



Greening INDIA

CIN : L31901HP2009PLC031083

INOX Wind Limited

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IWL: NOI: 2024

27th June, 2024

The Secretary BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400001	The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E) Mumbai 400 051
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Scrip code: 539083

Scrip code: INOXWIND

Sub: Proceedings and Declaration of Voting Results in respect of Resolution passed at the 12th Extra-ordinary General Meeting of the Company held on Thursday, 27th June, 2024 at 12:00 Noon (IST) through Video Conferencing ('VC/ Other Audio-Visual Means') ('OAVM')

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations')

Dear Sir/Madam,

We would like to inform you that the 12th Extra-ordinary General Meeting (EGM) of the Company was held today i.e. Thursday, 27th June, 2024 at 12:00 Noon (IST) through Video Conferencing ("VC")/ Other Audio- Visual Means ("OAVM") facility in compliance with the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, various circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India for transacting the business mentioned in the EGM Notice dated 31st May, 2024.

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, as amended and MCA Circulars, the Company had provided facility of remote e-voting to its Members through e-Voting platform of National Securities Depository Limited (NSDL) from 24th June, 2024 at 9.00 A.M. (IST) to 26th June, 2024 at 5.00 P.M. (IST).

Shri Jitesh Gupta, Partner of M/s. J. K. Gupta & Associates, Practicing Company Secretaries, Delhi ("the Scrutinizer") has scrutinized and reviewed the votes cast by the Members through remote e-voting prior to the date of EGM as well as through e-voting process during the EGM on the resolution(s) transacted at the EGM and submitted his report today i.e. 27th June, 2024.

In this regard, we hereby enclose herewith the following:

Proceedings of the EGM pursuant to Part A of Schedule III under Regulation 30 of the Listing Regulations	Annexure 1
Voting results of the EGM pursuant to Regulation 44 of the Listing Regulations	Annexure 2
Consolidated Report of the Scrutinizer dated 27 th June, 2024 on remote e-Voting and electronic voting at the EGM	Annexure 3

An **INOXGFL** Group Company
BEYOND INFINITY



Registered Office : Plot No.1, Khasra No.264 to 267, Industrial Area, Village-Basal, Distt. Una-174 303, (H.P.) INDIA. Tel: +91-1975-272001

The voting results are also being uploaded on the websites of the Company; www.inoxwind.com and National Securities Depository Limited (NSDL) at www.evoting.nsdl.com.

We request you to take the same on record.

Thanking You

Yours faithfully,
For **Inox Wind Limited**

Deepak

Deepak Banga
Company Secretary

Encl: As above



Gist of proceedings of the 12th Extra ordinary General Meeting (EGM) held on Thursday, 27th June, 2024 at 12:00 Noon through Video Conferencing ('VC' / 'Other Audio-Visual Means') ('OAVM')

- The 12th EGM of the Members of the Company was held on Thursday, 27th June, 2024 at 12:00 Noon through Video Conferencing ('VC' / 'Other Audio-Visual Means') ('OAVM'), which concluded at 12:23 P.M.
- Shri Manoj Dixit, Whole-time Director of the Company, was appointed as the Chairman of the Meeting. The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman introduced the Directors of the Company who had joined the meeting. It was also informed that Shri Rahul Roongta, Chief Financial Officer, Shri Deepak Banga, Company Secretary, representatives of Statutory Auditors and Secretarial Auditors of the Company and Scrutinizer for the meeting were also present and attending the meeting.
- The Chairman informed that remote e-voting commenced from 24th June, 2024 at 9.00 A.M. and ended on 26th June, 2024 at 5.00 P.M. Further, the facility for e-voting during the EGM was also provided to the Members of the Company.
- The Chairman briefed the Members, about the requirement of holding this EGM. With the consent of the Members, the notice convening the EGM was taken as read.
- A fair opportunity was given to the Members of the Company to seek clarifications and/ or offer comments on the item of the business to be transacted at the Meeting.
- The Chairman briefed the Members, inter-alia, on the item(s) to be transacted at the EGM.

