



OPG POWER GENERATION PVT. LTD.  
CIN : U40109TN2005PTC055442

09<sup>th</sup> June, 2026

**BSE Ltd.**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort  
Mumbai- 400 001.

Dear Sir/Madam,

Scrip Code : 1075OPGP26 | 975032

ISIN : INE0D8F07048

**Sub:- Notice of Extraordinary General Meeting of the shareholders of OPG Power Generation Private Limited ("Company")**

**Ref:-Regulation 50 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the above subject, we wish to inform you that in compliance with the provisions of the Companies Act, 2013 and SEBI Regulations, as may be applicable, an Extraordinary General Meeting ("EGM") of the shareholders of the Company is scheduled to be held on Friday, the 12<sup>th</sup> day of June, 2026 at the Registered Office of the Company at OPG Nagar, Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi, Thiruvallur- 601201 at 11:00 A.M. to transact the business as mentioned in the Notice convening the said Extraordinary General Meeting. A copy of the EGM Notice is enclosed herewith for your kind reference.

The EGM Notice is also being made available on the website of the Company at [www.opgpower.com](http://www.opgpower.com).

Kindly take the above information on record and confirm compliance.

Thanking you,

Yours faithfully,

**For OPG Power Generation Private Limited**

**Ramasamy Shanmugam**

**Executive Director**

**DIN: 02214087**

Encl : as above

Reg. Off.: OPG Nagar, Periya Obulapuram Village, Nagaraja Kandigai,  
Madharapakkam Road, Gummidipoondi, Thiruvallur, TamilNadu, India-601201.

E-mail : [admin@opgpower.com](mailto:admin@opgpower.com)

Website : [www.opgpower.com](http://www.opgpower.com)

**OPG Power Generation Private Limited**

CIN : U40109TN2005PTC055442

Regd Off: OPG Nagar, Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur TN 601201

**NOTICE**

**NOTICE IS HEREBY GIVEN THAT AN EXTRA-ORDINARY GENERAL MEETING OF THE SHAREHOLDERS OF OPG POWER GENERATION PRIVATE LIMITED (“COMPANY”) WILL BE HELD AT A SHORTER NOTICE ON FRIDAY, THE 12<sup>TH</sup> DAY OF JUNE 2026 AT 11:00 AM AT THE REGISTERED OFFICE OF THE COMPANY AT OPG NAGAR PERIYA OBULAPURAM VILLAGE NAGARAJA KANDIGAI, MADHARAPAKKAM ROAD, GUMMIDIPOONDI, THIRUVALLUR, TAMIL NADU – 601201.**

**SPECIAL BUSINESS**

**ITEM NO. 1:**

**ISSUANCE OF NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS**

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 Section 71 of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014, and pursuant to the provisions of Section 42 of the Companies Act, 2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (the “**Act**”) and in accordance with the provisions of the Memorandum and Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “**the Board**”), for making offer(s) or invitation(s) to subscribe to senior, secured or unsecured, rated or unrated, unlisted or listed redeemable non-convertible debentures (“**NCDs**”) on a private placement basis, for a period of 1 (one) year from the date hereof, to such investors as may be determined by the Board (including any committee authorised by the Board thereof) on such terms and conditions including the price, coupon, premium / discount, security, tenor etc., as may be determined by the Board (including any committee authorised by the Board thereof), based on the prevailing market condition.”

“**RESOLVED FURTHER THAT** the aggregate amount to be raised through the issuance of NCDs pursuant to the authority under this Resolution shall not exceed the overall limit of Rs. 400,00,00,000/- (Rupees Four Hundred Crores only).”

“**RESOLVED FURTHER THAT** the Board or the Company Secretary, be and is hereby authorised to do all such acts, deeds, matters and things and to execute all such agreements, documents, instruments, applications etc. as may be required, with power to settle all questions, difficulties or doubts that may arise in regard to the aforesaid resolution as it may in its sole discretion deem fit and to delegate all or any of its powers herein conferred to any of the Directors and/or Officers of the Company, to give effect to this resolution.”

