point number 3 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws” in the EGM Notice, the amount of the object of the issue was mentioned in the previous corrigendum in crores which shall be substituted in lakhs.

5. **Point 6 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws”**

We refer to point number 6 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws” in the EGM Notice, the company intends to raise upto a maximum of Rs. 2,45,70,00,000 (Rupees Two Hundred Forty-Five Crore and Seventy Lakh only) shall be substituted by Rs. 2,43,68,89,000/- (Rupees Two Hundred Forty-Three Crore and Sixty-Eight Lakh Eighty Nine Thousand only)

6. **Point 7 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws”**

We refer to point number 7 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws” in the EGM Notice, the total number of shares 13,50,000 (Thirteen Lakh Fifty Thousand) shall be substituted by 13,38,950 (Thirteen Lakh Thirty-Eight Thousand Nine Hundred Fifty) fully paid-up equity shares.

7. **Point 10 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws”**

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We refer to point number 10 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws” in the EGM Notice, the table containing the details of 164 allottees including the details of Mr. Sumit Chugh and Mr. Rajesh Kumar Gupta shall be omitted and shall be read accordingly.

8. Point 16 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws”

We refer to point number 10 of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws” in the EGM Notice, the table showing the details of the 164 Proposed allottees including the details of Mr. Sumit Chugh and Mr. Rajesh Kumar Gupta shall be omitted and shall be read accordingly.

9. Point 24 (c) of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws”

We refer to point number 24 (c) of the Item No 02, of the explanatory statement, under the heading “Necessary Information/ disclosures in respect of the Proposed Preferential Issue in terms of Act and rules made thereunder and Chapter V of the SEBI ICDR Regulations and other applicable laws” in the EGM Notice, the statement “*However, as a good corporate governance, the valuation report as issued by Axiology Valuetech Private Limited Registered Valuer Entity (IBBI Registration No. IBBI/RV-E/05/2023/201) has been obtained.*” shall be substituted by “*The valuation report was obtained in comply with Clause 20 of the Articles of Association (AOA) of the company, which mandates that further issue of shares shall be offered if the price of such shares is determined by the valuation report of a registered valuer.*”

Recasting of voting Opportunity for Shareholders:

Shareholders who have already casted their votes on the resolutions proposed in the Notice of the EGM are being informed of these changes, will be provided with an option to revise or re-cast their votes, if they wish to do so, based on the corrected information. They can recast their vote on mail id of Scrutinizer rrassociatenoida@gmail.com till 11th June 2024 before 11:00 AM.

**By the order of the Board
For Oriana Power Limited
(Formerly Known As Oriana Power Private Limited)**

Tanvi Singh
Company Secretary and Compliance Officer
A69061

Date: June 07, 2024
Place: New Delhi

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