The following item of business as set out in the Notice calling the Meeting was proposed for Members' approval through e-voting (i.e. remote-voting facility):

- Special Business
 1. Approval for issuance of 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares of the Company to Inox Wind Energy Limited, Promoter of the Company, for cash consideration aggregating upto Rs. 1,000 Crores on private placement basis
 2. Approval of Material Related Party Transactions
 3. Approval for increase of Authorised Share Capital of the Company and consequently alteration of Share Capital Clause of the Memorandum of Association of the Company
- The Chairman announced that Shri Deepak Banga, Company Secretary has been authorised to declare the e-voting results (i.e. result of remote e-voting together with that of the e-voting conducted at the EGM) along with the Scrutinizer's Report, which shall be displayed on the website of the Company; www.inoxwind.com; website of NSDL at www.evoting.nsdl.com; and websites of Stock Exchanges, where the equity shares of the Company are listed i.e. on BSE and NSE, within 2 working days of the conclusion of the Meeting.



- The Chairman then thanked the Members for attending the EGM through Video Conferencing and declared the meeting as concluded. At the time of conclusion of EGM, the Chairman announced that the e-voting facility provided during the EGM shall remain open for next 15 minutes after the conclusion of the EGM.

Yours faithfully,
For **Inox Wind Limited**

Deepak

Deepak Banga
Company Secretary



Inox Wind Limited
12th Extra-Ordinary General Meeting

Date of the AGM/EGM	27 th June, 2024
Total number of shareholders on record date	2,23,604
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and Promoter Group	0
Public	0
No. of Shareholders attended the meeting through Video Conferencing	74
Promoters and Promoter Group	10
Public	64



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for issuance of 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares of the Company to Inox Wind Energy Limited, Promoter of the Company, for cash consideration aggregating upto Rs. 1,000 Crores on private placement basis.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		629373552	100.0000	629373552	0	100.0000	0.0000
	Poll	629373552	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	629373552	629373552	100.0000	629373552	0	100.0000	0.0000
Public- Institutions	E-Voting		214019948	71.1172	209207463	4812485	97.7514	2.2486
	Poll	300939904	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	300939904	214019948	71.1172	209207463	4812485	97.7514	2.2486
Public- Non Institutions	E-Voting		83464294	22.3477	83460685	3609	99.9957	0.0043
	Poll	373480528	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	373480528	83464294	22.3477	83460685	3609	99.9957	0.0043
Total		1303793984	926857794	71.0893	922041700	4816094	99.4804	0.5196
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0	0
	Poll	629373552	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	629373552	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		214107152	71.1461	212573693	1533459	99.2838	0.7162
	Poll	300939904	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	300939904	214107152	71.1461	212573693	1533459	99.2838	0.7162
Public- Non Institutions	E-Voting		83464071	22.3476	83459048	5023	99.9940	0.0060
	Poll	373480528	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	373480528	83464071	22.3476	83459048	5023	99.9940	0.0060
Total		1303793984	297571223	22.8235	296032741	1538482	99.4830	0.5170
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for increase of Authorised Share Capital of the Company and consequently alteration of Share Capital Clause of the Memorandum of Association of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		629373552	100.0000	629373552	0	100.0000	0.0000
	Poll	629373552	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	629373552	629373552	100.0000	629373552	0	100.0000	0.0000
Public-Institutions	E-Voting		214107152	71.1461	212831945	1275207	99.4044	0.5956
	Poll	300939904	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	300939904	214107152	71.1461	212831945	1275207	99.4044	0.5956
Public- Non Institutions	E-Voting		83464074	22.3476	83460700	3374	99.9960	0.0040
	Poll	373480528	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	373480528	83464074	22.3476	83460700	3374	99.9960	0.0040
Total		1303793984	926944778	71.0960	925666197	1278581	99.8621	0.1379
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Delhi Office : 257, Vardhman City Center 2, Near Shakti Nagar Railway Under Bridge,
Gulabi Bagh, Delhi- 110052 Tel: +91-11-46047222 / 47657222 / 9953887741

Noida Office : Unit No. 1005, Logix City center Office Tower , Plot No. BW-58, Sector -32
Gautum Buddha Nagar , Noida - 201301, U.P. Tel. : +91-0120-4254129 / 8076323207

SCRUTINIZER'S REPORT

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairman

INOX WIND LIMITED

Registered Address: Plot No. 1, Khasra Nos. 264 to 267,

Industrial Area, Village Basal- 174303, District Una, Himachal Pradesh

Sub: Scrutinizer's Report on Voting through electronic means conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and other applicable provisions of the Act and the Rules, relevant MCA Circulars issued by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), for passing of Proposed Resolutions by means of Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") through E-voting process.

