

30th January 2025

BSE Limited

P J Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 958017

Dear Sir,

Subject: Notice of Extra-Ordinary General Meeting of the Company

This is to inform you that the Extra-Ordinary General Meeting of the Company will be held on Tuesday, 4th February 2025 at 3.00 p.m. at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S G Highway, Khodiyar, Ahmedabad 382 421 at a shorter notice.

Pursuant to Regulation 50(2) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we are submitting herewith Notice of Extra-Ordinary General Meeting of the Company which is being sent through electronic mode to the Members.

Kindly take the same on your records.

Thanking you,
Yours faithfully,
For Alipurduar Transmission Limited

Pooja Somani
Company Secretary
Encl: a/a

NOTICE

Notice is hereby given that the Extra-Ordinary General Meeting of the Members of Alipurduar Transmission Limited will be held on Tuesday, 4th February 2025 at 3.00 p.m. at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S G Highway, Khodiyar, Ahmedabad 382 421 at a shorter notice to transact the following businesses:

SPECIAL BUSINESS**1. To appoint Mr. Kunjal Mehta (DIN: 08787106) as a Director of the Company**

To consider and, if thought fit, to pass, with or without modifications, the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 152, 160 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, Mr. Kunjal Mehta (DIN: 08787106), who was appointed as an Additional Director (Non-Executive) by the Board of Directors of the Company w.e.f. 17th January 2025 pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation in accordance with the provisions of Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

For and on behalf of the Board
Sd/-
Pooja Soman
Company Secretary

Date: 17th January 2025

Place: Ahmedabad

Registered Office:

Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar Ahmedabad Gujarat 382421
CIN: U40109GJ2015PLC095114

ANNEXURES:

- A. Explanatory Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 and Details of Directors seeking Appointment.
- B. Consent for Shorter Notice



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NOTES:

1. A member entitled to attend and vote at a meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. The instrument appointing proxy should however be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.
2. All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 1.00 p.m. on all days except Saturdays, Sundays and public holidays, from the date hereof up to the date of the Extra-Ordinary General Meeting.
3. Explanatory Statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013 is annexed hereto and forms a part of this notice.
4. A Corporate Member intending to send its authorized representatives to attend the Meeting in terms of Section 113 of the Companies Act, 2013 is requested to send to the Company a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the Meeting.
5. Members who have not registered their e-mail address with the Company are requested to register their e-mail address and notify any change thereof to the company so as to enable the Company to send the notices of General Meetings electronically. Members who have already registered their e-mail address with the Company are requested to keep the Company updated of any change therein.
6. This EGM is being convened and held at a shorter notice than the statutory required minimum of twenty-one clear days. Pursuant to proviso to Section 101(1) of the Act, an EGM may be called after giving a shorter notice, if consent is given in writing or by electronic mode by not less than ninety-five percent of the members entitled to vote thereat. Accordingly, the Members are requested to provide their consent to convene the proposed Extra-Ordinary General Meeting at a shorter notice (in the form attached as Annexure- B to this notice) to the Company prior to Extra-Ordinary General Meeting

ANNEXURE A**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

In terms of the provisions of Section 102 of the Companies Act, 2013 ("the Act"), Secretarial Standard on General Meetings ("SS-2"), the following statement sets out the material facts relating to Agenda item as set out in this Notice.

Item No 1: To appoint Mr. Kunjal Mehta (DIN: 08787106) as a Director of the Company

Mr. Kunjal Mehta (DIN: 08787106) was appointed as an Additional Director (Non-Executive) of the Company w.e.f. 17th January 2025, based on recommendation of Nomination and Remuneration Committee.

Pursuant to Regulation 17(1C) of SEBI Listing Regulations, the Company is required to take approval of Members for appointment of a person on the Board of the Company at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

Mr. Mehta possesses the requisite skills, experience, knowledge and capabilities identified by the Board and required for the role of a Director of the Company. Considering his vast experience, the Board believes that his appointment shall be in the best interest of the Company. Mr. Mehta is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given consent for appointment as a Director.

