

## Form No. MGT-14

### Filing of Resolutions and agreements to the Registrar

[Pursuant to 117(1) of The Companies Act, 2013  
and Rule 24 of The Companies  
(Management and Administration) Rules, 2014]

*Refer instruction kit for filing the form*

*All fields marked in \* are mandatory*



Form language

☒ English

☐ Hindi

### Company Information

1(a) \*Corporate Identity Number (CIN) of the company

L40101DL1969GOI005095

2(a) \*Name of the Company

REC LIMITED

(b) \*Address of the registered office of the company

CORE 4SCOPE COMPLEX 7 LODI  
ROAD,NA,NEW  
DELHI,Delhi,India,110003

(c) \*Email ID of the company

\*\*\*\*\*hgarg@recindia.com

### Type and details of resolution

#### 3 \*Registration of

☒ Resolution(s)

☐ Agreement

☐ Postal ballot resolution(s) under Section 110

4(a) Date of dispatch of notice for passing of resolution(s) (DD/MM/YYYY)

09/07/2025

(b) Date of passing of resolution(s) (DD/MM/YYYY)

24/07/2025

5(a) Date of dispatch of notice for passing of postal ballot resolution(s) (DD/MM/YYYY)

(b) Date of passing of postal ballot resolution(s)

### Information about resolution

6 Number of resolution(s) for which the form is being filed

2

1 Details of the resolution

(a) (i) Purpose of passing the resolution

Resolutions passed in pursuance of exercise of powers of Board of Directors

(a) (ii) Type of allotment of securities

- ☐ i Issue of sweat equity shares      ☐ ii Issue of further shares to employees under scheme of employees stock option
- ☐ iii Preferential or Private allotment      ☐ iv Issue of debentures with an option to convert such debentures into shares
- ☐ v Issue of bonus shares      ☐ vi Issue of preference shares      ☐ vii Others

(b) (i) Section of the Companies Act, 2013 under which passed

Sec 179(3)

(b) (ii) Section of the Insolvency and Bankruptcy Code, 2016 under which passed

(c) (i) If others, Mention the section of the Companies Act, 2013 under which passed

(c) (ii) If others, Mention the purpose of passing the resolution

(d) (i) If others, Mention the section of the Insolvency and Bankruptcy Code, 2016 under which passed

(d) (ii) If others, Mention the purpose of passing the special resolution

(e) Subject matter of the resolution

(A) Convening of Fifty Sixth (56th) Annual General Meeting of REC Limited ("REC"/ "the Company"), authorization for approval of Notice thereof and related matters and (B) Appointment of Secretarial Auditor.

(f) Mention whether resolution passed by postal ballot

☐ Yes      ☒ No

(g) Indicate the authority passing or agreeing to the resolution

- ☒ Board of directors      ☐ Shareholders      ☐ Class of shareholders      ☐ Creditors

(h) Whether ordinary or special resolution or with requisite majority

- ☐ Ordinary resolution      ☐ Special resolution      ☐ Requisite majority

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(b) (ii) Section of the Insolvency and Bankruptcy Code, 2016 under which passed

(c) (i) If others, Mention the section of the Companies Act, 2013 under which passed

(c) (ii) If others, Mention the purpose of passing the resolution

(d) (i) If others, Mention the section of the Insolvency and Bankruptcy Code, 2016 under which passed

(d) (ii) If others, Mention the purpose of passing the special resolution

(e) Subject matter of the resolution

Approval of the Draft Board's Report to be annexed to the Financial Statements of the Company for the financial year ended March 31, 2025.

(f) Mention whether resolution passed by postal ballot

☐ Yes      ☒ No

(g) Indicate the authority passing or agreeing to the resolution

- ☒ Board of directors      ☐ Shareholders      ☐ Class of shareholders      ☐ Creditors

(h) Whether ordinary or special resolution or with requisite majority

- ☐ Ordinary resolution      ☐ Special resolution      ☐ Requisite majority

### Purpose of filing (Alteration in object Clause)

7(a) Is there any change in the industrial activity of the company

☐ Yes      ☐ No

(b) Search and select industry sub-class

(c)Main Sub-class of industrial activity of the company

(d) Description of the main sub-class

**8 Provide the following details of liquidation**

(a) Date of commencement of voluntary liquidation (DD/MM/YYYY)

(b) Number of liquidator (s)

**(c) Details of Liquidator**

(i) Name

(ii) income-tax permanent account number (Income-tax PAN)

(iii) IBBI Registration No.

(iv) Mobile No.

