

NOTICE OF ANNUAL GENERAL MEETING

TRUALT BIOENERGY LIMITED
CIN: U15400KA2021PLC145978

Registered Address: Survey No. 166, Kulali Cross, Jamkhandi Mudhol Road, Bagalkot, Bagalkot,
Karnataka, India, 587313

Email: contact@trualtbioenergy.com | Website: <https://www.trualtbioenergy.com/> | Phone: 080-23255600

NOTICE

Notice is hereby given that the 4th (Fourth) Annual General Meeting ("AGM") of the Members of TruAlt Bioenergy Limited ("TruAlt/The Company") will be held on Friday, August 22, 2025 at 12:00 P.M (IST) at the Bene, 4th Floor, Sheraton Grand Bangalore Hotel, Brigade Gateway Campus, 26/1 Dr. Rajkumar Road Malleswaram, Rajajinagar, Bengaluru, Karnataka 560055, for transacting the following business:

ORDINARY BUSINESS:

ITEM NO. 1: ADOPTION OF FINANCIAL STATEMENTS

To consider and adopt;

- (a) the audited financial statement of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon; and
- (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2025 and the report of Auditors thereon and in this regard,

to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions**:

(a) **"RESOLVED THAT** the audited Financial Statement of the Company for the Financial Year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

(b) **"RESOLVED THAT** the audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2025 and the report of Auditors thereon, as circulated to the members, be and are hereby considered and adopted."

ITEM NO.2: TO APPOINT MR. DURAIRAJ ANAND MURUGAN JAKKAMPATI (DIN:10411449) WHO RETIRES BY ROTATION AS A DIRECTOR

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Durairaj Anand Murugan Jakkampati (DIN: 10411449), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company.



SPECIAL BUSINESS:

ITEM NO.3: TO RATIFY THE REMUNERATION OF COST AUDITORS:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions 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 members do hereby ratify the remuneration, a) to be paid to the Cost Auditors M/s. R. Nanabhoy & Co, Cost Accountants, Mumbai, [FRN: 000010], appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2026 and as set out in the statement annexed to the Notice."

**By order of the Board
For TruAlt Bioenergy Limited**

Place: Bengaluru
Date: 26/07/2025

Vijaykumar Murugesh Nirani
Managing Director, (DIN:07413777)
Mudhol, Bagalkot, Karnataka, India- 587313



NOTES

1. A Member entitled to attend and vote at the meeting is entitled to appoint another person as a Proxy to attend and vote at the meeting on his/her behalf and such Proxy need not be a Member of the Company.
2. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting. Proxy Forms are as an Annexure-I to the Notice
3. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
4. 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.
5. Appointment / Re-appointment of Directors
At the ensuing Annual General Meeting, Mr. Durairaj Anand Murugan Jakkampati retire by rotation and being eligible, offers himself for re-appointment
6. Details of Directors seeking appointment/reappointment at the ensuing Annual General Meeting in pursuance of provisions of the Companies Act, 2013 are given as an Annexure-II to the Notice.
7. Nomination
Pursuant to Section 72 of the Companies Act, 2013 read with Rule 19 of the Companies (Share Capital and Debentures) Rules, 2014, Members/Beneficial Owners are entitled to make nomination in respect of Shares held by them in Form No. SH-13. Holders of shares in single name are advised to make nomination in respect of their holding in the Company by submitting duly completed form No SH-13 with the Company and to their respective depository in case of shares held in electronic form. Joint Holders can also use nomination facility for shares held by them. Nomination Form SH-13 is given as Annexure-III to the Notice.
8. Members' holding shares in Multiple Folios
Members holding shares in Dematerialized form are requested to consolidate their shareholding.
9. Green Initiative
In compliance of the provision of the Companies Act, 2013, Company has sent Annual Reports in Electronic Mode to the Members who have registered their E-mail IDs either with the Registrar and Transfer Agents or with their respective Depositories. However, an option is available to the Members to continue to receive the physical copies of the documents/ Annual Reports by making a specific request quoting their Folio No./Client ID and DP ID to Company and to R & T Agents.
10. Members to whom hard copy of Annual Reports have been provided are requested to bring their copies of the Annual Report to the Meeting. The copies of Annual Reports shall not be made available at the venue of the Meeting.



11. Admission Slip

Members / Proxies attending the Meeting should bring the Admission Slip, duly filled, for handing over at the venue of the meeting. Admission Slip is given as an Annexure-IV to the Notice

12. The voting rights of members shall be in proportion to their share of the paid up equity share capital of the Company as on the cut-off date of July 26, 2025.

13. Change of Address

Members holding shares in dematerialised form are requested to advise immediately change in address and register their valid E-mail ID, if any, quoting their respective Client ID / DP ID Nos., to their respective Depository Participants only and not to the Company.

