



Greening INDIA

CIN : L31901HP2009PLC031083

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Annexure-11

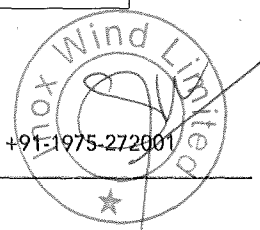
INOX Wind Limited

Brief particulars of Inox Wind Energy Limited (Transferor Company) and Inox Wind Limited (Transferee Company)

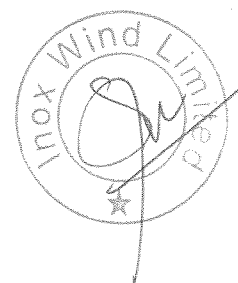
| Particulars | Transferee Company | Transferor Company |
|--|--|---|
| Name of the company | Inox Wind Limited ('IWL') | Inox Wind Energy Limited ("IWEL") |
| Date of Incorporation & details of name changes, if any | April 09, 2009 | March 06, 2020 |
| Registered Office | Plot No. 1, Khasra Nos. 264 to 267 Industrial Area Village Basal, Una, Himachal Pradesh - 174303 | Plot No. 1, Khasra Nos. 264 to 267 Industrial Area Village Basal, Una, Himachal Pradesh - 174303 |
| Brief particulars of the scheme | This Scheme of Arrangement (" Scheme ") provides for amalgamation of Inox Wind Energy Limited into Inox Wind Limited and their respective shareholders pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder. | |
| Rationale for the scheme | <p>Consolidation of wind energy business – IWEL is engaged in the business of generation and sale of wind energy, providing services for erection, procurement and commissioning (EPC) of wind farms. The proposed arrangement would enable consolidation of same line of businesses, pooling of homogeneous assets and expertise across the group.</p> <p>Streamlining group structure and operations – The Scheme ensures simplified and streamlined group structure by reducing the number of listed entities in the group. The Scheme ensures better synergy of operations by way of focused operational efforts, standardization & simplification of processes and productivity improvements which entails the following advantages:</p> <ul style="list-style-type: none"> • Improve the overall operational efficiency and effectiveness of the combined businesses; • Reduction in the overall operational, administrative and compliance cost | |
| Date of resolution passed by the Board of Director of the company approving the scheme | 12 th June, 2023 | 12 th June, 2023 |
| Appointed Date | July 01, 2023 | |
| Name of Exchanges where securities of the company are listed | NSE and BSE | NSE and BSE |
| Nature of Business | Inox Wind Limited IWL is engaged in the business of manufacture and sale of Wind Turbine Generators (WTGs). It also provides EPC, Operations & Maintenance (O&M) and Common Infrastructure Facilities services for WTGs and wind farm development services. | Inox Wind Energy Limited (IWEL) – IWEL is engaged in the business of generation and sale of wind energy, providing services for EPC of wind farms and holding a strategic business interest in renewable energy. |

An **INOXGFL** Group Company

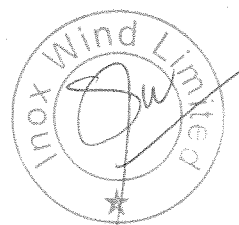
Registered Office : Plot No.1, Khasra No.264 to 267, Industrial Area, Village-Basal, Distt. Una-174 303, (H.P.) INDIA. Tel: +91-1975-272001



