PICKRENEW
PICK RIGHT ENERGY

ADDENDUM TO THE NOTICE OF THE SEVENTH ANNUAL GENERAL MEETING

Date of AGM: Wednesday, 23rd September, 2026
Time: 11:30 A.M.
Mode: Through Video Conferencing (VC)/Other Audio Visual Means (OVAM)

Dear Members,
This is with reference to the Notice dated 4th August, 2026 convening the Seventh Annual General Meeting ("AGM") of the Members of Pickrenew Energy Limited ("the Company"), scheduled to be held on Wednesday, 23rd September, 2026 at 11:30 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OVAM).
Members are hereby informed that an additional item of Special Business is proposed to be placed before the Members for their consideration and approval at the ensuing Seventh Annual General Meeting.
Accordingly, the following item shall be added to the existing Notice of the Seventh Annual General Meeting as **Item No. 6**:

SPECIAL BUSINESS: -

ITEM NO. 6 – REVISION IN THE REMUNERATION OF MR. SUMIT KUMAR SOMANI (DIN: 02621781), DIRECTOR OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and other applicable rules, regulations and provisions of the Act, as amended from time to time, and subject to such approvals, permissions and sanctions as may be required, the consent of the Members of the Company be and is hereby accorded for revision in the remuneration payable to **Mr. Sumit Kumar Somani (DIN: 02621781), Director of the Company**, from the existing remuneration of **₹5,00,000/- (Rupees Five Lakhs only) per month to ₹7,00,000/- (Rupees Seven Lakhs only) per month**, with effect from **1st October, 2026**, on such terms and conditions as may be determined by the Board of Directors of the Company;

RESOLVED FURTHER THAT the aforesaid remuneration shall be exclusive of reimbursement of expenses incurred by Mr. Sumit Kumar Somani in connection with the business of the Company and such other benefits/perquisites as may be permissible under the applicable provisions of the Companies Act, 2013 and the rules made thereunder and as may be approved by the Board of Directors of the Company;

RESOLVED FURTHER THAT the revised remuneration shall remain subject to the applicable limits prescribed under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013, and shall be subject to such modifications as may be required to comply with the provisions of the Act and applicable rules;

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RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to vary, alter, modify or otherwise revise the terms and conditions of the remuneration of Mr. Sumit Kumar Somani, within the overall limits approved by the Members and in accordance with the provisions of the Companies Act, 2013;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things, and to execute all such documents, applications, returns and filings as may be necessary, proper or expedient to give effect to this resolution."

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

The members of the Company are informed that Mr. Sumit Kumar Somani (DIN: 02621781) is a Director of Pickrenew Energy Limited and has been associated with the management and affairs of the Company.

The remuneration presently payable to Mr. Sumit Kumar Somani is ₹5,00,000/- (Rupees Five Lakh only) per month.

Considering the increased scale and scope of operations of the Company, the responsibilities entrusted to him, his continued contribution towards the strategic and operational management of the Company and the overall growth and performance of the Company, the Board of Directors, at its meeting held on 15th September, 2026, has approved, subject to the approval of the members of the Company, the revision in his remuneration from ₹5,00,000/- (Rupees Five Lakh only) per month to ₹7,00,000/- (Rupees Seven Lakh only) per month, with effect from 1st October, 2026.

Accordingly, the maximum remuneration proposed to be payable to Mr. Sumit Kumar Somani shall be ₹7,00,000/- (Rupees Seven Lakh only) per month, i.e. up to ₹84,00,000/- (Rupees Eighty-Four Lakh only) per annum, together with such perquisites, benefits, allowances and other components of remuneration as may be permissible under the applicable provisions of the Companies Act, 2013 and the rules made thereunder and as may be approved by the Board of Directors, subject to the overall limits prescribed under the Act.

As per the audited financial statements of the Company for the financial year ended 31 March 2026, the Company has earned a profit before tax of ₹1,392.15 lakh. For the purpose of Section 198 of the Companies Act, 2013, after considering the applicable adjustments, the net profit presently considered for remuneration purposes is ₹1,419.69 lakh.

The proposed annual remuneration of ₹84.00 lakh is approximately 5.92% of such net profit computed under Section 198 of the Act.

The remuneration proposed to be paid is subject to the applicable provisions of Sections 197, 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V thereto, as amended from time to time.

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Since the proposed remuneration exceed the percentage limits otherwise applicable to the remuneration payable to a director under Section 197(1) of the Companies Act, 2013, approval of the members by way of a Special Resolution is being sought for payment of the revised remuneration.

The Board is of the view that the proposed revision in remuneration is commensurate with the responsibilities, duties and contribution of Mr. Sumit Kumar Somani and is in the best interests of the Company and its stakeholders.

INFORMATION REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Particulars	**Details**
Name of Director	Mr. Sumit Kumar Somani
DIN	02621781
Designation	Director
Existing remuneration	₹5,00,000/- per month
Proposed remuneration	₹7,00,000/- per month
Proposed annual remuneration	Up to ₹84,00,000/- per annum
Effective date	1st October,2026
Nature of revision	Revision in monthly remuneration
Basis of remuneration	Responsibilities, duties, experience, contribution and increased scale of operations of the Company
Remuneration as percentage of Section 198 net profit	Approximately 5.92%
Approval sought	Special Resolution under Section 197 and other applicable provisions of the Companies Act, 2013
Material terms	Monthly remuneration of up to ₹7,00,000/- together with applicable allowances, perquisites and benefits, subject to the Act and approvals
Tenure	For the remaining tenure/period of his appointment, as applicable
Other terms	All other terms and conditions of his appointment shall remain unchanged, except as specifically modified by the proposed revision

INTEREST OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Except Mr. Sumit Kumar Somani, to the extent of the remuneration proposed to be received by him, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The proposed revision in remuneration shall be subject to the applicable provisions of the Companies Act, 2013, including Sections 197 and 198 read with Schedule V, and such other approvals, if any, as may be required under applicable law.

The Board recommends the **Special Resolution** set out at Item No. 6 for approval by the Members.

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IMPORTANT NOTE TO MEMBERS: -

The Notice of the Seventh Annual General Meeting dated 4th August, 2026 shall remain unchanged in respect of all other items and matters contained therein, except for the addition of the aforesaid **Item No. 6** and the corresponding Explanatory Statement.

This Addendum shall be deemed to form an integral part of the original Notice of the Seventh Annual General Meeting.

Members are requested to read this Addendum together with the original Notice of the Seventh Annual General Meeting.

For Pickrenew Energy Limited

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Sumit Kumar Somani
Director
DIN: 02621781

Date: 15/09/2026
Place: Indore