JUNIPER Green Energy

Notice is hereby given that the 14th Annual General Meeting of the members of **Juniper Green Energy Limited** (the "**Company**") will be held at shorter notice on Monday, September 29, 2025 at 4:30 PM (**IST**) at the 4th Floor, Building 4, Candor TechSpace, Sector 48, Gurugram – 122001, Haryana at shorter notice through video conferencing ("VC") / other audio-visual means ("OAVM") to transact the following businesses:

ORDINARY BUSINESSES:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the Reports of the Board of Directors and the Auditors thereon.

2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the Report of the Auditors thereon.

3. To appoint a Director in place of Mr. Hemant Tikoo (DIN: 01880241), who retires by rotation and being eligible, offers himself for re-appointment.

   *To consider and, if thought fit, to pass, with or without modification, the following Resolution as an **Ordinary Resolution:***

   "RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, read with rules framed thereunder (including any statutory modification or re-enactment thereof, for the time being in force), Mr. Hemant Tikoo (DIN: 01880241), who retires by rotation, and being eligible, has offered himself for re-appointment, be and is hereby reappointed as Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS:

4. **To ratify the remuneration of Cost Auditors for financial year 2025-26**

   *To consider and, if thought fit, to pass, with or without modification, the following Resolution as an **Ordinary Resolution:***

   "RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company hereby ratifies the remuneration of Rs. 20,000 (Rupees Twenty thousand only) plus applicable taxes, reimbursement of out-of-pocket expenses incurred in connection with the aforesaid audit payable to M/s Niraj Kumar Vishwakarma & Associates, Cost Accountants (Firm Registration No. 003450), who have been appointed by the Board of Directors based on the recommendation of the Audit Committee, as Cost Auditors of the Company to conduct the audit of cost records maintained by the Company for the FY 2025-26.

   RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorised to do all acts, deeds, matters and take all such steps as may be necessary, expedient and desirable for the purpose of giving effect to this resolution."

For **Juniper Green Energy Limited**

Prashant Pandia
Company Secretary
M. No: F12077

Date: September 26, 2025
Place: Gurugram

Juniper Green Energy Limited * Company Secretary

NOTES:

1. AGM of the Company is being conducted through VC/OAVM in compliance with the General Circular 03/2025 dated September 22, 2025 read with and such other applicable circulars issued by Ministry of Corporate Affairs (collectively referred to as "**Circulars**"), which details the procedure and manner of holding Annual General Meeting (the "Meeting" or "AGM") through VC/OAVM without the physical presence of the Members at a common venue. The deemed venue for AGM shall be the 4th floor of the Corporate Office of the Company i.e. 4th Floor, Building 4, Candor TechSpace, Sector 48, Gurugram – 122001, Haryana. Since the AGM will be held through VC, the Route Map is not annexed in this Notice.

2. As per the provisions of Clause 3.B.IV. of the General Circular No.20/2020 dated May 5, 2020, the matters of Special Business as appearing at Item Nos. 4 of the accompanying Notice, is considered to be unavoidable by the Board and hence, forms part of this Notice.

3. Since this AGM is being held through VC/OAVM pursuant to the Circulars, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxy by the members under Section 105 of the Act will not be available for the AGM. Hence, the proxy form, and attendance slip are not annexed to this notice.

4. The facility for joining the meeting shall be kept open 15 minutes before the time scheduled to start the meeting and shall be closed after expiry of 15 minutes after such scheduled time or when all members of the Company and other attendees and other person as required to attend this meeting present, whichever is earlier. The facility of participation at the AGM through VC/OAVM will be made available for all members, Promoters, Directors, Key Managerial Personnel, the Chairpersons or other authorised members of the Committees, Auditors etc.

5. As the AGM is being conducted through VC / OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account number / folio number, email id, mobile number at cs@junipergreenenergy.com. Members may raise questions during the meeting as well.

6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

7. The Notice of AGM has been uploaded on the website of the Company at https://www.junipergreenenergy.com/investors/notice-of-shareholders-meeting/.

8. The Explanatory Statement, pursuant to Section 102 of the Act setting out material facts concerning the business with respect to Item No. 4 is annexed hereto and in this respect the disclosure as per Secretarial Standard - 2 on General Meetings (SS-2), issued by The Institute of Company Secretaries of India is annexed hereto.

9. Corporate Member intending to depute their authorized representatives to attend the Meeting through VC/ OVAM are requested to send to the Company a certified true copy of the Board Resolution duly authorizing representative to attend and vote at the Meeting on its behalf.

10. In accordance with, the Circulars, the Notice of AGM is being sent only in electronic mode to Members whose e-mail addresses are registered with the Company or the Depository Participant(s). As physical copy of the AGM Notice will not be sent.

11. Unless a poll is demanded the resolution stated in this notice shall be passed by show of hands. In case poll is demanded in accordance with section 109 of Companies Act, 2013, members shall send their vote at cs@junipergreenenergy.com.

12. This meeting is being called at a shorter notice than the statutory requirements. Pursuant to the provisions of Section 101 of the Companies Act, 2013, AGM may be called after giving a shorter notice if consent is given in writing or by electronic mode by not less than ninty-five per cent of the members entitled to vote thereat.