| | | |
|---|--|--|
| <p>Capital before the scheme (No. of debentures as well as capital in rupees)</p> | <p>Authorised Capital</p> <ul style="list-style-type: none"> - 50,00,00,000 Equity shares of Rs. 10/- each (INR 5,00,00,00,000) - 1,10,00,00,000 Preference shares of Rs. 10/- each (INR 11,00,00,00,000) <hr/> <p>INR 16,00,00,00,000</p> <hr/> <p>Issued, Subscribed and Paid-Up Capital</p> <ul style="list-style-type: none"> - 32,59,48,496 Equity Shares of Rs. 10/- each (INR 3,25,94,84,960) - 60,00,00,000 Non-Convertible, Redeemable Preference shares of Rs.10/- each (INR 6,00,00,00,000) <hr/> <p>INR 9,25,94,84,960</p> <hr/> <p>Issued, Subscribed And Paid-Up Non-Convertible Debentures</p> <ul style="list-style-type: none"> - 3,730 Debentures of Rs. 10,00,000/- each <hr/> <p>INR 3,73,00,00,000</p> <hr/> | <p>Authorised Capital</p> <ul style="list-style-type: none"> - 11,01,10,000 Equity Shares of Rs. 10/- each <hr/> <p>INR 1,10,11,00,000</p> <hr/> <p>Issued, Subscribed And Paid-Up Capital</p> <ul style="list-style-type: none"> - 1,12,21,127 Equity Shares of Rs. 10/- each <hr/> <p>INR 11,22,11,270</p> <hr/> |
| <p>No. of debentures to be issued</p> | <p>No debenture issuance</p> | <p>NA</p> |
| <p>Cancellation of debentures on account of cross holding, if any</p> | <p>No cancellation of debentures</p> | <p>NA</p> |



| | | |
|--|--|----|
| Capital after the scheme (No. of debentures as well as capital in rupees) | Authorised Capital <ul style="list-style-type: none"> - 61,01,10,000 Equity shares of Rs. 10/- each (INR 6,10,11,00,000) - 1,10,00,00,000 Preference shares of Rs. 10/- each (INR 11,00,00,00,000) <hr/> INR 17,10,11,00,000 <hr/> Issued, Subscribed and Paid-Up Capital <ul style="list-style-type: none"> - 33,80,21,702 Equity Shares of Rs. 10/- each (INR 3,38,02,17,020) - 60,00,00,000 Non-Convertible, Redeemable Preference shares of Rs.10/- each (INR 6,00,00,00,000) <hr/> INR 9,38,02,17,020 <hr/> Issued, Subscribed And Paid-Up Non-Convertible Debentures <ul style="list-style-type: none"> - 3,730 Debentures of Rs. 10,00,000/- each <hr/> INR 3,73,00,00,000 <hr/> | NA |
| Valuation by independent Chartered Accountant – Name of the valuer/valuer firm and Regn no. | M/s. Finvox Analytics, Registered Valuer (Registration No. IBBI/RV-E/06/2020/120) | |
| Methods of valuation and value per NCD/NCRPS arrived under each method with weight given to each method, if any. | Not applicable since there is no issuance of debentures pursuant to Scheme | |
| Fair value per debentures | NA | NA |
| Exchange ratio | NA (for debentures) | |
| Name of Merchant Banker giving fairness opinion | M/s. Fedex Securities Private Limited (SEBI Registration No. INM000010163), an Independent SEBI Registered Category I Merchant Banker | |



| Holding pattern | Pre for IWL | | Post for IWL | |
|--|---|---------------|----------------------|---------------|
| | No. of NCD/ NCRPS | % of holding | No. of NCD/ NCRPS | % of holding |
| Promoter | 0 | 0.0% | 0 | 0.0% |
| Public | 3,730 | 100.0% | 3,730 | 100.0% |
| Custodian | 0 | 0.0% | 0 | 0.0% |
| TOTAL | 3,730 | 100.0% | 3,730 | 100.0% |
| | No. of NCD/ NCRPS | % of holding | No. of NCD/ NCRPS | % of holding |
| Promoter | 60,00,00,000 | 100.0% | 60,00,00,000 | 100.0% |
| Public | 0 | 0.0% | 0 | 0.0% |
| Custodian | 0 | 0.0% | 0 | 0.0% |
| TOTAL | 60,00,00,000 | 100.0% | 60,00,00,000 | 100.0% |
| No of debenture holders | Pre-Scheme – 22 Post Scheme – 22 | | NA for IWEL | |
| Names of the Promoters (with PAN nos.) | As provided in Annexure A | | | |
| Names of the Board of Directors (with DIN and PAN nos.) | | | | |
| Please specify relation among the companies involved in the scheme, if any | Currently, IWL is a subsidiary of IWEL | | | |
| Details regarding change in management control in listed or resulting company seeking listing if any | There is no change in management or control | | | |

For Inox Wind Limited

Deepak Banga
Company Secretary

Date: 05-07-2023
Place: Noida

