



Greening INDIA

CIN : L31901HP2009PLC031083

Annexure - 13

INOX Wind Limited

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

To,

The General Manager
Department of Corporate Services
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400001

Sub: Application under Regulation 37 of the SEBI (Listing Obligation and Disclosure Requirements), Regulations, 2015 for the proposed scheme of arrangement between Inox Wind Energy Limited ('IWEL' or 'Transferor Company') and Inox Wind Limited ('IWL' or 'Transferee Company' or 'Company') and their respective shareholders (the "Scheme")

Dear Sir

In connection with the above application, we hereby confirm that:

- a) The proposed scheme of arrangement between Inox Wind Energy Limited ('IWEL' or 'Transferor Company') and Inox Wind Limited ('IWL' or 'Transferee Company' or 'Company') and their respective shareholders (the "Scheme") to be presented to any Court or Tribunal does not in any way violate or override or circumscribe the provisions of the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, Securities Contract (Regulations) Rules, 1957, RBI Act, the Depositories Act, 1996, the Companies Act, 2013, the rules, regulations and guidelines made under these Acts, the provisions as explained in Regulation 11 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and the requirements of SEBI circulars and BSE Limited
- b) In the explanatory statement to be forwarded by the Company to the shareholders u/s 230 or accompanying a proposed resolution to be passed u/s 66 of the Companies Act 2013, it shall disclose:
 - i) the pre and post-arrangement or amalgamation (expected) capital structure and holding pattern
 - ii) Present and expected debt structure
 - iii) the "fairness opinion" obtained from an Independent merchant banker on valuation of assets / NCD done by the valuer for the Company and unlisted company.
 - iv) ~~Information about unlisted companies involved in the scheme as per the format provided for abridged prospectus of the SEBI ICDR Regulations, if applicable;~~
 - v) The Complaint report as per Annexure III of SEBI Circular.
 - vi) Exchange No Objection Letter
 - vii) Details of exit option given to the NCD holders, if any
- c) The draft scheme of arrangement together with all documents mentioned in Part – I(A)(8)(a) of SEBI Master Circular no. SEBI/HO/CFD/DIL1/CIR/P/2021/0000000665 dated November 23, 2021 has been disseminated on Company's website as per Website link given hereunder.
<http://www.inoxwind.com/>
- d) The Company shall disclose the observation letter of the stock exchange on its website within 24 hours of receiving the same.
- e) The Company shall ensure that wherever the approval by holders of NCDs for scheme of arrangement submitted with NCLT for sanction is required at any stage, the facility for e-voting shall be provided after the disclosure of all material facts in the notice including No-Objection Letter from the Exchange.

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



- f) The documents filed by the Company with the Exchange are same/ similar/ identical in all respect, which have been filled by the Company with Registrar of Companies/SEBI/Reserve Bank of India, wherever applicable.
- g) None of the promoters or directors of the companies involved in the scheme is a fugitive economic offender.

For **Inox Wind Limited**


Deepak Banga
Company Secretary

Date:
Place: Noida

