

To,
The Secretary
(Listing Department)
Bombay Stock Exchange Limited
P.J. Towers, Dalal Street, 21st Floor
Fort Mumbai 400001,
Maharashtra India.

SCRIP NAME: Clean Max Enviro Energy Solutions Private Limited
SCRIP CODE: 973979
SUBJECT: Intimation under Regulation 50 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
REFERENCE: ISIN NO.: INE647U07023

Dear Sir / Madam,

Pursuant to provisions of Regulation 50 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the notice of 12th Annual General Meeting of the Clean Max Enviro Energy Solutions Private Limited to be held on Thursday, 29 September 2022 at 05:30 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") for your information and records.

This is for your information, record and appropriate dissemination.

Thanking you
Yours faithfully
For Clean Max Enviro Energy Solutions Private Limited



Kuldeep Jain
Managing Director
DIN: 02683041

Date: 08 September 2022
Place: Mumbai

NOTICE

Notice is hereby given that the 12th (Twelfth) Annual General Meeting (“**AGM**”) of Clean Max Enviro Energy Solutions Private Limited will be held on Thursday 29 day of September 2022 through Video Conferencing (“**VC**”)/ Other Audiovisual Means (“**OAVM**”) at 05:30 P.M. (IST) to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF AUDITED STANDALONE FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 March, 2022, together with the Reports of the Board of Directors and the Auditors thereon.

2. ADOPTION OF AUDITED CONSOLIDATED FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31 March, 2022, together with the Report of the Auditors thereon.

SPECIAL BUSINESS:

3. APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013:

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

RESOLVED THAT pursuant to the provisions of Section 185 and any other applicable provisions of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force) and the consent of the members of the Company be and is hereby accorded to advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the Company or anybody corporate in which any director is deemed to be interested upto an aggregate sum of INR 500,00,00,000/- (Indian Rupees Five Hundred Crores Only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing entity for its principal business activities, in addition to the existing limit of INR 2000,00,00,000/- (Indian Rupees Two Thousand Crore Only) as passed in Annual General Meeting held on 22 October 2021.

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution the Board of Directors of the Company be and is hereby authorized, to approve, decide, vary or modify the terms and conditions applicable for the aforesaid loan, Investment, Corporate Guarantee and to do all such acts, deeds, matters and things as they may, in their absolute discretion deem necessary, desirable or expedient and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

4. APPROVAL TO AVAIL RUPEE TERM LOAN FACILITIES FROM TATA CLEANTECH CAPITAL LIMITED OF AN AMOUNT NOT EXCEEDING INR 333,00,00,000/- IN CONNECTION WITH THE BABRA (GUJARAT) WSH PROJECT:

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

“RESOLVED THAT pursuant to Section 62(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereof) the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company for: (I) borrowing monies/availing financial assistances comprising of rupee facilities for an aggregate principal amount not exceeding INR 333,00,00,000/- (Indian Rupees Three Hundred and Thirty Three Crores only) (the **“Facility”**) including letter of comfort facilities as a sub limit of the Facility from various banks and financial institutions led by Tata Cleantech Capital Limited (the **“Lenders”**) on terms and conditions stipulated under sanction letter bearing reference number TCCL/10082022/639 dated 18 August 2022 and addendum sanction letter bearing reference number TCCL/10082022/640 dated 18 August 2022, each received by the Company from Tata Cleantech Capital Limited (collectively the **“Sanction Letter”**); (II) conferring a right on the Lenders, upon a default by the Company, under the terms of the documents to be executed in relation to the Facility with the Lenders, to convert the outstanding amounts (whether due or payable or not) of the Lenders, in part or in whole, into equity shares of the Company, at fair market value decided by an agency appointed by Lenders, subject to applicable laws, and which equity shares shall rank pari passu with the other equity shares of the Company; and (III) conferring a right on the Lenders, to convert the Facility or part thereof (including any unpaid interest thereon) into paid-up equity share capital of the Company, as may be required by the Lenders, in accordance with applicable laws from time to time, including any rules, regulations, notifications, circulars, press notes or orders by the Reserve Bank of India or any other government authority in this regard and which equity shares shall rank pari passu with the other equity shares of the Company.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to accept such terms and conditions as may be imposed or required by the Lenders arising from or incidental to the aforesaid and to do all such acts and things as may be necessary to give effect to the above resolution.”

