

April 16, 2026

To

BSE Limited

P.J. Towers, Dalal Street Fort

Mumbai 400001

Scrip code – 976038 (86ABRL27)

ISIN – INE01QP08016

Sub: Notice of the 22nd Extraordinary General Meeting of Members of the Company

Dear Sir/ Ma'am,

With reference to our intimations dated April 15, 2026, this is to inform you that the 22nd Extraordinary General Meeting (“EGM”) of the Members of Aditya Birla Renewables Limited (“the Company”) is scheduled to be held on Monday, April 20, 2026, at 11:00 a.m. at A-4 Aditya Birla Centre, S K Ahire Marg, Worli, Mumbai – 400030 at shorter notice to transact the business, as set out in the Notice of EGM enclosed herewith.

We request you to take this on record, and to treat the same as compliance with the applicable provisions of the SEBI Listing Regulations.

For Aditya Birla Renewables Limited

Surbhi Chaudhary

Company Secretary and Compliance Officer

Membership No.: FCS 6771

Encl: as above

Aditya Birla Renewables Limited

Registered Office: A-4 Aditya Birla Centre, S K Ahire Marg, Worli, Mumbai – 400 030, Maharashtra, India

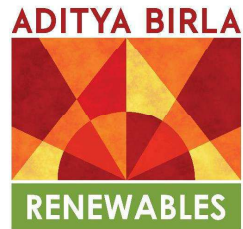
T: +91 22 2499 5000 / 6652 5000 | F: +91 22 2499 5821, 6652 5821

E: abrel@adityabirla.com | W: www.adityabirlarenewables.com

Administrative Office: Birla Aurora, 11th Floor, Dr. Annie Besant Road, Worli, Mumbai - 400 030, Maharashtra, India

T: +91 22 6997 8000

Corporate Identity Number: U40300MH2015PLC267263

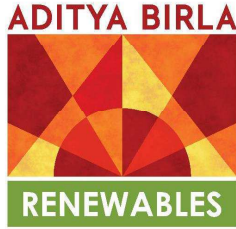


ADITYA BIRLA RENEWABLES LIMITED

22ND EXTRAORDINARY GENERAL MEETING

APRIL 20, 2026, AT 11:00 AM

**AT A-4, ADITYA BIRLA CENTRE, S K AHIRE MARG, WORLI,
MUMBAI - 400030**



April 16, 2026

Dear Members,

Greetings for the day. We hope that you and your family is safe and in good health!

We are pleased to inform you that the **22nd Extraordinary General Meeting (“EGM”/ “Meeting”)** of the Members of **Aditya Birla Renewables Limited** will be held on Monday, **April 20, 2026, at 11:00 a.m.** at **A-4 Aditya Birla Centre, S K Ahire Marg, Worli, Mumbai – 400030** at shorter notice, to transact the business, as set out in the Notice of EGM, enclosed herewith.

You are requested to kindly make it convenient to attend the meeting.

Thanking you,
For Aditya Birla Renewables Limited

SURBHI
CHAUDHARY

Digitally signed by SURBHI
CHAUDHARY
Date: 2026.04.16 19:00:04 +05'30'

Surbhi Chaudhary
Company Secretary
Membership No. FCS 6771

Notice sent to:

- (1) Members of the Company
- (2) Directors of the Company
- (3) Statutory Auditors of the Company
- (4) Secretarial Auditors of the Company
- (5) Debenture Trustee for Non-convertible Debentures

Enclosures: (1) Notice of the 22nd Extraordinary General Meeting
(2) Format of consent by Member(s) for short notice
(3) Proxy Form (MGT-11)
(4) Route Map to the venue of the EGM

Aditya Birla Renewables Limited

Registered Office: A-4 Aditya Birla Centre, S K Ahire Marg, Worli, Mumbai – 400 030, Maharashtra, India

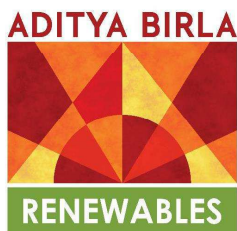
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T: +91 22 6997 8000

Corporate Identity Number: U40300MH2015PLC267263



NOTICE OF THE 22ND EXTRAORDINARY GENERAL MEETING

Notice is hereby given that the **22nd Extraordinary General Meeting** (“EGM”) of the Members of **Aditya Birla Renewables Limited** will be held on **Monday, April 20, 2026, at 11:00 a.m.** at **A-4 Aditya Birla Centre, S K Ahire Marg, Worli, Mumbai – 400030** at shorter notice, to transact the following special business:

Item no. 22/EGM/26-27/1

Amendment of Articles of Association by adoption of new set of Articles

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 5, 14 and other applicable provisions if any of the Companies Act, 2013 (“Act”) read with the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of the shareholders be and is hereby accorded to transcend and replace the existing Articles of Association of the Company with a new set of Articles of Association incorporating the relevant provisions of the Shareholders’ Agreement dated December 10, 2025 (as amended on April 15, 2026) executed by and amongst Aditya Birla Renewables Limited (“the Company”), GIP EM Star Pte. Ltd. and Grasim Industries Limited.

