



**SEIL Energy India Limited**  
(Formerly Sembcorp Energy India Limited)  
CIN: U40103HR2008PLC095648

**Regd. Office:** 5th Floor, Tower C,  
Building No 8, DLF Cybercity,  
Gurgaon - 122002, Haryana, India  
Tel (91) 124 389 6700/01  
Fax (91) 124 389 6710  
E-mail: cs@seilenergy.com

## NOTICE OF EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF SEIL ENERGY INDIA LIMITED

Shorter Notice is hereby given that 35<sup>th</sup> Extra Ordinary General Meeting of the members of SEIL Energy India Limited, will be held on Thursday, November 23, 2023 at the Registered office of the Company at 5<sup>th</sup> Floor, Tower C, Building No. 8, DLF Cybercity, Gurugram - 122002, Haryana at 11.00 AM IST to transact the following special business:

SPECIAL BUSINESS	
ITEM # 1	<p><b>TO CONSIDER AND APPROVE THE ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY.</b></p> <p>To consider and if thought fit, to pass, with or without modifications the following resolution as <b>Special Resolution;</b></p> <p><b>“RESOLVED THAT</b> pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013 (the “Act”) read with Companies (Incorporation) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force), consent of the members be and is hereby accorded for altering the Articles of Association by inserting the following Article 131A in the existing Articles of Association of the Company:</p> <p><i>131A. Notwithstanding anything contained in these Articles but subject to the provisions of sections 68 to 70 and any other applicable provisions of the Act and the Rules made thereunder and any other Law for the time being in force, the Company may purchase its own shares or other specified Securities.</i></p> <p><b>FURTHER RESOLVED THAT</b> the Board of Directors of the Company be and are hereby severally authorized to do all such things and deeds and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”</p>

By order of the Board of Directors

**RAJEEV RANJAN**  
**COMPANY SECRETARY**  
**M. No. F6785**

Place: Gurugram  
Date : November 22, 2023



**SEIL Energy India Limited**  
(Formerly Sembcorp Energy India Limited)  
CIN: U40103HR2008PLC095648

**Regd. Office:** 5th Floor, Tower C,  
Building No 8, DLF Cybercity,  
Gurgaon - 122002, Haryana, India  
Tel (91) 124 389 6700/01  
Fax (91) 124 389 6710  
E-mail: cs@seilenergy.com

**Note:**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself. Such a proxy need not be a member of the Company. Proxies, in order to be valid and effective, must be received at the Company's registered office not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of companies, societies, partnership firms etc., must be supported by appropriate resolution/ authority as applicable, issued on behalf of the nominating organization. Proxy form is enclosed.
2. A person can act as proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company may appoint a single person as proxy and such person shall not act as proxy for any other member.
3. Corporate members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of board resolution on the letterhead of the company, signed by one of the directors or company secretary or any other authorised signatory named in the resolution, authorising their representatives to attend and vote their behalf at the meeting.
4. Every member entitled to vote at the meeting shall be entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of advance notice in writing of the intension to inspect is given to the Company.
5. Members/proxies should fill in the attendance slip for attending the meeting and bring with them the attendance slip. All the persons attending the meeting are advised to bring their original photo identity cards for verification.
6. The route map to the venue of the meeting is enclosed herewith and forms an integral part of the notice.

**By order of the Board of Directors**

**RAJEEV RANJAN**  
**COMPANY SECRETARY**  
**M. No. – F6785**

Place: Gurugram  
Date : November 22, 2023



**SEIL Energy India Limited**  
(Formerly Sembcorp Energy India Limited)  
CIN: U40103HR2008PLC095648

**Regd. Office:** 5th Floor, Tower C,  
Building No 8, DLF Cybercity,  
Gurgaon - 122002, Haryana, India  
Tel (91) 124 389 6700/01  
Fax (91) 124 389 6710  
E-mail: cs@seilenergy.com

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 IN RESPECT OF SPECIAL BUSINESSES SET OUT IN THE NOTICE CONVENING THE 35<sup>TH</sup> EXTRAORDINARY GENERAL MEETING OF SEIL ENERGY INDIA LIMITED TO BE HELD ON THURSDAY, NOVEMBER 23, 2023 AT 11.00 AM IST AT 5<sup>TH</sup> FLOOR, TOWER C, BUILDING NO.- 8, DLF CYBERCITY, GURUGRAM - 122002, HARYANA**

<b>ITEM NO. 1 OF SPECIAL BUSINESS</b>	<p>It is proposed to include the buyback clause in the existing Articles of Association of the Company to authorize the Company to buyback its own shares in accordance with the applicable provisions of the Companies Act, 2013 and other applicable laws and regulations.</p> <p>Considering the above, the Board of Directors of the Company by way of circulation on October 18, 2023, subject to the approval of the shareholders of the Company, inter alia approved the alteration of the Articles of Association of the Company to include provision for the buy back of its own shares.</p> <p>Pursuant to the provisions of section 14 of the Companies Act, 2013, alteration of articles requires approval of the members of the Company by way of a Special Resolution at the general meeting.</p> <p>Accordingly, the Board recommends the resolution set out at item number 1 of the Notice of EGM for alteration of Articles of Association of the Company, as Special Resolution for consideration and approval by members of the Company.</p> <p><b>Memorandum of concern or interest:</b></p> <p>None of the Directors, Key Managerial personnel, and relatives of Directors and/or Key Managerial personnel (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution, except in the ordinary course of business.</p> <p>Item No. 1 is recommended to the members for their approval.</p>
---	--

