



IWL: NOI: 36: 2019

19th September, 2019

The Secretary BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Fax No 022-22723121/2037/39/41/61	The Secretary National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai 400 051 Fax No 022-2659 8237/38
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Scrip code: 539083

Scrip code: INOXWIND

Sub: Voting Results of the 10th Annual General Meeting of Inox Wind Limited held on 17th September, 2019 alongwith Combined Scrutinizer's Report

Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Dear Sirs,

Pursuant to Regulation 44(3) of Listing Regulations, please find enclosed the consolidated results of remote E-voting and Poll conducted at the 10th Annual General Meeting of the Company held on 17th September, 2019 at Hotel Pandit Moolraj Residency, SH-25, Una - Nangal Road, Rakkar Colony, District Una - 174303, Himachal Pradesh alongwith the Combined Scrutinizer's Report.

The Voting Results are also being placed on the website of the Company www.inoxwind.com and on the website of Central Depository Services (India) Limited www.evotingindia.com.

We request you to please take the above on record.

Yours faithfully,
For Inox Wind Limited

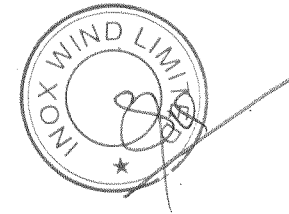

Deepak Banga
Company Secretary



Encl.: As above

INOX WIND LIMITED
10TH ANNUAL GENERAL MEETING

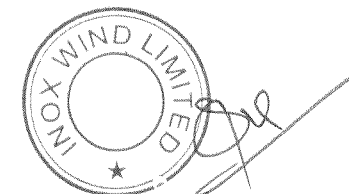
Date of the AGM/EGM	17.09.2019
Total number of shareholders on record date	49,058
No. of shareholders present in the meeting either in person or through proxy:	39
Promoters and Promoter Group:	5
Public:	34
No. of Shareholders attended the meeting through Video Conferencing	Not applicable
Promoters and Promoter Group:	Not applicable
Public	Not applicable



Resolution No.1

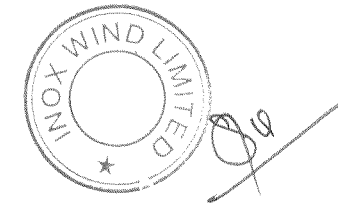
Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019, the reports of the Board of Directors and Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the report of the Auditors thereon.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
Public-Institutions	E-Voting	16,432,134	298,488	1.82%	298,488	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16,432,134	298,488	1.82%	298,488	0	100.00%	0.00%
Public-Non Institutions	E-Voting	39,047,423	3,255	0.01%	1,940	1,315	59.60%	40.40%
	Poll		7,040	0.02%	7,040	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	39,047,423	10,295	0.03%	8,980	1,315	87.23%	12.77%
Total		221,918,226	166,747,452	75.14%	166,746,137	1,315	99.9992%	0.0008%



Resolution No.2 Re-appointment of Shri Siddharth Jain as Director of the Company.

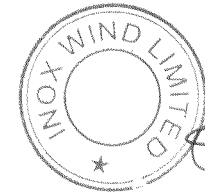
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes – In Favour	No. of Votes – Against	% 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	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
Public-Institutions	E-Voting	16,432,134	336,692	2.05%	131,951	204,741	39.19%	60.81%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	16,432,134	336,692	2.05%	131,951	204,741	39.19%	60.81%
Public-Non Institutions	E-Voting	39,047,423	3,255	0.01%	1,912	1,343	58.74%	41.26%
	Poll		7,040	0.02%	7,040	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	39,047,423	10,295	0.03%	8,952	1,343	86.95%	13.05%
Total		221,918,226	166,785,656	75.16%	166,579,572	206,084	99.8764%	0.1236%



Resolution No.3

Approval of payment of remuneration to Shri Devansh Jain, Whole-time Director of the Company, for the Financial Year 2018-19, as per Schedule V of the Companies Act, 2013.