14. Registrar and Transfer Agents

The address of Registrars and Transfer Agents of the Company is as follows:

M/S. BIGSHARE SERVICES PRIVATE LIMITED.

Pinnacle Business Park, Office No S6-2, 6th Mahakali Caves Rd, Next to Ahura Centre, Andheri East, Mumbai, Maharashtra - 400093

Contact No.: (022) 6263 8200 Fax No.: (022) 6263 8299

E-mail: info@bigshareonline.com, Website: www.bigshareonline.com.

15. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting as Annexure-V.

16. The Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.

17. In case of joint holders attending the Meeting, only the joint holder who's name appears first on Register of Members/BENPOS will be entitled to vote.

18. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the Meeting to enable the Company to keep the information ready at the Meeting.

19. All documents referred to in the accompanying Notice are open for inspection at the Corporate Office of the Company during office hours on all working days, except Saturdays and other holidays, between 10:00 Hrs. and 19:00 Hrs. up to and including the date of the Annual General Meeting.

20. The facility for voting through Ballot Paper shall be made available at the AGM and the members attending the meeting shall be able to exercise their right at the meeting through Ballot Paper.

21. The Chairman shall open the Polling box in the presence of two persons as witnesses after the voting process is over.

22. In case of ambiguity about the validity of a proxy, the Chairman shall decide the validity.

23. The Chairman shall ensure that if a member who has appointed a proxy has voted in person, the proxy's vote shall be disregarded.



24. The Chairman shall count the votes cast on poll and prepare a report thereon addressed to the members. The report shall state total votes cast, valid votes, votes in favour and against the resolution including the details of invalid polling papers and votes comprised therein.

25. The Chairman shall declare the result of Voting on poll. The result may either be announced by him or a person authorized by him in writing.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No.3: To ratify the Remuneration of Cost Auditors:

The Board of Directors has, on the recommendation of the Audit Committee, approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company across various segments, for the Financial Year ending March 31, 2026 for at a remuneration of 9,00,000/- (Rupees Nine Lakhs Only) excluding any out of pocket expenses and taxes, if any."

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the aforesaid Cost Auditors, as recommended by the Audit Committee and approved by the Board of Directors, is required to be ratified by the members of the Company. Accordingly, ratification by the members is sought for the remuneration payable to the Cost Auditors by passing an Ordinary Resolution as set out at Item No. 3 of this Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

**By order of the Board
For TruAlt Bioenergy Limited**

Place: Bengaluru
Date: 26/07/2025

Vijaykumar Murugesh Nirani
Managing Director, (DIN:07413777)
Mudhol, Bagalkot, Karnataka, India- 587313



ANNEXURE - I - PROXY FORM

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]

To,
TruAlt Bioenergy Limited
N-1501, 15th Floor, World Trade Centre,
Brigade Gateway Campus, No. 26/1, Dr. Rajkumar Road,
Malleswaram West, Bengaluru- 560055, Karnataka, India.

I/We_____ the holder(s) of the securities particulars of which are given hereunder wish to make appoint proxies to attend and vote at the meeting on my/our behalf.

Sl.No	Particulars	Details
1.	Name of the member (s):	
2.	Registered address:	
3.	E-mail ID:	
4.	No. of Equity Shares held	
5.	DP ID*.	
6.	Client ID*.	

Sl.No	Name	Address	Email ID	
1.				or failing him
2.				or failing him
3.				



as my/ our Proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 4th (Fourth) Annual General Meeting (AGM) of the Company on Friday, August 22, 2025, at 12:00 P.M (IST) at the Bene, 4th Floor, Sheraton Grand Bangalore Hotel, Brigade Gateway Campus, 26/1 Dr. Rajkumar Road Malleswaram, Rajajinagar, Bengaluru, Karnataka 560055 and at any adjournment thereof in respect of the following resolutions

Further, I wish my above Proxy to vote in the manner as indicated in the box below:

Sl.No	Resolution	For	Against
1.	Adoption of Financial Statements		
2.	To Appoint Mr. Durairaj Anand Murugan Jakkampati (DIN:10411449) who retires by rotation as a Director		
3.	To ratify the Remuneration of Cost Auditors		

Note: It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate

Signed on _____ 2025

Signature of shareholder: _____

Signature of Proxy holder(s) (1) : _____

Signature of Proxy holder(s) (2) : _____

Signature of Proxy holder(s) (3) : _____

Affix Revenue
Stamp

Notes:

1. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting.
2. A Proxy need not be a member of the company.
3. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other shareholder.
4. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
5. Please complete all details including details of member(s) in above box before submission.



