PICKRENEW
PICK RIGHT ENERGY

NOTICE FOR SEVENTH ANNUAL GENERAL MEETING

Notice is hereby given that the Annual General Meeting (General Meeting No. 02, September/2026) of the members of the Company M/s Pickrenew Energy Limited will be held on Wednesday, the 23rd Day of September , 2026 through Video Conferencing (VC) or Other Audio Visual Means (OVAM) facility at the registered office of the Company situated at Pickrenew House, Plot No. 613,Scheme No. 114,Part-2,Anurag Nagar, Near New Bombay Hospital/BPCL Petrol Pump, Ring Road, Vijay Nagar, Indore, Madhya Pradesh, India, 452010 at 11.30 A.M. to transact the following business:-

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the year ended as at March 31, 2026 and the Reports of the Board of Directors and Auditor's thereon.
2. To appoint a director in place of Mr. Sumit Kumar Somani (DIN: 02621781), who retires by rotation and being eligible, offers himself for re-appointment.
3. To Reappointment of Statutory Auditor of the Company.

SPECIAL BUSINESS: -

4. Appointment of Mr. Sharad Maheshwari (DIN:07863019) as Non-Executive Independent Director.
5. Appointment of Mrs. Dipika Kataria (DIN:06694868) as Non-Executive Women Independent Director.

ORDINARY BUSINESS:

ITEM NO. 1. TO CONSIDER AND ADOPT AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED) OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2026, THE REPORT OF THE BOARD OF DIRECTORS, INDEPENDENT AUDITOR'S REPORT:

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

"RESOLVED THAT the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended as at 31st March, 2026, and the statement of profit and loss, notes forming part thereof, the cash flow statement for the year ended on the date together with the Director's Report and the Auditor's Report thereon as circulated to the members and presented to the meeting be and the same are hereby considered, approved and adopted."

PICKRENEW ENERGY LTD. INDORE

ITEM NO. 2. TO APPOINT A DIRECTOR IN PLACE OF MR. SUMIT KUMAR SOMANI (DIN: 02621781), WHO RETIRES BY ROTATION AT THIS ANNUAL GENERAL MEETING AND IS ELIGIBLE AND OFFERS HIMSELF FOR RE-APPOINTMENT, ON THE SAME TERMS & CONDITIONS AS EARLIER APPROVED BY THE BOARD:

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

"RESOLVED THAT pursuant to the provisions of Section 152(6) and other applicable provisions of the Companies Act, 2013 and Articles of Association of the Company, Mr. Sumit Kumar Somani (Din: 02621781), who retires by rotation at this meeting and being eligible, offered for re-appointment, be and is hereby re-appointed as Director of the Company on the same terms & conditions as earlier approved by the Board."

ITEM NO. 3. REAPPOINTMENT OF STATUTORY AUDITOR OF THE COMPANY.

To reappoint M/s B N Modi & Associates LLP, (FRN: 024704C), as Statutory Auditors of the Company and fix their Remuneration.

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

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, **M/s B N Modi & Associates LLP, Chartered Accountants, Indore (FRN No.024704C/C400367)** retiring Auditor of the Company be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Ensuing Seventh Annual General Meeting until the conclusion of the Eight Annual General Meeting of the Company for Financial Year 2026-27, at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors.

SPECIAL BUSINESS: -

ITEM NO. 4. APPOINTMENT OF MR. SHARAD KUMAR MAHESHWARI (DIN: 07863019) AS NON-EXECUTIVE INDEPENDENT DIRECTOR.

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

PICKR RENEW ENERGY LTD INDORE

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable rules, regulations and provisions of the Act, as amended from time to time, and based on the recommendation of the Board of Directors of the Company and subject to such approvals as may be required, **Mr. Sharad Kumar Maheshwari (DIN: 07863019)**, who has submitted the requisite declaration confirming that he meets the criteria of independence as provided under Section 149(6) of the Act and who is eligible for appointment as an Independent Director, be and is hereby **appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for a term of two (2) consecutive years commencing from the conclusion of the Ensuing 7th Annual General Meeting of the Company till conclusion of the 9th Annual General Meeting of the Company;**

RESOLVED FURTHER THAT Mr. Sharad Kumar Maheshwari shall not be liable to retire by rotation during his tenure as an Independent Director and shall be entitled to receive such **sitting fee of INR 15,000 (Rupees Fifteen Thousand only) per quarter**, subject to attendance (Virtual or Physical) and participation in the Board and/or Committee Meetings held during the respective quarter. reimbursement of travelling expenses, if incurred for attending the Meetings and as may be determined by the Board of Directors of the Company in accordance with the provisions of the Act and the applicable rules;