Respected Sir,

I, **Jitesh Gupta**, Founding Partner of M/s J. K. Gupta & Associates, Practicing Company Secretary having office at 257, Vardhman City Centre-2, Near Shakti Nagar Railway under Bridge, New Delhi-110052 was appointed as the Scrutinizer by the Board of Directors of **Inox Wind Limited** ("the Company") pursuant to the provisions of Section 108 of Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 to scrutinize the process of voting conducted through E-voting in respect of the resolutions/items as set out in the **Notice dated 31st May, 2024 (herein after the "Notice of EGM")**, and the Resolutions deemed to be passed at Extra Ordinary General Meeting Held on **Thursday, 27th June, 2024** in accordance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA).

The Management of the Company ensured the compliance with the requirements of the Companies Act, 2013, Rules framed thereunder and relevant MCA Circulars relating to the process of E- voting on the resolutions contained in the "*Notice of Extra Ordinary General*

J. K. Gupta & Associates

Partner

Meeting" of the members of the Company. I as a scrutinizer engaged for the electronic voting process conducted and to make a Scrutinizer report of the Votes Cast "in favor" or "against" the resolutions as stated below, based on the report generated by National Securities Depository Limited, the authorized agency engaged by the Company to provide e-voting facilities.

The result of the Remote E-voting conducted for the mentioned items/resolutions are as under:

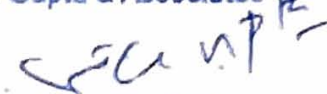
SPECIAL BUSINESS:

ITEM NO. 1: Approval for issuance of 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares of the Company to Inox Wind Energy Limited, Promoter of the Company, for cash consideration aggregating upto Rs. 1,000 Crores on private placement basis

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	428	922041203	99.48%	70.71%
E Voting at EGM	4	497	0.00%	0.00%
Total	432	922041700	99.48	70.71

J. K. Gupta & Associates



Partner

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	36	4816094	0.52%	0.37%
E Voting at EGM	-	-	-	-
Total	36	4816094	0.52%	0.37%

(c) Invalid Votes:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	-	NIL	NIL	NIL
E Voting at EGM	-	NIL	NIL	NIL
Total				

J. K. Gupta & Associates

J. K. Gupta
Partner

ITEM NO. 2: Approval of Material Related Party Transactions

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	422	296032244	99.48%	22.70%
E Voting at EGM	4	497	0.00%	0.00
Total	426	296032741	99.48%	22.70%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	30	1538482	0.52%	0.11%
E Voting at EGM	-	-	-	-
Total	30	1538482	0.52%	0.11%

J. K. Gupta & Associates

(Handwritten Signature)

Partner

(c) Invalid Votes:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	-	NIL	NIL	NIL
E Voting at EGM	-	NIL	NIL	NIL
Total				

J. K. Gupta & Associates

J. K. Gupta
Partner

ITEM NO. 3: Approval for increase of Authorised Share Capital of the Company and consequently alteration of Share Capital Clause of the Memorandum of Association of the Company

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	438	925665700	99.86%	70.99%
E Voting at EGM	4	497	0.00%	0.00%
Total	442	925666197	99.86%	70.99%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	24	1278581	0.14%	0.09%
E Voting at EGM	-	-	-	-
Total	24	1278581	0.14%	0.09%

J. K. Gupta & Associates

[Handwritten Signature]

Partner

(c) Invalid Votes:

Mode of Voting	Number of members voted through remote e-voting and electronic voting system at the meeting	Number of Votes Cast (shares)		
		No.	Percentage of Vote Cast (w.r.t. Present and Voted)	Percentage of Vote Cast (w.r.t. Total Number of Shares)
Remote E-Voting	-	NIL	NIL	NIL
E Voting at EGM	-	NIL	NIL	NIL
Total				

It is to be noted that all the above-mentioned Three resolutions are passed with requisite majority on 27th June 2024.

Thanking you
Yours faithfully

For J. K. Gupta & Associates
(Company Secretaries)

J. K. Gupta & Associates

J. K. Gupta

Partner

FCS Jitesh Gupta
(Partner)

C.P. No. 2448

M. No. F3978

PR No.: PR-902/2020

UDIN: F003978F000626369

Date: 27.06.2024

Place: Delhi

Acknowledgement receipt of the Report
For and on behalf of "INOX WIND LIMITED."

Deepak
ACS Deepak Banga
(Company Secretary)

M.No.- A12716

Date: 27.06.2024

Place: Noida