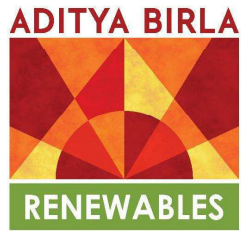
RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as they may, in their absolute discretion, deem fit, necessary, essential, desirable, expedient, incidental and/or consequential to give effect to this resolution and to settle all questions, difficulties or doubts that may arise in this regard at any stage without requiring the Board to secure any further consent or approval of the shareholders of the Company.”

Item no. 22/EGM/26-27/2

Appointment of Mr. Sharad Malhotra (DIN: 02192770) as Non-Executive Nominee Director on the Board of the Company

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 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and such other provisions, rules and regulations, as applicable, including any statutory modification(s) or re-enactment(s) thereof for the time being in force and relevant provisions of the Articles of Association of the Company (as amended from time to time) and the terms of Securities Subscription Agreement (“SSA”) & the Shareholders’ Agreement (“SHA”) dated December 10, 2025 (as amended on April 15, 2026) executed amongst Aditya Birla Renewables Limited (“the Company”), GIP EM Star Pte. Ltd. and Grasim Industries Limited, Mr. Sharad Malhotra (DIN: 02192770), who was nominated by GIP EM Star Pte. Ltd. and appointed by the Board of the Company as an Additional Non-Executive Nominee Director with effect from April 15, 2026, and who holds office as such up to the next General Meeting of



the Company in terms of provisions of Section 161(1) of the Act, and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member signifying the intention to propose his candidature for the office of Director of the Company, be and is hereby appointed as a Director (Non-Executive Nominee) of the Company, liable to retire by rotation, with effect from April 15, 2026.”

By Order of the Board of Directors
For **Aditya Birla Renewables Limited**

**SURBHI
CHAUDHARY**

Digitally signed by
SURBHI CHAUDHARY
Date: 2026.04.16 18:58:56
+05'30'

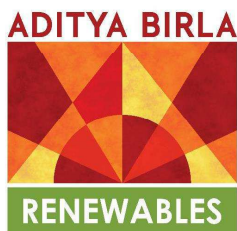
**Surbhi Chaudhary
Company Secretary
Membership No. FCS 6771**

Mumbai
April 16, 2026

Registered Office:

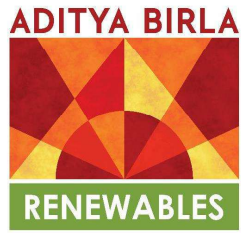
A-4, Aditya Birla Centre, S. K. Ahire Marg, Worli
Mumbai – 400030, Maharashtra, India

Email: abrel@adityabirla.com



NOTES:

- 1. PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013 (“ACT”), A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY GENERAL MEETING (“EGM”/ “MEETING”) IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**
- 2. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN 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 PERSON OR SHAREHOLDER.**
3. Proxy form as prescribed in Form No. MGT-11 is enclosed herewith. However, it may be noted that a proxy shall not have a right to speak at the Meeting.
4. Corporate Member intending to attend the EGM through its authorized representative in terms of Section 113 of the Companies Act, 2013, are requested to send a certified copy of the Board Resolution authorizing such representative to attend and vote on its behalf at the EGM through email on Company’s email id: abrel@adityabirla.com.
5. The Notice of EGM is being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members who have not registered their email addresses with the company can get the same registered with the company by requesting for same by sending an email to abrel@adityabirla.com.
6. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, in respect of the Special business is annexed hereto.
7. The form to obtain consent of the Members for holding the EGM at shorter notice is enclosed. The members are requested to provide their consent to hold the meeting at shorter notice.
8. As required under the Secretarial Standard - 2, the relevant information in respect of the Director seeking appointment at this EGM is enclosed herewith.



9. Relevant documents referred to in the Notice and the accompanying statements are open for inspection by the Members at the registered office of the Company on all working days, during business hours, up to the date of the meeting and will also be made available at the meeting.
10. The route map to the venue of this EGM has been attached to the Notice.