ANNEXURE - II - INFORMATION PURSUANT TO THE PROVISIONS OF THE SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2) ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA REGARDING THE DIRECTORS PROPOSED TO BE APPOINTED/RE-APPOINTED

As per the requirement of the Secretarial Standard - 2 (Revised) as issued by the Institute of Company Secretaries of India, a statement containing the requisite details of the concerned Directors is given below and details of the Directors proposed to be appointed/re appointed will be kept at the Registered Office of the Company for the kind perusal of the Members.

Sl.No	Brief Particulars	Details
1.	Name	Mr. Durairaj Anand Murugan Jakkampati
2.	DIN	10411449
3.	Date of Birth	May 11, 1970
4.	Age	55 years
5.	Qualification	Bachelor's Degree in Science; and Post Graduate Diploma Programme in Industrial Fermentation and Alcohol Technology
6.	Expertise in specific functional area	He has 27 years of experience holding diverse management positions. He was previously associated with Piccadily Agro Industries Limited as a general manager and as a unit head with Sovereign Distilleries Limited. The Board considers that his continued association would be of immense benefit to the Company and is desirable to avail his services as a Director and also that she fulfills the conditions specified in the Companies Act, 2013 for being appointed as a Director.
7.	Remuneration last drawn by such person, if applicable	For Fiscal 2025, Remuneration of 57.06 Lakhs was paid to the said Director
8.	Remuneration sought to be paid	No change
9.	Date of first appointment on the Board	December 6, 2023
10.	Membership/Chairmanship of Committees of the Board of the Company	NA
11.	Other Directorships and Membership /Chairmanship of Committees of other Boards (Other than Trualt Bioenergy Limited)	Other Directorships: NA Membership / Chairmanship of Committees of other Boards.: Chairmanship of Committees of other Boards: NA Memberships of Committees of other Boards: NA



12.	Listed entities from which resigned in the past three years	Nil
13.	No. of shares held in the Company	Nil
14.	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	No other relationship with any other Director, Manager and other Key Managerial Personnel (KMP) of the Company.
15.	No. of Meetings of the Board attended during the period April 01, 2024 to March 31, 2025.	03



ANNEXURE - III - NOMINATION FORM

FORM NO. SH-13 - NOMINATION FORM

[Pursuant to section 72 of the Companies Act, 2013 and rule 19(1) of the Companies (Share Capital and Debentures) Rules 2014]

To,
TruAlt Bioenergy Limited
N-1501, 15th Floor, World Trade Centre,
Brigade Gateway Campus, No. 26/1, Dr. Rajkumar Road,
Malleswaram West, Bengaluru- 560055, Karnataka, India.

I/We_____ the holder(s) of the securities particulars of which are given hereunder wish to make nomination and do hereby nominate the following persons in whom shall vest, all the rights in respect of such securities in the event of my/our death.

a) Particulars of the Securities (in respect of which nomination is being made)

Nature of securities	Folio No.	No. of Securities	Certificate No.	Distinctive No.

b) Particulars of Nominee(s)

Sl.No	Particulars	Nominee 1	Nominee 2	Nominee 3	Nominee 4
1.	Name				
2.	Date of Birth				
3.	Father's/ Mother's/ Spouse's name				
4.	Occupation				
5.	Nationality				
6.	Address				
7.	E-mail id				
8.	PAN				
9.	Relationship with the security holder				
10.	Nomination Percentage				



ANNEXURE - III - NOMINATION FORM

a) Particulars of the Securities (in respect of which nomination is being made)

Sl.No	Particulars	Details
1.	Name	
2.	Date of Birth	
3.	Date of attaining majority	
4.	Name of guardian	
5.	Address of guardian:	



ANNEXURE - III - NOMINATION FORM

a) Particulars of the Securities (in respect of which nomination is being made)

Sl.No	Particulars	Details
1.	Name	
2.	Date of Birth	
3.	Date of attaining majority	
4.	Name of guardian	
5.	Address of guardian:	

Signature:_____

Name:

Witness Signature:_____

Name:
Address:



ANNEXURE - IV - ADMISSION SLIP

ATTENDANCE SLIP

To,
TruAlt Bioenergy Limited
N-1501, 15th Floor, World Trade Centre,
Brigade Gateway Campus, No. 26/1, Dr. Rajkumar Road,
Malleswaram West, Bengaluru- 560055, Karnataka, India.

Sl.No	Particulars	Details
1.	Name of the member (s):	
2.	Registered address:	
3.	E-mail ID:	
4.	No. of Equity Shares held	
5.	DP ID*.	
6.	Client ID*.	

I hereby record my presence at the 4th (Fourth) Annual General Meeting (AGM) of the Company on Friday, August 22, 2025, at 12:00 P.M (IST) at the Bene, 4th Floor, Sheraton Grand Bangalore Hotel, Brigade Gateway Campus, 26/1 Dr. Rajkumar Road Malleswaram, Rajajinagar, Bengaluru, Karnataka 560055.

