

Date: 13th October 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 November 05, 2025

Ref.: Symbol – BRIGHT

Dear Sir/ Madam,

The Extra-ordinary General Meeting of the Company will be held on Wednesday, November 05, 2025, at 11.30 A.M. (IST) through Video Conferencing / Other Audio-Visual Means. Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, 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.

The above notice is also available on the website of the Company viz. www.brightsolarltd.com .

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

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 **Wednesday, November 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

ISSUANCE OF SECURED NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS:

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

"RESOLVED THAT pursuant to the provisions of Section 42, Section 71, Section 180 and other applicable provisions of the Companies Act, 2013 (as amended from time to time) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014, the Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and other applicable rules, regulations, and guidelines, and subject to such approvals, consents, permissions and sanctions as may be required from the Government of India, Reserve Bank of India or any other regulatory or statutory authority, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "**Board**" which term shall be deemed to include any Committee of the Board) to create, offer, issue and allot such number of 18% Interest bearing Redeemable, Secured, Unrated, Unlisted Non-Convertible Debentures ("**NCDs**" or "**Debentures**") through private placement basis, in one or more series or tranches, for a period of 12 (twelve) months from the date of passing of this resolution, on such terms and conditions as may be determined by the Board, provided that:

1.	The aggregate amount of such NCDs to be issued shall not exceed INR 1.50 Crores (Rupees One Crore Fifty Lakhs Only);
2.	The NCDs shall be issued in one or more series/tranches within the overall borrowing limits of the Company as approved by the Members from time to time under Section 180(1)(c) of the Companies Act, 2013;
3.	The NCDs secured, subordinated, unrated, unlisted as may be determined by the Board; and
4.	The NCDs shall be issued to such persons as may be decided by the Board in accordance with the applicable laws.

RESOLVED FURTHER THAT without prejudice to the generality of the above resolution, the NCDs may be issued with such features and on such terms and conditions as the Board may determine and consider appropriate in the interest of the Company including but not limited to:

- a) The face value, issue price, yield, tenure, and timing of the issuance;
- b) The category of investors to whom the NCDs will be offered;
- c) The total number of NCDs, along with the mode of interest payment and redemption;
- d) The security to be provided for the NCDs;
- e) The proposed use of the funds raised through the issue; and
- f) Any other actions required to execute the issuance of the NCDs."

RESOLVED FURTHER THAT in case the NCDs are proposed to be secured, the Board be and is hereby authorized to create, mortgage, charge, hypothecate and/or pledge by way of security in favor of the debenture holders, the movable and immovable properties of the Company, both present and future, including but not limited to plant and machinery, land and building, furniture and fixtures, vehicles, book debts, receivables, revenues, cash flows and such other assets of the Company as the Board may deem fit;

RESOLVED FURTHER THAT the Company shall comply with all applicable disclosure and other requirements as may be prescribed under the Companies Act, 2013 and other applicable laws in connection with the issuance of the NCDs;

RESOLVED FURTHER THAT the Board be and is hereby authorized to take all such actions, give such directions and do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, expedient or desirable including power to settle all questions, difficulties or doubts that may arise in regard to the issue, offer or allotment of NCDs and utilize the issue proceeds as per the objects of the issue;

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by the above resolutions to any Director(s) or Committee of Directors or Key Managerial Personnel or such other person(s) as the Board may deem fit; and

RESOLVED FURTHER THAT all actions taken by any of the Directors/Key Managerial Personnel of the Company in connection with any matter referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects."

Item No. 2

APPOINTMENT OF MR. FALGUN PATEL [DIN: 11332212] 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, Mr. Falgun Patel (DIN: 11332212) who was appointed as an Additional Director in the capacity of an Independent Director of the company w.e.f., October 10, 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 October 09, 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 3:

TO CONSIDER AND APPROVE APPOINTMENT OF MR. TEJAS SHAH [DIN: 11332119] AS WHOLE TIME DIRECTOR OF THE COMPANY W.E.F. OCTOBER 10, 2025, FOR A PERIOD OF 3 YEARS:

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

“**RESOLVED THAT** pursuant to Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013, read with Schedule V and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulation 17 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modifications or re-enactment thereof for the time being in force) and such other approvals as may be necessary and based on recommendation of Nomination and Remuneration Committee and Board of Directors of the Company, approval of the members be and is hereby accorded for the appointment of Mr. Tejas Shah (DIN: 11332119) as a Whole Time Director of the Company, for a period of 3 (three) years with effect from October 10, 2025, upon the terms and conditions, including the remuneration as recommended by the Nomination and Remuneration Committee and Board of Directors of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to alter, amend and vary the terms and conditions of the remuneration structure as may be agreed as deem fit.

RESOLVED FURTHER THAT the Board of Director of the Company, be and is hereby authorized to sign and execute necessary agreements, forms, returns, and other documents as may be required and to file the requisite forms with the Registrar of Companies and also to do all acts, deeds, and things as may be necessary or incidental to give effect to the above resolution.”

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

Date: October 10, 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
Director
(DIN: 02785269)**

NOTES:

1. The Ministry of Corporate Affairs, Government of India ("MCA") has, vide its circular No. 9/2024 dated September 19, 2024, read with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 28, 2022, September 25, 2023 and latest being 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars"), allowed inter-alia the conducting of AGMs through Video Conferencing/ Other Audio-Visual Means ("VC/OAVM") facilities on or before September 30, 2025, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular dated May 5, 2020. The Securities and Exchange Board of India ("SEBI") has also, vide its Circular No. SEBI/HO/CFD/CFDPoD-2/P/CIR/2024/133 dated October 3, 2024 ("SEBI Circular"), provided certain relaxations from compliance with certain provisions of the SEBI Listing Regulations.
2. In compliance with these Circulars, the provisions of the Act and SEBI Listing Regulations, the EGM of the Company is being conducted through the VC/OAVM facility without the physical presence of members at a common venue. The deemed venue for the EGM shall be the registered office of the Company. As the EGM is conducted through VC/ OAVM, the facility for the appointment of a proxy by the members is not available for this EGM and hence the Proxy Form and Attendance Slip including the Route Map, are not annexed to this Notice. 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.
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. 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.
5. 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.
6. 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.
7. 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.

8. Members holding shares in dematerialised mode are requested to register / update their email addresses with the relevant Depository Participants.
9. 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.,
10. 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.
11. 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.
12. The e-voting period commences on **Sunday, November 02, 2025, at 09:00 A.M. (IST)** and ends on **Tuesday, November 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 Wednesday, October 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.
13. 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.
14. 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.	- 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. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp - 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.

	NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	1. 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. 2. 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. 3. 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. 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.

Individual Shareholders (holding securities in demat mode) login through their depository participants	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.
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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.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
- b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- 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.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
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 NSDL 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 Sunday, November 02, 2025, at 09:00 A.M. (IST) and ends on Tuesday, 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: October 10, 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
Director
(DIN: 02785269)**

ANNEXURE TO NOTICE

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

Item No. 1:

ISSUANCE OF SECURED NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS

The Company requires funds for business expansion, working capital requirements and general corporate purposes etc. To meet these financial requirements in a cost-effective manner and to diversify the funding sources, the Board of Directors proposes to raise funds through the issuance of Non-Convertible Debentures (NCDs) on a private placement basis.

The Company raises funds by issue of Non-Convertible Debenture (NCD) to meet its business requirements. In terms of Section 42 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, every issue of debentures is required to be approved by the members of the Company by special resolution. Further, Second Proviso to Rule 14(1) of Companies (Prospectus and Allotment of Securities) Rules, 2014 permits the Company to pass a special resolution once in a year for offer or invitation of non-convertible debentures to be made during the year on a private placement basis in one or more tranches.

Consent of the members is therefore sought in connection with the aforesaid issue of debentures/ from time to time and they are requested to authorize the Board to issue non-convertible debentures in one or more tranches.

Statement of Disclosure as required under Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014:

Particulars of the offer including date of passing of Board Resolution	18% Interest bearing Redeemable, Secured, Unrated, Unlisted Non-Convertible Debentures cumulative for an amount not exceeding in aggregate INR 1.50 Crores (Rupees One Crore Fifty Lakhs Only) in one or more tranches, on a private placement basis and at such terms and conditions as may be determined by the Board of Directors of the Company. Date of passing board resolution: October 10, 2025
Kinds of securities offered and the price at which security is being offered	18% Interest bearing Secured, Redeemable, Non-Convertible Debentures, Sub Ordinated, Unlisted, Unrated
Basis or justification for the price (including premium, if any) at which the offer or invitation is being made	The price of the Non-Convertible Debentures (NCDs) is set by the Board of Directors after considering current market conditions, investor yield expectations, and the security offered, in consultation with investors. Since NCDs are debt instruments, they are usually issued at their face value. No independent valuation is needed, and the pricing follows common market practice for similar instruments.

