



Greening INDIA

CIN : L31901HP2009PLC031083

INOX Wind Limited

Corporate Office: INOXGFL Towers, Plot No.17, Sector-16A, Noida-201301, Uttar Pradesh, India. Tel: +91-120-6149600 | contact@inoxwind.com  
Fax: +91-120-6149610 | www.inoxwind.com

IWL: NOI: 2023

1<sup>st</sup> December, 2023

The Secretary BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai 400 001	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 10<sup>th</sup> Extra ordinary General Meeting (EGM) of the Company held on Friday, 1<sup>st</sup> December, 2023 at 12:30 P.M. (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 10<sup>th</sup> Extra-ordinary General Meeting (EGM) of the Company was held today i.e. on Friday, 1<sup>st</sup> December, 2023 at 12:30 P.M. (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 7<sup>th</sup> November, 2023.

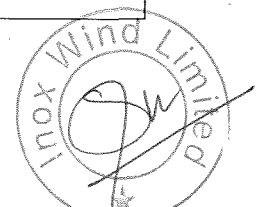
In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, as amended and MCA Circulars, the Company had provided facility of remote voting to its Members through e-Voting platform of Central Depository Services (India) Limited from 27<sup>th</sup> November, 2023 at 9.00 A.M. (IST) to 30<sup>th</sup> November, 2023 at 5.00 P.M. (IST).

Shri Jitesh Gupta, proprietor 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. 1<sup>st</sup> December, 2023.

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 1 <sup>st</sup> December, 2023 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

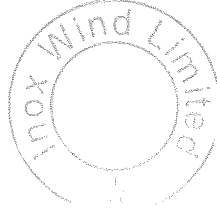
The voting results are also being uploaded on the websites of the Company; [www.inoxwind.com](http://www.inoxwind.com) and Central Depository Services (India) Limited; [www.evotingindia.com](http://www.evotingindia.com).

We request you to take the same on record.

Thanking You

Yours faithfully,  
For **Inox Wind Limited**

  
**Deepak Banga**  
**Company Secretary**



Encl: As above

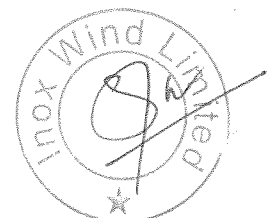
**Annexure-1**

**Gist of proceedings of the 10<sup>th</sup> Extra ordinary General Meeting (EGM) held on Friday, 1<sup>st</sup> December, 2023 at 12:30 P.M. through Video Conferencing ('VC' / 'Other Audio-Visual Means') ('OAVM')**

- The 10<sup>th</sup> EGM of the Members of the Company was held on Friday, 1<sup>st</sup> December, 2023 at 12:30 P.M. through Video Conferencing ('VC' / 'Other Audio-Visual Means') ('OAVM').
- Shri Manoj Shambhu 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 Narayan Lodha, 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 Monday, 27<sup>th</sup> November, 2023 at 9.00 A.M. (IST) and ended on 30<sup>th</sup> November, 2023 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 to Inox Wind Energy Limited, Promoter of the Company, for cash consideration aggregating upto Rs. 500 Crores on private placement basis (Special Resolution)
  2. Approval of Material Related Party Transactions (Ordinary Resolution)
  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 (Ordinary Resolution)
- 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 and the results, shall be displayed on the website of



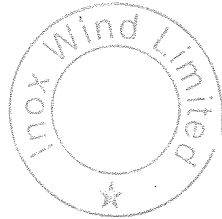
the Company; [www.inoxwind.com](http://www.inoxwind.com); website of CDSL; [www.evotingindia.com](http://www.evotingindia.com); and websites of Stock Exchanges, where the equity shares of the Company are listed i.e. on BSE and NSE, within 2 working days of the conclusion of the Meeting.

- 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**

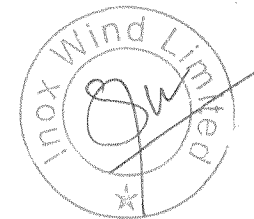
*Deepak*

**Deepak Banga**  
Company Secretary

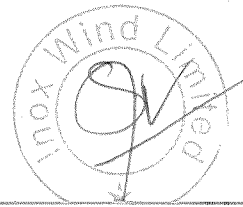


**Inox Wind Limited**  
10<sup>th</sup> Extra-Ordinary General Meeting

Date of the AGM/EGM	1 <sup>st</sup> December, 2023
Total number of shareholders on record date	78,073
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	47
Promoters and Promoter Group	10
Public	37



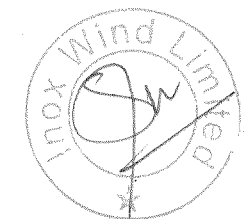
<b>Resolution Required :Special</b>		<b>1 - Approval for issuance of 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares to Inox Wind Energy Limited, Promoter of the Company, for cash consideration aggregating upto Rs. 500 Crores on private placement basis</b>						
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>		<b>No</b>						
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes – Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
		<b>[1]</b>	<b>[2]</b>	<b>[3]={[2]/[1]}*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]={[4]/[2]}*100</b>	<b>[7]={[5]/[2]}*100</b>
Promoter and Promoter Group	E-Voting	17,23,43,388	17,23,43,388	100.0000	17,23,43,388	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>17,23,43,388</b>	<b>100.0000</b>	<b>17,23,43,388</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	6,12,81,349	4,36,75,318	71.2702	4,11,08,208	25,67,110	94.1223	5.8777
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,36,75,318</b>	<b>71.2702</b>	<b>4,11,08,208</b>	<b>25,67,110</b>	<b>94.1223</b>	<b>5.8777</b>
Public Non Institutions	E-Voting	9,23,23,759	2,80,77,492	30.4120	2,80,77,104	388	99.9986	0.0014
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,80,77,492</b>	<b>30.4120</b>	<b>2,80,77,104</b>	<b>388</b>	<b>99.9986</b>	<b>0.0014</b>
<b>Total</b>		<b>32,59,48,496</b>	<b>24,40,96,198</b>	<b>74.8880</b>	<b>24,15,28,700</b>	<b>25,67,498</b>	<b>98.9482</b>	<b>1.0518</b>