RESOLVED FURTHER THAT the appointment of Mr. Sharad Kumar Maheshwari as aforesaid shall be subject to the terms and conditions of appointment as determined by the Board of Directors of the Company and in accordance with the provisions of the Act and Schedule IV thereto;

RESOLVED FURTHER THAT Mr. Sharad Kumar Maheshwari shall be entitled to participate in meetings of the Board and Committees thereof and discharge such duties and responsibilities as are prescribed under the Act, the Articles of Association of the Company and applicable laws;

RESOLVED FURTHER THAT Mr. Sharad Kumar Maheshwari shall not be appointed as an Additional Director of the Company in respect of the aforesaid appointment, and his appointment shall take effect directly pursuant to the approval of the members at this Ensuing Annual General Meeting;

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, forms and returns as may be necessary, proper or expedient to give effect to this resolution, including filing of the necessary forms with the Registrar of Companies, Gwalior, Madhya Pradesh and making necessary entries in the statutory registers and records of the Company."

PICKRENEW ENERGY LTD. INDORE

ITEM NO. 5. APPOINTMENT OF MRS. DIPIKA KATARIA (DIN: 06694868) AS NON-EXECUTIVE WOMEN INDEPENDENT DIRECTOR OF THE COMPANY.

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable rules, regulations and provisions of the Act, as amended from time to time, and based on the recommendation of the Board of Directors of the Company and subject to such approvals as may be required, **Mrs. Dipika Kataria (DIN: 06694868)** who has submitted the requisite declaration confirming that she meets the criteria of independence as provided under Section 149(6) of the Act and who is eligible for appointment as an Independent Director, be and is hereby **appointed as a Non-Executive Women Independent Director of the Company, not liable to retire by rotation, for a term of two (2) consecutive years commencing from the conclusion of the Ensuing 7th Annual General Meeting of the Company till conclusion of the 9th Annual General Meeting of the Company**;

RESOLVED FURTHER THAT Mrs. Dipika Kataria shall not be liable to retire by rotation during her tenure as an Independent Director and shall be entitled to receive such **sitting fee of INR 15,000 (Rupees Fifteen Thousand only) per quarter**, subject to attendance (Virtual or Physical) and participation in the Board and/or Committee Meetings held during the respective quarter. reimbursement of travelling expenses, if incurred for attending the Meetings and as may be determined by the Board of Directors of the Company in accordance with the provisions of the Act and the applicable rules;

RESOLVED FURTHER THAT the appointment of Mrs. Dipika Kataria as aforesaid shall be subject to the terms and conditions of appointment as determined by the Board of Directors of the Company and in accordance with the provisions of the Act and Schedule IV thereto;

RESOLVED FURTHER THAT Mrs. Dipika Kataria shall be entitled to participate in meetings of the Board and Committees thereof and discharge such duties and responsibilities as are prescribed under the Act, the Articles of Association of the Company and applicable laws;

RESOLVED FURTHER THAT Mrs. Dipika Kataria shall not be appointed as an Additional Director of the Company in respect of the aforesaid appointment, and her appointment shall take effect directly pursuant to the approval of the members at this Ensuing Annual General Meeting;

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, forms and returns as may be necessary, proper or expedient to give effect to this resolution, including filing of the necessary forms with the Registrar of Companies, Gwalior, Madhya Pradesh and making necessary entries in the statutory registers and records of the Company."



NOTE: -

(1) A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll instead of himself and a proxy need not be a member of the Company. A person can act as proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 a proxy for any other person or shareholder. Proxies, to be effective, should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.

(2) The Ministry of Corporate Affairs ("MCA") vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier on the subject ("MCA Circulars"), have permitted to conduct the Annual General Meeting ("AGM") virtually, without physical presence of Members at a common venue and dispensation of sending of physical copies of Annual Report to shareholders. Hence, in compliance with the Companies Act, 2013, and MCA, the AGM of the Company is being held through VC/OAVM, without the physical presence of the members at a common venue. The deemed venue of the proceedings of the 7th AGM shall be the Registered Office of the Company.

(3) Explanatory Statement pursuant to section 102 of the Companies Act, 2013 ("the Act") is annexed hereunder and forms part of the Notice.