**By order of the Board of Directors**

  


**RAJEEV RANJAN**  
**COMPANY SECRETARY**  
**M. No. – F 6785**

Place: Gurugram  
Date: November 22, 2023



**SEIL Energy India Limited**  
(Formerly Sembcorp Energy India Limited)  
CIN: U40103HR2008PLC095648

**Regd. Office:** 5th Floor, Tower C,  
Building No 8, DLF Cybercity,  
Gurgaon - 122002, Haryana, India  
Tel (91) 124 389 6700/01  
Fax (91) 124 389 6710  
E-mail: cs@seilenergy.com

### ROUTE MAP TO THE VENUE





**SEIL Energy India Limited**  
(Formerly Sembcorp Energy India Limited)  
CIN: U40103HR2008PLC095648

**Regd. Office:** 5th Floor, Tower C,  
Building No 8, DLF Cybercity,  
Gurgaon - 122002, Haryana, India  
Tel (91) 124 389 6700/01  
Fax (91) 124 389 6710  
E-mail: cs@seilenergy.com

**SEIL ENERGY INDIA LIMITED**

**Regd. Off:** 5th Floor, Tower C, Building No.- 8, DLF Cybercity, Gurugram - 122002, Haryana  
Ph:0124-3896700; Fax: 0124 3896710 ; mail: [cs@seilenergy.com](mailto:cs@seilenergy.com)  
Website : [www.seilenergy.com](http://www.seilenergy.com)

**PROXY FORM (FORM NO. MGT-11)**

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

<b>CIN</b>	U40103HR2008PLC095648
<b>Name of the Company</b>	SEIL Energy India Limited
<b>Registered Office</b>	5th Floor, Tower C, Building No.- 8, DLF Cybercity, Gurugram - 122002, Haryana

<b>Name of the Member(s)</b>	
<b>Registered Address</b>	
<b>E-mail id</b>	
<b>Folio No/ Client Id</b>	
<b>DP Id</b>	

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

<b>Name</b>	
<b>Address</b>	
<b>E-mail ID</b>	
<b>Signature</b>	

Or failing him;

<b>Name</b>	
<b>Address</b>	
<b>E-mail ID</b>	
<b>Signature</b>	

Or failing him;

<b>Name</b>	
<b>Address</b>	
<b>E-mail ID</b>	
<b>Signature</b>	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the extraordinary general meeting of the Company, to be held on Thursday, November 23, 2023 at 11.00 AM at 5<sup>th</sup> Floor, Tower C, Building No.- 8, DLF Cybercity, Gurugram - 122002, Haryana and at any adjournment thereof in respect of such resolutions as are indicated overleaf:



**SEIL Energy India Limited**  
(Formerly Sembcorp Energy India Limited)  
CIN: U40103HR2008PLC095648

**Regd. Office:** 5th Floor, Tower C,  
Building No 8, DLF Cybercity,  
Gurgaon - 122002, Haryana, India  
Tel (91) 124 389 6700/01  
Fax (91) 124 389 6710  
E-mail: cs@seilenergy.com

Resolution No.	Resolution	For	Against
<b>SPECIAL BUSINESS</b>			
1.	TO CONSIDER AND APPROVE THE ALTERATION OF THE ARTICLES OF ASSOCIATION OF THE COMPANY	<input type="checkbox"/>	<input type="checkbox"/>

Signed this..... day of..... 2023.

Affix  
Revenue  
Stamp

Signature of shareholder

Signature of Proxy holder(s)

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. Those Members who have multiple folios with different joint holders may use copies of the Proxy Form.



**SEIL Energy India Limited**  
(Formerly Sembcorp Energy India Limited)  
CIN: U40103HR2008PLC095648

**Regd. Office:** 5th Floor, Tower C,  
Building No 8, DLF Cybercity,  
Gurgaon - 122002, Haryana, India  
Tel (91) 124 389 6700/01  
Fax (91) 124 389 6710  
E-mail: cs@seilenergy.com

**SEIL ENERGY INDIA LIMITED**

**Regd. Off:** 5th Floor, Tower C, Building No.- 8, DLF Cybercity, Gurugram - 122002, Haryana  
**Ph:** 0124-3896700; **Fax:** 0124 3896710 ; **mail:** [cs@seilenergy.com](mailto:cs@seilenergy.com)  
**Website :** [www.seilenergy.com](http://www.seilenergy.com)

**Attendance Slip for the 35<sup>th</sup> Extraordinary General Meeting**  
(to be handed over at the Registration Counter)

I/We hereby record my /our presence at the 35<sup>th</sup> Extraordinary General Meeting of the Company on Thursday, November 23, 2023 at 11.00 AM at the Registered office of the Company at 5<sup>th</sup> Floor, Tower C, Building No.- 8, DLF Cybercity, Gurugram - 122002, Haryana

NAME (S) AND ADDRESS OF THE MEMBER(S) _____ _____ _____
Folio No./DP ID No. and Client ID No * _____
Number of Shares _____

Please ✓ (tick) in the Box

Member

Proxy

\_\_\_\_\_  
First / Sole Holder/ Proxy

\_\_\_\_\_  
Second Holder/ Proxy

**NOTES:**

- I. Member / Proxy attending the Extraordinary General Meeting (EGM) must bring his / her Attendance Slip which should be signed and deposited before entry at the Meeting Hall.
- II. Duplicate Attendance Slip will not be issued at the venue.

\*Applicable only in case of investors holding shares in Electronic Form.