

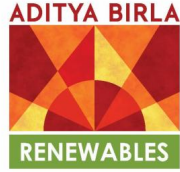


ADITYA BIRLA RENEWABLES LIMITED

10TH ANNUAL GENERAL MEETING

MONDAY, AUGUST 25, 2025, AT 4:00 P.M.

**11TH FLOOR, BIRLA AURORA, DR. ANNIE BESANT ROAD,
WORLI, MUMBAI - 400030**



August 1, 2025

Dear Members, Directors, Auditors,

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

We are pleased to inform you that the **10th Annual General Meeting (AGM)** of the Members of **Aditya Birla Renewables Limited** will be held on **Monday, August 25, 2025, at 4:00 p.m.** at **11th Floor, Birla Aurora, Dr. Annie Besant Road, Worli, Mumbai - 400030** to transact the business, as set out in the Notice of AGM, enclosed herewith.

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

Thanking you,

For Aditya Birla Renewables Limited

Amit Dodani

Company Secretary

Membership No. ACS 22345

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 10th Annual General Meeting.
(2) Proxy Form (MGT-11)
(3) Route Map to the venue of the AGM

Aditya Birla Renewables Limited

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

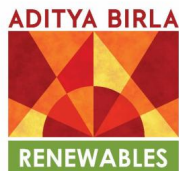
T: +91 22 2499 5000 / 6652 5000 | F: +91 22 2499 5821, 6652 5821

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



NOTICE OF THE 10TH ANNUAL GENERAL MEETING

Notice is hereby given that the **10th Annual General Meeting (“AGM”)** of the Members of **Aditya Birla Renewables Limited** will be held on **Monday, August 25, 2025, at 4:00 p.m. 11th Floor, Birla Aurora, Dr. Annie Besant Road, Worli, Mumbai - 400030** to transact the following businesses:

ORDINARY BUSINESS:

Item no. 10/AGM/25-26/1

Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended on March 31, 2025, together with the Directors’ Report and Auditors’ Report thereon

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

“**RESOLVED THAT** the Standalone Audited Financial Statements of the Company for the financial year ended March 31, 2025, and the Reports of the Board of Directors’ and Auditors’ thereon as circulated to the Members, be and are hereby received, considered and adopted.”

Item no. 10/AGM/25-26/2

Adoption of the Consolidated Audited Financial Statements of the Company for the financial year ended on March 31, 2025, together with Auditors’ Report thereon

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

“**RESOLVED THAT** the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2025, and the Reports of the Auditors’ thereon as circulated to the Members, be and are hereby received, considered and adopted.”

Item no. 10/AGM/25-26/3

Appointment of a director in place of Mr. Jayant Dua, who retires by rotation, and being eligible, offers himself for reappointment

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

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder, Mr. Jayant Dua (DIN: 00629213), who retires by rotation at this Annual General Meeting and, being eligible, offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”



SPECIAL BUSINESS:

Item no. 10/AGM/25-26/4

Ratification of remuneration of M/s. Jitendrakumar & Associates, the Cost Auditor of the Company for the financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Section 148 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹72,500/- plus applicable taxes and reimbursement of out-of-pocket expenses, if any, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be paid to M/s. Jitendrakumar & Associates, Cost & Management Accountants (Firm Regn. No. 101561), who have been appointed as the Cost Auditor for conducting the audit of cost records of the Company, for the financial year ending March 31, 2026, be and is hereby ratified.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board including any committee thereof, be and is hereby authorized to do all such acts, deeds, matters and things as it may necessary, proper or desirable and to settle any questions or doubts that may arise in this regard.”

Item no. 10/AGM/25-26/5

Approval for increase in overall borrowing limits of the Company upto ₹11,000 Crores under Section 180(1)(c) of the Companies Act, 2013

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

“RESOLVED THAT in supersession of resolution passed by the Members at the 17th Extra-ordinary General Meeting of the Company held on September 5, 2024, and pursuant to the provisions of section 180(1)(c) and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called “**the Board**” which term shall be deemed to include any committee of the Board constituted or to be constituted by the Board to exercise its powers including the power conferred by this resolution) to borrow any sum or sums of monies, either in Indian rupees or in any foreign currency, from time to time, from any one or more bodies corporate or financial institutions/lending agencies, banks, trusts, funds or any entity or any person or persons, in any form including but not limited to by way of loans, credit/financial facility, advance or deposits or through the issuance of non-convertible debentures, commercial paper or such other form upon such terms and conditions as to interest, repayment, or otherwise and whether unsecured or secured, as the Board may think fit for the purposes of the Company’s business, notwithstanding that money or monies to be borrowed, together with money already borrowed by the Company (apart from temporary loans obtained, if any, from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the



Company, its free reserves (that is to say, reserves not set apart for any specific purpose for the time being and from time to time) and securities premium provided that the total amount of money so borrowed (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) shall not exceed at any point in time a sum equivalent to ₹11,000 crores (Rupees Eleven Thousand Crores Only) or equivalent amount in foreign currency, over and above the aggregate, of the paid-up share capital, free reserves and securities premium of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary and settle any or all terms/conditions/questions/matters arising with respect to the borrowings as may be necessary for the purpose of giving effect to the aforesaid resolution and take such further steps as are required for such borrowings and are incidental and ancillary in this regard, as may be considered desirable or expedient by the Board in the best interest of the Company.

Item no. 10/AGM/25-26/6

Approval for increase in limits for creation of charge/mortgage/ encumbrance on the assets of the Company upto ₹11,000 Crores under Section 180(1)(a) of the Companies Act, 2013

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

“RESOLVED THAT in supersession of resolution passed by the Members at the 17th Extra-ordinary General Meeting held on September 5, 2024, and pursuant to the provisions of section 180(1)(a) and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called “the Board” which term shall be deemed to include any committee of the Board constituted or to be constituted by the Board to exercise its powers including the power conferred by this resolution) to mortgage, pledge, charge, hypothecate, create security interest and/ or encumbrances of any nature and kind whatsoever (“Encumbrances”) as may be necessary on any or all of movable and/or immovable properties of the Company, wherever situated, both present and future including where such assets and properties constitute the whole or substantially the whole of the undertaking of the Company, in such manner as the Board may direct, to or in favour of financial institutions, investment institutions banks, mutual funds, trusteeship companies, trusts, other body corporate(s) or person(s) (hereinafter referred to as the "Lending Agencies") and trustees for the holders of debentures/ bonds and/or other instruments which may be issued on private placement basis or otherwise, to secure the due payment of the principal together with interest, premium on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company or any third party in respect of borrowings availed of from such Lending Agencies, together with interest, cost, charges and expenses thereon, for an outstanding amount of upto a sum of ₹11,000 crores (Rupees Eleven Thousand Crores Only) or equivalent amount in foreign currency.

RESOLVED FURTHER THAT the Encumbrances to be created by the Company aforesaid may rank prior/pari passu/ subservient with/to the mortgages and/or charges already created or to be created by the Company as may be agreed to between the Company and the concerned parties.



RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and to sign all such documents and writings as may be necessary, expedient and incidental thereto to give effect to this resolution and for matters connected therewith or incidental thereto.”

Item no. 10/AGM/25-26/7

Approval for increase in limits for giving of Loans/ Advances, making Investments and Providing Guarantees or Security of the Company upto ₹6,500 crores under Section 186 of the Companies Act, 2013

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

“**RESOLVED THAT** in supersession of the resolution passed by the Members at their 17th Extra-ordinary General Meeting held on September 5, 2024, and pursuant to the provisions of section 186 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and in accordance with the provisions of the Articles of Association of the Company and subject to further approval of statutory and other authorities as may be necessary and subject to such terms, conditions, stipulations, alternations, and modifications, if any, as may be prescribed and specified by such authorities while granting such approvals and which may be agreed by the Board of Directors of the Company, (hereinafter called “the Board” which term shall be deemed to include any committee of the Board constituted or to be constituted by the Board to exercise its powers including the power conferred by this resolution), the consent of the members of the Company be and is hereby accorded to the Board to give any loans and/or to acquire by way of subscription purchase or otherwise, any securities including equity and/or preference shares, and/or to invest in debentures or any debt instruments or any other securities etc, and/or to give advances and/or to give guarantees and/or to provide securities, in excess of 60% of the paid-up share capital, free reserves and securities premium account or 100% of the free reserves and securities premium account of the Company, whichever in more as per the limits prescribed under section 186 of the Companies Act, 2013, to/in/of subsidiary/associate/joint venture companies and any other body corporate(s) (incorporated or to be incorporated) as the Board may in its absolute discretion deem beneficial and in the interest of the Company, subject to the maximum aggregate amount not exceeding ₹6,500 crores (Rupees Six Thousand and Five Hundred Crores Only), over and above the limits prescribed under Section 186 of the Companies Act, 2013, at any time, together with the existing loans, investments, advances, guarantees or securities.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board be and is hereby authorized to negotiate and finalize the terms and conditions of such investments/ loans/ guarantee or security to be given and to take such other steps as may be necessary for obtaining approvals, if any, as may be required in relation to the above and to settle all matters arising out of and incidental thereto, and to sign and execute all agreements, deeds, applications, documents and writings that may be required and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental therewith.”



Item no. 10/AGM/25-26/8

Approval of Material Related Party Transactions between the Company and Aditya Birla Renewables Solar Limited, a subsidiary of the Company for financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, the approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and Aditya Birla Renewables Solar Limited (“ABReSL”), a subsidiary and related party of the Company for an aggregate value of upto ₹160 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReSL, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.”