By order of the Board of Directors
For Aditya Birla Renewables Limited

SURBHI
CHAUDHARY

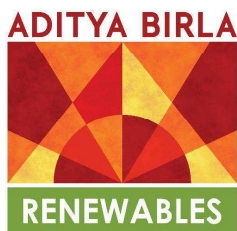
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SURBHI CHAUDHARY
Date: 2026.04.16
18:59:17 +05'30'

Surbhi Chaudhary
Company Secretary
Membership No. FCS 6771

Mumbai
April 16, 2026

Registered Office:

A-4, Aditya Birla Centre, S. K. Ahire Marg, Worli,
Mumbai – 400 030, Maharashtra, India
Email: abrel@adityabirla.com



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

This explanatory statement outlines the material facts concerning the special business to be transacted at the 22nd Extraordinary General Meeting (“EGM”/ “Meeting”):

Item No. 22/EGM/26-27/1

Amendment of Articles of Association by adoption of new set of Articles

The Board of Directors of the Company (“Board”) at its meeting held on December 9, 2025, authorized the Company to execute Securities Subscription Agreement and Shareholders’ Agreement (collectively referred to as “Transaction Documents”) between the Company & GIP EM Star Pte. Ltd (“GIP”) and Grasim Industries Limited (the holding company) (collectively “Parties”), for an investment by GIP in the Company aggregating to an amount of ₹ 20,00,00,00,000/- crores (Rupees Two Thousand crores only) in tranches, subject to the terms and conditions set out in the Transaction Documents. In view of the same, the said Transaction Documents were executed between the parties on December 10, 2025 and amended on April 15, 2026.

The Shareholders at their 21st Extra-ordinary General Meeting held on April 8, 2026, *inter alia*, approved the issuance of Equity Shares and 0.001% non-cumulative, non-participating, compulsorily and fully convertible preference shares of the Company (collectively referred to as “Securities”) by way of a preferential issue through private placement offer to GIP.

Pursuant to Section 14 of the Companies Act, 2013 (“Act”) and in view of the execution of the Transaction Documents and consequent offer & allotment of securities to GIP, it is proposed to alter the existing set of Articles of Association (“Articles”) of the Company, by adopting new set of Articles, wherein,

- ‘Part A’ shall retain the articles in the existing set; and
- ‘Part B’ shall be included to set out and give effect to the terms agreed between the parties in the Transaction Documents.

The existing and the proposed versions of the Articles are available for inspection by the Members at the Company’s Registered Office.

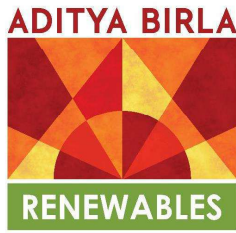
Accordingly, the Board recommends the resolution under Item No. 1 for approval by the members as a Special Resolution as set forth in the Notice.

None of the Directors, Key Managerial Personnel and their relatives thereof are, in any way, concerned or interested in the proposed Special Resolution, except to the extent of their shareholding in the Company, if any.

Item No. 22/EGM/26-27/2

Appointment of Mr. Sharad Malhotra (DIN: 02192770) as Non-Executive Nominee Director on the Board of the Company

Pursuant to the Securities Subscription Agreement and Shareholders’ Agreement executed between the Company & GIP EM Star Pte. Ltd (“GIP”) and Grasim Industries Limited (the holding company) dated



December 10, 2025 (as amended on April 15, 2026), GIP nominated Mr. Sharad Malhotra (DIN: 02192770) for the position of a Director on the Board of the Company.

In consideration of the same, the Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Sharad Malhotra as an Additional Non-Executive Nominee Director of the Company with effect from April 15, 2026, to hold office of Director up to the next General Meeting of the Company, pursuant to the provisions of Section 152 and 161(1) of the Companies Act, 2013 ("Act").

The Company has received a notice in writing under Section 160 of the Act from a member proposing the candidature of Mr. Sharad Malhotra for appointment as a Director of the Company.

The Company has also received the consent from Mr. Sharad Malhotra to act as a Director of the Company pursuant to Section 152 of the Act and a declaration confirming that he is not disqualified from being appointed as a Director under Section 164 of the Act or under any order from the Securities and Exchange Board of India or any other authority. The members may also note that Mr. Sharad Malhotra is not related to any Director or Key Managerial Personnel of the Company.

A brief profile of Mr. Sharad Malhotra, along with the relevant disclosures and additional details as required under Clause 1.2.5 of Secretarial Standard-2 on General Meetings (SS-2) is provided in **Annexure - A** to this Notice of EGM.

