

**FURTHER NOTICE –
PREFERENCE SHAREHOLDERS**

RAIPUR ENERGEN LIMITED

Registered Office	:	Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad – 382 421, Gujarat, India
Tel No.	:	+91-79-26567555
CIN	:	U40108GJ2008PLC116835
Website	:	www.adanipower.com
E-mail	:	investor.apl@adani.com

ADJOURNED MEETING OF THE PREFERENCE SHAREHOLDERS

OF

RAIPUR ENERGEN LIMITED

ADJOURNED MEETING:

Day	Tuesday
Date	29 th November 2022
Time	2:00 p.m. IST (1400 hours)
Mode	Through Video Conference/Other Audio-Visual Means

REMOTE E-VOTING:

Start Date and Time	Friday, 25 th November 2022 at 9:00 a.m. IST (0900 hours)
End Date and Time	Monday, 28 th November 2022 at 5:00 p.m. IST (1700 hours)
Cut-off Date for E-Voting	Wednesday, 26 th October 2022

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL,

AHMEDABAD BENCH

CA (CAA)/51(AHM)2022

In the matter of the Companies Act, 2013;

And

In the matter of Sections 230 - 232 read with other relevant provisions of the Companies Act, 2013;

And

In the matter of Adani Power Maharashtra Limited;

And

In the matter of Adani Power Rajasthan Limited;

And

In the matter of Udupi Power Corporation Limited;

And

In the matter of Raipur Energen Limited;

And

In the matter of Raigarh Energy Generation Limited;

And

In the matter of Adani Power (Mundra) Limited;

And

In the matter of Adani Power Limited;

And

In the matter of Scheme of Amalgamation of Adani Power Maharashtra Limited and Adani Power Rajasthan Limited and Udupi Power Corporation Limited and Raipur Energen

Limited and Raigarh Energy Generation
Limited and Adani Power (Mundra) Limited
with Adani Power Limited;

Raipur Energen Limited, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad, Gujarat – 382 421, India.

... **Applicant Company 4/
Fourth Transferor Company**

**NOTICE CONVENING THE ADJOURNED MEETING OF THE PREFERENCE
SHAREHOLDERS OF RAIPUR ENERGEN LIMITED**

To,

All the preference shareholders of Raipur Energen Limited:

By an order dated 20th September 2022 read with the order dated 12th October 2022 passed on speaking to minutes (“**Order**”), the Hon’ble National Company Law Tribunal, Ahmedabad Bench (“**NCLT**”), *inter alia*, directed convening of a meeting of the preference shareholders of Raipur Energen Limited (hereinafter referred to as the “**Applicant Company 4**” or the “**Fourth Transferor Company**”, as the context may admit) on Tuesday, 1st November 2022 at 2:00 p.m. (1400 hours) IST through Video Conference (“**VC**”)/Other Audio Visual Means (“**OAVM**”), for the purpose of considering, and if thought fit, approving with or without modification(s), the arrangement embodied in the Scheme of Amalgamation of Adani Power Maharashtra Limited and Adani Power Rajasthan Limited and Udupi Power Corporation Limited and Raipur Energen Limited and Raigarh Energy Generation Limited and Adani Power (Mundra) Limited with Adani Power Limited (“**Scheme**”) pursuant to the provisions of Sections 230-232 of the Companies Act, 2013 and other applicable provisions thereof and applicable rules thereunder.

Pursuant to the Order passed by NCLT, a meeting of the preference shareholders of the Fourth Transferor Company was convened and held on Tuesday, 1st November 2022 at 2:00 p.m. (1400 hours) IST through VC/OAVM. Before the said meeting, the Chairman appointed by the NCLT received letters from majority in number of the preference shareholders of the Fourth Transferor Company requesting for the adjournment of the meeting. In such circumstances, during the meeting, the Chairman, appointed by the NCLT, ascertained the motion of adjournment of the meeting through voice vote. Upon ascertaining requisite voting through voice vote by the preference shareholders of the Fourth Transferor Company in favour of the adjournment of the meeting, the Chairman, appointed by NCLT, in exercise of his rights conferred in terms of the Order passed by NCLT read with the Articles of Association of the Fourth Transferor Company adjourned the meeting of the preference shareholders of the Fourth Transferor Company to be convened and held on Tuesday, 29th November 2022 at 2:00 p.m. (1400 hours) IST through VC/OAVM for the purpose of considering, and if thought fit, approving with or without modification(s), the arrangement embodied in the Scheme.

Accordingly, take notice that the adjourned meeting of the preference shareholders of the Fourth Transferor Company will be held on Tuesday, 29th November 2022 at 2:00 p.m. (1400 hours) IST through VC/OAVM. At the adjourned meeting, the resolution, as sought forth in the notice dated 23rd September 2022 (“**Notice**”), and sent earlier to the preference shareholders of the Fourth Transferor Company, will be considered, and if thought fit, be passed, with or without modification(s).

The contents of the Notice, other than the date and time of the remote e-voting and e-voting during the adjourned meeting as referred hereinabove, remain unaltered.

A copy of (a) the Scheme; (b) the explanatory statement under Sections 230(3), 232(1) and (2) and 102 of the Companies Act, 2013 read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder; and (c) the enclosures as indicated in the index to the Notice (collectively referred to as the “**Particulars**”) have already been sent earlier to the preference shareholders of the Fourth Transferor Company. If, any of the preference shareholders of the Fourth Transferor Company desire to have a copy of the aforesaid Particulars along with the present further notice, the same can be obtained free of charge, between 10:30 a.m. and 12:30 p.m. on all working days, at the registered office of the Fourth Transferor Company, up to the date of the adjourned meeting, at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar, Ahmedabad – 382 421, Gujarat, India, or from the office of its advocates, M/s Singhi & Co., Singhi House, 1, Magnet Corporate Park, Off Sola Bridge, S. G. Highway, Ahmedabad – 380 059, Gujarat, India.

The preference shareholders may note that the aforesaid Particulars along with the present further notice will be available on the website of Adani Power Limited at www.adanipower.com and on the website of Central Depository Services (India) Limited at www.evotingindia.com.

A person, whose name is recorded in the list of the preference shareholders of the Fourth Transferor Company as on Wednesday, 26th October 2022, i.e., Cut-Off Date, only shall be entitled to avail the facility of remote e-voting (revised dates are mentioned in the present further notice) as well as e-voting during the adjourned meeting.

The preference shareholders shall follow necessary instructions for remote e-voting and e-voting at the time of the adjourned meeting, as set out in the Notice.

If any preference shareholder has any query in respect of the present further notice, the preference shareholder may contact the Company Secretary, Mr. Deepak S Pandya on his mobile number 90999 00440 or at his email address at deepak.pandya@adani.com.

The NCLT has appointed Hon’ble Mr. Justice K. A. Puj, former judge of the High Court of Gujarat, and in his absence, Hon’ble Mr. Justice J. C. Upadhyaya, former judge of the High Court of Gujarat to be the Chairman of the meeting and in respect of any adjournment or adjournments thereof.

The Scheme, if approved at the adjourned meeting, will be subject to the subsequent approval of NCLT.

Sd/-
Justice K. A. Puj
Chairman appointed for the adjourned meeting

Dated this 9th November 2022

Registered office: Adani Corporate House,
Shantigram, Near Vaishno Devi Circle,
S. G. Highway, Khodiyar,
Ahmedabad – 382 421,
Gujarat, India.