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/9

Approval of Material Related Party Transactions between the Company and ABREL (MP) Renewables Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and ABREL (MP) Renewables Limited (“ABReL MP”), a subsidiary and a related party of the Company, for an aggregate value of upto ₹395 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL MP, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.”

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/10

Approval of Material Related Party Transactions between the Company and ABREL (Odisha) SPV Limited, a subsidiary of the Company for financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and ABREL (Odisha) SPV Limited (“ABReL Odisha”), a subsidiary and a related party of the Company, for an aggregate value of upto ₹66 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL Odisha, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/11

Approval of Material Related Party Transactions between the Company and ABREL (RJ) Projects Limited, a subsidiary of the Company for financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and ABREL (RJ) Projects Limited (“ABReL RJ”), a subsidiary and a related party of the Company, for an aggregate value of upto ₹885 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL RJ, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/12

Approval of Material Related Party Transactions between the Company and ABREL Century Energy Limited, a subsidiary of the Company for financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and ABREL Century Energy Limited (“ABReL Century”), a subsidiary and a related party of the Company, for an aggregate value of upto ₹75 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL Century, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/13

Approval of Material Related Party Transactions between the Company and ABREL Green Energy Limited, a subsidiary of the Company for financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and ABREL Green Energy Limited (“ABReL Green Energy”), a subsidiary and a related party of the Company, for an aggregate value of upto ₹120 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL Green Energy, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/14

Approval of Material Related Party Transactions between the Company and ABREL Solar Power Limited, a subsidiary of the Company for financial year 2025-26

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and ABREL Solar Power Limited (“ABReL Solar Power”), a subsidiary and a related party of the Company, for an aggregate value of upto ₹420 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL Solar Power, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/15

Approval of Material Related Party Transactions between the Company and Aditya Birla Renewables Energy Limited, a subsidiary of the Company for financial year 2025-26

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and Aditya Birla Renewables Energy Limited (“ABReL Energy”), a subsidiary and a related party of the Company, for an aggregate value of upto ₹230 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL Energy, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/16

Approval of Material Related Party Transactions between the Company and Aditya Birla Renewables SPV 4 Limited, a subsidiary of the Company for financial year 2025-26

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and Aditya Birla Renewables SPV 4 Limited (“ABReL SPV 4”), a subsidiary and a related party of the Company for an aggregate value of upto ₹95 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL SPV 4, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.”

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/17

Approval of Material Related Party Transactions between the Company and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company for financial year 2025-26

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the applicable provisions of the Companies Act, 2013 (“the Act”) and Rules thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members be and is hereby accorded for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether by way of an individual transaction or transactions taken together or series of transactions or otherwise) between the Company and Aditya Birla Renewables Subsidiary Limited (“ABReL Subsidiary”), a subsidiary and a related party of the Company, for an aggregate value of upto ₹810 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between the Company and ABReL Subsidiary, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/18

Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL (RJ) Projects Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, an wholly owned subsidiary of the Company and ABREL (RJ) Projects Limited, an subsidiary of the Company, for an aggregate value of upto ₹2,700 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business .

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/19

Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL Century Energy Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, an wholly owned subsidiary of the Company and ABREL Century Energy Limited, an subsidiary of the Company, for an aggregate value of upto ₹130 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/20

Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL Green Energy Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, an wholly owned subsidiary of the Company and ABREL Green Energy Limited, an subsidiary of the Company, for an aggregate value of upto ₹75 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business .

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/21

Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Energy Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, an wholly owned subsidiary of the Company and Aditya Birla Renewables Energy Limited, an subsidiary of the Company, for an aggregate value of upto ₹710 crores, during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/22

Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Solar Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, an wholly owned subsidiary of the Company and Aditya Birla Renewables Solar Limited, an subsidiary of the Company, for an aggregate value of upto ₹150 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/23

Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables SPV 4 Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, an wholly owned subsidiary of the Company and Aditya Birla Renewables SPV 4 Limited, an subsidiary of the Company, for an aggregate value of upto ₹645 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/24

Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, an wholly owned subsidiary of the Company and Aditya Birla Renewables Subsidiary Limited, an subsidiary of the Company, for an aggregate value of upto ₹1,880 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/25

Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL Solar Power Limited, a subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, an wholly owned subsidiary of the Company and ABREL Solar Power Limited, an subsidiary of the Company, for an aggregate value of upto ₹690 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/26

Approval of Material Related Party Transactions by ABREL Solar Power Limited, a subsidiary of the Company, and Grasim Industries Limited, the holding company of the Company for the financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL Solar Power Limited (“ABReL Solar Power”), a subsidiary of the Company and Grasim Industries Limited, Investing Company of ABReL Solar Power and the holding company of the Company, for an aggregate value of upto ₹146 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties, subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/27

Approval of Material Related Party Transactions by Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company, and Hindalco Industries Limited, its related party for the financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between Aditya Birla Renewables Subsidiary Limited (“ABREL Subsidiary”), a subsidiary of the Company and Hindalco Industries Limited, Investing Company of ABREL Subsidiary, for an aggregate value of upto ₹235 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business..

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/28

Approval of Material Related Party Transactions by Aditya Birla Renewables Solar Limited, a subsidiary of the Company, and Hindalco Industries Limited, its related party for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between Aditya Birla Renewables Solar Limited (“ABReSL”), a subsidiary of the Company and Hindalco Industries Limited, Investing Company of ABReSL, for an aggregate value of upto ₹125 crores, during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business.

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/29

Approval of Material Related Party Transactions by ABREL (MP) Renewables Limited, a subsidiary of the Company, and UltraTech Cement Limited, its related party & fellow subsidiary of the Company, for the financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL (MP) Renewables Limited (“ABReL MP”), a subsidiary of the Company, and UltraTech Cement Limited, Investing Company of ABReL MP & fellow subsidiary of the Company, for an aggregate value of upto ₹85 crores, during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business. .

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/30

Approval of Material Related Party Transactions by ABREL (RJ) Projects Limited, a subsidiary of the Company, and UltraTech Cement Limited, its related party & fellow subsidiary of the Company, for the financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL (RJ) Projects Limited (“ABReL RJ”), a subsidiary of the Company and Ultratech Cement Limited, Investing Company of ABREL RJ & fellow subsidiary of the Company, for an aggregate value of upto ₹325 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business .

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/31

Approval of Material Related Party Transactions by Aditya Birla Renewables Energy Limited, a subsidiary of the Company, and UltraTech Cement Limited, its related party & fellow subsidiary of the Company, for the financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between Aditya Birla Renewables Energy Limited (“ABReL Energy”), a subsidiary of the Company and Ultratech Cement Limited, Investing Company of ABReL Energy & fellow subsidiary of the Company, for an aggregate value of upto ₹110 crores, during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business .

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/32

Approval of Material Related Party Transactions by ABREL Green Energy Limited, a subsidiary of the Company, and UltraTech Cement Limited, its related party & fellow subsidiary of the Company for financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL Green Energy Limited (“ABReL Green Energy”), a subsidiary of the Company and Ultratech Cement Limited, Investing Company of ABReL Green Energy & fellow subsidiary of the Company, for an aggregate value of upto ₹60 crores, during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business .

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/33

Approval of Material Related Party Transactions by ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Capital Limited, a fellow subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Capital Limited, a fellow subsidiary of the Company for an aggregate value of upto ₹110 crores, during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business .

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/34

Approval of Material Related Party Transactions by Aditya Birla Renewables Green Power Private Limited, a wholly owned subsidiary of the Company, and Aditya Birla Capital Limited, a fellow subsidiary of the Company for financial year 2025-26

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between Aditya Birla Renewables Green Power Private Limited, a wholly owned subsidiary of the Company, and Aditya Birla Capital Limited, a fellow subsidiary of the Company for an aggregate value of upto ₹60 crores during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business .

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”



Item no. 10/AGM/25-26/35

Approval of Material Related Party Transactions by ABREL (RJ) Projects Limited, a subsidiary of the Company, and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company for financial year 2025-26

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

“RESOLVED THAT pursuant to the provisions of Regulation 62K and any other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and in accordance with the Company’s Policy on Related Party Transactions, approval of the Members of the Company be and is hereby accorded, for entering into and/or carrying out transactions and/or continuing with or modifying existing transactions, contracts, arrangements, or agreements, whether as fresh and independent transactions or otherwise (whether individually or series of transaction(s) taken together or otherwise), between ABREL (RJ) Projects Limited, a subsidiary of the Company and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company, for an aggregate value of upto ₹80 crores, during the financial year 2025-2026, as per details provided in the Explanatory Statement, on such terms and conditions as may be agreed between both the parties subject to such contract(s) / arrangement(s) / transaction(s) being at arm’s length basis and in the ordinary course of their business..

RESOLVED FURTHER THAT the Board be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including allocating amount or modifying the amount for the related party transactions within the overall amount as approved in this resolution and activities outlined in the Explanatory Statements, finalising the terms and conditions, methods & modes in respect thereof and finalizing and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental / Regulatory Authorities, as applicable, in this regard and deal with any matters, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Chief Financial Officer, Company Secretary or any other Officer(s) / Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).



RESOLVED FURTHER THAT all actions taken by the Board or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”

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

A handwritten signature in blue ink that reads "Amit Dodani".