(v) Email ID

(vi) Address

Address Line1

Address Line2

Country

Pin Code/Zip code

Area/Locality

City

District

State/ UT

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**9 Details of agreement**

(a) Date of agreement

(b) Mention the section of the Companies Act, 2013 under which the agreement is entered

(c) Mention the purpose for which the agreement is entered

(d) Subject matter of the agreement

(e) Indicate the authority adopting the agreement

☐

Board of directors

☐

Shareholders

☐

Class of shareholders

☐

Creditors

10 Service request number(SRN) of Form INC-28

11 Service request number(SRN) of RUN Form

#### Attachments

1 Copy(s) of resolution(s) along with copy of explanatory statement under section 102

CTC\_.pdf

2 Copy of agreement

MAX 2MB

3 Optional attachment(s) - if any

MAX 2MB

#### Declaration

I am authorised by the Board of Directors of the Company vide resolution no \*  dated (DD/MM/YYYY) \*  to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1 Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

2 All the required attachments have been completely and legibly attached to this form. It is also certified that copy of the resolution(s) or agreement(s) filed herewith is or are a true copy(s) of the original.

3 Any application, writ petition or suit had not been filed regarding the matter in respect of which this petition/application has been made, before any court of law or any other authority or any other Bench or the Board and not any such application, writ petition or suit is pending before any of them.

I further declare that .....

"The amendments done in Articles of Association ('AoA') and / or Memorandum of Association ('MoA') are restricted to the purpose(s) selected in the form above.

**\*To be digitally signed by**

**\*Designation**

(Director/ Manager/ Secretary/Company Secretary/CEO/CFO/ Insolvency Resolution professional (IRP)/ Resolution professional (RP)/Liquidator)

Company Secretary

**\*Name of Director/ Manager/ Secretary/Company Secretary/CEO/CFO/ IRP/RP/liquidator**

**\*Director identification number of the director; or DIN or PAN of the manager or CEO or CFO or Interim Resolution Professional (IRP) or Resolution Professional (RP) or Liquidator; or Membership number of the Company secretary**

4298

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**Certificate by Practicing Professional**

I declare that I have been duly engaged for the purpose of certification of this form, it is here by certified that I have gone through the provisions of the Companies Act, 2013 and rules thereunder for the subject matter of this form and matters incidental thereto and I have verified the above particulars (including attachment(s)) from the original/certified records maintained by the Company/ applicant which is subject matter of this form and found them to be true, correct and complete and no information material to this form has been suppressed. I further verify that:

- i The said records have been properly prepared, signed by the required officers of the Company and maintained as per the relevant provisions of the Companies Act, 2013 and were found to be in order;
- ii All the required attachments have been completely and legibly attached to this form.

**To be digitally signed by**

- ☐ Chartered accountant (in whole-time practice) or
- ☐ Cost accountant (in whole-time practice) or
- ☒ Company secretary (in whole-time practice)

Whether associate or fellow:

- ☐ Associate ☒ Fellow

Membership number

Certificate of practice number

3851

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**Note: Attention is drawn to provisions of Section 448 and 449 which provide for punishment for false statement / certificate and punishment for false evidence respectively.**

**This eForm has been taken on file maintained by the registrar of companies through electronic mode and on the basis of statement of correctness given by the company.**

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***For office use only:***

e-Form Service request number (SRN)

AB5981778

e-Form filing date(DD/MM/YYYY)

20/08/2025

**Digital signature of the authorising officer**

This e-Form is hereby registered

Date of signing(DD/MM/YYYY)

**CERTIFIED COPY OF THE RESOLUTION PASSED IN THE 532<sup>ND</sup> BOARD  
MEETING OF DIRECTORS OF REC LIMITED HELD ON JULY 24, 2025.**

**Item no. 532.2.9 (A) Convening of Fifty Sixth (56<sup>th</sup>) Annual General Meeting of  
REC Limited (“REC” / “the Company”), authorization for  
approval of Notice thereof and related matters and  
(B) Appointment of Secretarial Auditor.**

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The Board, after discussion, approved the proposal as detailed in the agenda note and  
passed the following resolutions:

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**“RESOLVED FURTHER THAT** pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 read with the Rules made thereunder and Regulation 24A and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and as recommended by the Audit Committee, M/s Agarwal S. & Associates, Company Secretaries, (Firm Registration Number/ICSI Unique Code : P2003DE049100), be and is hereby recommended for shareholders’ approval, as Secretarial Auditors of the Company for a term of five consecutive financial years i.e. from FY 2025-26 to FY 2029-30, at professional fees of ₹50,740/- (inclusive of out-of-pocket expenses and taxes, as applicable) for Secretarial Audit of one year and combined fees ₹2,53,700/- for five years.”

**“RESOLVED FURTHER THAT** the Company Secretary be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and other statutory authorities as may be required.”

**J.S. Amitabh**  
**Executive Director and Company Secretary**  
**REC Limited**

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**Regional Offices :** Bengaluru, Bhopal, Bhubaneswar, Chennai, Dehradun, Guwahati, Hyderabad, Jaipur, Jammu, Kolkata  
Lucknow, Mumbai, Panchkula, Patna, Raipur, Ranchi, Shillong, Shimla, Thiruvananthapuram & Vijaywada

**State Office :** Vadodara

**Training Centre :** REC Institute of Power Management & Training (RECIPMT), Hyderabad