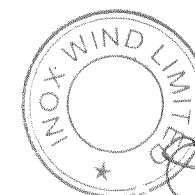
Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding Shares	No. of Votes – In Favour	No. of Votes – Against	% 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	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		166,438,669	166,438,669	100.00%	166,438,669	0	100.00%
Public-Institutions	E-Voting	16,432,134	336,692	2.05%	336,692	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		16,432,134	336,692	2.05%	336,692	0	100.00%
Public-Non Institutions	E-Voting	39,047,423	3,255	0.01%	1,915	1,340	58.83%	41.17%
	Poll		7,040	0.02%	7,040	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		39,047,423	10,295	0.03%	8,955	1,340	86.98%
Total		221,918,226	166,785,656	75.16%	166,784,316	1,340	99.9992%	0.0008%



Resolution No.4

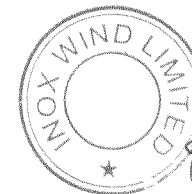
Approval of payment of remuneration to Shri Kailash Lal Tarachandani, Whole-time Director & CEO of the Company, for the period from 19th May, 2018 to 31st March, 2019, as per Schedule V of the Companies Act, 2013 and approval of his Re-appointment as Whole-time Director & CEO for a period of one year with effect from 19th May, 2019.

Resolution required: (Ordinary/ Special)			Special Resolution					
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	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		166,438,669	166,438,669	100.00%	166,438,669	0	100.00%
Public-Institutions	E-Voting	16,432,134	336,692	2.05%	336,692	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		16,432,134	336,692	2.05%	336,692	-	100.00%
Public-Non Institutions	E-Voting	39,047,423	3,255	0.01%	1,915	1,340	58.83%	41.17%
	Poll		7,040	0.02%	7,040	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		39,047,423	10,295	0.03%	8,955	1,340	86.98%
Total		221,918,226	166,785,656	75.16%	166,784,316	1,340	99.9992%	0.0008%



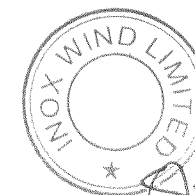
Resolution No.5 Re-appointment of Ms. Bindu Saxena as an Independent Director of the Company.

Resolution required: (Ordinary/ Special)			Special Resolution					
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	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		166,438,669	166,438,669	100.00%	166,438,669	0	100.00%
Public-Institutions	E-Voting	16,432,134	336,692	2.05%	336,692	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		16,432,134	336,692	2.05%	336,692	-	100.00%
Public-Non Institutions	E-Voting	39,047,423	3,255	0.01%	1,918	1,337	58.92%	41.08%
	Poll		7,040	0.02%	7,040	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		39,047,423	10,295	0.03%	8,958	1,337	87.01%
Total		221,918,226	166,785,656	75.16%	166,784,319	1,337	99.9992%	0.0008%



Resolution No.6 Continuation of term of Shri Shanti Prashad Jain as an Independent Director who is above 75 years.

Resolution required: (Ordinary/ Special)			Special Resolution					
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	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		166,438,669	166,438,669	100.00%	166,438,669	0	100.00%
Public-Institutions	E-Voting	16,432,134	336,692	2.05%	336,692	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		16,432,134	336,692	2.05%	336,692	0	100.00%
Public-Non Institutions	E-Voting	39,047,423	3,255	0.01%	1,910	1,345	58.68%	41.32%
	Poll		7,040	0.02%	7,040	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		39,047,423	10,295	0.03%	8,950	1,345	86.94%
Total		221,918,226	166,785,656	75.16%	166,784,311	1,345	99.9992%	0.0008%



Resolution No.7 Ratification of remuneration of M/s. Jain Sharma and Associates (Firm Registration No. 000270), Cost Auditors of the Company for the Financial Year 2019-20.

Resolution required: (Ordinary/ Special)			Ordinary Resolution					
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	166,438,669	166,438,669	100.00%	166,438,669	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		166,438,669	166,438,669	100.00%	166,438,669	0	100.00%
Public-Institutions	E-Voting	16,432,134	336,692	2.05%	336,692	0	100.00%	0.00%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		16,432,134	336,692	2.05%	336,692	0	100.00%
Public-Non Institutions	E-Voting	39,047,423	3,255	0.01%	1,880	1,375	57.76%	42.24%
	Poll		7,040	0.02%	7,040	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total		39,047,423	10,295	0.03%	8,920	1,375	86.64%
Total		221,918,226	166,785,656	75.16%	166,784,281	1,375	99.9992%	0.0008%

For Inox Wire Limited

Deepak Banga
Company Secretary (A-12716)
Inox Towers, Plot No. 17,
Sector-16A, Noida-201301 (U.P)

J. K. Gupta & Associates

(Company Secretaries)

256 & 257, Vardhman City Center 2,
Near Shakti Nagar Railway Under Bridge,
Gulabi Bagh, Delhi- 110052