Amit Dodani
Company Secretary

Membership No.: ACS 22345

Mumbai, May 14, 2025

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 ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY PROVIDED THE INSTRUMENT APPOINTING THE PROXY IS DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
- 2. A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE 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. Proxy shall not have a right to speak at the Meeting.
4. Proxies lodged are open for inspection from the period beginning 24 (twenty-four) hours before the time fixed for the commencement of the meeting and ending with the conclusion of the Meeting provided that an advance notice of not less than 3 (three) days is given to the Company by sending an email to abrel@adityabirla.com.
5. Corporate Members intending to send its authorized representatives to attend the Meeting 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 this Meeting through email on Company's email id: abrel@adityabirla.com.
6. The Notice of AGM 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.
7. The Explanatory Statement pursuant to section 102(1) of the Companies Act, 2013, in respect of the Special business is annexed hereto.
8. The details of Director in pursuance of Clause 1.2.5 of SS-2 - Secretarial Standard on General Meetings is provided as Annexure B to this notice of the AGM.
9. Relevant documents referred to in the notice and the accompanying statement 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 Annual General Meeting has been attached to the notice.



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 10th Annual General Meeting (AGM):

Item no. 10/AGM/25-26/04

Ratification of remuneration of M/s. Jitendrakumar & Associates, Cost & Management Accountants as the Cost Auditor of the Company for the financial year 2025-26

Pursuant to the provisions of Section 148 of the Companies Act, 2013 and rules framed thereunder, the Company is required to appoint a cost auditor for auditing the cost records of the Company for the financial year 2025-26.

As per rule 4 of the Companies (Cost Records and Audit) Rules, 2014, the Board of Directors, based on recommendation of Audit Committee of the Company, at its meeting held on May 14, 2025, appointed M/s. Jitendrakumar & Associates, Cost & Management Accountants (Firm Regn. No. 101561), as the Cost Auditor for auditing the cost and related records of the Company for the financial year 2025-26 at a remuneration of ₹72,500 plus applicable taxes and reimbursement of out of pocket expenses, if any, incurred in connection with Cost Audit.

In accordance with the provisions of section 148 of the Companies Act, 2013 and rules made thereunder, Members of the Company are required to ratify the remuneration to be paid to the cost auditors of the Company.

Accordingly, consent of the Members is sought for ratification of the remuneration payable to the Cost Auditors for conducting the audit of cost and related records of the Company for the financial year ending March 31, 2026.

The Board recommends the resolution set forth in Item No. 4 for Members' approval as an **Ordinary Resolution**.

None of the Directors or Key Managerial Personnel of the Company or relatives of Director(s) and Key Managerial Personnel(s) are interested or concerned financially or otherwise in this resolution, except to the extent of their shareholding, if any, in the Company.



Item no. 10/AGM/25-26/05

Approval for increase in overall borrowing limits of the Company upto ₹11,000 Crores under Section 180(1)(c) of the Companies Act, 2013

Pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013 the Board of Directors of the Company cannot, without the approval of the members of the Company by way of a special resolution, borrow money, where the money to be borrowed, together with the money already borrowed by the Company, exceeds the aggregate of its paid-up share capital, free reserves and securities premium, apart from temporary loans obtained from the Company's bankers in the ordinary course of business.

Accordingly, based on the recommendation of the Board, the members of the Company, at the 17th Extra-ordinary General Meeting held on September 5, 2024, approved the enhancement of borrowing limits under Section 180(1)(c) of the Companies Act, 2013, up to an amount of ₹7,500 crores.

The Board at its meeting held on May 14, 2025 approved and recommended to the members for a further increase in the above borrowing limits from existing ₹7,500 crores to ₹11,000 crores (over and above the aggregate, of the paid-up share capital, free reserves and securities premium of the Company), considering the present and future funding requirements, which necessitate further enhancement of the borrowing limits. This enhancement is intended to support business plan of the Company for funding the business growth as well as to provide support to its subsidiary/associate/joint venture companies vide granting inter-corporate loans / deposits (ICDs) and/or Letter of Credit/other fund and non-fund based facilities for meeting their capital expenditure requirements and/or working capital requirements and/or general corporate purposes.

Furthermore, the Board recommended that such borrowings by the Company could be obtained through advances, credit facilities, working capital facilities, bridge finance, term loans, ICDs, issuance of debentures, or any other securities/instruments on a private placement basis or otherwise, as deemed appropriate from time to time.

In light of the above, the Board recommends the resolution under Item No. 5 for Members' approval as a Special Resolution.

None of the Directors, Key Managerial Personnel, or their relatives are financially or otherwise interested in this resolution, except to the extent of their shareholding, if any, in the Company.

Item no. 10/AGM/25-26/06

Approval for increase in limits for creation of charge/mortgage/ encumbrance on the assets of the Company upto ₹11,000 Crores under Section 180(1)(a) of the Companies Act, 2013

Pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013, a Company cannot sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the company or where the Company owns more than one undertaking, of the whole or substantially the whole of any



of such undertakings, unless approval of the members is obtained by way of a Special Resolution. This includes the power to create mortgage or charge on assets of the Company.

Accordingly, at the 17th Extra-ordinary General Meeting held on September 5, 2024, the members of the Company granted their approval, in accordance with the provisions of Section 180(1)(a) of the Companies Act, 2013, to create mortgages and/or charges on the movable and immovable properties of the Company to secure borrowings upto an amount of ₹7,500 crores. This limit was aligned with the borrowing limits approved by the members, which empowered the Company to borrow under Section 180(1)(c) of the Companies Act, 2013.

Since the members are now considering the proposal to enhance the borrowing limits from existing ₹7,500 crores to ₹11,000 crores under Section 180(1)(c) of the Act, it is also proposed to increase the limits for creating mortgages and/or charges from existing ₹7,500 crores to ₹11,000 crores under Section 180(1)(a) of the Companies Act, 2013, to align with the new borrowing limits.

Accordingly, the Board recommends the resolution under Item No. 6 for Members' approval as a Special Resolution.

None of the Directors, Key Managerial Personnel, or their relatives are financially or otherwise interested or concerned in this resolution, except to the extent of their shareholding, if any, in the Company.

Item no. 10/AGM/25-26/07

Approval for increase in limits for giving of Loans/ Advances, making Investments and Providing Guarantees or Security of the Company upto ₹6,500 crores under Section 186 of the Companies Act, 2013

Pursuant to the provisions of Section 186 of the Companies Act, 2013, read with Rule 13 of the Companies (Meetings of Board and its Powers) Rules, 2014, a company cannot give any loan to any person or other body corporate and make investment and give guarantee or provide security for an amount exceeding 60% of the paid up share capital, free reserves and securities premium account or 100% of the free reserves and securities premium account whichever is higher, without approval of the members by way of a special resolution.

At its 17th Extra-ordinary General Meeting held on September 5, 2024, the members approved, pursuant to Section 186 of the Companies Act, 2013, the provision for extending loans/advances, making investments, providing guarantees/securities in excess of 60% of the paid-up share capital, free reserves, and securities premium account, or 100% of the free reserves and securities premium account up to ₹4,500 crores.

To support the growth of its subsidiary, associate, or joint venture companies, the Company is required to infuse additional funds. This may involve giving loans/advances, investing in or acquiring shares, debentures or any other instruments/securities, and/or offering advances, guarantees, or security for meeting their capital expenditure requirements and/or working capital requirements and/or for general



corporate purposes for setting up of the renewable power projects. Accordingly, it is proposed to enhance the limits from existing ₹4,500 crores to ₹6,500 crores.

The Board, at its meeting held on May 14, 2025 considered and recommended that shareholders approve the increase in the limit for giving loans/advances, investing/acquiring shares, debentures, or any other instruments/securities, and for providing guarantees or security, from existing limit of ₹4,500 crores to ₹6,500 crores.

Therefore, the Board recommends the resolution under Item No. 7 for Members' approval as a Special Resolution.

None of the Directors, Key Managerial Personnel, or their relatives are financially or otherwise interested or concerned in this resolution, except to the extent of their shareholding, if any, in the Company.

Item no. 10/AGM/25-26/8 to Item no. 10/AGM/25-26/35

Approval of Material Related Party Transactions of the Company and its subsidiaries for financial 2025-26

Pursuant to Regulation 62K(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), as amended, approval of the Members by way of an Ordinary Resolution is required for the Company and/or its subsidiaries to enter into, continue with, or carry out any Material Related Party Transactions (RPTs).

A transaction is deemed *material* if it, either individually or when aggregated with related transactions, exceeds ₹1,000 crores or 10% of the Company's annual consolidated turnover, whichever is lower, based on the latest audited financial statements.

For the financial year ended March 31, 2025, the Company's consolidated turnover stood at ₹509.28 crores. Accordingly, any related party transaction exceeding ₹50.92 crores during Financial Year ending March 31, 2026, would be classified as material and would require prior approval of the shareholders.

The Company and its subsidiaries operate in the renewable energy sector, primarily engaged in setting up solar, wind, and hybrid power projects for various customers and power procurers. In the ordinary course of business, inter-company transactions may occur such as advancing funds, sale or purchase of goods or materials, leasing of property, and provision of other operational and business support services. While these transactions support business operations and growth, they qualify as Related Party Transactions under the SEBI Listing Regulations.

The Management has presented to the Audit Committee the details of the proposed RPTs, including the transaction rationale, material terms, pricing basis, and all relevant justifications. After due review, the Audit Committee, comprising all Independent Directors, has granted its approval, confirming that the proposed transactions will be entered into in the ordinary course of business and on an arm's length basis.



