

Bright Solar Limited

(Manufacturer, Consultant & EPC Contractor)

CIN : L51109GJ2010PLC060377

GST : 24AAECB0997L1ZE

PAN : AAECB0997L

TAN : AHMB05155D



Date: May 14, 2025

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex Bandra East,
Mumbai-400051

Sub: Notice of the Extra-Ordinary General Meeting dated June 5, 2025
Ref.: Symbol – BRIGHT

Dear Sir, Madam,

The Extra-Ordinary General Meeting of the Company will be held on Thursday, June 5, 2025, at 11.30 a.m. (IST) through Video Conferencing / Other Audio-Visual Means. Pursuant to Regulation 30 of the SEBI Listing Regulations, please find attached herewith the Notice of Extra-Ordinary General Meeting of the Company, which is being sent through electronic mode only to the members who have registered their e-mail addresses with the Company /Registrar & Transfer Agent/ Depositories.

You are requested to kindly take the same on record.

Yours faithfully,

For Bright Solar Limited

Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN: 02785269)

Encl: as above

BRIGHT SOLAR LIMITED

CIN :- L51109GJ2010PLC060377

ADDRESS - S.F-203, Shangrila Arcade, Opp. Shyamal 3A Row Houses, Shyamal

Cross Road, Satellite, Ahmedabad – 380 015 **WEBSITE -** www.brightsolarltd.com

MOB: 9323155250 **EMAIL -** compliance@brightsolar.co.in

NOTICE OF EXTRA-ORDINARY GENERAL MEETING

Dear Members,

NOTICE is hereby given that **the Extra-Ordinary General Meeting (EGM)** of the Members of Bright Solar Limited ("the Company") will be held on **Thursday, June 05, 2025, at 11.30 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")**, to transact the following business:

SPECIAL BUSINESSES:

Item No. 1

TO APPOINT M/S. S. V. AGRAWAL & CO., CHARTERED ACCOUNTANTS, (FIRM REGISTRATION NO. 100164W), CHARTERED ACCOUNTANTS AS A STATUTORY AUDITOR TO FILL CASUAL VACANCY CAUSED BY RESIGNATION OF PREVIOUS AUDITOR FOR F.Y. 2024-2025:

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

"RESOLVED THAT pursuant to the provisions of Section 139, 141 & 142 and other applicable provisions, if any, of the Companies Act, 2013 read along with the Companies (Audit and Auditors) Rules, 2014, SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 as amended from time to time, and other applicable rules, if any, including any statutory modification(s) or re-enactment(s) thereof, and on the recommendations of the Audit Committee and the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded for appointment of M/s. S. V. Agrawal & Co., Chartered Accountants, (Firm Registration No. 100164W) who have confirmed their eligibility to be appointed as Statutory Auditors of the Company in terms of Section 141 of the Act and applicable rules, be and is hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Nirav S. Shah & Co., Chartered Accountants, Chartered Accountants (FRN: 130244W) for F.Y. 2024-2025 and who shall hold office till the conclusion of the ensuing Annual General Meeting of the Company to be held in the year 2025 at such remuneration and out of pocket expenses as may be fixed by the Board of Directors of the Company in consultation with them."

"RESOLVED FURTHER THAT any of the director of the Company be and is hereby severally authorized to sign and submit necessary e-Forms with Registrar of Companies, Ahmedabad and to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this resolution."

Item No. 2

TO APPROVE CHANGE IN DESIGNATION OF MRS. JAGRUTIBEN R JOSHI [DIN: 07737814] FROM NON-EXECUTIVE DIRECTOR TO AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of sections 149, 152 of the Companies Act, 2013 and all other applicable provisions if any, of the Companies Act, 2013 (“Act”) and the rules made there under, read with Schedule IV of the Act, (including any statutory modification or re-enactment thereof for the time being in force) consent of the members be and is hereby accorded for the change in designation of Mrs. Jagrutiben R Joshi (DIN: 07737814) who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) and Section 149(7) of the Companies Act, 2013, and who is eligible for appointment, from Non-Executive Director, by appointing her as an Independent Director of the Company for the period of five years effective from May 12, 2025.”

“RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things as may be considered necessary, usual or expedient, to give effect to the aforesaid resolution.”