**By order of the Board of the Directors  
For OPG Power Generation Private Limited**

Sd/-  
**Ramasamy Shanmugam**  
**Executive Director**  
**DIN: 02214087**

**Place:** Gummidipoondi

**Date:** June 09, 2026

**OPG Power Generation Private Limited**

CIN : U40109TN2005PTC055442

Regd Off: OPG Nagar, Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur TN 601201

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**NOTES:**

- 1. ANY MEMBER ENTITLED TO ATTEND AND VOTE AT THE EGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY SHALL BE A MEMBER OF THIS COMPANY OF THE SAME CLASS OF SHARES. PROXY (IES) SHALL BE ENTITLED TO VOTE ON A POLL.**

Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than 50 members and holding in aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member.

The instrument appointing the Proxy in order to be effective should be deposited at the Registered Office of the company, duly completed and signed, not less than forty-eight hours before the commencement of the meeting. Proxies submitted on behalf of the companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable. A Proxy Form for the Extraordinary General Meeting is enclosed herewith along with Notice.

2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 with respect to the Special Business set out in the Notice is annexed hereto.
3. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.
4. Members and Proxies are requested to bring the Attendance Slip enclosed herewith, duly completed and signed for attending the meeting.
5. Members are requested to quote their Registered Folio Number on all correspondences with the Company.
6. All documents referred to in the Notice are open for inspection at the Registered Office of the company on all working days during normal business hours up to the date of the Extraordinary General Meeting.
7. Pursuant to Section 72 of the Companies Act, 2013, shareholders are entitled to make nomination in respect of shares held by them. Shareholders desirous of making nominations are requested to submit their requests in Form SH-13.
8. The route map showing directions to reach the venue of the General Meeting is annexed.

**By order of the Board of the Directors  
For OPG Power Generation Private Limited**

Sd/-  
**Ramasamy Shanmugam**  
**Executive Director**  
**DIN: 02214087**

**Place:** Gummidipoondi

**Date:** June 9, 2026

**OPG Power Generation Private Limited**

CIN : U40109TN2005PTC055442

Regd Off: OPG Nagar, Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur TN 601201

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**EXPLANATORY STATEMENT**

As required under Section 102 of the Companies Act, 2013 (“Act”), the following explanatory statement sets out all material facts relating to business mentioned under Item No. 1 of the accompanying Notice:

**ITEM NO. 1:**

**ISSUANCE OF NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS**

Keeping in view the Company’s existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company proposes to issue certain non-convertible debentures (“NCDs”) on a private placement basis up to a maximum amount not exceeding Rs. 400,00,00,000/- (Rupees Four Hundred Crores only). Pursuant to Section 42 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time, the Company is required to obtain the approval of its members by way of a special resolution, before making any offer or invitation for issuance of NCDs on a private placement basis. The said approval shall be the basis for the Board to determine the terms and conditions of any issuance of NCDs by the Company for a period of 1 (One) year from the date on which the members have provided the approval by way of the special resolution.

The disclosures required pursuant to Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 are set out hereinbelow:

- a) **Particulars of the offer including date of passing of board resolution:** This special resolution is being passed in terms of the third proviso to Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014 for the issuance of NCDs, from time to time, for the period of 1 (one) year from the date hereof and accordingly this question is not applicable at present. The particulars of each offer shall be determined by the Board of Directors (including any committee duly authorised by the Board of Directors thereof), from time to time;
- b) **Kinds of securities offered and price at which security is being offered:** This special resolution is restricted to the private placement issuance of non-convertible debentures by the Company which may be senior, secured or unsecured, rated or unrated, unlisted or listed with the terms of each issuance being determined by the Board of Directors (including any committee duly authorised by the Board of Directors thereof), from time to time, for each issuance;
- c) **Basis or justification for the price (including premium, if any) at which offer, or invitation is being made:** Not applicable;
- d) **Name and address of valuer who performed valuation:** Not applicable;
- e) **Amount which the company intends to raise by way of such securities:** As may be determined by the Board of Directors from time to time but subject to the limits approved under Section 42 of the Companies Act, 2013 of up to Rs. 400,00,00,000/- (Rupees Four Hundred Crores only);
- f) **Material terms of raising such securities, proposed time schedule, purposes or objects of offer, contribution being made by the promoters or directors either as part of the offer**

**OPG Power Generation Private Limited**

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Regd Off: OPG Nagar, Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur TN 601201

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**or separately in furtherance of objects; principal terms of assets charged as securities:**

This special resolution is being passed in terms of the third proviso to Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014 for the issuance of NCDs, from time to time, for the period of 1 (one) year from the date hereof and accordingly this question is not applicable at present. The particulars of each offer shall be determined by the Board of Directors (including any committee duly authorised by the Board of Directors thereof), from time to time.