(4) The 'Register of Members' and 'Share Transfer Books' will remain closed from Wednesday, 16th September, 2026 to Wednesday, 23rd September, 2026 (both days inclusive) for the purpose of Annual general Meeting.

(5) Members/Proxies should fill the Attendance Slip for attending the Meeting and bring their Attendance Slips.

(6) Members who hold the shares in dematerialized form are requested to bring details of their DP and client ID number for easier identification and attendance at the meeting.

(7) Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting.

(8) Members seeking specific information are requested to write to the Company by email at cs@pickrenew.com at least 7 days before the date of the AGM to enable the management to reply appropriately at the AGM.

(9) Members are requested to: a) Immediately notify any changes in their address/ bank mandate to their respective Depository Participants (DPs) in respect of electronic share accounts and to the Registrar & Share Transfer Agent with all necessary details, in respect of physical share folios, b) Quote their ledger folio number in all their correspondence, c) bring their copy of the Annual Report and the Attendance Slip with them at the Annual General Meeting.

PICKRENEW ENERGY LTD. INDORE

(10) Nomination facility is available as per the provision of the Companies Act, 2013. Those who wish to avail themselves of this facility may send in their Nomination Forms either to the Registrar or to the Company at its Registered Office.

(11) Documents referred to in this Notice of AGM are open for inspection by the members at the registered office of the Company on all working days between 11:00 A.M and 1:00 P.M up to the date of the meeting.

(12) The instrument appointing proxy should be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.

By Order of the Board

Sumit Kumar Somani
Director
DIN: 02621781

Date: 04/08/2026
Place: Indore

ANNEXURE OF THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013. IN RESPECT OF THE SPECIAL BUSINESS:

ITEM NO. :4 APPOINTMENT OF MR. SHARAD KUMAR MAHESHWARI (DIN: 07863019) AS NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY.

The members are informed that, pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act"), the Company proposes to appoint Mr. Sharad Kumar Maheshwari (DIN: 07863019) as a Non-Executive Independent Director of the Company for a term of two (2) consecutive years commencing from the conclusion of the Ensuing 7th Annual General Meeting till conclusion of the 9th Annual General Meeting.

Mr. Sharad Kumar Maheshwari has considerable experience and expertise in the areas of Corporate Finance & Risk Department, which, in the opinion of the Board, would be beneficial to the Company. His professional experience and knowledge are expected to contribute meaningfully to the deliberations of the Board and to strengthen the overall governance framework of the Company.

Mr. Sharad Kumar Maheshwari has furnished to the Company the requisite declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Act and that he is not disqualified from being appointed as a Director under the provisions of the Act.

A copy of the draft terms and conditions of appointment of Mr. Sharad Maheshwari as an Independent Director shall be available for inspection by the members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting.

Except Mr. Sharad Maheshwari, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Special Resolution set out at Item No. 4 for approval of the members.

PICKREW ENERGY LTD. ★ INDORE ★

ITEM NO. :5 APPOINTMENT OF MRS. DIPIKA KATARIA (DIN: 06694868) AS NON-EXECUTIVE WOMEN INDEPENDENT DIRECTOR OF THE COMPANY.

The members are informed that, pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act"), the Company proposes to appoint Mrs. Dipika Kataria (DIN: 06694868) as a Non-Executive Women Independent Director of the Company for a term of two (2) consecutive years commencing from the conclusion of the Ensuing 7th Annual General Meeting till conclusion of the 9th Annual General Meeting.

Mrs. Dipika Kataria has considerable experience and expertise in the areas of Corporate Audit and Consulting etc, which in the opinion of the Board, would be beneficial to the Company. Her professional experience and knowledge are expected to contribute meaningfully to the deliberations of the Board and to strengthen the overall governance framework of the Company.

Mrs. Dipika Kataria has furnished to the Company the requisite declaration confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Act and that she is not disqualified from being appointed as a Director under the provisions of the Act.

A copy of the draft terms and conditions of appointment of Mrs. Dipika Kataria as a Women Independent Director shall be available for inspection by the members at the Registered Office of the Company during business hours on all working days up to the date of the Annual General Meeting.

Except Mrs. Dipika Kataria, none of the Directors, Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board of Directors recommends the Special Resolution set out at Item No. 5 for approval of the members.

By Order of the Board



Sumit Kumar Somani
Director
DIN: 02621781

Date: 04/08/2026
Place: Indore

ATTENDANCE SLIP

MEETING OF EQUITY SHAREHOLDERS OF THE COMPANY M/S PICKRENEW ENERGY LIMITED HELD ON SEPTEMBER 24TH, 2026 AT 11:30 A.M.

Registered Folio No./ DP ID No./ Client ID No.

_____

Number of shares held

_____

I certify that I am a registered shareholder / proxy for the registered shareholder of the Company.

I hereby record my presence at the Meeting of the Equity Shareholders of the Company at the Registered Office of the Company at the registered office of the Company situated at Pickrenew House, Plot No. 613, Scheme No. 114, Part-2, Anurag Nagar, Near New Bombay Hospital/BPCL Petrol Pump, Ring Road, Vijay Nagar, Indore, Madhya Pradesh, India, 452010

_____

_____

Name of the shareholder/ proxy
Signature of shareholder /proxy

(In BLOCK letters)

Notes:

1. Equity Shareholder/ Proxy holder wishing to attend Meeting must bring the Attendance Slip to the Meeting when he/ she comes to the meeting and hand over it over at the gate after fixing his/ her signature on it.
2. Equity Shareholder/ Proxy holder desiring to attend the Meeting should bring his / her copy of the Notice for reference at the Meeting.
3. Joint shareholders may obtain additional Attendance Slip at the venue of the Meeting.

FORM NO. -MGT-11
PROXY FORM

Name of the Member(s):

_____

Registered Address:

_____

E-mail ID:

_____

Folio No./Client
ID:_____

I/ We, being the Member(s) of _____ shares of Pickrenew Energy Limited, hereby appoint –

1.Name:_____

Address:_____

E-mail ID: _____

Signature:_____Or failing him/her.

2. Name:_____

Address:_____

E-mail ID: _____

Signature: _____ _Or failing him/her.

3.Name:_____

Address:_____

E-mail ID: _____

Signature: _____.

As my/our proxy and whose signature(s) are appended below to attend and vote (on poll)for me/us and on my/ our behalf at Annual General Meeting convened meeting of the Equity Shareholders of the Company to be held at Pickrenew House, Plot No. 613, Scheme No. 114, Part-2, Anurag Nagar, Near New Bombay Hospital/BPCL Petrol Pump, Ring Road, Vijay Nagar, Indore, Madhya Pradesh, India, 452010 at 11.30 A.M. and at any adjournment or adjournments thereof in respect of such resolution and in such manner as are indicated below:

Sl. No	Particulars	For	Against
1.	Adoption and Approval of Financial Accounts for Financial Year 2025-26.		
2.	Appointment a director in place of Mr. Sumit Kumar Somani (DIN: 02621781), who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Reappointment of Statutory Auditor of the Company		
4.	Appointment of Mr. Sharad Kumar Maheshwari (DIN:07863019) as Non-Executive Independent Director.		
5.	Appointment of Mrs. Dipika Kataria (DIN: 06694868) as Non-Executive Women Independent Director.		

Affix Revenue Stamp

Signed this _____day of _____, 2026

Signature of Proxy: _____

Signature of Shareholder(s) :_____

Notes:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company at Pickrenew House, Plot No. 613, Scheme No. 114, Part-2, Anurag Nagar, Near New Bombay Hospital/BPCL Petrol Pump, Ring Road, Vijay Nagar, Indore, Madhya Pradesh, India, 452010 not less than 48 hours before the commencement of the Meeting. Proxy need not to be the Shareholder of the Company.
2. Alterations, if any, made in the Form of Proxy should be signed.
3. In case of multiple proxies, the proxy later in time shall be accepted.
4. A person can act as a proxy on behalf of on members not exceeding fifty and holding in aggregate not more than10% of the total share capital of the Company carrying voting rights. A member holding more than 10% 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 a proxy for any other person or shareholder.
5. This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' of 'Against' column blank your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. Body Corporate and FPI/FII Equity Shareholder(s) would be required to deposit certified true copies of Board/ Custodial Resolutions/Power of Attorney in original, as the case may be, authorising the individuals named therein, to attend and vote at the meeting on its behalf. These documents must be deposited at the Registered Office of the Company at Pickrenew House, Plot No. 613, Scheme No. 114, Part-2, Anurag Nagar, Near New Bombay Hospital/BPCL Petrol Pump, Ring Road, Vijay Nagar, Indore, Madhya Pradesh, India, 452010 at least 48 hours before the time of commencement of the meeting.

Route Map of Registered Office Address