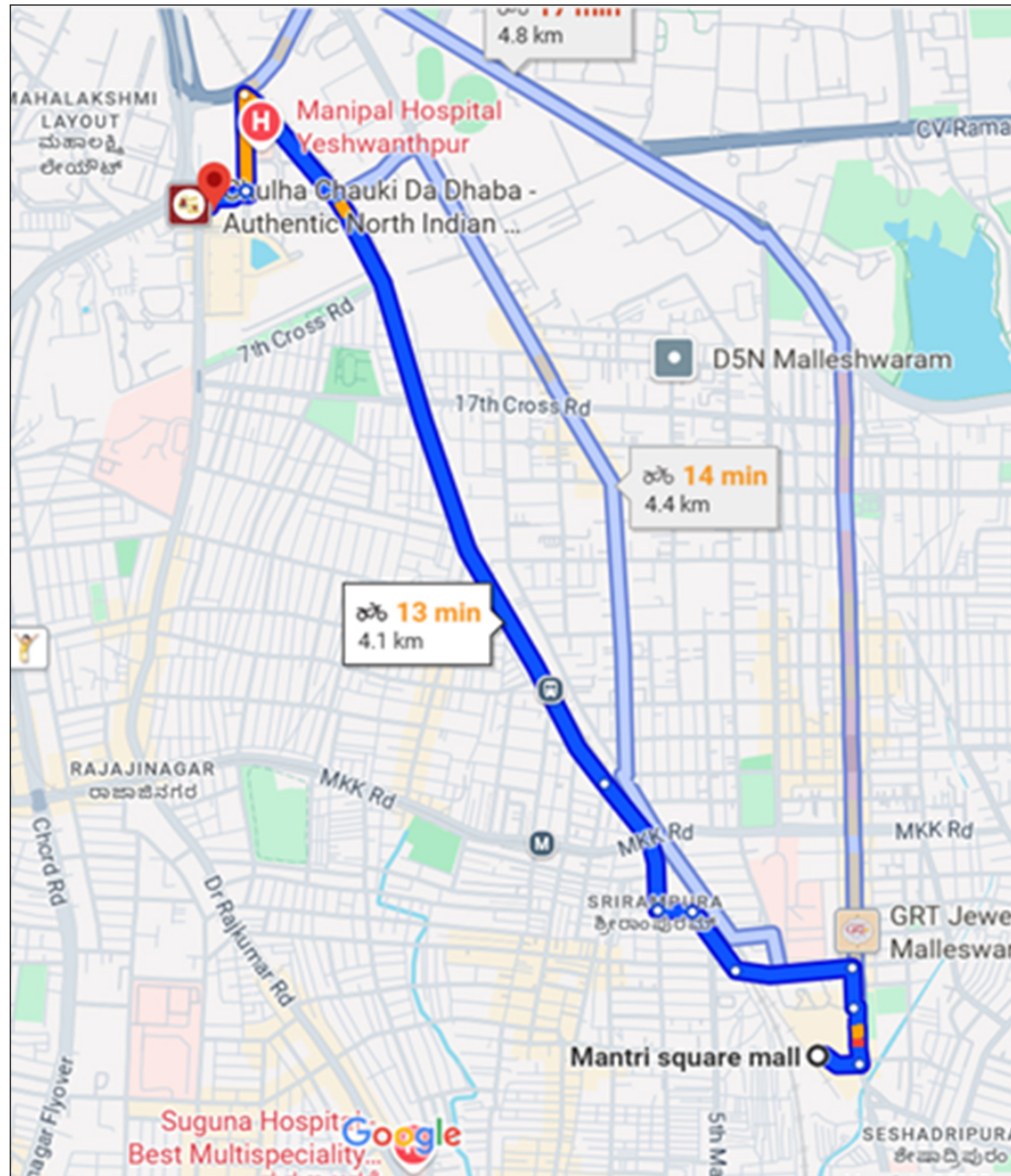
Particulars	Details
MEMBER'S/PROXY'S NAME IN BLOCK LETTER	
MEMBER'S/PROXY'S/ AUTHORIZED REPRESENTATIVE'S SIGNATURE	

NOTES:

1. The Member is required to mention complete DP ID-Client ID No. and name of the Member/Proxy, and hand over, duly signed copy of this attendance slip, at the entrance of the meeting hall.
2. Shareholder/Proxy holder desiring to attend the meeting should bring his/her copy of the notice of 3rd Annual General Meeting (AGM) for reference at the meeting.
3. Applicable for shareholders holding shares in electronic form also.



ANNEXURE - V - ROUTE MAP TO THE VENUE OF THE 4TH ANNUAL GENERAL MEETING



Web- link for the location:

<https://maps.app.goo.gl/aVadozp4ZuBoMUtP9>

QR Code for venue of meeting:

