

Notice

Notice is hereby given that the 20th Annual General Meeting of the Members of Maharashtra State Power Generation Co Ltd. will be held on Thursday 25th September 2025 at 12 Noon at Prakashgad, 2nd Floor, Prof. Anant Kanekar Marg, Bandra (E), Mumbai to transact the following Ordinary and Special Business:

A. Ordinary Business:

1. To receive, consider and adopt (a) the Audited Financial Statement of the Company for the financial year ended 31st March, 2025; (b) the Audited Consolidated Financial Statement of the Company for the financial year ended 31st March, 2025; and the Reports of the Board of Directors and the Statutory Auditors and the Comments of the Comptroller & Auditor General of India thereon and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT audited Annual Financial Statements of the Company for the financial year 2024-25, comprising of Statement of Profit & Loss, Balance Sheet, Cash Flow, Statement of Changes in Equity together with Directors' Report and Auditors' Report thereon along with comments of Comptroller & Auditor General of India (C&AG), be and are hereby received, considered and adopted."

2. To decide the remuneration of Statutory Auditors of the Company appointed/to be appointed by Comptroller and Auditor General of India for the financial year 2025-26 and in this regard to consider and if deemed fit to pass with or without modification the following resolution as Ordinary Resolution

"RESOLVED THAT pursuant to the provisions of Section 142 read with Section 139(5) and other applicable provisions, if any of the Companies Act, 2013, the Board of Directors be and is hereby authorized to decide the remuneration and out of pocket expenses payable to the Statutory Auditors of the Company to be appointed by the Comptroller and Auditor General of India, u/s 139(5) of the Companies Act, 2013, in respect of Company's financial year commencing from 1st April 2025 to 31st March 2026.

3. To appoint Shri Radhakrishnan B (DIN: 07781330) as Director of the Company and in this regard 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 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder as amended from time to time, Shri Radhakrishnan B, IAS (DIN:07781330), who was appointed by the Board as an additional Director pursuant to Article 113 of the Articles of Association of the Company read with Section 161(1) of the Companies Act, 2013 w.e.f. 26.12.2024 and who holds office up to the date of this Annual General Meeting be and is hereby appointed as Director of the Company."

4. To appoint Shri. Manesh Waghirkar (DIN:11202039) as Director of the Company and in this regard 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 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder as amended from time to time, Shri. Manesh Waghirkar (DIN:11202039), who was appointed by the Board as an additional Director pursuant to Article 113 of the Articles of Association of the Company read with Section 161(1) of the Companies Act, 2013 w.e.f. 09.07.2025 and who holds office up to the date of this Annual General Meeting be and is hereby appointed as Director of the Company.”

5. To appoint Shri. Vishwas Pathak (DIN: 00093771) as Director of the Company and in this regard 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 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder as amended from time to time, Shri. Vishwas Pathak (DIN: 00093771), who was appointed by the Board as an additional Director pursuant to Article 113 of the Articles of Association of the Company read with Section 161(1) of the Companies Act, 2013 w.e.f. 01.09.2025 and who holds office up to the date of this Annual General Meeting be and is hereby appointed as Director of the Company.”

FURTHER RESOLVED THAT the Chairman & Managing Director of the Company be and is hereby authorized to do all acts, deeds and things necessary for giving effect to this resolution.”

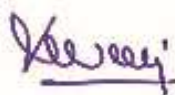
B. Special Business:

6. To consider and if deemed fit to pass with or without modification the following resolution as Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions of the Companies Act, 2013 read with Companies (Audit & Auditors) Rules, 2014 as amended from time to time, the appointment of M/s Khanuja Patra & Associates., Cost Accountants, by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2026 at a remuneration of Rs 400000/- plus payment of tax at applicable rates etc., be and is hereby ratified and approved.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be necessary or expedient to give effect to this Resolution.”

By the order of Board of Directors



Place: Mumbai

Rahul Dubey

Date: 23.09.2025

Company Secretary

Notes:

1. Explanatory Statement pursuant to Section 101 of the Companies Act 2013, in respect of Special Business under item no. 3 to 6 is annexed hereto and forms an integral part of this notice.
2. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote on his behalf on a poll only, and the proxy need not be a member of the Company.
3. The Companies Act, 2013 provides that in case of a Government Company, the Comptroller and Auditor General of India shall appoint/re-appoint the Statutory Auditors of the Company u/s 139(5) of the Companies Act 2013. Further the remuneration of the Statutory Auditors of a Govt. Company will be fixed by the members of the Company in the General Meeting or in such a manner as General Meeting may determine.

In pursuance of the above as per section 142 read with section 139(5) of the Companies Act 2013, the members are requested to authorize the Board of Directors of the Company to fix the remuneration and out of pocket expenses to the Statutory Auditors of the Company, in respect of Company's financial year, commencing from 1st April 2025 - 31st March 2026.

4. **All documents referred to in the notice are open for inspection at the registered office of the Company during office hours till the date of this Annual General Meeting.**