

Reimagining mobility



NOTICE

Notice is hereby given that an Extraordinary General Meeting of the Members of Reliance BP Mobility Limited will be held at a shorter notice on Wednesday, August 10, 2022 at 4:00 P.M. (IST), through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), to transact the following business:

Special Business

- 1. To approve the increase in the authorised share capital 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 in accordance with the provisions of Sections 13, 61 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force) and the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to increase the authorised share capital of the Company from Rs. 300,15,00,000 (Rupees Three Hundred Crores and Fifteen Lakhs Only) comprising of 1,50,000 (One Lakh and Fifty Thousand) Equity shares of Rs.10/- each and 30,00,00,000 (Thirty Crores) Preference shares of Rs.10/- each to Rs. 5000,00,00,000 (Rupees Five Thousand Crores Only) comprising of 400,00,00,000 (Four Hundred Crores) Equity Shares of Rs.10/- each and 100,00,00,000 (One Hundred Crores) Preference shares of Rs.10/- each and consequently the existing Clause V of the Memorandum of Association of the Company, relating to the authorised share capital be and is hereby altered by deleting the same and substituting in its place and stead, the following new Clause V;

- V.** The Authorised Share Capital of the Company is Rs. 5000,00,00,000 (Rupees Five Thousand Crores Only) divided into Rs. 4000,00,00,000 (Rupees Four Thousand Crores Only) comprising of 400,00,00,000 (Four Hundred Crores) Equity Shares of Rs.10/- (Rupees Ten) each and Rs. 1000,00,00,000 (Rupees One Thousand Crores Only) comprising of 100,00,00,000 (One Hundred Crores) Preference shares of Rs.10/- (Rupees Ten) each with the power to the Board to increase or reduce the capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.

Reliance BP Mobility Limited

Corporate Office: 2nd Floor, 5C, Reliance Corporate Park, Thane Belapur Road, Ghansoli, Navi Mumbai - 400701.

Registered Office: 3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai - 400021. **Phone:** +91-22-3555-5000.

CIN: U50100MH2015PLC327401

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RESOLVED FURTHER THAT the Board of Directors of the Company, be and is hereby authorised to take all necessary and consequential steps and to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper, desirable or expedient to give effect to this resolution."

By Order of the Board of Directors

Date: August 2, 2022

Place: Mumbai

Ritu Bhojak
Company Secretary

Registered Office:

3rd Floor, Maker Chambers IV,

222, Nariman Point

Mumbai 400021

CIN: U50100MH2015PLC327401

Website: www.jiobp.com

Tel.: 22-3555-5000

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Notes:

1. Considering the Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has, vide its circular dated May 5, 2022 read together with circulars dated April 8, 2020, April 13, 2020, June 15, 2020, September 28, 2020, December 31 2020, June 23, 2021 and December 8, 2021 (collectively referred to as “MCA Circulars”), permitted convening the Extraordinary General Meeting (“EGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In compliance with the Companies Act, 2013 and MCA Circulars, the EGM of the Company is being held through VC and notice to all the Members is being sent only through electronic mode by e-mail at the e-mail address registered with the Company. The deemed venue for the EGM shall be the Registered Office of the Company. Detailed instructions to attend, participate and vote at the meeting through VC is attached as **Annexure 1 and 2**.
2. Pursuant to the provisions of the Companies Act 2013, a Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf at the meeting and a proxy need not be a Member of the Company. Since this meeting is being held through VC pursuant to the MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Meeting and hence the Proxy Form is not annexed hereto.
3. Corporate Members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company Secretary of the Company vide an email at Ritu.Bhojak@jiobp.com, a certified true copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting before the commencement of the meeting.
4. Members/Representatives attending the Meeting through VC would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013 and accordingly there is no requirement of attendance slip for the Meeting and hence not annexed hereto.
5. Since the Meeting will be held through VC, the route map of the venue of the Meeting is not required to be annexed hereto.
6. Members seeking any information with regard to the documents referred to in the Notice or any matter to be presented at the Meeting, if any, are requested to write to the Company Secretary of the Company on or before the commencement of the Meeting, through email at Ritu.Bhojak@jiobp.com. The same will be replied by the Company suitably.

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7. Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Companies Act, 2013, Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the Notice will be available electronically for inspection by the Members during the meeting.