Item No. 3

APPOINTMENT OF MS. AVANI A SHAH (DIN: 09608898) AS AN INDEPENDENT DIRECTOR:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Regulation 16 and 17 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (LODR Regulations), the Articles of Association of the Company, approvals and recommendation of the Nomination and Remuneration Committee and that of the Board of Directors, Ms. Avani A Shah (DIN: 09608898) who was appointed as an Additional Director in the capacity of an Independent Director of the company w.e.f., May 12, 2025, who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, be and is hereby appointed as an Independent Director of the Company for a period of 5 (five) years till May 11, 2030, and that he shall not be liable to retire by rotation.”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof), be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

ITEM NO 4: TO CONSIDER AND APPROVE BORROWING OF FUNDS BY WAY OF SECURED LOAN, NOT EXCEEDING ₹5 CRORE (RUPEES FIVE CRORE ONLY), FROM BANK(S), FINANCIAL INSTITUTION(S), AND/OR HIGH NET WORTH INDIVIDUALS (HNIS), IN ACCORDANCE WITH THE COMPANIES ACT, 2013 AND OTHER APPLICABLE LAWS. *To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:*

“RESOLVED THAT, pursuant to Section 180(1)(c) of the Companies Act, 2013, and any statutory modifications, amendments or re-enactments thereof, and all other applicable provisions, if any, and

subject to the approval of the shareholders in this General Meeting by way of a special resolution, the consent of the members of the Company be and is hereby accorded to the Board of Directors to borrow monies from banks, financial institutions, and/or high net worth individuals (HNIs), with or without security, not exceeding ₹5,00,00,000 (Rupees Five Crores Only), on such terms and conditions as the Board may deem fit and proper.”

“RESOLVED FURTHER THAT the Board of Directors (including any Committee thereof) be and is hereby authorized to finalize and execute all requisite documents, agreements, deeds, guarantees, declarations, and instruments, and to do all such acts, deeds, matters, and things as may be necessary, desirable, or expedient to give effect to this resolution and carry out any incidental or consequential actions thereto.”

**By the order of the Board
For, Bright Solar Limited**

Date: May 12, 2025

Place: Ahmedabad

Registered office:

S.F-203, Shangrila Arcade,

Opp. Shyamal 3A Row Houses,

Shyamal Cross Road,

Satellite, Ahmedabad – 380 015

**Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN: 02785269)**

NOTES:

1. EGM of the Company is being conducted through VC in compliance with General Circular 09/2024 dated September 19, 2024 read with No. 9/2023 dated September 25, 2023, General Circular Nos. 14/2020, 17/2020, 20/2020, issued by Ministry of Corporate Affairs and Circular dated October 7, 2023 (collectively referred to as **“MCA Circulars”**) read with Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 issued by the Securities and Exchange Board of India (collectively referred to as **“SEBI Circulars”**), which details the procedure and manner of holding EGM through VC and provide certain relaxations from compliance with SEBI Listing obligations.
2. The registered office of the Company at Ahmedabad shall be deemed to be the venue for the EGM. Since the EGM will be held through VC, the Route Map is not annexed in this Notice.
3. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (**“the Act”**) relating to the special business to be transacted at the Extra-ordinary General Meeting (**“EGM”/“Meeting”**) is annexed hereto.
4. Pursuant to **“MCA Circulars”** & **SEBI Circulars** EGM is being held through VC/OAVM means and the physical attendance of Members has been dispensed with. Hence, the facility to appoint proxy to attend and cast vote for the members is not available for this EGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.

5. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
6. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
7. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) the MCA Circulars & SEBI Circulars the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the EGM will be provided by NSDL.
8. Notice calling the EGM has been sent by electronic means to those members who had registered their email addresses with the Company / Depositories. The Notice calling EGM has been uploaded on the website of the Company at <https://www.brightsolarltd.com/>. The Notice can also be accessed from the website of the Stock Exchange i.e. National Stock Exchange of India Limited at www.nseindia.com and is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
9. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants.
10. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.,
11. In compliance with Section 108 of the Act, read with the corresponding rules, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Company has provided a facility to its members to exercise their votes electronically through the electronic voting ("e-voting") facility provided by the NSDL. Members who have cast their votes by remote e-voting prior to the EGM may participate in the EGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialised mode is provided in the instructions for e-voting section which forms part of this Notice.
12. The Board has appointed Mr. Jatin Harishbhai Kapadia, Practicing Company Secretaries (M. No. 11418 and COP No. 12043), as the Scrutinizer to scrutinize the e-voting in a fair and transparent manner.
13. The e-voting period commences on **Monday, June 02, 2025, at 09:00 A.M. (IST)** and ends on **Wednesday, June 04, 2025, at 05:00 P.M. (IST)**. During this period, members holding shares in

dematerialised form, as on **cut-off date, i.e. as on Thursday, May 29, 2025** may cast their votes electronically. The e-voting module will be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolutions on which vote has already been cast.