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Mobile : +91-9810043622
Website : www.jkgupta.com
E-mail : jitesh@jkgupta.com

Consolidated Report of Scrutinizer for E-voting & Poll

[Pursuant to section 108/109 of the Companies Act, 2013 and rule 20/21 of the Companies
(Management and Administration) Rules, 2014]

To,

The Chairman
M/S INOX WIND LIMITED
Plot No. 1, Khasra Nos. 264 to 267
Industrial Area Village Basal
Una HP 174303

Subject: Consolidated Scrutinizer's Report on remote e-voting 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 as amended by Companies (Management and Administration) Amendment Rules, 2016 at the 10th Annual General Meeting of M/s Inox Wind Limited held on Tuesday, 17th September, 2019 at 12.00 Noon.

Dear Sir,

I, **Jitesh Gupta**, Practicing Company Secretary having office 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 M/s **Inox Wind Limited** ("the Company"), pursuant to the provisions of Companies Act 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 to conduct the electronic Voting process in respect of the resolutions as set out in the Notice dated 09th August, 2019, convening the 10th Annual General Meeting for the financial year 2018-2019 of the Equity shareholders of the Company held at Hotel Pandit Moolraj Residency, SH-25, Una-Nangal Road, Rakkar Colony, District Una - 174303, Himachal Pradesh, India on Tuesday, 17th day of September, 2019 at 12:00 Noon.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules framed thereunder relating to voting through electronic means and physical mode on the resolutions contained in the Notice to the Annual General Meeting for the financial year 2018-2019 of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for the poll at the AGM is restricted to make a Scrutinizer report of the Votes Cast "in favor" or "against" the resolutions as stated below, based on the report generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facilities.



The result of the Poll and Voting through electronic means in respect of the said Resolution is as under:

ORDINARY BUSINESS

1. Adoption of Financial Statements

To consider and adopt:

- a. the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019, the reports of the Board of Directors and Auditors thereon; and
- b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the report of the Auditors thereon.

I. % OF VOTES TO THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	43	166739097	75.1353%
Physical (Ballot Form)	30	7040	0.0031%
Poll	-	-	-
Total	73	166746137	75.1384%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	5	1315	0.0006%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	5	1315	0.0006%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil



Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

II. % OF VOTES TO THE TOTAL NUMBER OF VALID VOTES CAST

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	43	166739097	99.9949%
Physical (Ballot Form)	30	7040	0.0042%
Poll	-	-	-
Total	73	166746137	99.9992%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	5	1315	0.0007%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	5	1315	0.0007%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

2. Re-appointment of Shri Siddharth Jain as Director of the Company

To appoint a Director in place of Shri Siddharth Jain (DIN: 00030202) who retires by rotation and being eligible offers himself for re-appointment.



I. % OF VOTES TO THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	38	166572532	75.0603%
Physical (Ballot Form)	30	7040	0.0031%
Poll	-	-	-
Total	68	166579572	75.0634%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	11	206084	0.0928%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	11	206084	0.0928%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

II. % OF VOTES TO THE TOTAL NUMBER OF VALID VOTES CAST

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	38	166572532	99.8722%
Physical (Ballot Form)	30	7040	0
Poll	-	-	-
Total	68	166579572	99.8764%



(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	11	206084	0.1235%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	11	206084	0.1235%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

SPECIAL BUSINESS

3. Approve payment of remuneration to Shri Devansh Jain, Whole-time Director of the Company, for the Financial Year 2018-19, as per Schedule V of the Companies Act, 2013

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT in compliance with the provisions of Sections 196, 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force, the remuneration, as detailed below, paid to Shri Devansh Jain (DIN: 01819331), Whole-time Director of the Company, for the Financial Year 2018-19, be and is hereby approved.”

Remuneration: ₹92.64 Lakhs

Perquisites:

Company's car with driver, telephone facility, contribution to provident fund and other perquisites including medical expenses reimbursement and leave travel concession as per the rules of the Company. Use of car and telephone for the Company's business will not be considered as perquisites. All the perquisites and benefits are to be evaluated as per the Income Tax Rules, 1961.



Leave encashment in addition to the aforesaid remuneration as per the rules of the Company. Gratuity in addition to the above remuneration at the rate of half month's salary for each completed year of service."