Resolution Required: Ordinary		2 - Approval of Material Related Party Transactions						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	17,23,43,388	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	6,12,81,349	4,36,75,318	71.2702	2,61,64,986	17510332	59.9079	40.0921
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,36,75,318</b>	<b>71.2702</b>	<b>2,61,64,986</b>	<b>17510332</b>	<b>59.9079</b>	<b>40.0921</b>
Public Non Institutions	E-Voting	9,23,23,759	2,80,77,492	30.4120	2,80,77,120	372	99.9987	0.0013
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,80,77,492</b>	<b>30.4120</b>	<b>2,80,77,120</b>	<b>372</b>	<b>99.9987</b>	<b>0.0013</b>
<b>Total</b>		<b>32,59,48,496</b>	<b>7,17,52,810</b>	<b>22.0135</b>	<b>5,42,42,106</b>	<b>17510704</b>	<b>75.5958</b>	<b>24.4042</b>



Resolution Required: Ordinary		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						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	17,23,43,388	17,23,43,388	100.0000	17,23,43,388	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>17,23,43,388</b>	<b>100.0000</b>	<b>17,23,43,388</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	6,12,81,349	4,36,75,318	71.2702	4,11,93,580	24,81,738	94.3178	5.6822
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>4,36,75,318</b>	<b>71.2702</b>	<b>4,11,93,580</b>	<b>24,81,738</b>	<b>94.3178</b>	<b>5.6822</b>
Public Non Institutions	E-Voting	9,23,23,759	2,80,77,492	30.4120	2,80,77,362	130	99.9995	0.0005
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,80,77,492</b>	<b>30.4120</b>	<b>2,80,77,362</b>	<b>130</b>	<b>99.9995</b>	<b>0.0005</b>
<b>Total</b>		<b>32,59,48,496</b>	<b>24,40,96,198</b>	<b>74.8880</b>	<b>24,16,14,330</b>	<b>24,81,868</b>	<b>98.9832</b>	<b>1.0168</b>





Delhi Office : 257, Vardhman City Center 2, Near Shakti Nagar Railway Under Bridge,  
Gulabi Bagh, Delhi- 110052 Tel: +91-11-23644447/9 / 9953887741

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

## **SCRUTINIZER'S REPORT**

[Pursuant to section 108 & 110 of the Companies Act, 2013 and rule 20 & 22 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**, 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 7<sup>th</sup> November, 2023 (herein after the "Notice Of EGM")**, and the Resolutions deemed to be passed on the last date of e-voting i.e. **Thursday, 30<sup>th</sup> November, 2023** 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 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 Link Intime India Private 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 to Inox Wind Energy Limited, Promoter of the Company, for cash consideration aggregating upto Rs. 500 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	135	241528650	98.95%	74.10%
E Voting at EGM	1	50	0.00%	0.00%
<b>Total</b>	<b>136</b>	<b>241528700</b>	<b>98.95</b>	<b>74.10%</b>

**(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	27	2567498	1.05%	0.79%
E Voting at EGM	-	-	-	-

*See 2/19/20*



<b>Total</b>	<b>27</b>	<b>2567498</b>	<b>1.05%</b>	<b>0.79%</b>
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**(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
<b>Total</b>				

**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	120	54242056	75.6%	16.64%
E Voting at EGM	1	50	0.00%	0.00%
<b>Total</b>	<b>121</b>	<b>54242106</b>	<b>75.6%</b>	<b>16.64%</b>

**(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	32	17510704	24.4%	5.37%
E Voting at EGM	-	-	-	-
<b>Total</b>	<b>32</b>	<b>17510704</b>	<b>24.4%</b>	<b>5.37%</b>

**(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
<b>Total</b>				

**ITEM NO. 3: Approval for increase of Authorized 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	Number of	Number of Votes Cast (shares)
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SEC 2/1/12



Voting	members voted through remote e-voting and electronic voting system at the meeting	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	145	241614280	98.98%	74.13%
E Voting at EGM	1	50	0.00%	0.00%
<b>Total</b>	<b>146</b>	<b>241614330</b>	<b>98.98</b>	<b>74.13%</b>

**(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	17	2481868	1.02	0.76%
E Voting at EGM	-	-	-	-
<b>Total</b>	<b>17</b>	<b>2481868</b>	<b>1.02</b>	<b>0.76%</b>

**(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)

SEC 2/19/2



Remote E-Voting	-	NIL	NIL	NIL
E Voting at EGM	-	NIL	NIL	NIL
<b>Total</b>				

**It is to be noted that all the above-mentioned Three resolutions are passed with requisite majority on 1<sup>st</sup> December 2023.**


Thanking you  
Yours faithfully

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



**FCS Jitesh Gupta  
(Partner)  
C.P. No. 2448  
M. No. F3978  
PR No.: PR-902/2020  
UDIN: F003978E002787110  
Date: 01.12.2023  
Place: Noida**

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

  
**ACS Deepak Banga  
(Company Secretary)  
M.No.- A12716**



**Date: 01-12-2023  
Place: Noida**