All documents referred to in the Notice, if any, will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of EGM. Members seeking to inspect such documents can send an email to Ritu.Bhojak@jiobp.com.

8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting as set out under Item No. 1 of the Notice is enclosed herewith.
10. Members can cast their vote by a show of hands during the EGM or by sending an e-mail to Ms. Ritu Bhojak, Company Secretary of the Company on Ritu.Bhojak@jiobp.com in case of a poll.

By Order of the Board of Directors

Date: August 2, 2022

Place: Mumbai

Ritu Bhojak
Company Secretary

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO.: 1

In view of the prevailing market dynamics, there may be a proposed capital infusion for working capital requirements and general corporate purposes, etc. Therefore, in this respect, the authorised share capital of the Company is proposed to be increased to facilitate such capital infusion.

It is proposed to increase the authorised share capital of the Company from Rs. 300,15,00,000 (Rupees Three Hundred Crores and Fifteen Lakhs Only) comprising of 1,50,000 (One Lakh and Fifty Thousand) Equity shares of Rs.10/- each and 30,00,00,000 (Thirty Crores) Preference shares of Rs.10/- each to Rs. 5000,00,00,000 (Rupees Five Thousand Crores Only) comprising of 400,00,00,000 (Four Hundred Crores) Equity Shares of Rs.10/- each and 100,00,00,000 (One Hundred Crores) Preference shares of Rs.10/- each, to facilitate further capital infusion in the Company.

The increase in the authorised share capital of the Company will also require consequential amendment in the Clause V of the Memorandum of Association of the Company and approval of the Members at the General Meeting is required to be obtained in this respect to increase the authorised share capital of the Company and consequently alter the Memorandum of Association of the Company, as per the applicable provisions of the Companies Act, 2013. A copy of the Memorandum of Association of the Company along with proposed alteration is available for inspection by Members of the Company.

None of the Directors or their relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Ordinary Resolution set out at Item No. 1 of the Notice. The Board commends the Ordinary Resolution set out at Item No. 1 of the Notice for approval by the Members.

By Order of the Board of Directors

Date: August 2, 2022

Place: Mumbai

Ritu Bhojak
Company Secretary

Registered Office:

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Annexure 1

Members are requested to note the following in accordance with the MCA circulars:

1. Members would have received an email from the Company to participate in the Meeting through Video-Conference on your email address registered with the Company.
2. The meeting through Video-Conference would be conducted through “MS Teams Platform” which enables two-way audio and Video-Conference. Members are requested to join the meeting using the following link:

[Click here to join the meeting](#)

Detailed instructions on installing Microsoft Teams is attached as **Annexure 2**.

3. The link to join the meeting shall be active from 3.45 P.M. (IST) onwards on the day of the meeting.
4. E-mail address of Ms. Ritu Bhojak, Company Secretary of the Company i.e. Ritu.Bhojak@jioBP.com is designated for correspondences/voting and all other purposes related to the meeting.
5. In the event of demand for poll at the meeting, members shall send their votes by email from their email address which is registered with the Company and shall only be sent to the designated email address as provided by the Company in Point no. 4 above.
6. For any assistance before or during the meeting, Members may contact Ms. Ritu Bhojak, Company Secretary of the Company on +91- 9903993747.

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Annexure 2

1. Members would have received an email from Ms. Ritu Bhojak, Company Secretary of the Company to participate in the Extraordinary General Meeting through Video-Conference on your email address registered with the Company.
2. In case you already have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, click on “Join Microsoft Teams Meeting” option from the email. You will connect to the meeting.
3. In case you do not have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

Option 1

For participating through **Windows / Apple powered Laptops / Computer devices**:

Open the email invitation using **Google Chrome** browser



Simply click on “**Join Microsoft Teams Meeting**” option from the email invitation / your calendar events.



A new Browser window would open. Select “**Join on the web instead**”. Once you reach to the “**Enter Name**” prompt, enter your name and click “**Join as a Guest**”.



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “**Mute**” when not speaking.

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Option 2

For installing Microsoft Teams on your **iPad / apple devices / iPad / Android devices**:

Click on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events



System will prompt you to download Microsoft Teams



Download and Install Microsoft teams. Please do not try to login.



Once installed, click on invitation once again on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events.



You will be prompted to Microsoft Teams application.



Click on “**Join as a Guest**” option.



Type your Name and once again click on “**Join as a Guest**”.



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “**Mute**” when not speaking.

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