

GREENZO ENERGY INDIA LIMITED

Off.: 1104/19 Surya Kiran Building Delhi New Delhi DL 110001 IN
CIN: U29309DL2022PLC407203; Email-Id: greenzoenergy@gmail.com; Contact No.: 9897100900

CORRIGENDUM CUM ADDENDUM I TO THE NOTICE OF THE EXTRAORDINARY GENERAL MEETING TO BE HELD ON MONDAY, DECEMBER 08, 2025 AT 05.00 P.M.

This Corrigendum cum Addendum I is being issued for convening an Extra-ordinary General Meeting of the Members of the Company ("EGM") on Monday, December 08, 2025 at 05:00 P.M. (IST) ("Original Notice of EGM") at registered office of the Company. This Corrigendum cum Addendum I is to be read in conjunction with the EGM Notice dated November 12, 2025 as available on the website of the Company. The Notice of the EGM was dispatched to all the shareholders of the Company in due compliance with the provisions of the Companies Act, 2013, and rules made thereunder.

This Corrigendum cum Addendum I is being issued to give notice to amend/ provide additional details/agenda item as mentioned herein:

1. Addition of Agenda Item Under Special Business along with Explanatory Statement mentioned herein and re-numbering of serial number of existing Items mentioned under Special Business and explanatory items:

The Board of Directors in its Board Meeting held on December 01, 2025 resolved to increase authorized share capital of the Company by creation of additional Equity shares of Rs. 3,00,00,000/- having pari passu rank to meet forthcoming new funding rounds, consequent to which, the authorized share capital of the Company will be increased from Rs. 13,00,00,000/- to Rs. 16,00,00,000/-.

Further, pursuant to addition of this business item in Original Notice of EGM, Serial Number of existing business Item is renumbered and this item will be called as Item Number 01 and existing Item Number of Original Notice of EGM and so on will be started from Item number 02 and so on. The same effect will be applicable to Explanatory statement as mutatis mutandis.

Therefore, the Board of Directors recommend the following resolution for increase in authorized share capital of the Company, as part of the Special Business as Item No. 01 of Original Notice of EGM, as set forth below:

SPECIAL BUSINESS:

ITEM NO. 01

TO APPROVE THE INCREASE OF AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

For Greenzo Energy India Limited



Managing Director

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“RESOLVED THAT pursuant to the provisions of Section 13, 61, 64 and any other applicable provisions of the Companies Act, 2013 read with Rule 15 of Companies (Share Capital and Debenture) Rules, 2014 and Article of Association of the Company, Consent of the Members of the Company be and are hereby accorded for the creation of 30,00,000 (Thirty Lakhs) Equity Shares of face value of INR 10/- each having pari passu rank to existing issued Equity Share Capital, consequent to which, the Authorised Share Capital of the Company be and is hereby increased from Rs. 13,00,00,000/- to Rs. 16,00,00,000/-.

RESOLVED FURTHER THAT Clause 5 of the Memorandum of Association of the Company be and is hereby altered and be read as follows:

5. The Authorized Share Capital of the Company is Rs. 16,00,00,000/- (Rupees Sixteen Crore Only), divided into 1,60,00,000 (One Crore and Sixty Lakh) Equity shares having face value of Rs. 10/-.

RESOLVED FURTHER THAT Mr. Sandeep Agarwal [DIN: 00690211], Managing Director of the Company be and are hereby jointly or/and severally authorized to execute, sign and file all the necessary documents and forms with the Registrar of Companies and to do all such other acts, deeds and things as may be considered necessary in this regard”.

