NOTICE

NOTICE is hereby given that the 17th Annual General Meeting of the Members of **Bhilangana Hydro Power Limited** will be held on **Tuesday, September 26, 2023** at 2.00 p.m. at the Registered Office of the Company at Lohia Head Road, Khatima- 262308, District Udham Singh Nagar, Uttarakhand to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023 together with the reports of the Auditors thereon and of the Board of Directors thereon.

   "**RESOLVED THAT** the audited standalone and consolidated financial statements of the Company for the financial year ended March 31, 2023, together with the reports of the Auditors thereon and of Board of Directors be and are hereby received, considered and adopted."

2. To appoint a Director in place of Mr. Pramod Kumar Arora (DIN: 01898896), who retires by rotation and being eligible, offers himself for re-appointment.

   "**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, approval of the members of the Company, be and is hereby accorded for re-appointment of Mr. Pramod Kumar Arora (DIN: 01898896), as a Director, who shall be liable to retire by rotation."

SPECIAL BUSINESS:

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

   "**RESOLVED THAT** pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration of Rs. 40,000/- in addition to reimbursement of actual out of pocket expenses and applicable taxes payable to **M/s. Saurabh Mishra & Associates, Cost Accountants (Firm Registration No. 002680)**, Cost Auditor appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company pertaining to generation of power for the Financial Year 2023-24, be and is hereby approved and ratified."

By Order of the Board of Directors
For **Bhilangana Hydro Power Limited**

Place: Noida
Date: August 29, 2023

BHILANGANA HYDRO POWER LTD.

Amit Kumar
Company Secretary
ACS: 43654
Address: B 403, Krishna Apra Sapphire,
1/1 Vaibhav Khand, Indirapuram,
Ghaziabad-201014, Uttar Pradesh

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND ON A POLL, TO VOTE INSTEAD OF HIMSELF AND THAT THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

2. Proxies in order to be effective should be lodged with the company at its registered office, at least 48 hours before the commencement of the meeting.

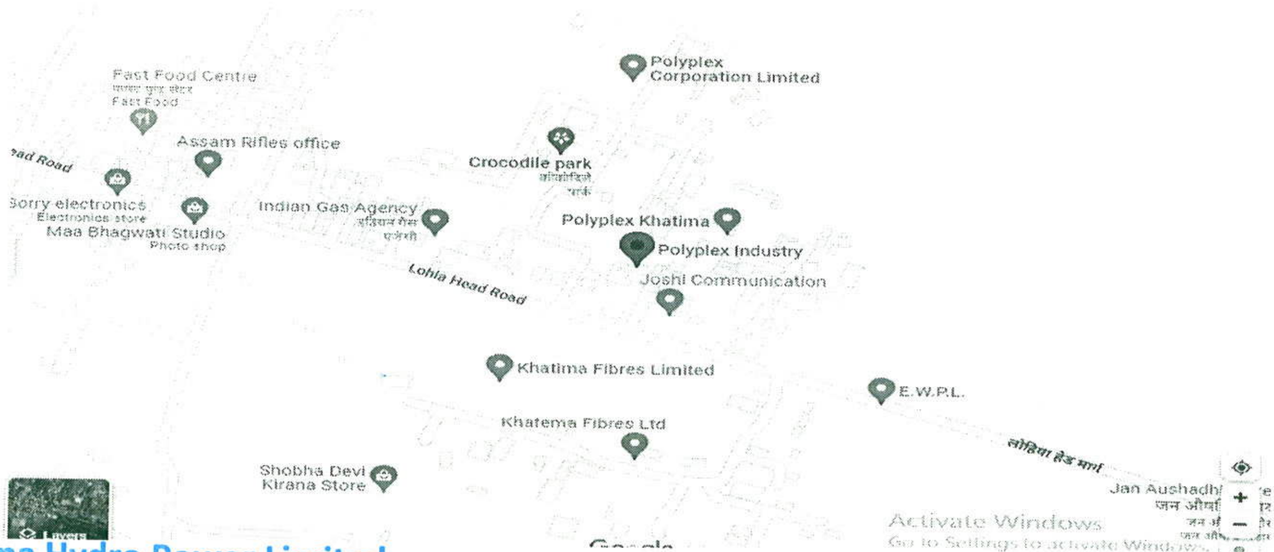
3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified true copy of the board resolution authorizing their representative to attend and vote on their behalf at the meeting.

4. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

5. The Explanatory Statement made pursuant to Section 102 (1) of the Companies Act, 2013 in respect of Special Business to be transacted at the Annual General Meeting, set out in the Notice, is enclosed hereto and forms part of the Notice.

6. Members / Proxies attending the Meeting should bring the Admission Slip, duly filled, for handing over at the venue of the meeting.

ROUTE MAP TO THE VENUE OF THE 17TH ANNUAL GENERAL MEETING ON TUESDAY, SEPTEMBER 26, 2023 AT 2.00 P.M.



Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of Special Business set out in the notice.

Item No. 3

The Board of Directors on the recommendation of Audit Committee has approved the re-appointment of M/s Saurabh Mishra & Associates, Cost Accountants (FRN: 002680), as Cost Auditor to conduct the audit of the cost records of the Company for the financial year 2023-24 at their meeting held on May 23, 2023.

As provided in Section 148 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 the remuneration payable to the Cost Auditor has to be ratified by the members of the Company.

None of the Directors, Key Managerial Personnel and their relatives are in any way, financially or otherwise concerned or interested, in this resolution.

Accordingly, your directors recommend this resolution for the approval of the Members by way of Ordinary Resolution.

By Order of the Board of Directors
For **Bhilangana Hydro Power Limited**

BHILANGANA HYDRO POWER LTD.

Amit Kumar
Company Secretary
ACS: 43654
Address: B-403, Krishna Apra Sapphire
1/1 Vaibhav Khand, Indirapuram,
Ghaziabad-201014, Uttar Pradesh

Place: Noida
Date: August 29, 2023

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3)of the Companies (Management and Administration) Rules, 2014*]*

CIN:	U40102UR2006PLC032491
Name of the company:	BHILANGANA HYDRO POWER LIMITED
Registered office:	Lohia Head Road, Khatima, Uttarakhand 262308

Name of the member (s):	
Registered address:	
E-mail Id:	
Folio No/ Client Id:	DP ID:

I/We, being the member (s) holding ....shares of the above named Company, hereby appoint:

1. Name: .... Address: .... E-mail Id: .... Signature.........., or failing him	2. Name: .... Address: .... E-mail Id: .... Signature: ....

as my/our proxy to attend and vote (on a poll) for me/us and on my/ourbehalf at the 17th Annual General Meeting of the Company, to be held on Tuesday, September 26, 2023 at 2.00 p.m. at Registered Office of the Company at Lohia Head Road, Khatima- 262308, District Udham Singh Nagar, Uttarakhand and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1.________________
2.________________
3. ________________

Affix Revenue Stamp

Signed this ___ day of ____, 2023

Signature of Shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be dulycompleted and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

BHILANGANA

Attendance Slip

I hereby record my presence at the 17th Annual General Meeting of the Company being held on Tuesday, September 26, 2023 at 2.00 p.m. at Registered Office of the Company at Lohia Head Road, Khatima- 262 308, District Udham Singh Nagar, Uttarakhand.

Name of the Member/ Proxy ____

(in Block letters)

Reference Folio / Client Id:____________________ DP ID ______________________________

No. of Shares held _________________

Signature of the Member/Proxy

Note:
Please complete this attendance slip and hand it over at the entrance of the venue of the Meeting.

Bhilangana Hydro Power Limited

CIN No.: U40102UR2006PLC032491 | **GSTIN:** 05AACCB7869H1ZG
Corporate Office: B-37, 3rd Floor, Sector - 1, Noida- 201301, Gautam Budh Nagar, (U.P.), India, Board: +91-120 4621300 | Fax: +91-120 4621333
Registered Office: Lohia Head Road, Khatima - 262308, District Udham Singh Nagar, Uttarakhand
Site: Bhilangana-III Power House, Village: Ragdi (Sankri), Tehsil: Ghansali, Tehri Garhwal - 249155 Uttarakhand
Website:www.indiahydro.in Email Id:phg.secretarial@polyplex.com