Name and address of valuer who performed valuation	Not Applicable. No valuation is required for debt securities such as Non-Convertible Debentures; hence, no valuer has been appointed for this purpose
Amount which the company intends to raise by way of such securities	INR 1.50 Crores (Rupees One Crore Fifty Lakhs Only)
Material terms of raising such securities	Since the issuance would be in one or more tranches, the material terms including face value, tenure, frequency of interest payment, redemption schedule, security to be provided, and other terms will be determined by the Board of Directors of the Company at the time of each tranche, in compliance with the provisions of the Companies Act, 2013, relevant rules, and other applicable laws and regulations.
Proposed time schedule	The Company proposes to raise funds by way of Non-Convertible Debentures in one or more tranches within a period of one year from the date of shareholders' approval or as permitted by applicable laws
Purpose or Objects of the Offer	The Company requires funds for business expansion, working capital requirements, and general corporate purposes. To meet these financial requirements in a cost-effective manner and to diversify the funding sources, the Board of Directors proposes to raise funds through the issuance of Non-Convertible Debentures (NCDs) on a private placement basis.
Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects	No contribution is being made by the promoters or directors either as part of the offer or separately in furtherance of the objects of the issue.
Principle terms of assets charged as securities	The debentures will be secured by way of a first pari passu charge/ mortgage/ hypothecation over the Company's movable and/or immovable assets, present and future as may be agreed with the debenture trustee, to ensure adequate asset cover as per applicable regulations. The terms of the charge, including the nature of security, ranking, and asset cover, will be stipulated in the debenture trust deed and related security documents.

The Board of Directors recommends the resolution set out in Item No. 1 of the notice for approval of the members, as the proposed issuance of 18% Interest bearing Redeemable, Secured, Unrated, Unlisted Non-Convertible Debentures will enable the Company to raise funds in a cost-effective manner to meet business expansion, working capital, and general corporate purposes. The issuance will also help diversify the Company's funding sources while complying with applicable laws and regulatory requirements.

The Board believes this step is in the best interests of the Company and its shareholders and accordingly seeks their approval through a **Special Resolution**.

None of the Directors, Key Managerial Personnel or their relatives are, in any way, financially interested in the resolution except to the extent of their shareholding in the Company, if any.

Item No 2: APPOINTMENT OF MR. FALGUN PATEL [DIN: 11332212] AS AN INDEPENDENT DIRECTOR:

The Board of Directors at its meeting held on October 10, 2025, recommended the appointment Mr. Falgun Patel [DIN: 11332212] as an Independent Director of the Company subject to the approval of members at the General Meeting.

Mr. Falgun Patel, DIN: 11332212, proposed to be an independent director appointed to the Board. He has a profound background and extensive experience in the agricultural sector. His expertise encompasses modern agricultural practices, agribusiness management, and sustainable farming techniques. With his rich industry knowledge, Mr. Patel brings valuable insights to the company, particularly in areas relating to agriculture and allied activities, enhancing the Board's diversity and domain expertise.

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

The Company has received from Mr. Falgun Patel

- 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. He is not related to any of the other Director(s), and KMP(s) of the Company.
- iv. Declaration of Independent Director

The Board of Directors, after due assessment of the declaration of Independent Director, is of the opinion that Mr. Patel fulfills the conditions specified in the Act and the Rules made thereunder and is independent of the management. The Board considers that his association would be of immense benefit to the Company and it is desirable to avail the services of Mr. Patel as Director.

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 Mr. Patel, to whom the resolution relates, is interested or concerned in the resolution.

The Board recommends the resolution set forth in Item No. 2 for the approval of the Members as Ordinary Resolution.

ITEM NO 3:

The Board of Directors of the Company, at its meeting held on October 10, 2025, approved the appointment of Mr Tejas Shah (DIN: 11332119) as Whole Time Director of the Company for a period of three years commencing from October 10, 2025, subject to shareholders' approval.

In terms of the provisions of Schedule V and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the following information is furnished:

1. He has 15 years of experience in corporate management, business strategy, and leadership. Mr. Shah has held several key leadership roles and is well-versed with the operations and growth strategies of the company's sector.
2. Past remuneration received by Mr. Tejas Shah during his previous tenure with the company, if any, is NIL.
3. Recognition or awards received by Mr. Tejas Shah, if any, are NIL.
4. Mr. Tejas Shah will be responsible for the overall management and strategic direction of the company. His expertise and leadership skills suit the requirements of the company for achieving business objectives.
5. The remuneration proposed to be paid to Mr. Tejas Shah will be in accordance with the limits prescribed under Schedule V to the Companies Act, 2013, including salary, perquisites, allowances, and benefits as detailed in the agreement placed before the Board. The remuneration will be subject to approval of the shareholders.
6. The remuneration is commensurate with the remuneration paid to managerial personnel in companies of comparable size and nature within the industry.
7. Apart from the remuneration proposed, Mr. Shah does not have any other pecuniary relationship with the company, its directors, or key managerial personnel.