The Board believes that the appointment of Mr. Sharad Malhotra would facilitate better engagement with GIP and enable effective consensus on the strategic direction of the Company.

Accordingly, the Board recommends the appointment of Mr. Sharad Malhotra as a Non-Executive Nominee Director of the Company, for the approval of the Members by way of an Ordinary Resolution as set out in Item No. 2 of the Notice.

Except Mr. Sharad Malhotra (being the appointee in respect of the proposed resolution) and his relatives, none of the Directors, Key Managerial Personnel of the Company, or their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution, except to the extent of their shareholding, if any, in the Company.

By order of the Board of Directors
For Aditya Birla Renewables Limited

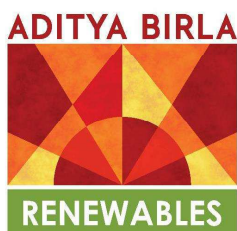
Mumbai
April 16, 2026

Registered Office:
A-4, Aditya Birla Centre, S. K. Ahire Marg, Worli,
Mumbai – 400 030, Maharashtra, India
Email: abrel@adityabirla.com

SURBHI
CHAUDHARY

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SURBHI CHAUDHARY
Date: 2026.04.16
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Surbhi Chaudhary
Company Secretary
Membership No. FCS 6771



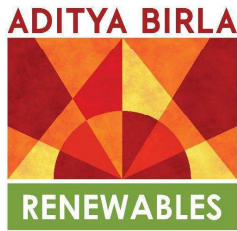
ANNEXURE-A TO THE NOTICE AND EXPLANATORY STATEMENT

Details of Director seeking appointment

(Pursuant to SS-2 – Secretarial Standards on General Meetings)

Name of the Director: Mr. Sharad Malhotra

DIN	02192770	
Age	50 years	
Date of first appointment on the Board	April 15, 2026	
Qualification, experience and expertise in specific functional area	<p>Mr. Sharad Malhotra has over 25 years of principal investing and investment banking experience across a variety of infrastructure-related industries, including Power and Utilities, Midstream Energy, Transport, and Telecom. He has been part of the senior leadership team at Global Infrastructure Partners since 2008 and is currently the Managing Partner of GIP India and a Partner of GIP Emerging Markets Fund and is based in Singapore. He is on the Investment Committee with overall responsibility for GIP's investments in India. Most recently, prior to his relocation to Singapore, he was based in New York and was responsible for GIP's North America Transport origination. Previously, he was in the Global Power Group of the Investment Banking Division at Lehman Brothers in New York and a Manager with Enron Corp. in Houston where he was responsible for corporate and project finance and business development activities globally. He holds an M.B.A. from the Wharton School of the University of Pennsylvania and a B.A. in Economics and Business Administration from Illinois Wesleyan University.</p>	
Relationship with other Directors and KMPs	None	
Board membership of other companies	Names of the Companies	
	Ascend Telecom Infrastructure Private Limited	Designation Nominee Director
Chairmanship/ Membership of the Committees of the Board of other companies	<p><u>Ascend Telecom Infrastructure Private Limited</u></p> <ul style="list-style-type: none"> a. Risk Management Committee (Chairman) b. Nomination and Remuneration Committee (Member) c. Stakeholder Relationship Committee (Member) d. Corporate Social Responsibility Committee (Member) 	
Number of Shares held in the Company	Nil	
Number of Board Meetings attended during the year	During the financial year 2026-27, Mr. Sharad Malhotra has not attended any Board Meetings of the Company	
Terms and conditions of appointment	Non-Executive Director, liable to retire by rotation	
Remuneration sought to be paid	Nil	
Remuneration last drawn	Nil	



**Consent by Member(s) for shorter notice
[Pursuant to proviso to Section 101(1) of the Companies Act, 2013]**

To
The Board of Directors
Aditya Birla Renewables Limited
A-4, Aditya Birla Centre, S.K. Ahire Marg, Worli
Mumbai – 400 030, Maharashtra, India

Dear Sir,

*I/We,(name of the Member) *resident of / having our office at
..... holding
..... (.....in words) equity shares of ₹10 (Rupees Ten
Only) each (i.e.% of the paid-up equity capital) in the Company in *my/our own name, hereby give
consent, pursuant to section 101(1) of the Companies Act, 2013, to hold the 22nd Extraordinary General
Meeting of members of the Company at A-4, Aditya Birla Centre, S.K. Ahire Marg, Worli Mumbai – 400
030, Maharashtra, India on Monday, April 20, 2026, at 11:00 a.m. at shorter notice and/or at any adjournment
thereof.