Further, since the Company's Non-Convertible Debentures (NCDs) were listed on September 25, 2024, and there has been no subsequent issuance of non-convertible securities, the requirement to obtain a No-Objection Certificate (NOC) from the Debenture Trustee for entering into Material RPTs does not apply, in line with *Explanation 2 to Regulation 62K(5)* of the SEBI Listing Regulations.

As per Regulation 2(1)(zc), the following corporate actions, when uniformly applicable or offered to all shareholders in proportion to their shareholding, shall not be considered related party transactions: (i) payment of dividend; (ii) subdivision or consolidation of securities; (iii) issuance of securities by way of rights issue or bonus issue; and (iv) buy-back of securities. Moreover, under Regulation 62K(7), transactions between a holding company and its wholly-owned subsidiary or between two wholly-owned subsidiaries of the same holding company do not require prior shareholders' approval. Accordingly, such transactions are not being placed before the Members, even if they exceed the quantitative threshold for material RPTs.

All proposed transactions forming part of Resolutions Nos. 8 to 35 have been duly reviewed and approved by the Audit Committee. The Board of Directors recommends each of these Resolutions for approval by the Members as Ordinary Resolutions.

None of the Directors, KMPs, or their respective relatives are financially or otherwise interested in Resolutions Nos. 8 to 35, except to the extent of holding a position as Non-Executive Directors, as detailed in Annexure A, if applicable.

The proposed transactions are not detrimental to the interests of the shareholders and are considered to be in the best interest of the Company and its Members.

Accordingly, approval of the Members is being sought in terms of the requirements of Regulation 62K of the SEBI Listing Regulations.

In line with the applicable provisions of the SEBI Listing Regulations and the SEBI Circular, relating to the disclosure format for high-value debt-listed entities, the following information is being provided to the Members:

Details as required under the SEBI Listing Regulations and SEBI Circular, as applicable, are provided below:



Item no. 10/AGM/25-26/08

Material Related Party Transactions between the Company and Aditya Birla Renewables Solar Limited a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	Aditya Birla Renewables Solar Limited ('ABReSL') is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReSL.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering/availing services, including management, project development, and other operational or support services 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) /agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transactions	₹160 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	31.42% of the Company's Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or investments, nature of indebtedness, cost of funds, tenure etc.	Depending on requirements of ABReSL and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise funds by



		issuance of equity or debt securities and make them available to ABReSL.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReSL.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReSL has been set up for the purpose of executing renewable power projects for its captive user i.e. Hindalco Industries Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReSL would enable seamless inter-company coordination & resource utilization in line with business objectives of the Company and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReSL.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/09

Material Related Party Transactions between the Company and ABREL (MP) Renewables Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	ABREL (MP) Renewables Limited (“ABReL MP”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL MP.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering / availing services, including management, project development, and other operational or support services. 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹395 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	77.56% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans	Depending on requirements of ABReL MP and availability of funds with the Company, there may be a



	intercorporate deposits, advances or investments, nature of indebtedness, cost of funds, tenure etc.	need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise funds by issuance of equity or debt securities and make them available to ABReL MP.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL MP.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL MP has been set up for the purpose of executing renewable power projects for its captive user i.e. UltraTech Cement Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL MP would enable seamless inter-company coordination & resource utilization in line with business objectives of the Company and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL MP.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/10

Material Related Party Transactions between the Company and ABREL (Odisha) SPV Limited a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	ABREL (Odisha) SPV Limited (“ABReL Odisha”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL Odisha.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering/availing services, including management, project development, and other operational or support services 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹66 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	12.96% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or	Depending on requirements of ABReL Odisha and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise funds by



	investments, nature of indebtedness, cost of funds, tenure etc.	issuance of equity or debt securities and make them available to ABReL Odisha.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL Odisha.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Odisha has been set up for the purpose of executing renewable power projects for its captive user i.e. UltraTech Cement Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL Odisha would enable seamless inter-company coordination & resource utilization in line with business objectives of the Company and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL Odisha.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/11

Material Related Party Transactions between the Company and ABREL (RJ) Projects Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	ABREL (RJ) Projects Limited (“ABReL RJ”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL RJ.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering/availing services, including management, project development, and other operational or support services. 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹885 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	173.77% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or	Depending on requirements of ABReL RJ and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise funds by



	investments, nature of indebtedness, cost of funds, tenure etc.	issuance of equity or debt securities and make them available to ABReL RJ.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL RJ.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL (RJ) Projects Limited has been set up for the purpose of executing renewable power projects for its captive user UltraTech Cement Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL (RJ) Projects Limited would enable seamless inter-company coordination & resource utilization in line with business objectives and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL (RJ) Projects Limited.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/12

Material Related Party Transactions between the Company and ABREL Century Energy Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	ABREL Century Energy Limited (“ABReL Century”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL Century.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering/availing services, including management, project development, and other operational or support services. 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹75 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	14.73% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or	Depending on requirements of ABReL Century and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities



	investments, nature of indebtedness, cost of funds, tenure etc.	from banks / financial institutions or raise funds by issuance of equity or debt securities and make them available to ABReL Century.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL Century.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Century has been set up for the purpose of executing renewable power projects for its captive user i.e. Century Enka Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL Century would enable seamless inter-company coordination & resource utilization in line with business objectives of the Company and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL Century.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/13

Material Related Party Transactions between the Company and ABREL Green Energy Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	ABREL Green Energy Limited (“ABReL Green Energy”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL Green Energy.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering/availing services, including management, project development, and other operational or support services 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹120 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	23.56% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or	Depending on requirements of ABReL Green Energy and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise



	investments, nature of indebtedness, cost of funds, tenure etc.	funds by issuance of equity or debt securities and make them available to ABReL Green Energy.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL Green Energy.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Green Energy has been set up for the purpose of executing renewable power projects for its captive user UltraTech Cement Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL Green Energy would enable seamless inter-company coordination & resource utilization in line with business objectives and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL Green Energy.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/14

Material Related Party Transactions between the Company and ABREL Solar Power Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	ABREL Solar Power Limited (“ABReL Solar Power”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL Solar Power.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering/availing services, including management, project development, and other operational or support services 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹420 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	82.47% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or	Depending on requirements of ABReL Solar Power and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise



	investments, nature of indebtedness, cost of funds, tenure etc.	equity and make them available to ABReL Solar Power.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL Solar Power.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Solar Power has been set up for the purpose of executing renewable power projects for its captive user i.e. Grasim Industries Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL Solar Power would enable seamless inter-company coordination & resource utilization in line with business objectives and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL Solar Power.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/15

Material Related Party Transactions between the Company and Aditya Birla Renewables Energy Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	Aditya Birla Renewables Energy Limited (“ABReL Energy”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL Energy.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing / availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering / availing services, including management, project development, and other operational or support services 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹230 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	45.16% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or investments, nature of indebtedness, cost of funds, tenure etc.	Depending on requirements of ABReL Energy and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise funds by



		issuance of equity or debt securities and make them available to ABReL Energy.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL Energy.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Energy has been set up for the purpose of executing renewable power projects for its captive user i.e. UltraTech Cement Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL Energy would enable seamless inter-company coordination & resource utilization in line with business objectives of the Company and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL Energy.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/16

Material Related Party Transactions between the Company and Aditya Birla Renewables SPV 4 Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	Aditya Birla Renewables SPV 4 Limited (“ABReL SPV 4”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL SPV 4.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering/availing services, including management, project development, and other operational or support services 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹95 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	18.65% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or investments, nature of indebtedness, cost of funds, tenure etc.	Depending on requirements of ABReL SPV 4 and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise funds by



		issuance of equity or debt securities and make them available to ABReL SPV 4.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL SPV 4.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL SPV 4 has been set up for the purpose of executing renewable power projects for its captive user i.e. Gujarat Alkalies And Chemicals Limited. For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL SPV 4 would enable seamless inter-company coordination & resource utilization in line with business objectives of the Company and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL SPV 4.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/17

Material Related Party Transactions between the Company and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	Aditya Birla Renewables Subsidiary Limited (“ABReL Subsidiary”) is a subsidiary of the Company. The Company holds 74% of the paid-up capital of ABReL Subsidiary.
2	Type, material terms and particulars of transactions	<p>The Transactions involves the following:</p> <ol style="list-style-type: none"> 1. Providing/availing loans, inter-corporate deposits or investing through other financial instruments, along with applicable interest. 2. Rendering/availing services, including management, project development, and other operational or support services 3. Reimbursement / recovery of expenses and interest thereon, if any. 4. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm’s length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹810 crores
5	The percentage of the Company’s annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	159.05% of the Company’s Annual Consolidated turnover for FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	
(i)	Details of the source of funds in connection with the proposed transaction	Equity / Debt / Internal accruals
(ii)	Whether any financial indebtedness is incurred to make or give loans inter-corporate deposits, advances or	Depending on requirements of ABReL Subsidiary and availability of funds with the Company, there may be a need to borrow funds / avail credit lines or facilities from banks / financial institutions or raise funds by



	investments, nature of indebtedness, cost of funds, tenure etc.	issuance of equity or debt securities and make them available to ABReL Subsidiary.
(iii)	Applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security;	<p>a. Repayable on demand or as per the terms agreed between the parties, provided that the tenure does not exceed one year, with an option for prepayment at any time without any penalty;</p> <p>b. The rate of interest on the loans will be in compliance with the provisions of Section 186 of the Companies Act, 2013;</p> <p>c. Unsecured loans will depend on the nature of the transaction and as may be mutually agreed between the parties.</p> <p>The exact terms of these transactions shall be as per the provisions of the Companies Act, 2013, read with the relevant rules / regulations and / or guidelines as may be applicable and as per internal policies of the Company.</p>
(iv)	The purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT	For meeting the capex requirement, working capital needs, other general corporate purposes and business operations of ABReL Subsidiary.
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Subsidiary has been set up for the purpose of executing renewable power projects for its captive user i.e. Hindalco Industries Limited For executing the projects, the company may need to extend some or all the aforementioned support or services to them.</p> <p>Providing the services or support to ABReL Subsidiary would enable seamless inter-company coordination & resource utilization in line with business objectives of the Company and improve operational efficiency of its business. The Company holds 74% of the paid-up capital of ABReL Subsidiary.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/18