The Company has, in terms of Section 160(1) of the Act, received notice in writing, proposing his candidature for appointment as a Director. Further, he is not debarred from holding the office of a Director by virtue of any order passed by SEBI or any other such authority pursuant to circulars dated 20th June, 2018, issued by the BSE Limited and the National Stock Exchange of India Limited pertaining to enforcement of SEBI Orders regarding appointment of Directors by the listed companies.



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The brief profile and other information of Mr. Kunjal Mehta in compliance of SEBI Listing Regulations and SS- 2 on General Meeting is part of Annexure to this explanatory statement. The Board recommends the Ordinary Resolution at Item No. 1 of the Notice for the approval of the Members. Except Mr. Kunjal Mehta and his relatives, none of the other Directors or Key Managerial Personnel or their relatives is, in anyway, concerned or interested, financially or otherwise, in the said resolution.

For and on behalf of the Board
Sd/-
Pooja Soman
Company Secretary

Date: 17th January 2025
Place: Ahmedabad

Alipurduar Transmission Limited
Registered Office: Adani Corporate House
Shantigram, Near Vaishno Devi Circle, S G Highway
Khodiyar, Ahmedabad 382 421
Gujarat, India
CIN: U40109GJ2015PLC095114

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Particulars of Director as required pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard – 2

Age	54 Years
Nationality	Indian
Number of shares held	Nil
Date of first appointment	17 th January 2025
Qualification	Mr. Kunjal Mehta is a qualified Chartered Accountant and Cost Accountant with over 24 years of work experience across various sectors, such as Power, Steel, Ports and logistics, Technology & ITES sectors. In his previous positions, he has worked with Adani Electricity, Adani Ports & SEZ and Essar Steel.
Brief Profile and Nature of expertise in specific functional areas	His expertise lies in the domains of Finance Resource Mobilization, Working Capital Management, Financial Planning & Analysis, Auditing & Budgetary Controls, Compliance and Risk Management functions of Business. Mr. Kunjal Mehta is a Chief Financial Officer of Adani Energy Solutions Limited, the holding Company.
Other Directorship as on 17 th January 2025	<ul style="list-style-type: none"> Adani Transmission (India) Limited – Whole-time Director Mumbai Travel Retail Private Limited - Director April Moon Retail Private Limited - Director Adani Electricity Mumbai Infra Limited - Director
Chairmanship/Membership of the Committees of other Companies in which position of Director is held as on 17 th January 2025	Nil
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company.	None
Names of listed entities from which the person has resigned in past three years.	Nil
Terms and conditions of appointment/re-appointment	Appointment as Director (Non-Executive) of the Company.
Details of remuneration last drawn (FY 2023-24)	Nil
Details of remuneration sought to be paid	Nil
No. of Board Meetings attended during FY 2024-25 (upto the date of this Notice)	Nil



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ANNEXURE B

Date: _____

The Board of Directors,
Alipurduar Transmission Limited
Adani Corporate House,
Shantigram, Near Vaishno Devi Circle,
S. G. Highway, Khodiyar
Ahmedabad Gujarat 382421

Dear Sirs,

Sub: Consent for Holding Extra Ordinary General Meeting pursuant to Sections 101(1) of the Companies Act, 2013

We, _____, having our registered office at _____, holding _____ Equity shares of the Company, having a face value of Rs.10 (Rupees Ten) each, in our name, hereby waive the right of receiving a notice of minimum of 21 clear days as required under Section 101(1) of the Companies Act, 2013, for the Extra Ordinary General Meeting of Company to be held at Tuesday, 4th February 2025 at 3.00 p.m. at Adani Corporate House, Shantigram, Near Vaishno Devi Circle, S G Highway, Khodiyar, Ahmedabad 382 421 at a Shorter Notice.

For _____

Authorised Signatory