14. The facility for voting during the EGM will also be made available. Members present in the EGM through VC/ OAVM and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the EGM.
15. The Scrutinizer will submit their report to the Chairman of the Company ('the Chairman') or to any other person authorised by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the EGM and votes casted through remote e-voting). The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, NSDL and will also be displayed on the Company's website, www.brightsolarltd.com.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:





Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online

	<p>for IDEAS Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <div style="border-left: 1px solid black; padding-left: 10px; margin-top: 10px;"> <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.
 - c) How to retrieve your ‘initial password’?
 - (i) If your email ID is registered in your demat account or with the company, your ‘initial password’ is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your ‘User ID’ and your ‘initial password’.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

<p>6. If you are unable to retrieve or have not received the “Initial password” or have forgotten your password:</p> <p>a) Click on “<u>Forgot User Details/Password?</u>”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.</p> <p>b) <u>Physical User Reset Password?</u> (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.</p> <p>c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.</p> <p>d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.</p>
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on “VC/OAVM” link placed under “Join Meeting”.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to office@kjin.com with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.com

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to compliance@brightsolar.co.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to compliance@brightsolar.co.in. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join**

meeting” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at compliance@brightsolar.co.in. The same will be replied by the company suitably.
6. The shareholders who would like to express their views or ask questions during the EGM may register themselves as speakers by sending their request mentioning their name, demat account number/ folio number, email id and mobile number, at compliance@brightsolar.co.in. The speaker registration will be open during Monday, June 02, 2025, at 09:00 A.M. (IST) and ends on Wednesday, June 04, 2025, at 05:00 P.M. (IST). Only those shareholders who are registered as speakers will be allowed to express their views or ask questions.

**By the order of the Board
For, Bright Solar Limited**

Date: May 12, 2025

Place: Ahmedabad

Registered office:

S.F-203, Shangrila Arcade,

Opp. Shyamal 3A Row Houses,

Shyamal Cross Road,

Satellite, Ahmedabad – 380 015

**Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN: 02785269)**

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1

TO APPOINT M/s. S. V. Agrawal & Co., Chartered Accountants, (Firm Registration No. 100164W), CHARTERED ACCOUNTANTS AS A STATUTORY AUDITOR TO FILL CASUAL VACANCY CAUSED BY RESIGNATION OF PREVIOUS AUDITOR FOR F.Y. 2024-2025:

The Members of the Company at its 11th Annual General Meeting held on September 28, 2021 had appointed M/s. Nirav S Shah & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 130244W) as the Statutory Auditors of the Company to hold office for a period of Five (5) consecutive financial years from 2021-22 to 2025-26, However, M/s. Nirav S Shah & Co., Chartered Accountants vide their letter dated December 01, 2024 have resigned from the position of Statutory Auditor of the Company, resulting into a casual vacancy in the office of Statutory Auditor of the Company as envisaged by Section 139(8) of the Companies Act, 2013. The said letter was received by the Company on December 20, 2024.

As per the provisions of Section 139(8)(i) of the Companies Act 2013, any casual vacancy caused in the office of Statutory Auditor shall be filled by the Board of Directors within thirty days from the date of resignation of such auditor and shall also be approved by the Company within three months of the recommendation of the Board and he shall hold the office till the conclusion of the next annual general meeting.

Your Board approached to M/s. S. V. Agrawal & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 100164W) to act as Statutory Auditor of the Company and received their affirmation. Therefore, Board of Directors in their meeting held on March 06, 2025, on the recommendation of Audit Committee has recommended the appointment M/s. S. V. Agrawal & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 100164W) as a Statutory Auditor to fill the casual vacancy caused by the resignation of M/s. Nirav S Shah & Co., Chartered Accountants (FRN: 130244W) and to hold office as the Statutory Auditor of the Company till the ensuing Annual General Meeting of the Company to be held in the year 2025 subject to the approval by the members, at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.