By order of the Board of Directors



Kuldeep Jain
Managing Director
DIN: 02683041

Date: 08 September 2022

Place: Mumbai

NOTES:

1. In view of the ongoing COVID-19 pandemic and pursuant to General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, No. 20/2020 dated May 5, 2020, No. 02/2021 dated January 13, 2021, No. 21/2021 dated December 14, 2021 and No. 2/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars'), the Company is convening the 12th AGM through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM'), without the physical presence of the Members. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company at 4th Floor, The International, 16 Maharshi Karve Road New Marine Lines Cross Road No. 1, Churchgate Mumbai 400020, Maharashtra India which shall be deemed venue of the AGM.
2. Explanatory statement as required under Section 102(1) of the Companies Act, 2013 is annexed hereto marked as **Annexure I**.
3. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed hereto.
4. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
5. Corporate members intending to send their authorized representative(s) to attend the Annual General meeting are requested to forward a certified copy of board resolution authorizing their representative to attend and vote at the Annual general meeting either to the company in advance or submit the same at the venue of the general meeting.

Registered & Head Office Address : 4th floor, The International, 16 Maharshi Karve Road, New Marine Lines Cross Road No. 1, Churchgate, Mumbai - 400020 | +91 22 6252 0000 | www.cleanmax.com

Annexure I**EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013****RESOLUTION AT ITEM NO. 3:****APPROVAL OF LOANS, INVESTMENTS, GUARANTEE OR SECURITY UNDER SECTION 185 OF COMPANIES ACT, 2013:**

Pursuant to the provisions of Section 185 of the Companies Act 2013, the Company may also advance any loan including any loan represented by a book debt, or give any guarantee or provide any security in connection with any loan taken by any entity which is a subsidiary or associate or joint venture of the Company or anybody corporate in which any director is deemed to be interested, subject to the condition that approval of the shareholders of the Company is obtained by way of special resolution, upto an aggregate sum of INR 500,00,00,000/- (Indian Rupees Five Hundred Crores Only) in their absolute discretion deem beneficial and in the interest of the Company, provided that such loans are utilized by the borrowing entity for its principal business activities, in addition to the existing limit of INR 2000,00,00,000/- (Indian Rupees Two Thousand Crore Only) as passed in Annual General Meeting held on 22 October 2021.

In this regard, the Company is required to obtain the prior approval of the members by way of special resolution.

Interest of Directors and KMP: Except Mr. Kuldeep Jain and Mr. Pratap Jain, none of the Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, deemed to be concerned or interested, financially or otherwise in the resolution, except to the extent of their respective shareholdings in the Company.

The Board recommends the Special Resolution set out at Item No. 3 of the notice for approval, by the members of the Company.

RESOLUTION AT ITEM NO. 4:

APPROVAL TO AVAIL RUPEE TERM LOAN FACILITIES FROM TATA CLEANTECH CAPITAL LIMITED OF AN AMOUNT NOT EXCEEDING INR 333,00,00,000/- IN CONNECTION WITH THE BABRA (GUJARAT) WSH PROJECT:

For the purpose of growth and expansion of the business, the Company proposes to avail facility of Rupee Term Loan from Tata Cleantech Capital Limited.

The Company proposes to avail financial assistances comprising of rupee term loan facilities for an aggregate principal amount not exceeding INR 333,00,00,000/- (Indian Rupees Three Hundred and Thirty-Three Crores only) ("**Facility**") including letter of comfort facilities as a sub limit of the Facility from various banks and financial institutions led by Tata Cleantech Capital Limited (the "**Lenders**") on terms & conditions stipulated under sanction letter bearing reference number TCCL/10082022/639 dated August 18, 2022 and addendum sanction letter bearing reference number TCCL/10082022/640 dated August 18, 2022, each received by the Company from Tata Cleantech Capital Limited and the same has been approved in the finance committee of the board in their meeting held on 24 August 2022.

Further the members approval is required for conversion of said loan into equity shares of Company in case of default.

In this regard, the Company is required to obtain the prior approval of the members by way of a special resolution for availing of the facility.

Interest of Directors and KMP: None of the Directors, Key Managerial Personnel (KMP) of the Company and their relatives are, in any way, deemed to be concerned or interested, financially or otherwise in the resolution, except to the extent of their respective shareholdings in the Company.

The Board recommends the Special Resolution set out at Item No. 4 of the notice for approval, by the members of the Company.

By order of the Board of Directors



Kuldeep Jain
Managing Director
DIN: 02683041

Date: 08 September 2022

Place: Mumbai