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL (RJ) Projects Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 100% of the paid-up capital of ABREL EPC Limited ('ABReL EPC').</p> <p>The Company holds 74% of the paid-up capital of ABREL (RJ) Projects Limited ('ABReL RJ').</p> <p>ABReL EPC and ABReL RJ are fellow subsidiaries to each other.</p>
2	Type, material terms and particulars of transactions	<p>ABReL RJ and ABReL EPC intends to enter into following transactions :</p> <ol style="list-style-type: none"> 1. Availing/providing services including undertaking engineering, procurement, construction, design, and operation & maintenance (O&M) activities of solar, wind and/or hybrid power plant and ancillary services thereto. 2. Purchase, Sale, lease, or supply of goods, materials, equipment, assets, stores, spares, components, plant & machinery, land, transmission lines etc. 3. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. 4. Reimbursement / recovery of expenses and interest thereon, if any. <p>Material terms and conditions are based on transaction(s)/ contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s)/ agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹2700 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	Transactions constitute 530.16% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or	Not applicable



	given by the Company or its subsidiary	
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL RJ has been set up for the purpose of executing Renewable Power Projects for its captive user i.e. UltraTech Cement Limited. For executing the projects, it needs to procure capex equipment like solar modules, wind turbine generators, trackers, transformers, transmission lines or any other capex equipment pertaining to its business. The same are proposed to be procured from ABReL EPC and/or other vendors at a competitive rate.</p> <p>Based on requirements, ABReL RJ and ABReL EPC may also sale or lease any of their assets or properties which are not immediately required for their respective businesses.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/19

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL Century Energy Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 100% of the paid-up capital of ABREL EPC Limited ('ABReL EPC').</p> <p>The Company holds 74% of the paid-up capital of ABREL Century Energy Limited ('ABReL Century').</p> <p>ABReL EPC and ABReL Century are fellow subsidiaries to each other.</p>
2	Type, material terms and particulars of transactions	<p>ABReL Century and ABReL EPC intends to enter into following transactions::</p> <ol style="list-style-type: none"> 1. Availing/providing services including undertaking engineering, procurement, construction, design, and operation & maintenance (O&M) activities of solar, wind and/or hybrid power plant and ancillary services thereto. 2. Purchase, Sale, lease, or supply of goods, materials, equipment, assets, stores, spares, components, plant & machinery, land, transmission lines etc.



		<p>3. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements.</p> <p>4. Reimbursement / recovery of expenses and interest thereon, if any.</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹130 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	25.53% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Century has been set up for the purpose of executing Renewable Power Projects for its captive user i.e. Century Enka Limited. For executing the projects, it needs to procure capex equipment like solar modules, wind turbine generators, trackers, transformers, transmission lines or any other capex equipment pertaining to its business. The same are proposed to be procured from ABReL EPC and/or other vendors at a competitive rate.</p> <p>Based on requirements, ABReL Century and ABReL EPC may also sale or lease any of their assets or properties which are not immediately required for their respective businesses.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/20

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL Green Energy Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 100% of the paid-up capital of ABREL EPC Limited ('ABReL EPC').</p> <p>The Company holds 74% of the paid-up capital of ABREL Green Energy Limited ('ABReL Green Energy').</p> <p>ABReL EPC and ABReL Green Energy are fellow subsidiaries to each other</p>
2	Type, material terms and particulars of transactions	<p>ABReL Green Energy and ABReL EPC intends to enter into following transactions:</p> <ol style="list-style-type: none"> 1. Availing / providing services including undertaking engineering, procurement, construction, design, and operation & maintenance (O&M) activities of solar, wind and/or hybrid power plant and ancillary services thereto. 2. Purchase, Sale, lease, or supply of goods, materials, equipment, assets, stores, spares, components, plant & machinery, land, transmission lines etc. 3. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements 4. Reimbursement / recovery of expenses and interest thereon, if any. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹75 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	14.73% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or	Not applicable



	given by the Company or its subsidiary	
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Green Energy has been set up for the purpose of executing Renewable Power Projects for its captive user i.e. UltraTech Cement Limited. For executing the projects, it needs to procure capex equipment like solar modules, wind turbine generators, trackers, transformers, transmission lines or any other capex equipment pertaining to its business. The same are proposed to be procured from ABReL EPC and/or other vendors at a competitive rates.</p> <p>Based on requirements, ABReL Green Energy and ABReL EPC may also sale or lease any of their assets or properties which are not immediately required for their respective businesses.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/21

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Energy Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 100% of the paid-up capital of ABREL EPC Limited ('ABReL EPC').</p> <p>The Company holds 74% of the paid-up capital of Aditya Birla Renewables Energy Limited ('ABReL Energy').</p> <p>ABReL EPC and ABReL Energy are fellow subsidiaries to each other.</p>
2	Type, material terms and particulars of transactions	<p>ABReL Energy and ABReL EPC intends to enter into following transactions :</p> <ol style="list-style-type: none"> 1. Availing / providing services including undertaking engineering, procurement, construction, design, and operation & maintenance (O&M) activities of solar, wind and/or hybrid power plant and ancillary services thereto. 2. Purchase, Sale, lease, or supply of goods, materials, equipment, assets, stores, spares, components, plant & machinery, land, transmission lines etc.



		<p>3. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements.</p> <p>4. Reimbursement / recovery of expenses and interest thereon, if any.</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹710 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	139.41% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Energy has been set up for the purpose of executing Renewable Power Projects for its captive user i.e. UltraTech Cement Limited. For executing the projects, it needs to procure capex equipment like solar modules, wind turbine generators, trackers, transformers, transmission lines or any other capex equipment pertaining to its business. The same are proposed to be procured from ABReL EPC and/or other vendors at a competitive rates.</p> <p>Based on requirements, ABReL Energy and ABReL EPC may also sale or lease any of their assets or properties which are not immediately required for their respective businesses.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/22

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Solar Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 100% of the paid-up capital of ABREL EPC Limited ('ABReL EPC').</p> <p>The Company holds 74% of the paid-up capital of Aditya Birla Renewables Solar Limited ('ABReSL').</p> <p>ABReL EPC and ABReSL are fellow subsidiaries to each other.</p>
2	Type, material terms and particulars of transactions	<p>ABReSL and ABReL EPC intends to enter into following transactions :</p> <ol style="list-style-type: none"> 1. Availing / providing services including undertaking engineering, procurement, construction, design, and operation & maintenance (O&M) activities of solar, wind and/or hybrid power plant and ancillary services thereto. 2. Purchase, Sale, lease, or supply of goods, materials, equipment, assets, stores, spares, components, plant & machinery, land, transmission lines etc. 3. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements 4. Reimbursement / recovery of expenses and interest thereon, if any. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹150 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	29.45% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable



7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReSL has been set up for the purpose of executing Renewable Power Projects for its captive user i.e. UltraTech Cement Limited. For executing the projects, it needs to procure capex equipment like solar modules, wind turbine generators, trackers, transformers, transmission lines or any other capex equipment pertaining to its business. The same are proposed to be procured from ABReL EPC and/or other vendors at a competitive rates.</p> <p>Based on requirements, ABReSL and ABReL EPC may also sale or lease any of their assets or properties which are not immediately required for their respective businesses.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/23

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables SPV 4 Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 100% of the paid-up capital of ABREL EPC Limited ('ABReL EPC').</p> <p>The Company holds 74% of the paid-up capital of Aditya Birla Renewables SPV 4 Limited ('ABReL SPV 4').</p> <p>ABReL EPC and ABReL SPV 4 are fellow subsidiaries to each other.</p>
2	Type, material terms and particulars of transactions	<p>ABReL SPV 4 and ABReL EPC intends to enter into following transactions :</p> <ol style="list-style-type: none"> 1. Availing / providing services including undertaking engineering, procurement, construction, design, and operation & maintenance (O&M) activities of solar, wind and/or hybrid power plant and ancillary services thereto. 2. Purchase, Sale, lease, or supply of goods, materials, equipment, assets, stores, spares, components, plant & machinery, land, transmission lines etc. 3. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements.