The Company has not released any public advertisements or utilize any media, marketing or distribution channels or agents to inform the public at large about such an offer. There has been no pending offer or invitation for issue of securities on private placement before the present offer or invitation being made.

The Special Resolution set out herein shall remain in force for the period of one year from the date of passing of the same.

None of the Directors, Key Managerial Personnel (KMP) or their relatives are, in any way, concerned or interested in the resolution at Item No. 1 of the accompanying Notice. The Board recommends the Resolution at Item No. 1 of the accompanying Notice for approval by the Members of the Company.

The Board recommends the resolution set out in Item No.1 to be passed as Special Resolution.

**By order of the Board  
For OPG Power Generation Private Limited**

Sd/-  
**Ramasamy Shanmugam**  
**Executive Director**  
**DIN: 02214087**

**Place:** Gummidipoondi

**Date:** June 9, 2026

**OPG Power Generation Private Limited**

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**OPG POWER GENERATION PRIVATE LIMITED**

**Registered Office:** OPG Nagar Periya Obulapuram Village Nagaraja Kandigai,  
Madharapakkam Road Gummidipoondi Thiruvallur TN 601201

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**ATTENDANCE SLIP**

**[To be presented at the entrance]**

**EXTRAORDINARY GENERAL MEETING ON FRIDAY, 12<sup>th</sup> JUNE, 2026 AT 11:00 A.M.**

Registered Folio No./

DP ID & Client ID : .....

Number of shares held : .....

I/We certify that I am/We are Member(s)/Proxy for the member (s) of the Company.

I/We hereby record my/our presence at the Extraordinary General Meeting of the Company on Friday, the 12<sup>th</sup> day of June 2026 at 11:00 A.M. at the Registered Office of the Company at OPG Nagar Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur TN 601201.

\_\_\_\_\_  
Name of the member/proxy  
(in BLOCK letters)

\_\_\_\_\_  
Signature of the member/proxy

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**Note:**

1. A member or his duly appointed Proxy wishing to attend the meeting must complete this Admission Slip and hand it over at the entrance of the meeting hall.
2. Members are requested to bring their copies of the EGM Notice to the EGM.

**OPG Power Generation Private Limited**

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**Form No. MGT-11**

**PROXY FORM**

*[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN: U40109TN2005PTC055442

Name of the Company: OPG Power Generation Private Limited

Regd Off: OPG Nagar Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur TN 601201

Name of the Member (s):

Registered Address:

Email ID:

Registered Folio No.:

I/We, being the member(s) of .....shares of the above named company, hereby appoint

1. Name: .....  
E-mail: .....  
Address: .....  
Signature: .....or failing him/her.....

2. Name: .....  
E-mail: .....  
Address: .....  
Signature: .....or failing him/her.....

3. Name: .....  
E-mail: .....  
Address: .....  
Signature: .....or failing him/her.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Friday, the 12<sup>th</sup> day of June 2026 at 11:00 A.M. at the Registered Office of the Company at OPG Nagar Periya Obulapuram Village Nagaraja Kandigai, Madharapakkam Road Gummidipoondi Thiruvallur TN 601201 and at any adjournment thereof in respect of such resolution as are indicated below:

Resolution Number	Resolution	For*	Against*
<b>Special business</b>			
1.	Approval for Issue and Allotment of issuance of bonds, rated and/or unrated, listed and/or unlisted , secured and/or unsecured, transferable, senior and/or subordinated, redeemable, non-convertible debentures on Private Placement Basis and other Debt Instruments.		

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Signed this.....day of .....2026.

Affix  
revenue  
stamp

\_\_\_\_\_  
Signature of Member

\_\_\_\_\_  
Signature of proxy holder(s)

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**Notes:**

- \* 1. Please put a “√” in the appropriate column against the respective resolution indicated in the Box. The voting may be either for or against any of the aforesaid resolutions.
  - 2. This Form of Proxy, in order to be effective, should be duly completed, signed, stamped and deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Meeting.
  - 3. For the Resolutions and Notes, please refer to the Notice of the Extraordinary General Meeting.
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Route Map for the venue of Extraordinary General Meeting of OPG Power Generation Private Limited

