

FORM NO. CAA.2
[Pursuant to Section 230(3) and rule 6 and 7]
BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, KOLKATA BENCH, KOLKATA
C.A. (CAA) No. 173/KB/2021

In the matter of:

1. Jupiter Solar Power Limited
2. Teenlok Impex Private Limited
3. Jupiter International Limited
4. Jupiter Green Energy Private Limited. . . . Applicants

Notice of the meeting of the Equity Shareholders of Jupiter International Limited

Notice is hereby given that by an order dated December 20, 2021, the Kolkata Bench of the National Company Law Tribunal at Kolkata, has directed a meeting to be held of **Equity Shareholders of Jupiter International Limited** for the purpose of considering, and if thought fit, approving with or without modifications, the Scheme of Arrangement, proposed to be made between Jupiter Solar Power Limited, Teenlok Impex Private Limited, Jupiter International Limited and Jupiter Green Energy Private Limited

In pursuance of the said order and as directed therein further notice is hereby given that meeting of the Equity Shareholders of Jupiter International Limited will be held at **UNNAYANAM, 20A, Ashutosh Chowdhury Avenue, Kolkata- 700 019 on the 10th day of February, 2022 at 11am** at which time and place the said Equity Shareholders of Jupiter International Limited are requested to attend.

Copies of the Scheme of Arrangement and of the statement under section 230 are annexed to this Notice and can be obtained free of charge at the Registered Office of Jupiter International Limited or at the office of their Advocates, Choudhury's Law Offices, "Nicco House", 3rd floor, 2, Hare Street, Kolkata-700 001. Persons entitled to attend and vote at the meeting, may vote in person or by proxy, provided that all proxies in the prescribed form are deposited at the registered office of Jupiter International Limited at "UNNAYANAM", 20A, Ashutosh Chowdhury Avenue, Kolkata – 700 019 not later than 48 hours before the meeting.

Form of proxy is also annexed with this Notice and can be had at the registered office of Jupiter International Limited.

The Tribunal has appointed Mr. Shailendra Jain as the Chairperson and Ms. Arti Vyas as the Scrutinizer of the said meeting. The Scheme, if approved by the meeting, will be subject to the subsequent approval of the Tribunal.

At the said meeting, the following resolution pursuant to Section 230(5) of the Companies Act, 2013 will be considered and, if thought fit, be passed, with or without modification, for approval of the proposed Scheme:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 (including any statutory modification(s) thereof for the time being in force), and other applicable provisions of the Memorandum and Articles of Association of the Company, and subject to the approval of the Kolkata Bench of the Hon'ble National Company Law Tribunal, and subject to such conditions and modifications as may be prescribed or imposed by the Kolkata Bench of the Hon'ble National Company Law Tribunal while granting such consents, approvals and permissions, the Scheme of Arrangement (Scheme) between Jupiter Solar Power Limited, Teenlok Impex Private Limited, Jupiter International Limited and Jupiter Green Energy Private Limited being Annexure "J" in the Company Application No. 173 of 2021, a copy whereof is placed before the meeting and initialled by the Chairperson for the purpose of identification, be and is hereby approved.

Shailendra Jain

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may deem necessary to give effect to this resolution and effectively implement the amalgamation embodied in the modified Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the Hon'ble National Company Law Tribunal, Kolkata Bench while sanctioning the amalgamation embodied in the modified Scheme or as may be required for the purpose of resolving any doubts or difficulties that may arise in giving effect to the modified Scheme, as the Board may deem fit and proper."

Shailendra Jain

[Shailendra Jain]
Chairperson appointed for the meeting

Dated this 3rd day of January, 2022
Place: Kolkata

NOTES:

1. Only Equity Shareholders whose names are appearing in the list of Equity Shareholder as on February 3, 2022 of Jupiter International Limited may attend and vote at the meeting, as aforesaid. Equity Shareholders (other than individual) are required to bring the relevant Authority Letter/Certified copy of Board/Governing Body Resolution/Power of Attorney etc. together with attested specimen signature of the duly authorized signatory(ies) who is/are authorized to attend and vote.
2. Equity Shareholder (other than individual) appointing proxy to attend and vote in its behalf are required to submit, along with the Proxy, the relevant Authority Letter/Certified copy of Board/Governing Body Resolution/Power of Attorney etc. together with attested specimen signature of such proxy.
3. Equity Shareholders (or his authorised representative) or his proxy, attending the meeting, is requested to bring the Attendance Slip, enclosed herewith, duly completed and signed.
4. The documents referred to in the accompanying Explanatory Statement shall be open for inspection by the Equity Shareholders at the registered office of Jupiter International Limited between 11:00 A.M. and 6:00 P.M. on all working days up to the date of the meeting.