		<p>4. Reimbursement / recovery of expenses and interest thereon, if any.</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹645 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	126.65% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL SPV 4 has been set up for the purpose of executing Renewable Power Projects for its captive user i.e. Gujarat Alkalies and Chemicals Limited. For executing the projects, it needs to procure capex equipment like solar modules, wind turbine generators, trackers, transformers, transmission lines or any other capex equipment pertaining to its business. The same are proposed to be procured from ABReL EPC and/or other vendors at a competitive rates.</p> <p>Based on requirements, ABReL SPV 4 and ABReL EPC may also sale or lease any of their assets or properties which are not immediately required for their respective businesses.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/24

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 100% of the paid-up capital of ABREL EPC Limited ('ABReL EPC').</p> <p>The Company holds 74% of the paid-up capital of Aditya Birla Renewables Subsidiary Limited ('ABReL Subsidiary').</p> <p>ABReL EPC and ABReL Subsidiary are fellow subsidiaries to each other</p>
2	Type, material terms and particulars of transactions	<p>ABReL Subsidiary and ABReL EPC intends to enter into following transactions:</p> <ol style="list-style-type: none"> 1. Availing / providing services including undertaking engineering, procurement, construction, design, and operation & maintenance (O&M) activities of solar, wind and/or hybrid power plant and ancillary services thereto. 2. Purchase, Sale, lease, or supply of goods, materials, equipment, assets, stores, spares, components, plant & machinery, land, transmission lines etc. 3. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements. 4. Reimbursement / recovery of expenses and interest thereon, if any. <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹1,880 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	369.15% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable



7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Subsidiary has been set up for the purpose of executing Renewable Power Projects for its captive user i.e. Hindalco Industries Limited. For executing the projects, it needs to procure capex equipment like solar modules, wind turbine generators, trackers, transformers, transmission lines or any other capex equipment pertaining to its business. The same are proposed to be procured from ABReL EPC and/or other vendors at a competitive rates.</p> <p>Based on requirements, ABReL Subsidiary and ABReL EPC may also sale or lease any of their assets or properties which are not immediately required for their respective businesses.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/25

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL Solar Power Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 100% of the paid-up capital of ABREL EPC Limited ('ABReL EPC').</p> <p>The Company holds 74% of the paid-up capital of ABREL Solar Power Limited ('ABReL Solar Power').</p> <p>ABReL EPC and ABReL Solar Power are fellow subsidiaries to each other.</p>
2	Type, material terms and particulars of transactions	<p>ABReL Solar Power and ABReL EPC intends to enter following transactions:</p> <ol style="list-style-type: none"> 1. Availing / providing services including undertaking engineering, procurement, construction, design, and operation & maintenance (O&M) activities of solar, wind and/or hybrid power plant and ancillary services thereto. 2. Purchase, Sale, lease, or supply of goods, materials, equipment, assets, stores, spares, components, plant & machinery, land, transmission lines etc. 3. Providing, availing, transfer or exchange of any resources, services or obligations to meet business objectives/requirements.



		<p>4. Reimbursement / recovery of expenses and interest thereon, if any.</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹690 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	135.49% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Solar Power has been set up for the purpose of executing Renewable Power Projects for its captive user i.e. Grasim Industries Limited. For executing the projects, it needs to procure capex equipment like solar modules, wind turbine generators, trackers, transformers, transmission lines or any other capex equipment pertaining to its business. The same are proposed to be procured from ABReL EPC and/or other vendors at a competitive rates.</p> <p>Based on requirements, ABReL Solar Power and ABReL EPC may also sale or lease any of their assets or properties which are not immediately required for their respective businesses.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/26

Material Related Party Transactions between ABREL Solar Power Limited, a subsidiary of the Company, and Grasim Industries Limited, the holding company of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 74% of the paid-up capital of ABREL Solar Power Limited ('ABReL Solar Power'). Grasim Industries Limited ('Grasim') holds the remaining 26% of the paid up capital of ABReL Solar Power.</p> <p>Grasim is the holding company of the Company and ultimate holding Company for ABReL Solar Power.</p> <p>Accordingly, ABReL Solar Power is the wholly owned subsidiary of Grasim through the Company.</p>
2	Type, material terms and particulars of transactions	<p>Transactions related to the sale or supply of renewable energy and other dealings under power purchase agreements executed between ABReL Solar Power and Grasim, including reimbursement or recovery of expenses and interest thereon, if any."</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹146 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	28.67% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	ABReL Solar Power has been set up for the purpose of executing and setting up of renewable power projects for its captive user i.e. Grasim Industries Limited and in this regard had also executed power purchase agreement(s) with them. ABReL Solar Power may also need to carry out other transactions prescribed under the power purchase agreements executed between ABReL Solar Power and Grasim.



		<p>Accordingly, ABReL Solar Power would sale the renewables energy generated through its operations to the captive user, generate revenue from the same and also bear expenses / charges prescribed under power purchase agreement, if any.</p> <p>These transactions would ultimately benefit the Company on consolidated basis.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/27

Material Related Party Transactions between Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company and Hindalco Industries Limited, its related party

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 74% of the paid-up capital of Aditya Birla Renewables Subsidiary Limited ('ABReL Subsidiary').</p> <p>Hindalco Industries Limited ('HIL') holds the remaining 26% of the paid up capital of ABReL Subsidiary and accordingly HIL is the Investing Company of ABREL Subsidiary.</p>
2	Type, material terms and particulars of transactions	<p>Transactions related to the sale or supply of renewable energy and other dealings under power purchase agreements executed between ABReL Subsidiary and HIL, including reimbursement or recovery of expenses and interest thereon, if any."</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-2026
4	Value of the proposed transaction	₹235 crores
5	The percentage of the Company's annual consolidated turnover, for	Transactions constitute 46.14% of the Company's Annual Consolidated turnover of FY25



	the immediately preceding financial year, (i.e. FY 2024-25)	
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Subsidiary has been set up for the purpose of executing and setting up of renewable power projects for its captive user i.e Hindalco Industries Limited and in this regard had also executed power purchase agreement with them. ABReL Subsidiary may also need to carry out other transactions prescribed under the power purchase agreements executed between ABReL Subsidiary and HIL.</p> <p>Accordingly, ABReL Subsidiary would sale the renewables energy generated through its operations to the captive user, generate revenue from the same and also bear expenses / charges prescribed under power purchase agreement, if any.</p> <p>These transactions would ultimately benefit the Company on consolidated basis.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/28

Material Related Party Transactions between Aditya Birla Renewables Solar Limited, a subsidiary of the Company and Hindalco Industries Limited, its related party

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 74% of the paid-up capital of Aditya Birla Renewables Solar Limited ('ABReSL').</p> <p>Hindalco Industries Limited ('HIL') holds the remaining 26% of the paid up capital of ABReSL and accordingly HIL is Investing Company of ABReSL.</p>
2	Type, material terms and particulars of transactions	Transactions related to the sale or supply of renewable energy and other dealings under power purchase agreements executed between ABReSL and HIL, including reimbursement or recovery of expenses and interest thereon, if any."



		Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i> , includes the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹125 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	Transactions constitute 24.54% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReSL has been set up for the purpose of executing and setting up of renewable power projects for its captive user i.e. Hindalco Industries Limited and in this regard had also executed power purchase agreement with them. ABReSL may also need to carry out other transactions prescribed under the power purchase agreements executed between ABReSL and HIL.</p> <p>Accordingly, ABReSL would sale the renewables energy generated through its operations to the captive user, generate revenue from the same and also bear expenses / charges prescribed under power purchase agreement, if any.</p> <p>These transactions would ultimately benefit the Company on consolidated basis.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/29

Material Related Party Transactions between ABREL (MP) Renewables Limited, a subsidiary of the Company and UltraTech Cement Limited, its related party & fellow subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 74% of the paid-up capital of ABREL (MP) Renewables Limited ('ABReL MP').</p> <p>UltraTech Cement Limited ('UTCL') holds the remaining 26% of the paid up capital of ABReL MP and accordingly UTCL is Investing Company of ABReL MP.</p> <p>UTCL is also a fellow subsidiary of the Company.</p>
2	Type, material terms and particulars of transactions	<p>Transactions related to the sale or supply of renewable energy and other dealings under power purchase agreements executed between ABReL MP and UTCL, including reimbursement or recovery of expenses and interest thereon, if any."</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-2026
4	Value of the proposed transaction	₹85 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	16.69% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL MP has been set up for the purpose of executing and setting up of renewable power projects for its captive user i.e. UTCL and in this regard had also executed power purchase agreement with them. ABReL MP may also need to carry out other transactions prescribed under the power purchase agreements between ABReL MP and UTCL.</p> <p>Accordingly, ABReL MP would sale the renewables energy generated through its operations to the captive user, generate revenue from the same and also bear</p>



		<p>expenses / charges prescribed under power purchase agreement, if any.</p> <p>These transactions would ultimately benefit the Company on consolidated basis.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/30

Material Related Party Transactions between ABREL (RJ) Projects Limited, a subsidiary of the Company and UltraTech Cement Limited, its related party & fellow subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 74% of the paid-up capital of ABREL (RJ) Projects Limited ('ABReL RJ').</p> <p>UltraTech Cement Limited ('UTCL') holds the remaining 26% of the paid up capital of ABREL RJ and accordingly UTCL is investing company of ABREL RJ.</p> <p>UTCL is also a fellow subsidiary of the Company.</p>
2	Type, material terms and particulars of transactions	<p>Transactions related to the sale or supply of renewable energy and other dealings under power purchase agreements executed between ABReL RJ and UTCL, including reimbursement or recovery of expenses and interest thereon, if any."</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, includes the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s)/ agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹325 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	63.82% of the Company's Annual Consolidated turnover of FY25



6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL RJ has been set up for the purpose of executing and setting up of renewable power projects for its captive user i.e. UTCL and in this regard had also executed power purchase agreement(s) with them. ABReL RJ may also need to carry out other transactions prescribed under the power purchase agreements executed between ABReL RJ and UTCL.</p> <p>Accordingly, ABReL RJ would sale the renewables energy generated through its operations to the captive user, generate revenue from the same and bear expenses / charges prescribed under power purchase agreements, if any.</p> <p>These transactions would ultimately benefit the Company on consolidated basis.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/31

Material Related Party Transactions between Aditya Birla Renewables Energy Limited, a subsidiary of the Company and UltraTech Cement Limited, its related party & fellow subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 74% of the paid-up capital of Aditya Birla Renewables Energy Limited ('ABReL Energy').</p> <p>UltraTech Cement Limited ('UTCL') holds the remaining 26% of the paid up capital of ABReL Energy and accordingly UTCL is Investing Company of ABReL Energy.</p> <p>UTCL is also a fellow subsidiary of the Company.</p>
2	Type, material terms and particulars of transactions	Transactions related to the sale or supply of renewable energy and other dealings under power purchase agreements executed between ABReL Energy and UTCL, including reimbursement or recovery of expenses and interest thereon, if any.



		Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i> , include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹110 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	21.60% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABReL Energy has been set up for the purpose of executing and setting up of renewable power projects for its captive user i.e. UTCL and in this regard had also executed power purchase agreement(s) with them. ABReL Energy may also need to carry out other transactions prescribed under the power purchase agreements executed between ABReL Energy and UTCL.</p> <p>Accordingly, ABReL Energy would sale the renewables energy generated through its operations to the captive user, generate revenue from the same and bear expenses / charges prescribed under power purchase agreement(s), if any.</p> <p>These transactions would ultimately benefit the Company on consolidated basis.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/32

Material Related Party Transactions between ABREL Green Energy Limited, a subsidiary of the Company and UltraTech Cement Limited, its related party & fellow subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 74% of the paid-up capital of ABREL Green Energy Limited ('ABReL Green Energy').</p> <p>UltraTech Cement Limited ('UTCL') holds the remaining 26% of the paid up capital of ABReL Green Energy and accordingly UTCL is Investing Company of ABReL Green Energy.</p> <p>UTCL is also a fellow subsidiary of the Company.</p>
2	Type, material terms and particulars of transactions	<p>Transactions related to the sale or supply of renewable energy and other dealings under power purchase agreements executed between ABReL Green Energy and UTCL, including reimbursement or recovery of expenses and interest thereon, if any."</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) /agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹60 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	11.78% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	ABReL Green Energy has been set up for the purpose of executing and setting up of renewable power projects for its captive user i.e UTCL and in this regard had also executed power purchase agreements with them. ABReL Green Energy may also need to carry out other transactions prescribed under the power purchase agreements executed between ABReL Green Energy and UTCL.



		<p>Accordingly, ABReL Green Energy would sale the renewables energy generated through its operations to the captive user, generate revenue from the same and bear expenses / charges prescribed under power purchase agreement, if any.</p> <p>These transactions would ultimately benefit the Company on consolidated basis.</p>
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/33

Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Capital Limited, a fellow subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>ABREL EPC Limited ('ABReL EPC') is a wholly owned subsidiary of the Company.</p> <p>Aditya Birla Capital Limited ('ABCL') is a fellow subsidiary of the Company.</p> <p><i>The Audit Committee approved transaction with Aditya Birla Finance Limited (ABFL) on March 31, 2025 post which ABFL amalgamated with ABCL w.e.f. April 1, 2025.</i></p>
2	Type, material terms and particulars of transactions	<p>ABCL is registered with Reserve Bank of India as non deposit taking Non-Banking Financial Company. ABReL EPC can enter into transaction with ABCL to borrow funds / availing working capital facility including repayment and interest payments thereof.</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing / extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹110 crores



5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	21.60% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	ABReL EPC is into business of trading of solar and wind power related capex equipments, machineries and other related materials. ABReL EPC may enter into transaction pertaining to availing loans from ABCL for its funding needs and/or repay the existing loans availed from ABCL along with interest. Interest on the aforesaid loan is being charged /would be charged at competitive market borrowing rate.
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

Item no. 10/AGM/25-26/34

Material Related Party Transactions between Aditya Birla Renewables Green Power Private Limited, a wholly owned subsidiary of the Company, and Aditya Birla Capital Limited, a fellow subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	Aditya Birla Renewables Green Power Private Limited ('ABRGPPPL') is a wholly owned subsidiary of the Company. The Company is a wholly owned subsidiary of Grasim Industries Limited. Aditya Birla Capital Limited ('ABCL') is a fellow subsidiary of the Company. <i>The Audit Committee approved transaction with Aditya Birla Finance Limited ('ABFL') on March 31, 2025 post which ABFL amalgamated with ABCL w.e.f. April 1, 2025.</i>
2	Type, material terms and particulars of transactions	ABCL is registered with Reserve Bank of India as non deposit taking Non-Banking Financial Company, ABRGPPPL can enter transaction with ABCL to borrow funds, repay existing loan along with applicable interest thereon.



		Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i> , includes the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹60 crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	11.78% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	ABRGPPL has been set up for the purpose of executing and setting up of renewable power projects for its customer pursuant to power purchase agreement with them. ABRGPPL may enter into transactions pertaining to availing loans from ABCL for its funding needs and/or repay the existing loans availed from ABCL along with interest thereon. Interest on the aforesaid loan is being charged /would be charged at competitive market borrowing rate.
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable



Item no. 10/AGM/25-26/35

Material Related Party Transactions between ABREL (RJ) Projects Limited, a subsidiary of the Company, and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company

Sr. No	Particulars	Details
1	Name of the related party, its relationship with the Company including nature of concern or interest (financial or otherwise)	<p>The Company holds 74% of the paid-up capital of ABREL (RJ) Projects Limited ('ABReL RJ') and Aditya Birla Renewables Subsidiary Limited ('ABREL Subsidiary').</p> <p>ABReL RJ and ABReL Subsidiary are fellow subsidiary to each other.</p>
2	Type, material terms and particulars of transactions	<p>ABREL Subsidiary and ABReL RJ intends to enter into transactions pertaining to purchase, sale, lease, or supply of goods, materials, equipment, assets, stores, spares, and components and reimbursement or recovery of expenses including interest thereon, if any during the course of its business operations for setting up of power plant(s) or are procured by either of the entity for usage on shared basis.</p> <p>Material terms and conditions are based on transaction(s) / contract(s) / arrangement(s) / agreement(s) which, <i>inter alia</i>, include the rates based on prevailing/ extant market conditions and commercial terms as on the date of entering into such transaction(s) / contract(s) / arrangement(s) / agreement(s), which shall be on an arm's length basis and in the ordinary course of business.</p>
3	Tenure of the proposed transaction	FY 2025-26
4	Value of the proposed transaction	₹80 Crores
5	The percentage of the Company's annual consolidated turnover, for the immediately preceding financial year, (i.e. FY 2024-25)	15.71% of the Company's Annual Consolidated turnover of FY25
6	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the Company or its subsidiary	Not applicable
7	Justification for why the proposed transaction is in the interest of the Company	<p>ABREL Subsidiary and ABReL RJ have been set up for the purpose of executing Renewable Power Projects for their respective captive users. For executing the projects both the companies procure, sales, leases, or supply goods, materials, equipment, assets, stores, spares, and components during its business operations. Both the companies may also procures assets for its usage on shared basis.</p>



		Based on requirements, ABREL Subsidiary and ABReL RJ may undertake transactions pertaining to sale or lease any of their assets or properties which are not immediately required for their respective businesses or are procured by either of the entity for usage on shared basis.
8	A statement that the valuation or other external report, if any, relied upon by the Company in relation to the proposed transaction will be made available through the registered email address of the shareholders	Not applicable

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

A handwritten signature in blue ink that reads "Amit Dodani".

Amit Dodani
Company Secretary
Membership No.: ACS 22345

Mumbai, May 14, 2025

Registered Office:

A-4, Aditya Birla Centre, S. K. Ahire Marg, Worli
Mumbai – 400030, Maharashtra, India
Email: abrel@adityabirla.com



ANNEXURE A TO THE NOTICE AND EXPLANATORY STATEMENT

DIRECTORSHIPS OF THE DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMPS) OF THE COMPANY IN THE AFORESAID SUBSIDIARIES/RELATED PARTIES, AS COVERED UNDER RESOLUTIONS NOS. 8 TO 35, ARE AS UNDER:

1. Mr. Pavan Kumar Jain, Non-Executive Non-Independent Director of the Company, is also Non-Executive Director of the following entities:
 - a. Aditya Birla Renewables Solar Limited
 - b. ABREL Century Energy Limited
 - c. Aditya Birla Renewables Subsidiary Limited
 - d. Aditya Birla Renewables Energy Limited
2. Ms. Pinky Atul Mehta, Non-Executive Non-Independent Director of the Company, is also Non-Executive Director Aditya Birla Renewables SPV 1 Limited
3. Mr. Vijay Agarwal, Independent Director of the Company, is also Non-Executive Director of the following entities:
 - a. ABREL Green Energy Limited
 - b. ABREL (Odisha) SPV Limited
 - c. Aditya Birla Renewables Solar Limited
 - d. Aditya Birla Renewables Energy Limited
4. Mr. Ashish Razdan, Independent Director of the Company, is also Non-Executive Director of the following entities:
 - a. ABREL (RJ) Projects Limited
 - b. ABREL (MP) Renewables Limited
 - c. ABREL Solar Power Limited
 - d. ABREL EPC Limited
5. Mr. Sanjay Kumar Patra, Independent Director of the Company, is also Non-Executive Director of the following entities:
 - a. ABREL Green Energy Limited
 - b. ABREL Century Energy Limited
 - c. ABREL (MP) Renewables Limited
 - d. Aditya Birla Renewables SPV 1 Limited
 - e. Aditya Birla Renewables Subsidiary Limited
 - f. ABREL Solar Power Limited
 - g. ABREL (Odisha) SPV Limited
6. Mr. Amit Jain, Chief Executive Officer of the Company, is also Non-Executive Director of the following entities:
 - a. Aditya Birla Renewables Green Power Private Limited
 - b. ABREL Green Energy Limited
 - c. ABREL (MP) Renewables Limited
 - d. ABREL Solar Power Limited



- e. ABREL EPC Limited
 - f. ABREL (Odisha) SPV Limited
7. Mr. Piyush Maheshwari, Chief Financial Officer of the Company, is also Non-Executive Director of the following entities:
- a. Aditya Birla Renewables Solar Limited
 - b. Aditya Birla Renewables Green Power Private Limited
 - c. Aditya Birla Renewables SPV 1 Limited
 - d. Aditya Birla Renewables Subsidiary Limited
 - e. Aditya Birla Renewables Energy Limited



ANNEXURE B TO THE NOTICE AND EXPLANATORY STATEMENT
Details of Directors seeking appointment
(Pursuant to SS-2 – Secretarial Standards on General Meetings)

Mr. Jayant Dua

Name of the Director	Mr. Jayant Dua	
DIN	00629213	
Age	60	
Date of first Appointment on the Board	30/08/2023	
Qualification, experience and expertise in specific functional area	<p>Mr. Jayant Dua is a Chemical Engineer from IIT Delhi, holds an MBA from IMI Delhi, and is an alumnus of Harvard Business School, USA. He currently serves as the Business Head – Renewables & DTAFOS (Domestic Textiles, Acrylic Fibre & Overseas Spinning) at the Aditya Birla Group.</p> <p>Prior to this role, Mr. Dua led the Domestic Chlor Alkali Division of Grasim Industries Limited as Chief Executive Officer. Over his two-decade-long association with the Aditya Birla Group, he has held diverse leadership roles across multiple businesses within the Group.</p> <p>His professional journey includes over ten years in the Cement Business, where he was involved in Marketing, IT, Strategy, and International M&A across both emerging and developed markets. He has also served as CEO of Birla Sun Life Insurance, the Insulators Business, and Century Cement (prior to its merger with UltraTech).</p>	
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None	
Board membership of other companies	Names of the Companies	Designation
	Nil	
Chairman/Member of the Committee of the Board of directors of other companies	Nil	
Number of Shares held in the Company	Nil	
Number of Board Meetings attended during FY 2024-25	6 out of total 6 meetings held	
Terms and conditions of appointment or re-appointment	Non-Executive Director, liable to retire by rotation	
Remuneration sought to be paid	Nil	
Remuneration last drawn	Nil	



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 10 th Annual General Meeting of the Company, held on Monday, August 25, 2025, at 4:00 p.m. at 11 th Floor, Birla Aurora, Dr. Annie Besant Road, Worli, Mumbai - 400030 and at any adjournment thereof in respect of such resolutions as are indicated below:	

Item No.	Description	Vote	
		For	Against
1.	Adoption of the Standalone Audited Financial Statements of the Company for the financial year ended on March 31, 2025, together with the Directors' Report and Auditors' Report thereon		
2.	Adoption of the Consolidated Audited Financial Statements of the Company for the financial year ended on March 31, 2025, together with Auditors' Report thereon		



Item No.	Description	Vote	
		For	Against
3.	Appointment of a director in place of Mr. Jayant Dua, who retires by rotation, and being eligible, offers himself for reappointment		
4.	Ratification of remuneration of M/s. Jitendrakumar & Associates, the Cost Auditor of the Company for the financial year 2025-26		
5.	Approval for increase in overall borrowing limits of the Company upto ₹11,000 Crores under Section 180(1)(c) of the Companies Act, 2013		
6.	Approval for increase in limits for creation of charge/mortgage/encumbrance on the assets of the Company upto ₹11,000 Crores under Section 180(1)(a) of the Companies Act, 2013		
7.	Approval for increase in limits for giving of Loans/ Advances, making Investments and Providing Guarantees or Security of the Company upto ₹6,500 crores under Section 186 of the Companies Act, 2013		
8.	Approval of Material Related Party Transactions between the Company and Aditya Birla Renewables Solar Limited, a subsidiary of the Company for financial year 2025-26		
9.	Approval of Material Related Party Transactions between the Company and ABREL (MP) Renewables Limited, a subsidiary of the Company for financial year 2025-26		
10.	Approval of Material Related Party Transactions between the Company and ABREL (Odisha) SPV Limited, a subsidiary of the Company for financial year 2025-26		
11.	Approval of Material Related Party Transactions between the Company and ABREL (RJ) Projects Limited, a subsidiary of the Company for financial year 2025-26		
12.	Approval of Material Related Party Transactions between the Company and ABREL Century Energy Limited, a subsidiary of the Company for financial year 2025-26		
13.	Approval of Material Related Party Transactions between the Company and ABREL Green Energy Limited, a subsidiary of the Company for financial year 2025-26		
14.	Approval of Material Related Party Transactions between the Company and ABREL Solar Power Limited, a subsidiary of the Company for financial year 2025-26		
15.	Approval of Material Related Party Transactions between the Company and Aditya Birla Renewables Energy Limited, a subsidiary of the Company for financial year 2025-26		
16.	Approval of Material Related Party Transactions between the Company and Aditya Birla Renewables SPV 4 Limited, a subsidiary of the Company for financial year 2025-26		
17.	Approval of Material Related Party Transactions between the Company and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company for financial year 2025-26		
18.	Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL (RJ) Projects Limited, a subsidiary of the Company for financial year 2025-26		
19.	Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL		



Item No.	Description	Vote	
		For	Against
	Century Energy Limited, a subsidiary of the Company for financial year 2025-26		
20.	Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL Green Energy Limited, a subsidiary of the Company for financial year 2025-26		
21.	Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Energy Limited, a subsidiary of the Company for financial year 2025-26		
22.	Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Solar Limited, a subsidiary of the Company for financial year 2025-26		
23.	Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables SPV 4 Limited, a subsidiary of the Company for financial year 2025-26		
24.	Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company for financial year 2025-26		
25.	Approval of Material Related Party Transactions between ABREL EPC Limited, a wholly owned subsidiary of the Company, and ABREL Solar Power Limited, a subsidiary of the Company for financial year 2025-26		
26.	Approval of Material Related Party Transactions by ABREL Solar Power Limited, a subsidiary of the Company, and Grasim Industries Limited, the holding company of the Company for the financial year 2025-26		
27.	Approval of Material Related Party Transactions by Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company, and Hindalco Industries Limited, its related party for the financial year 2025-26		
28.	Approval of Material Related Party Transactions by Aditya Birla Renewables Solar Limited, a subsidiary of the Company, and Hindalco Industries Limited, its related party for financial year 2025-26		
29.	Approval of Material Related Party Transactions by ABREL (MP) Renewables Limited, a subsidiary of the Company, and UltraTech Cement Limited, its related party & fellow subsidiary of the Company for the financial year 2025-26		
30.	Approval of Material Related Party Transactions by ABREL (RJ) Projects Limited, a subsidiary of the Company, and UltraTech Cement Limited, its related party & fellow subsidiary of the Company for the financial year 2025-26		
31.	Approval of Material Related Party Transactions by Aditya Birla Renewables Energy Limited, a subsidiary of the Company, and UltraTech Cement Limited, its related party & fellow subsidiary of the Company for the financial year 2025-26		
32.	Approval of Material Related Party Transactions by ABREL Green Energy Limited, a subsidiary of the Company, and UltraTech Cement		



Item No.	Description	Vote	
		For	Against
	Limited, its related party & fellow subsidiary of the Company for financial year 2025-26		
33.	Approval of Material Related Party Transactions by ABREL EPC Limited, a wholly owned subsidiary of the Company, and Aditya Birla Capital Limited, a fellow subsidiary of the Company for financial year 2025-26		
34.	Approval of Material Related Party Transactions by Aditya Birla Renewables Green Power Private Limited, a wholly owned subsidiary of the Company, and Aditya Birla Capital Limited, a fellow subsidiary of the Company for financial year 2025-26		
35.	Approval of Material Related Party Transactions by ABREL (RJ) Projects Limited, a subsidiary of the Company, and Aditya Birla Renewables Subsidiary Limited, a subsidiary of the Company for financial year 2025-26		
Signed this day of, 2025 Signature of Member..... Signature of Proxy holder(s).....		<div style="border: 1px solid black; padding: 5px; width: fit-content; margin: 0 auto;"> Affix Revenue Stamp Re.1/- </div>	
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. For the Resolutions, Explanatory Statements and Notes please refer to the Notice of the 10 th Annual General Meeting.			



ROUTE MAP TO THE VENUE OF THE 10th ANNUAL GENERAL MEETING



Landmark: Century Bhavan