



## NOTICE OF 19<sup>TH</sup> ANNUAL GENERAL MEETING

NOTICE is hereby given that the Nineteenth Annual General Meeting of the Members of **Orb Energy Private Limited** will be held on Friday, the 29<sup>th</sup> Day of August, 2025, at 11.00 A.M (IST) at the registered office of the Company situated at 95 Digital Park Road, 2<sup>nd</sup> Stage, Yeshwanthapura, Bengaluru - 560 022 to transact the following businesses:

### ORDINARY BUSINESS:

#### **Item No. 1 - Adoption of Financial Statements**

To receive, consider and adopt the Audited Financial Statements for the financial year ended on 31<sup>st</sup> March, 2025 and the Reports of the Board of Directors' and Auditors' thereon.

### SPECIAL BUSINESS:

#### **Item No. 2 – Fixation of remuneration payable to M/s Girish & Associates, Cost Auditors, for the financial year 2025-26:**

To consider and if thought fit, to pass, with or without modification(s), the following resolution as 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 Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), a remuneration of Rs.147,000/- (Rupees One Lakh Forty Seven Thousand only) plus Goods & Service Tax & re-imburement of out-of-pocket expenses, as approved by the Board of Directors of the Company, payable to M/s. Girish & Associates, Cost Accountants (FRN: 101306; M.N. 22917), for conducting the Cost Audit of the Company for the financial year 2025-26, be and is hereby fixed”.

By order of the Board of Directors  
For **Orb Energy Private Limited**

A handwritten signature in blue ink, appearing to read "Naledath Palat Ramesh".

Naledath Palat Ramesh  
Director  
DIN: 00092330  
Address: E2-2064, “SOBHA ALTHEA”  
Harohalli, Yelahanka, Bengaluru - 560 064



Date: 4<sup>th</sup> August 2025  
Place: Bengaluru



Notes:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote in the meeting instead of himself /herself, and the proxy need not to be a member of the company. the instrument appointing a proxy should however be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting. A proxy form for the AGM is enclosed.
2. A person can act as a proxy for only 50 members and holding in aggregate not more than 10 percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.
3. Proxy holder shall prove his identity at the time of attending the meeting. A proxy Form which does not state the name of the proxy shall be considered invalid.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
5. Members/proxies/authorized representatives should bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
6. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board Resolution to the Company, authorizing their representatives to attend and vote on their behalf at the meeting.
7. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto and forming part of this Notice.
8. The Register of Directors and Key Managerial Personnel (KMP) and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
9. The Register of Contracts / Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
10. Route map of the AGM venue, pursuant to the Secretarial Standard on General Meetings, is also annexed.





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

**Item No. 2:**

The Board has approved the appointment of M/s Girish & Associates, Cost Accountants (Registration No. 22917) as the Cost Auditors for conducting the Cost Audit of the Company for the financial year 2025-26 at a remuneration of Rs. 147,000/- (Rupees One Lakh Forty-Seven Thousand only) plus Goods & Service Tax & re-imbursment of out-of-pocket expenses.

Pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, remuneration payable to M/s Girish & Associates, Cost Auditors, as stated above, requires fixation by the Members.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 2.

The Board recommends the resolution set forth in Item No. 2 for the approval of Members as an Ordinary Resolution.

By order of the Board of Directors  
For **Orb Energy Private Limited**

A handwritten signature in blue ink, appearing to read "Naledath Palat Ramesh".

**Naledath Palat Ramesh**

Director

DIN: 00092330

Address: E2-2064, "SOBHA ALTHEA"  
Harohalli, Yelahanka, Bengaluru - 560 064



Date: 4<sup>th</sup> August 2025

Place: Bengaluru.

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)

**ORB ENERGY PRIVATE LIMITED**  
(CIN: U31909KA2006PTC040346)

Regd. Office: 95 Digital Park Road, 2<sup>nd</sup> Stage, Yeshawanthapura, Bengaluru 560 022.

Email: [np.ramesh@orbenergy.com](mailto:np.ramesh@orbenergy.com)  
Tel. No. +91-80-67711300

Website: [www.orbenergy.com](http://www.orbenergy.com)

Name of the Member(s)	
Registered Address:	
E-Mail ID:	
Folio No.	

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

(1) Name .....Address.....

Email ID .....Signature..... or failing him/her

(2) Name.....Address.....

Email ID .....Signature.....or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 19<sup>th</sup> Annual General Meeting of the Company to be held on Friday, the 29<sup>th</sup> Day of August, 2025 at 11.00 A.M. (IST) at the Registered Office of the Company at 95 Digital Park Road, 2<sup>nd</sup> Stage, Yeshawanthapura, Bengaluru and at any adjournment thereof in respect of such resolutions as are indicated below:

RESOLUTION NOS.

**ORDINARY BUSINESS:**

1. Adoption of Directors' Report, Audited Financial Statements for the year ended on 31<sup>st</sup> March, 2025 and Auditors' Report thereon.

**SPECIAL BUSINESS:**

2. Fixation of remuneration of Cost Auditors.

Signed on: .....

Signature of the Shareholder:

Signature of Proxy holder(s):



**Note: 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.**

**ORB ENERGY PRIVATE LIMITED  
(CIN: U31909KA2006PTC040346)**

Registered. Office: 95 Digital Park Road, 2<sup>nd</sup> Stage, Yeshawanthapura,  
Bengaluru - 560 022

Email: [np.ramesh@orbenergy.com](mailto:np.ramesh@orbenergy.com)  
Telephone. No. +91-80-67711300

Website: [www.orbenergy.com](http://www.orbenergy.com)

**ATTENDANCE SLIP**

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. Joint shareholders may obtain additional attendance slips on request. (Folio Nos., Name of the Shareholder / Joint holders / Proxy in BLOCK LETTERS to be furnished below).

Shareholder/Proxyholder	Folio No.	No. of Shares Held

I hereby record my presence at the 19<sup>th</sup> Annual General Meeting of the Company, to be held on Friday, the 29<sup>th</sup> Day of August, 2025 at 11.00 A.M. (IST) at the Registered Office of the Company at 95 Digital Park Road, 2<sup>nd</sup> Stage, Yeshawanthapura, Bengaluru 560022.

SIGNATURE OF THE  
SHAREHOLDER OR PROXY: .....

**Note:**

1. Shareholders / Proxy holders are requested to bring the Attendance Slip with them when they come to the Meeting and hand it over at the gate after affixing their signature on it.
2. Shareholders are requested to advise, indicating their Folio Nos. the change in their address, if any, to the Company.

# Route map of the AGM venue

Google Maps

