

April 24, 2025

To,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai 400001

Scrip Code: 544347
ISIN: INE0WDX01010

Dear Sir/ Madam

Sub: Outcome of Board Meeting held on Thursday, April 24, 2025

In continuation of our letter dated April 21, 2025, pursuant to Regulation 30 and other provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that, the Board of Directors of the company at its meeting held today i.e. Thursday, April 24, 2025 at the registered office of the company, *inter alia*, has considered and approved the following matters:

1. Raising of Funds to augment the long-term financial resources of the Company by way of creating, issuing and allotting up to 3,60,000 (Three Lakhs and Sixty Thousand only) Equity Shares ('Equity'), to person/entity belonging to, Promoter Category on preferential basis at a minimum issue price of Rs. 281/- (Rupees Two Hundred & Eighty-One Only) each subject to such other higher price computed as per ICDR regulation, subject to shareholders' approval and other statutory approvals, in accordance with provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended up-to date and applicable provisions of Companies Act, 2013 and rules made there-under.

The information in connection with the Preferential Issue pursuant to Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as Annexures A.

2. The appointment of M/s. SARK and Associates LLP as a Secretarial Auditor of the Company for the Financial Year 2024-2025.
3. The appointment of M/s. P M R Y & Co., Chartered Accountants as an Internal Auditor of the Company for the Financial Year 2024-2025 & 2025-2026.
4. The Draft Notice of Postal Ballot to seek necessary approval of the members, for the aforementioned issuance of Equity Shares on a preferential basis.
5. The appointment of M/s. SARK and Associates LLP (C.P. No: 9304) as a scrutinizer for conducting the E-Voting process under Postal Ballot.

Registered Office

CLN ENERGY LIMITED

(Formerly known as CLN Energy Pvt. Ltd. & JLNPhenix Energy Pvt. Ltd.)

Plot No 18, Sector -140, Phase -2, Nepz Post Office, Gautam Budh Nagar, Noida, Uttar Pradesh 201305.

CIN: U33100UP2019PLC121869

Tel No.:0120-6925500 | Email ID: info@clnenergy.in | Website: www.clnenergy.in



The disclosures as required under Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 for appointment of Secretarial Auditor and Internal Auditor of company is enclosed as **Annexures B & C** respectively.

Accordingly, all Directors/Connected Persons/Designated Persons of the Company have been informed that trading window will be close and not to trade in the securities of the Company during period of closure of Trading Window.

We wish to inform you that Board Meeting commenced today at 04:00 P.M and concluded at 7.00 P.M.

You are requested to kindly take a note of the same.

Thanking you,

Yours faithfully,

FOR CLN ENERGY LIMITED

SUNIL GANDHI
WHOLE TIME DIRECTOR
DIN: 08433754

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Annexure – A

The disclosures as required under Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as:

1. Issue of Shares on Preferential basis		
Sr. No.	Particulars	Details
a.	Type of securities proposed to be issued	Equity Shares
b.	Type of issuance	Preferential Issue of Equity Shares
c.	Total number of securities proposed to be issued or the total amount for which the securities will be issued	3,60,000 Equity Shares
d.	In case of Convertible Equity Warrants – Intimation on conversion of the Securities or lapse of the tenure of the Instrument	Not Applicable
e.	Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable

In case of preferential issue, the listed entity shall disclose the following additional details to the stock exchange(s):

a) Names of Investor:

- **Equity Shares proposed to be issued:**

Sr. No.	Name of Allottee	Category	No. of Equity Shares proposed to be issued
1	CLN Energy PTE Limited	Promoter	3,60,000

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Post allotment of securities - outcome of the subscription:

Sr. No	Category of Shareholder	Pre-Preferential Issue		Post-Preferential Issue	
		No. of Shares	Percentage	No. of Shares	Percentage
1.	Promoters & Promoters' Group	76,61,238	72.60	80,21,238	73.50
2.	Public	28,92,012	27.40	28,92,012	26.50
	TOTAL	1,05,53,250	100.00	1,09,13,250	100.00

*The post issue shareholding pattern in the above table has been prepared on the basis that the proposed allottee(s) will subscribe to all the equity shares which they intent to do so and on fully diluted basis and the pre-issue share holding pattern continue to the shareholder of the Company. In the event for any reason, the proposed allottee(s) do not or are unable to subscribe to and/or are not allotted the Equity Shares or warrants, the shareholding pattern in the above table would undergo corresponding changes.

b) Issue Price: To be determined in accordance with Regulation 164 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018

c) Number of Investor: 1

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ANNEXURE B

The disclosures as required under Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as Appointment of Secretarial Auditor is annexed:

Sr. No.	Particulars	Disclosures
1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment of Secretarial Auditor to comply with the provisions of the Section 204 of Companies Act, 2013
2.	Date of appointment	April 24, 2025
3.	Brief profile	M/s. SARK and Associates LLP is Company Secretary & Certificate of Practice number is 9304 and firm based out of Mumbai
4.	Terms of Appointment	For the Financial Year 2024-2025
5.	Disclosure of relationships between Directors (in case of appointment of directors)	Not Applicable

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ANNEXURE C

The disclosures as required under Regulation 30 of SEBI LODR read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 is enclosed as Appointment of Internal Auditor is annexed:

Sr. No.	Particulars	Disclosures
6.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise;	Appointment of Internal Auditor to comply with the provisions of the Section 138 of Companies Act, 2013
7.	Date of appointment	April 24, 2025
8.	Brief profile	M/s. P M R Y & Co. is Chartered Accountant & firm Registration number is 032925N and firm based out of Delhi
9.	Terms of Appointment	For the Financial Year 2024-2025 & 2025-2026
10.	Disclosure of relationships between Directors (in case of appointment of directors)	Not Applicable

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