



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

1st 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
---	---

Scrip code: 539083

Scrip code: INOXWIND

Sub: Proceedings and Declaration of Voting Results in respect of Resolution passed at the 10th Extra ordinary General Meeting (EGM) of the Company held on Friday, 1st 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 10th Extra-ordinary General Meeting (EGM) of the Company was held today i.e. on Friday, 1st 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 7th November, 2023.

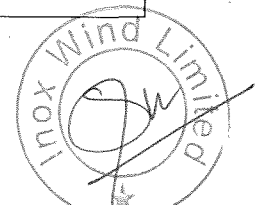
In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the Listing Regulations, as amended and MCA Circulars, the Company had provided facility of remote voting to its Members through e-Voting platform of Central Depository Services (India) Limited from 27th November, 2023 at 9.00 A.M. (IST) to 30th 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. 1st 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 st 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

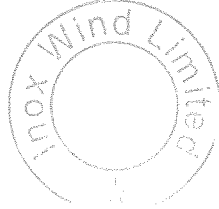
The voting results are also being uploaded on the websites of the Company; www.inoxwind.com and Central Depository Services (India) Limited; www.evotingindia.com.

We request you to take the same on record.

Thanking You

Yours faithfully,
For **Inox Wind Limited**


Deepak Banga
Company Secretary



Encl: As above

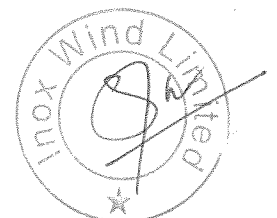
Annexure-1

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

- The 10th EGM of the Members of the Company was held on Friday, 1st 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, 27th November, 2023 at 9.00 A.M. (IST) and ended on 30th 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



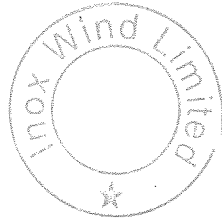
the Company; www.inoxwind.com; website of CDSL; www.evotingindia.com; and websites of Stock Exchanges, where the equity shares of the Company are listed i.e. on BSE and NSE, within 2 working days of the conclusion of the Meeting.

- 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**

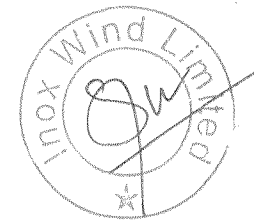
Deepak

Deepak Banga
Company Secretary

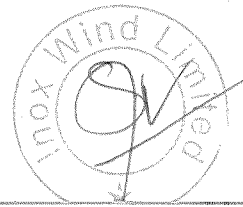


Inox Wind Limited
10th Extra-Ordinary General Meeting

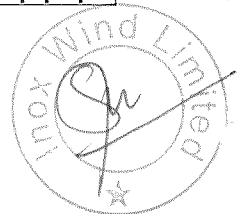
Date of the AGM/EGM	1 st December, 2023
Total number of shareholders on record date	78,073
No. of shareholders present in the meeting either in person or through proxy:	0
Promoters and Promoter Group	0
Public	0
No. of Shareholders attended the meeting through Video Conferencing	47
Promoters and Promoter Group	10
Public	37



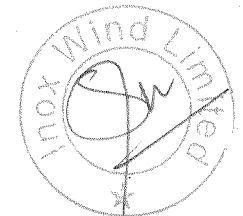
Resolution Required :Special		1 - Approval for issuance of 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares to Inox Wind Energy Limited, Promoter of the Company, for cash consideration aggregating upto Rs. 500 Crores on private placement basis						
Whether promoter/ 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
	Total		17,23,43,388	100.0000	17,23,43,388	0	100.0000	0.0000
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
	Total		4,36,75,318	71.2702	4,11,08,208	25,67,110	94.1223	5.8777
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
	Total		2,80,77,492	30.4120	2,80,77,104	388	99.9986	0.0014
Total		32,59,48,496	24,40,96,198	74.8880	24,15,28,700	25,67,498	98.9482	1.0518



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
	Total		0	0.0000	0	0	0.0000	0.0000
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
	Total		4,36,75,318	71.2702	2,61,64,986	17510332	59.9079	40.0921
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
	Total		2,80,77,492	30.4120	2,80,77,120	372	99.9987	0.0013
Total		32,59,48,496	7,17,52,810	22.0135	5,42,42,106	17510704	75.5958	24.4042



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
	Total		17,23,43,388	100.0000	17,23,43,388	0	100.0000	0.0000
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
	Total		4,36,75,318	71.2702	4,11,93,580	24,81,738	94.3178	5.6822
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
	Total		2,80,77,492	30.4120	2,80,77,362	130	99.9995	0.0005
Total		32,59,48,496	24,40,96,198	74.8880	24,16,14,330	24,81,868	98.9832	1.0168



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 7th 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, 30th 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%
Total	136	241528700	98.95	74.10%

(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



Total	27	2567498	1.05%	0.79%
--------------	-----------	----------------	--------------	--------------

(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				

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%
Total	121	54242106	75.6%	16.64%

(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	-	-	-	-
Total	32	17510704	24.4%	5.37%

(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				

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)

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%
Total	146	241614330	98.98	74.13%

(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	-	-	-	-
Total	17	2481868	1.02	0.76%

(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
Total				

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

Thanking you
Yours faithfully

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

J.K. Gupta



**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."

Deepak

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



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