



*L&T - MHI Power Turbine Generators Private Limited*  
*Gate No. 8, Hazira Works*  
*Surat Hazira Road, P.O. Bhatha*  
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## **NOTICE**

NOTICE is hereby given that 17<sup>th</sup> Extra-Ordinary General Meeting of **L&T-MHI POWER TURBINE GENERATORS PRIVATE LIMITED** will be held through **VIDEO CONFERENCING** or **OTHER AUDIO-VISUAL MEANS** on Wednesday 3<sup>rd</sup> day of December, 2025 at 11:00 a.m. (IST) to transact the following business: -

### **Special Business:**

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

"**RESOLVED THAT** pursuant to Section 181 and other applicable provisions, if any, of the Companies Act 2013 and subject to such other approvals, sanctions, permissions as may be necessary, approval of the shareholders be and is hereby accorded to contribute a sum equal to the amount the Company collects from its employees for providing relief to those affected by recent floods and landslides in Punjab, Himachal Pradesh, Uttarakhand and Assam subject to an aggregate amount not exceeding Rs. 2,00,000 /- (Rupees Two Lakhs only).

**FURTHER RESOLVED THAT** the Board of Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be incidental and necessary to give effect to this resolution."

For **L&T- MHI POWER TURBINE GENERATORS  
PRIVATE LIMITED**

**Rajeev Kumar**  
**Chief Financial Officer**

Date: 01/11/2025  
Place: Hazira, Surat

**Registered Office: L&T House, N.M. Road, Ballard Estate, Mumbai 400 001, India**  
**CIN: U31101MH2006PTC166541**

A Joint Venture between Larsen & Toubro Limited and Mitsubishi Heavy Industries, Ltd

## **NOTES:**

Ministry of Corporate Affairs ("MCA") allowed conducting Annual General Meeting (AGM) / Extra-Ordinary General Meetings (EGM) through video conferencing (VC) or other audio-visual means (OAVM) without the physical presence of Members at a common venue. Accordingly, MCA issued Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No.33/2020 dated September 28, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No.21/2021 dated 14th December, 2021, General Circular No. 2/2022 dated 5th May, 2022 and General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 9/2023 dated September 25, 2023 and General Circular No. 9/2024 and General Circular No. 3/2025 dated September 22, 2025 ("MCA Circulars"), prescribing the procedures and manner of conducting the Annual General Meeting (AGM) / Extra-Ordinary General Meetings (EGM) through VC/OAVM. In compliance with the applicable provisions of the Companies Act, 2013, and MCA Circulars, the 17<sup>th</sup> Extra-Ordinary General Meeting (EGM) of the Members will be held through VC/ OAVM. Hence, Members can attend and participate in the EGM through VC/OAVM only.

Notice of the EGM is being sent only through electronic mode to Members at their registered email addresses.

A proxy is a person who attends and votes at a General Meeting on behalf of a person who is not able to attend and vote personally. Since this General Meeting is held through VC/OAVM the physical attendance of members is dispensed with and no proxies would be accepted by the Company. Similarly, no attendance slips/proxy forms/route map will be sent along with the Notice of the Meeting.

Members attending the Meeting through VC/OAVM will be counted for the purposes of reckoning of Quorum under Section 103 of the Companies Act, 2013. The voting would be by show of hands. In case poll is demanded, shareholders can vote by sending email to the Head – Finance and Accounts at [rajeev.k@lntmhipower.com](mailto:rajeev.k@lntmhipower.com).

In terms of the MCA Circulars and in the view of the Board of Directors, all matters included in this Notice are unavoidable and hence are placed for approval of the shareholders at this EGM.

### General guidelines for VC participation

- Members may note that this EGM of the Company will be convened through VC/OAVM in compliance with the applicable provisions of the Companies Act, 2013, read with the MCA Circulars. The link to attend the meeting through VC will be provided by the Company on the registered email ids of the shareholders closer to the date of the Meeting.
- Corporate Shareholders are required to send the Board Resolution/ Authorization Letter to the Head – Finance and Accounts at [rajeev.k@lntmhipower.com](mailto:rajeev.k@lntmhipower.com) authorizing its representatives to attend the EGM through VC/OAVM.
- Shareholders can join the EGM 15 minutes before the Meeting.

- Members can participate in the EGM through their desktops / smartphones / laptops etc. However, for better experience and smooth participation, it is advisable to join the meeting through desktops / laptops with high-speed internet connectivity.

### **EXPLANATORY STATEMENT**

As required by Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out material facts relating to the business under Item No. 1 of the accompanying Notice.

#### **Item No. 1:**

Several regions in Punjab, Himachal Pradesh, Uttarakhand and Assam are grappling with devastating floods and landslides caused by relentless torrential rains. These natural calamities have led to tragic loss of life and extensive damage to property, leaving thousands in urgent need of help.

In order to support the victims, L&T's Chairman & Managing Director has appealed to all L&T and its group company employees to donate an amount equivalent to one day's salary towards the relief measures in Punjab, Himachal Pradesh, Uttarakhand and Assam. In addition, L&T Group has decided to contribute an equal amount which has been contributed by its employees for providing relief to the victims.

Accordingly, the Board had, at its meeting held on 16<sup>th</sup> October 2025, approved the proposal to contribute a sum not exceeding Rs. Rs. 2,00,000 as the Company's contribution towards the aforesaid purpose.

In terms of Section 181 of the Companies Act, 2013 the consent of the shareholders is required in general meeting for the aforesaid contribution, since the amount of contribution is in excess of 5% of average net profits for the three immediately preceding financial years.

The Board of Directors recommend passing of the resolution as set out at Item No. 1 for making the contribution for approval of the Shareholders.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested in the aforesaid resolution.

**For L&T- MHI POWER TURBINE GENERATORS  
PRIVATE LIMITED**



**Rajeev Kumar**  
**Chief Financial Officer**

Date: 01/11/2025  
Place: Hazira, Surat