"RESOLVED FURTHER THAT all the terms of the resolution passed by the Members of the Company at their 8th Annual General Meeting held on 26th September, 2017, approving the re-appointment and the remuneration payable to Shri Devansh Jain, remains unaltered."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts and take all steps as may be necessary, proper and expedient to give effect to this resolution."

I. % OF VOTES TO THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	42	166777276	75.1525%
Physical (Ballot Form)	30	7040	0.0031%
Poll	-	-	-
Total	72	166784316	75.1557%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	7	1340	0.0006%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	7	1340	0.0006%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil



II. % OF VOTES TO THE TOTAL NUMBER OF VALID VOTES CAST

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	42	166777276	99.9949%
Physical (Ballot Form)	30	7040	0.0042%
Poll	-	-	-
Total	72	166784316	99.9992%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	7	1340	0.0008%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	7	1340	0.0008%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

4. Approve payment of remuneration to Shri Kailash Lal Tarachandani, Whole-time Director & CEO of the Company, for the period from 19th May, 2018 to 31st March, 2019, as per Schedule V of the Companies Act, 2013 and approve his Re-appointment as Whole-time Director & CEO for a period of one year with effect from 19th May, 2019

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT in compliance with the provisions of Sections 196, 197 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including statutory modification(s) or amendment(s) re-enactment(s) thereof, for the time being in force, the



remuneration, as detailed below, paid to Shri Kailash Lal Tarachandani (DIN: 06388564), Whole-time Director & CEO of the Company, for the period from 19th May, 2018 to 31st March, 2019, be and is hereby approved.

Remuneration: ₹228.53 Lakhs

The aforesaid remuneration bifurcated by way of salary, allowances, performance pay and perquisites as per the rules and regulations of the Company for the time being in force. Leave encashment in addition to the aforesaid remuneration as per the rules of the Company. Gratuity in addition to the above remuneration at the rate of half month's salary for each completed year of service. Other allowances/special incentive/ perquisites/ facilities as per the rules and regulations applicable to the senior executives of the Company."

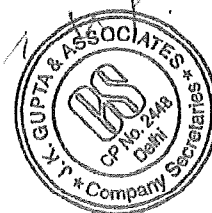
"RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 and 198 read with Schedule V and any other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder including the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company and subject to such other approvals as may be required including that of Central Government, approval of the Members of the Company be and is hereby accorded for the appointment of Shri Kailash Lal Tarachandani as Whole-time Director & CEO of the Company for a period of one year with effect from 19th May, 2019 on such terms and conditions including remuneration as set out below, with the liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said appointment and/ or remuneration as it may deem fit and as may be acceptable to Shri Kailash Lal Tarachandani, subject to the same are in compliance of the provisions of Schedule V to the Companies Act, 2013 or any statutory modification(s) thereof:

Remuneration: Upto ₹230 Lakhs per annum.

The aforesaid remuneration is to be bifurcated by way of salary, allowances, performance pay and perquisites as per the rules and regulations of the Company for the time being in force.

Leave encashment payable in addition to the aforesaid remuneration as per the rules of the Company. Gratuity payable in addition to the above remuneration at the rate of half month's salary for each completed year of service. Other allowances /special incentives/ awards/ perquisites/ facilities in addition to the aforesaid remuneration as per the rules and regulations applicable to the senior executives of the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts and take all steps as may be necessary, proper and expedient to give effect to this resolution."



I. % OF VOTES TO THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	42	166777276	75.1525%
Physical (Ballot Form)	30	7040	0.0031%
Poll	-	-	-
Total	72	166784316	75.1557%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	7	1340	0.0006%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	7	1340	0.0006%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

II. % OF VOTES TO THE TOTAL NUMBER OF VALID VOTES CAST

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	42	166777276	99.9949%
Physical (Ballot Form)	30	7040	0.0042%
Poll	-	-	-
Total	72	166784316	99.9992%



(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	7	1340	0.0008%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	7	1340	0.0008%

(c) Invalid Votes:

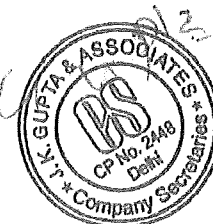
Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

5. Re-appointment of Ms. Bindu Saxena as an Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder and the applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), Ms. Bindu Saxena (DIN: 00167802), a Non-Executive Independent Director of the Company, being eligible for re-appointment and in respect of whom the Nomination and Remuneration Committee of the Board has recommended her candidature for the office of the Director, be and is hereby re-appointed as an Independent Director of the Company for a second term of five consecutive years from 21st October, 2019 to 20th October, 2024 and whose period of office shall not be liable to retire by rotation.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorized to do all such acts and take all steps as may be deemed necessary, proper and expedient to give effect to this resolution.”