Further, the Board, on the recommendation of the Nomination and Remuneration Committee, approved a remuneration of Rs. 2,00,000 (Rupees Two Lakhs only) per month payable to Mr. Tejas Shah as Wholetime Director of the Company for a period of three years commencing from October 10, 2025. The remuneration comprises salary, perquisites, and allowances as per the terms laid down in the agreement between the Company and Mr. Shah, subject to the approval of the shareholders.

The proposed remuneration is within the limits prescribed under Schedule V to the Companies Act, 2013 and is comparable to the remuneration paid to managerial personnel in companies of similar size and industry. The remuneration policy of the Company ensures alignment with the Company's performance and shareholders' interests.

Details as required under Section II, Part I, Clause (iv) of Schedule V of the Companies Act, 2013 as following:

Particulars	Details
I. General Information:	
(1) Nature of Industry	Renewable Energy and Solar Power Sector
(2) Date or expected date of commencement of commercial production	Bright Solar Limited was incorporated on April 23, 2010, and has been engaged in commercial production and operations in solar water pumping systems since 2012

(3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A.
(4) Financial performance based on given indicators	Given underneath
(5) Foreign investments or collaborations, if any	There are no foreign investments or collaborations.
II. Information about the Appointee:	
(1) Background details	Mr. Tejas Shah has 15experience in corporate management and business strategy.
(2) Past remuneration	Nil
(3) Recognition or awards	Nil
(4) Job profile and his suitability	Responsible for overall management, growth, and strategic direction of the Company. His expertise aligns with company objectives.
(5) Remuneration proposed	Rs. 2,00,000 per month including salary, allowances, and perquisites
(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Remuneration aligns with industry standards for companies of similar size and sector
(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel or other director, if any	None except remuneration proposed
III. Other Information:	

(1) Reasons for loss or inadequate profits	The loss and inadequate profits of Bright Solar Limited during the recent years were primarily due to a significant decline in revenues from operations, which resulted from reduced order inflows and increased competition in the renewable energy sector. High fixed and operating costs further strained profitability, and certain one-time or extraordinary charges exacerbated the losses. Additionally, challenging macroeconomic conditions, elevated input costs, and regulatory compliance expenses also contributed to the subdued financial results in these periods
(2) Steps taken or proposed to be taken for improvement	The steps taken and proposed to be taken by Bright Solar Limited for improvement include cost optimization measures, strengthening risk management and internal controls, strategic focus on high-margin segments, revamping business development processes, and enhancing operational efficiencies. The management is actively pursuing new market opportunities, expanding its customer base, investing in technology upgradation, and ensuring strict compliance with regulatory requirements to revive growth and restore profitability
(3) Expected increase in productivity and profits in measurable terms	The management of Bright Solar Limited expects that the ongoing improvement initiatives—including cost optimization, expansion in high-margin, focus on government and private EPC projects, and adoption of advanced technologies—will result in a measurable increase in productivity and profitability in the coming financial year. With these steps, the Company aims for at least 10% growth in operating income and a return to positive profit margins over the next fiscal, subject to market and policy conditions
IV. Disclosures:	
(i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc. of all Directors	The Whole time Director is entitled only to a basic salary of Rs. 2,00,000 per month. No other benefits, bonuses, stock options, or pension are payable to any Director
(ii) Details of fixed component and performance linked incentives along with performance criteria	As per the Company's Remuneration Policy and Nomination Committee recommendations
(iii) Service contracts, notice period, severance fees	As per terms of the agreement executed between the Company and Mr. Tejas Shah

(iv) Stock option details, if any, and whether issued at discount and period over which accrued and exercisable	Not applicable
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Particulars	2024-25 (₹ Lakhs)	2023-24 (₹ Lakhs)	2022-23 (₹ Lakhs)
Revenue from Operations	190.49	954.14	2,357.71
Other Income	23.78	22.41	44.60
Total Income	214.28	976.55	2,402.31
EBITDA	3.80	335.77	42.85
Profit/(Loss) Before Tax	15.80	(599.78)	6.42
Profit/(Loss) After Tax	5.91	(599.78)	5.39
Basic Earnings Per Share (₹)	0.024	(2.42)	0.03
Net Worth (Equity+Reserves)	2,948.69	2,942.78	3,082.66

The Board believes that the remuneration is fair, reasonable, and commensurate with Mr. Shah's experience and responsibilities.

Mr. Tejas Shah is not disqualified from being appointed as a Director under Section 164 of the Companies Act, 2013 and has given his consent to act as Whole Time Director. The Board of Directors recommends the resolution for approval by the shareholders.

None of the Directors or Key Managerial Personnel of the Company, except Mr. Tejas Shah and his relatives, is concerned or interested in the resolution.

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

Date: October 10, 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)**