Signature

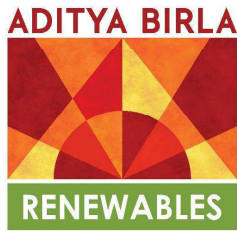
Name of the Member:

(In Block Letters)

Place:

Date:

***Note: Delete whichever is not applicable.**



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]

CIN	: U40300MH2015PLC267263
Name of the Company	: Aditya Birla Renewables Limited
Registered Office	: A-4, Aditya Birla Centre, S. K. Ahire Marg, Worli, Mumbai - 400 030, Maharashtra, India
Name of the member(s):	
Registered address:	
E-mail ID:	
Folio / Client ID:	
DP ID:	

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

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

Email Id: Signature.....

or failing him;

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

Email Id: Signature.....

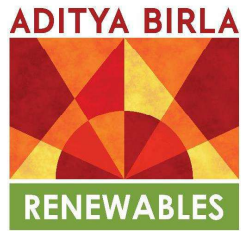
or failing him;

(3)Name.....Address.....

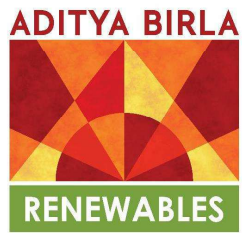
Email Id: Signature.....

or failing him;

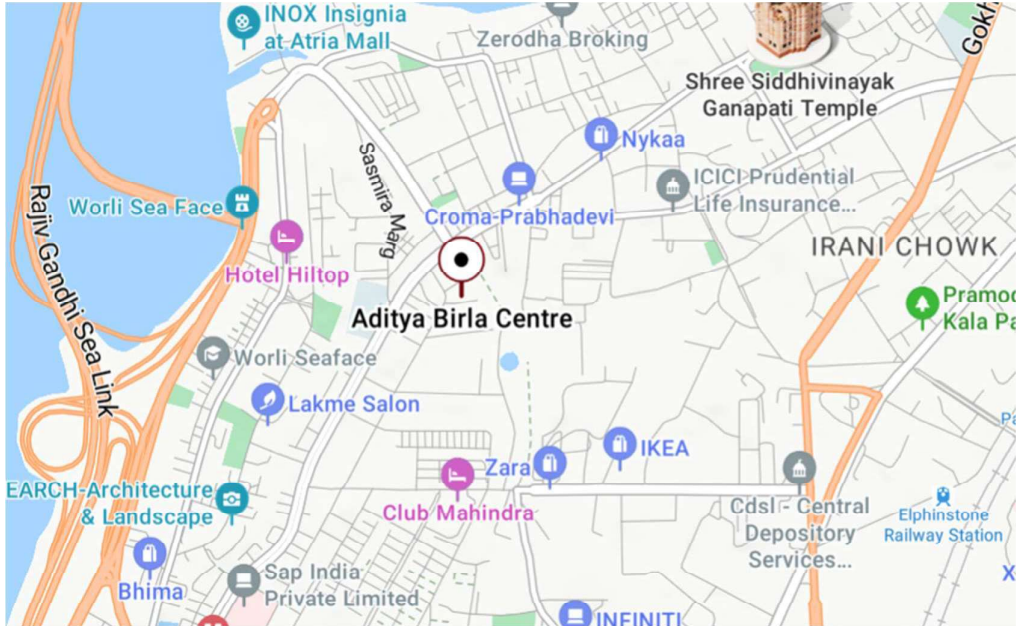
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Extraordinary General Meeting of the Company, to be held on Monday, April 20, 2026, at 11:00 a.m. at A-4 Aditya Birla Centre, S K Ahire Marg, Worli, Mumbai – 400030 and at any adjournment thereof in respect of such resolutions as are indicated below:



Item No.	Description	Vote	
		For	Against
1.	Amendment of Articles of Association by adoption of new set of Articles		
2.	Appointment of Mr. Sharad Malhotra (DIN: 02192770) as Non-Executive Nominee Director on the Board of the Company		
<p>Signed this day of, 2026</p> <p>Signature of Member.....</p> <p>Signature of Proxy holder(s).....</p>		<div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 0 auto;"> Affix Revenue Stamp Re.1/- </div>	
<p>Note: For the Resolutions, Explanatory Statements and Notes, please refer the Notice of the 22nd Extraordinary General Meeting</p>			



ROUTE MAP TO THE VENUE OF THE 22ND EXTRAORDINARY GENERAL MEETING



Landmark: Century Bhavan