Juniper Green Energy Limited
Company Secretary

13. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding (as per Section 170 of the Act), the Register of Contracts or Arrangements in which the Directors are interested (as per Section 189 of the Act), and other relevant documents referred to in the Notice or Explanatory Statement, may do so electronically during the AGM. Members may send their requests to cs@junipergreenenergy.com from their registered email addresses mentioning their name, Folio numbers/DP ID and Client ID.

14. Instructions for all the shareholders and others eligible attendees for attending the AGM of the Company through VC/OAVM and Voting during the meeting is provided in Annexure 1.

Juniper Green Energy Limited
Company Secretary

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EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013 (the Act), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item No. 4 of the accompanying Notice dated September 29, 2025.

Item no 4: Pursuant to Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, the Company is required to have the audit of its cost records conducted by a cost accountant in practice. On the recommendation of the Audit Committee of Directors, the Board of Directors approved the appointment of M/s Niraj Kumar Vishwakarma & Associates, Cost Accountants (Firm Registration No. 003450) as Cost Auditors of the Company to conduct audit of cost records maintained by the Company for financial year 2025-26, at a remuneration of Rs. 20,000 (Rupees twenty thousand only) plus applicable taxes and actual out-of-pocket expenses.

M/s Niraj Kumar Vishwakarma & Associates have furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company.

Accordingly, consent of the members is sought for passing of an Ordinary Resolution as set out in Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year 2025-26.

None of the Directors, key managerial personnel and their relatives (as defined in the Companies Act, 2013) are concerned or interested in the proposed resolution at Item No. 4 except to the extent of their directorship in the Company.

For **Juniper Green Energy Limited**

Juniper Green Energy Limited
Company Secretary

Prashant Pandia
Company Secretary
M. No: F12077

Date: September 26, 2025
Place: Gurugram

Details of the Directors Seeking Re-Appointment at Annual General Meeting
(In pursuance of Secretarial Standard - 2 on General Meetings)

Name of Director & DIN	Mr. Hemant Tikoo (DIN: 01880241)
Date of Birth (Age)	November 12, 1976 (48 years)
Qualification	He holds a master's degree in computer management from Symbiosis Institute of Computer Studies and Research, University of Pune, India, master's degree in business administration from Waseda University, Japan and master's degree in business administration from Nanyang Technological University, Singapore
Experience	He has over 17 years of experience across varied fields such as information technology, engineering, real estate, wealth and investment management.
Terms and conditions of appointment or re-appointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013.
Details remuneration sought to be paid and the remuneration last drawn by such person	NA
Date of first appointment on the Board	05.12.2011
Shareholding in the company	Nil
Inter se relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Brother of Mr. Arvind Tiku, Chairperson Non-Executive Director (Promoter)
The number of Meetings of the Board attended during the year	13 Board meetings
Directorships held in other companies (excluding foreign companies)	Land Mark Dwellers Private Limited Landmark Infracon Private Limited Experion Developers Private Limited Experion Capital Private Limited Drishya Entertainment Private Limited
Membership/Chairmanship of Committees of other companies (excluding foreign companies)	Nil

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Annexure- 1

Instructions for all the shareholders and others eligible attendees for attending the AGM of the Company through VC/OAVM and Voting during the meeting.

1. Facility for joining AGM though VC/ OAVM shall open at least 15 minutes before the commencement of the Meeting.

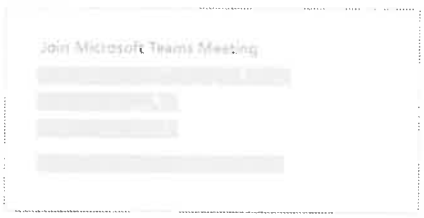
2. Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome or any other internet browser.

3. Members will be required to grant access to the webcam to enable VC / OAVM. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

4. Members will be able to attend the AGM through VC/OAVM provided by the Company. The link for joining the meeting will be shared separately.

5. **Join by link**

   Where a link has been provided, all you need to join Team meeting by the link. Sample image is as below:

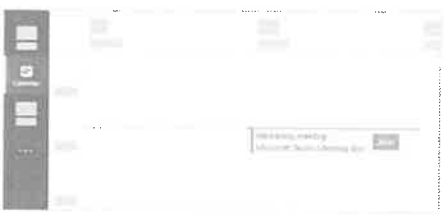


   Select **Join Microsoft Teams Meeting** in your meeting invite to be taken to a page where you can choose to either join on the web or download the desktop app. If you already have the Teams app, the meeting will open there automatically.

   If you don't have a Teams account and the organizer has allowed it, you may have the option to enter your name to join the meeting as a guest. If you do have a Teams account, select **Sign in** to join with access to the meeting chat and more. Then, depending on the organizer's settings, you may join the meeting right away or go to the lobby where people in the meeting can admit you.

6. **Join from calendar**

   Select **Calendar** on the left side of the app to see your meetings. Find the meeting you want, and then select **Join**.



   Or, if someone starts the meeting, you'll get a notification you can use to join.

7. **Join from chat**

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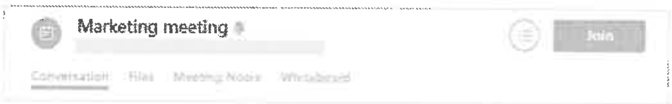
If the meeting has already begun, it appears in your recent chat list. Select the meeting in your chat list and then select **Join** at the top of the chat. Sample image is as below:



Note: Shareholders and other attendees who need assistance with using the technology before or during the meeting may contact at +91-124-4739608.