The Company has received consent letter and eligibility certificate from M/s. S. V. Agrawal & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 100164W) to act as Statutory Auditor of the Company along with a confirmation that, their appointment, if made, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors, Key Managerial Personnel and their relatives are in any way, concerned or interested, financially or otherwise, in the aforesaid Ordinary Resolution.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 1 of the accompanying Notice for approval of the Members.

Item No. 2

TO APPROVE CHANGE IN DESIGNATION OF MRS. JAGRUTIBEN R JOSHI [DIN: 07737814] FROM NON-EXECUTIVE DIRECTOR TO AN INDEPENDENT DIRECTOR OF THE COMPANY:

Based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the Members of the Company, the Board of Directors of the Company in their meeting held on May 12, 2025 has approved the change in designation of Mrs. Jagrutiben R Joshi (DIN: 07737814), who has submitted a declaration that she meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013, and who is eligible for appointment, from Non-Executive Director, by appointing her as an Independent Director of the Company for the period of five years effective from May 12, 2025, in accordance with the provisions of Section 149 of the Companies Act, 2013 ('the Act') read with Schedule IV.

Mrs. Jagrutiben Rameshbhai Joshi holds a Bachelor Degree in Arts and serves as Non-Executive Director in the company. She is been part of numerous Social Activities working towards the elevation of Working Women in society and Child Rights for education, nutrition, and opportunities.

She is an active member of SEWA (Self Employed Women Association), a trade union for self-employed women, where she works for the rights of low-income, independently-employed female workers.

Over the years, she has continually worked on developing global corporate governance reform tools to help implement best practices. At Bright Solar, she looks after the Anti-Harassment and CSR Committee.

Other Details are provided in Annexure to the Notice forming part of it, pursuant to the Provisions of the Act and Secretarial Standard on General Meeting, issued by the Institute of Company Secretaries of India.

The terms and conditions of her appointment shall be open for inspection by the Members at the registered office of the Company during the normal business hours on any working day.

Mrs. Jagrutiben Rameshbhai Joshi is interested in the resolution set out at Item No. 2 of the Notice. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or Interested, financially or otherwise, in the resolution set out at Item No. 2 of the Notice, except as a member of the Company, if any.

The Board recommends the ordinary resolution set out at Item No. 2 of the Notice for approval by the members.

Item No 3: APPOINTMENT OF MR. AVANI A SHAH [DIN: 09608898] AS AN INDEPENDENT DIRECTOR:

The Board of Directors at its meeting held on May 12, 2025, recommended the appointment Ms. Avani A Shah [DIN: 09608898] as an Independent Director of the Company subject to the approval of members at the General Meeting.

Her brief profile is as under;

Ms. Avani A. Shah is a seasoned administrative, document management and coordination professional with over a decade of experience supporting senior leadership and managing operational workflows across infrastructure and development sectors. With an academic background in Commerce (M.Com, Gujarat University), Ms. Shah has worked extensively in public-private collaborative environments.

Relationship Disclosure: She is unrelated to any of the existing Directors/Shareholders.

The Company has received from Ms. Avani A. Shah

- i. Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014,
- ii. Intimation of Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that she is not disqualified under Sub-Section (2) of Section 164 of the Companies Act, 2013 and
- iii. She is not related to any of the other Director(s), and KMP(s) of the Company.

The Resolution seeks the approval of members for the appointment of Ms. Avani A. Shah as an Independent Director of the Company under the provisions of Section 196, 197 read with Schedule V and all other applicable provisions of Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended from time to time.

The Board considers that her association would be of immense benefit to the Company and it is desirable to avail the services of Ms. Shah as Director.

Accordingly, the Board recommends the resolution in relation to appointment of Ms. Avani A. Shah as the Director, for the approval by the shareholders of the company.

This Explanatory statement may also be regarded as a disclosure under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

No Director, Key Managerial personnel or their relatives, except Manu Padmanabhan, to whom the resolution relates, is interested or concerned in the resolution.

The Board recommends the resolution set forth in Item No. 3 for the approval of the Members as Ordinary Resolution.