EXPLANATORY STATEMENT OF ITEM NO. 01:

TO APPROVE INCREASE OF AUTHORIZED SHARE CAPITAL OF THE COMPANY AND CONSEQUENT ALTERATION IN CAPITAL CLAUSE OF MEMORANDUM OF ASSOCIATION OF THE COMPANY:

The Company had issued a Notice dated November 12, 2025 for convening 01/2025-26 Extra Ordinary General Meeting (“EOGM”) scheduled to be held December 08, 2025 at 05:00 p.m. at the registered office of the Company and the same has already been circulated to the Members of the Company in due compliance with the provisions of the Companies Act, 2013 (“Act”) read with the Rules framed thereunder.

Subsequently, taking into consideration the increased fund requirement of the Company, the Board at its meeting held on December 01, 2025 had accorded its approval for increasing authorized share capital of the Company with consequent effect on capital clause of Memorandum of Association of the Company subject to members’ approval and also accorded its approval for addendum to EOGM.

It is therefore proposed to increase authorised share capital of the Company from Rs. 13,00,00,000/- to Rs. 16,00,00,000/- by creation of 30,00,000 (Thirty lakhs) Equity Shares of face value of INR 10/- each.

Consequently, clause V of Memorandum of Association would also require alteration so as to reflect the changed Authorised share capital.

For Greenzo Energy India Limited



Managing Director

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The proposal for increase in Authorised share capital and amendment of Memorandum of Association of the Company requires approval of members at a General Meeting. A copy of the Memorandum of Association of the Company duly amended will be available for inspection at registered office of the Company till conclusion of general meeting dated December 08, 2025.

Pursuant to Section 13 and section 61(1)(a) of the Companies Act, 2013, alteration of the required clause requires approval of the members of the Company by way of passing an ORDINARY RESOLUTION to that effect.

None of the Directors, Key Managerial Personnel and their relatives are in any way concerned or interested in the said resolution.

2. In the Item Number 2 post renumbered to the Original Notice of EGM, the number of Equity Shares proposed to offer and issuance have been updated from 9,79,062 to 20,20,094 pursuant to approval of the Board in its Meeting held on December 01, 2025, consequently to which, the proposed subscription amount have also been updated from Rs. 61,68,09,060/- (Rupees Sixty-One Crore Sixty-Eight Lakh Nine Thousand and Sixty only) to Rs. 127,26,59,220/- (Rupees One Hundred and Twenty-Seven Crore Twenty-Six Lakhs Fifty-Nine Thousand Two Hundred and Twenty only).

Further, the updated list of Identified Investors includes name of the foreign investors, consequently FEMA Laws applicable on the Company, hence, the Board has taken on record the valuation certificate dated 01st December, 2025 issued by Akasam Consulting Private Limited, Merchant Banker, having Registration No. INM000011658 pursue to which, in Point VI of Resolutions, aforesaid Certificate has been added.

Furthermore, in first paragraph of Resolutions after "as may be enacted from time to time," the line "and subject to applicable provisions Foreign Exchange Management Act, 1999 and rules and regulations specified thereunder" has been added.

Henceforth, draft resolutions of the Item Number 02 shall be read with replaced and in conjunction with above effects.

3. REVISED EXPLANATORY STATEMENT PARAGRAPHS RELATING TO ITEM NO.2 POST RENUMBERED TO THE ORIGINAL NOTICE OF EGM:

- a. The heading of explanatory statement for Item Number 2 post renumbered to the Original Notice of EGM shall be replaced and read as follows:

TO APPROVE OFFER AND ISSUANCE UPTO 20,20,094 EQUITY SHARES ON PRIVATE PLACEMENT BASIS:

- b. Paragraph 3, 4 and 5 of Item Number 2 post renumbered to the Original Notice of EGM of Explanatory Statement shall be replaced and read as follow:

For Greenzo Energy India Limited

Managing Director

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PARAGRAPH 3:

Therefore, it is proposed by the Board of Directors (“Board”) at their meeting held on December 01, 2025, that Equity shares be issued to the Identified Investors with an intent to diversify the shareholding by way of a preferential allotment on private placement basis in accordance with Section 62 (1)(c) and Section 42 of the Companies Act, 2013 read with the Companies (Share Capital and Debenture) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 and such other applicable rules (if any) framed pursuant to the Companies Act 2013, including any statutory modification(s) thereof.

PARAGRAPH 4:

The proposed preferential allotment would be for up to 20,20,094 (Twenty Lakhs Twenty Thousand and Ninety Four) Equity Shares of face value ₹ 10/- (Indian Rupee Ten only) each at a premium of Rs. 620 (Rupees Six Hundred and Twenty only) per Equity share aggregating to amount of Rs. 127,26,59,220/- (Rupees One Hundred and Twenty-Seven Crore Twenty-Six Lakhs Fifty-Nine Thousand Two Hundred and Twenty only).

PARAGRAPH 5:

The members may note that the issue price per shares has been determined pursuant to a valuation exercise undertaken by the Company through an independent third-party valuer Hitesh Jhamb having its address at Office Unit No. 116, L-1 Tower, First Floor, Cloud 9, Sector-1, Vaishali, UP-201014 and Akasam Consulting Private Limited, Merchant Banker, having Registration No. INM000011658 and having its address at Level-3 & 4 'AKASAM', 10-1-17/1/1, Masab Tank, Hyderabad, Telangana, 500004 in accordance with the provisions of the Companies Act, 2013 and applicable FEMA rules and regulations. The valuation report is available for inspection by the members of the Company till the conclusion of the Extra Ordinary General Meeting on 08th December, 2025 (“EOGM”).

- c. Point 1, 2, 3, 6, 14, of the table of Item Number 2 post renumbered to the Original Notice of EGM of Explanatory Statement shall be amended and to be read as under:

SL No	Subject	Particulars
1.	Total Number of shares to be issued	20,20,094 Equity Shares (rank pari passu to exiting equity share).
2.	Particulars of the offer including date of passing of Board resolution	<u>Particulars of the offer:</u>

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		20,20,094 (Twenty Lakhs Twenty Thousand and Ninety Four) Equity Shares having a face value of Rs. 10/- (Rupees Ten only) each at a premium of Rs. 620 (Rupees Six Hundred and Twenty only) per Equity share aggregating to amount of Rs. 127,26,59,220/- (Rupees One Hundred and Twenty-Seven Crore Twenty-Six Lakhs Fifty-Nine Thousand Two Hundred and Twenty only). Date of Board resolution: 01st December, 2025.
3.	Kind of securities offered and the price at which security is being Offered.	<u>Kind of security:</u> 20,20,094 (Twenty Lakhs Twenty Thousand and Ninety Four) Equity Shares. <u>Offer Price of Security:</u> Rs. 630 per Equity Share including premium.
6.	Amount which the Company intends to raise by way of such securities.	Rs. 127,26,59,220/- (Rupees One Hundred and Twenty-Seven Crore Twenty-Six Lakhs Fifty-Nine Thousand Two Hundred and Twenty only).
14.	Class or classes of persons to whom the allotment is proposed to be Made.	List of revised Private Investor identified by Board in their meeting dated December 01, 2025.

- d. The “Annexure A” and “Annexure B” as mentioned in Item Number 2 post renumbered to the Original Notice of EGM of Explanatory Statement are updated and revised annexures are also enclosed herewith.

For Greenzo Energy India Limited


Managing Director

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This Corrigendum to the EGM Notice shall form an integral part of the EGM Notice, which has already been circulated to the members of the Company on November 12, 2025 and on and from the date hereof, the EGM Notice shall always be read in conjunction with this Corrigendum. All other contents of the EGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged. Accordingly, all concerned shareholders are requested to take note of the above changes. All other contents of the EGM Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

**By order of the Board of Directors of
Greenzo Energy India Limited**

For Greenzo Energy India Limited



Sandeep Agarwal Managing Director
Managing Director (DIN: 00690211)

Place: New Delhi

Date: 05.12.2025

Encls : As above.