



REF : GAEL\STOCK37\2025\44

Date : 30th August, 2025

BY E-FILING

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 524226

The National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1,
G Block, Bandra Kurla Complex,
Bandra (E), Mumbai - 400 051

Symbol: GAEL

Dear Sir / Madam,

Sub: Disclosure pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Amendment in Articles of Association of the Company

We would like to inform that the Shareholders of the Company, vide Special Resolution at the Annual General Meeting (“AGM”) held on 30th August, 2025, have approved the amendment to the Articles of Association of the Company as per the recent requirement of different States Electricity Regulatory Commission’s Order / Regulations in the following manner:

- I. Inserting sub clauses (“r”) and (“s”) after the existing sub clause (“q”) of the clause 2, and renumbering the subsequent existing sub clauses of clause 2 accordingly;
- II. Inserting sub-clause (24) after existing sub-clause (23) in Article 159 of the Articles of Association of the Company.

The Company provided remote e-voting facility to the members on resolutions proposed to be considered at the AGM from Wednesday, 27th August, 2025 at 09:00 a.m. (IST) to Friday, 29th August, 2025 at 5:00 p.m. (IST). The Company also provided e-voting facility to the members present at the AGM through VC / OAVM and who had not cast their vote earlier.

The brief details of the amendment to the Articles of Association of the Company pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024 as amended, are given at **Annexure A**.

You are requested to take the same on your records.

Thanking you.

Yours faithfully,

FOR, GUJARAT AMBUJA EXPORTS LIMITED

KALPESH DAVE

COMPANY SECRETARY
(ACS-32878)

Encl.: As above



Annexure A

BRIEF DETAILS OF AMENDMENT TO THE ARTICLES OF ASSOCIATION (“AOA”) OF THE COMPANY

The Company is engaged in the business of generation, captive consumption and supply of electricity through renewable and/or conventional energy sources. In order to get and continue the status of captive user as per orders of different States Electricity Regulatory Commission (“SERC”), and as per requirement specified in such orders / regulations, the Company need to have enabling powers, provisions in its Articles of Association also along with required object Clause in the Memorandum of Association of the Company. It is submitted that the Company already has required Clause No. 8 in the Memorandum of Association for carrying out for generation, consumption for own use, supply and operation of electricity from various convention and Non- Conventional Sources (Renewable Energy).

Further, as per the recent requirement of different States Electricity Regulatory Commission’s Order / Regulations, it is considered necessary to make enabling provisions also in the Articles of Association of the Company.

Accordingly, Members of the Company, vide Special Resolution at the Annual General Meeting (“AGM”) held on 30th August, 2025, have approved the amendment to the Articles of Association of the Company in the following manner:

- (I) Inserting the following new sub clauses (“r”) and (“s”) after the existing sub clause (“q”) of the clause 2, and renumbering the subsequent existing sub clauses of clause 2 accordingly:**

Sub clause (“r”):

“Power Purchase Agreement and/or Power Purchase Agreement and Wheeling Agreement” shall mean and include the power purchase agreements and/or power purchase and wheeling agreements entered into or to be entered into between the Company and Government Companies, Transmission Companies, Distribution Companies, other Government Electricity Companies/Boards, and/or Captive Users/third-party consumers for the sale or supply of electricity, including but not limited to captive consumption, third-party sale, or sale to Distribution Companies (DISCOMs). It shall include all other agreements and arrangements, as may be mutually agreed in writing, for captive consumption as a captive user or sale or supply of electricity for any of the aforesaid purposes.

Sub clause (“s”):

“Project/s” shall also include all power generation projects established, installed, or operated by the Company including but not limited to Solar, Solar-Wind Hybrid, Hydrogenation, or any other projects based on renewable or conventional sources of



energy, for the purposes of supplying electricity to Captive Users on a captive consumption basis or to third parties or DISCOMs. The term shall also include such projects established or operated on land owned or leased by the Company and all such arrangements entered into between the Company and Captive Users, third-party consumers, or DISCOMs as may be mutually agreed in writing for the supply of electricity.

(II) Inserting the following new sub-clause (24) after existing sub-clause (23) in Article 159 of the Articles of Association of the Company:

“(24) To install, establish, operate, and maintain any kind of power plant projects including but not limited to Solar, Solar and Wind Hybrid, Hydrogenation, or other renewable or conventional energy sources for captive consumption, third-party sale or sale to DISCOMs and to enter into necessary agreements including Power Purchase Agreements or Power Purchase and Wheeling Agreements in this regard, and to delegate such authority from time to time as may be required for the aforesaid purposes.”