ITEM NO 4: TO CONSIDER AND APPROVE BORROWING OF FUNDS BY WAY OF SECURED LOAN, NOT EXCEEDING ₹5 CRORE (RUPEES FIVE CRORE ONLY), FROM BANK(S), FINANCIAL INSTITUTION(S), AND/OR HIGH NET WORTH INDIVIDUALS (HNIS), IN ACCORDANCE WITH THE COMPANIES ACT, 2013 AND OTHER APPLICABLE LAWS.

In order to meet the Company's working capital requirements, pursue strategic growth opportunities and to ensure sufficient liquidity for day-to-day operations, it is proposed to authorize the Board of Directors to raise funds by way of borrowings from banks, financial institutions and/or high net worth individuals (HNIs), with or without security.

Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot, except with the consent of the shareholders by way of a special resolution, borrow monies in excess of the aggregate of the Company's paid-up share capital and free reserves. Accordingly, the proposed limit for borrowings up

to Rs. 5 Crores (Rupees Five Crores Only) will provide the Company with financial flexibility to fund its expansion plans, optimize its capital structure, and manage cash flows efficiently.

The Board recommends that the shareholders approve this proposal by passing the resolution set out at Item No. 4 of the Notice.

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

**By the order of the Board
For, Bright Solar Limited**

Date: May 12, 2025

Place: Ahmedabad

Registered office:

S.F-203, Shangrila Arcade,

Opp. Shyamal 3A Row Houses,

Shyamal Cross Road,

Satellite, Ahmedabad – 380 015

**Piyushkumar Babubhai Thumar
Chairman & Managing Director
(DIN: 02785269)**

ANNEXURE TO THE NOTICE:

Disclosure under Regulation 36 (3) Of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-II Issued by ICSI for Item No. 2 & 3:

Name of Director	Mrs. Jagrutiben R Joshi	Ms. Avani A Shah
DIN	07737814	09608898
Date of Birth	April 20, 1976	July 13, 1993
Date of Initial Appointment	January 05, 2018	--
Date of Appointment at current term	May 12, 2025	May 12, 2025
Educational Qualifications	Bachelor Degree in Arts	Master Degree in Commerce
Expertise in Specific functional areas- Job Profile and Suitability	<p>Mrs. Jagrutiben Rameshbhai Joshi holds a Bachelor Degree in Arts and serves as Non-Executive Director in the company. She is been part of numerous Social Activities working towards the elevation of Working Women in society and Child Rights for education, nutrition, and opportunities.</p> <p>She is an active member of SEWA (Self Employed Women Association), a trade union for self-employed women, where she works for the rights of low-income, independently-employed female workers.</p> <p>Over the years, she has continually worked on developing global corporate governance reform tools to help implement best practices. At Bright Solar, she looks after the Anti-Harassment and CSR Committee.</p>	<p>Ms. Avani A. Shah is a seasoned administrative, document management and coordination professional with over a decade of experience supporting senior leadership and managing operational workflows across infrastructure and development sectors. With an academic background in Commerce (M. Com, Gujarat University), Ms. Shah has worked extensively in public-private collaborative environments.</p>
Directorship held in other Companies (excluding foreign companies, Section 8 companies and Struck off Companies and our Company)	Nil	<ol style="list-style-type: none">1. Shree Rajeshwaranand Paper Mills Limited2. Ambassador Intra Holdings Limited3. IEL Limited4. Sunrest Lifescience Limited5. Bizotic Commercial Limited

		6. Kizi Apparels Limited 7.
Listed entities from which the person has resigned in the past three years	Nil	Nil
Memberships/Chairmanships of committees of other public companies	1. Audit Committee 2. Nomination & Remuneration Committee 3. Stakeholder Relationship Committee	1. Audit Committee 2. Nomination & Remuneration Committee 3. Stakeholder Relationship Committee
No. of Shares held as on March 31, 2025, including shareholding as a Beneficial Owner	Nil	Nil
Terms & Conditions	Appointed for a term of five (5) years from May 12, 2025, till May 11, 2030	Appointed for a term of five (5) years from May 12, 2025, till May 11, 2030
Inter Se Relationship with other Directors	Mrs. Jagrutiben Joshi is not related inter-se to any Director of the Company	Ms. Avani A. Shah is not related inter-se to any Director of the Company
Remuneration Last drawn	Nil	Nil
Remuneration sought to be paid	Nil	Nil
No. of meetings of the board attended during the year	Eight (8)	Nil

*Excluding Pvt. Ltd. Company