I. % OF VOTES TO THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	42	166777279	75.1525%
Physical (Ballot Form)	30	7040	0.0031%
Poll	-	-	-
Total	72	166784319	75.1557%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	7	1337	0.0006%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	7	1337	0.0006%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

II. % OF VOTES TO THE TOTAL NUMBER OF VALID VOTES CAST

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	42	166777279	99.9949%
Physical (Ballot Form)	30	7040	0.0042%
Poll	-	-	-
Total	72	166784319	99.9992%



(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	7	1337	0.0008%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	7	1337	0.0008%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

6. Continuation of term of Shri Shanti Prashad Jain as an Independent Director who is above 75 years

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force), consent of the Members of the Company be and is hereby accorded for continuation of holding the office of Non-Executive Independent Director by Shri Shanti Prashad Jain (DIN: 00023379), who is above 75 years of age, in the light of justification as contained in the Explanatory Statement annexed hereto and that he continue to hold the said office upto the expiry of his present term i.e. upto 31st March, 2024 on the existing terms and conditions.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts and take all steps as may be necessary, proper and expedient to give effect to this resolution.”

I. % OF VOTES TO THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY

(a) Voted in Favor of the Resolution:



Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	40	166777271	75.1525%
Physical (Ballot Form)	30	7040	0.0031%
Poll	-	-	-
Total	70	166784311	75.1557%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	9	1345	0.0006%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	9	1345	0.0006%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

II. % OF VOTES TO THE TOTAL NUMBER OF VALID VOTES CAST

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	40	166777271	99.9949%
Physical (Ballot Form)	30	7040	0.0042%
Poll	-	-	-
Total	70	166784311	99.9992%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting	Number of Votes Cast (shares)



	system and physical mode	No.	Percentage
E-Voting	9	1345	0.0008%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	9	1345	0.0008%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

7. Ratification of remuneration of M/s. Jain Sharma and Associates (Firm Registration No. 000270), Cost Auditors of the Company for the Financial Year 2019-20

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 141, 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the remuneration of ₹ 1,87,000 (Rupees One Lakh and Eighty Seven Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses, at actual, as approved by Board of Directors of the Company, to be paid to M/s. Jain Sharma and Associates, Cost Auditors (Firm Registration No. 000270) of the Company for conducting the audit of the cost records of the Company for the Financial Year ending on 31st March, 2020, be and is hereby ratified and confirmed.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all such acts and take all steps as may be necessary, proper and expedient to give effect to this resolution.”

I. % OF VOTES TO THE TOTAL PAID UP SHARE CAPITAL OF THE COMPANY

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	41	166777241	75.1525%
Physical (Ballot Form)	30	7040	0.0031%



Poll	-	-	-
Total	71	166784281	75.1557%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	8	1375	0.0006%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	8	1375	0.0006%

(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

II. % OF VOTES TO THE TOTAL NUMBER OF VALID VOTES CAST

(a) Voted in Favor of the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	41	166777241	99.9949%
Physical (Ballot Form)	30	7040	0.0042%
Poll	-	-	-
Total	71	166784281	99.9991%

(b) Voted against the Resolution:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	8	1375	0.0008%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	8	1375	0.0008%



(c) Invalid Votes:

Mode of Voting	Number of members voted through electronic voting system and physical mode	Number of Votes Cast (shares)	
		No.	Percentage
E-Voting	Nil	Nil	Nil
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

This is to be noted that all the above mentioned seven resolutions are passed with requisite majority.

Thanking you

Yours faithfully

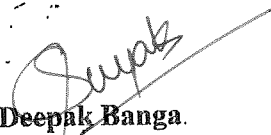
For J. K. Gupta & Associates

Jitesh Gupta
(Proprietor)
C.P. No. 2448
M. No. FCS 3978
PR No.: 2015/91



Date: 19/09/2019
Place: Delhi

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


Deepak Banga
Company Secretary
PAN: AELPB3220Q
Address: Inox Towers, Plot No. 17 Sector-16A, Noida- 201301

Date: - 19.09.2019
Place: - Noida