IWL: NOI: 31: 2018

13th July, 2018

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
Fax No 022-22723121/2037/39/41/61	Fax No 022-2659 8237/38

Sub: Declaration of Voting Results of 9th Annual General Meeting of Inox Wind Limited held on 12th July, 2018

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, we would like to inform you that the Members of the Company at the 9th Annual General Meeting ('AGM') of the Company held on 12th July, 2018 at Hotel Pandit Moolraj Residency, SH-25, Una - Nangal Road, Rakkar Colony, District Una - 174303, Himachal Pradesh, had transacted the business as set out in the Notice of AGM dated 11th June, 2018.

In this connection, we enclose the consolidated results of remote E-voting and Poll conducted at the AGM alongwith the 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

INOX WIND LTD.

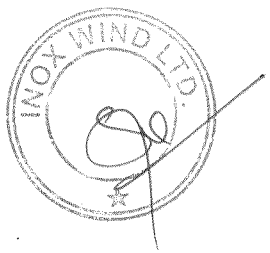
Deepak Banga
Company Secretary

Encl.: As above

INOX WIND LIMITED

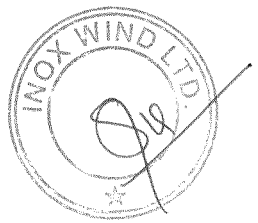
8TH ANNUAL GENERAL MEETING

Date of the AGM/~~EGM~~	12.07.2018
Total number of shareholders on record date	52,410
No. of shareholders present in the meeting either in person or through proxy:	41
Promoters and Promoter Group:	5
Public:	36
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, 2018, 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, 2018 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**	17,034,559	973,395	5.71%	973,395	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	**17,034,559**	**973,395**	**5.71%**	**973,395**	**0**	**100.00%**	**0.00%**
Public- Non Institutions	**E-Voting**	38,444,998	323,921	0.84%	323,911	10	100.00%	0.00%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,217**	**0.86%**	**329,207**	**10**	**100.00%**	**0.00%**
Total		**221,918,226**	**167,741,281**	**75.59%**	**167,741,271**	**10**	**99.99999%**	**0.00001%**



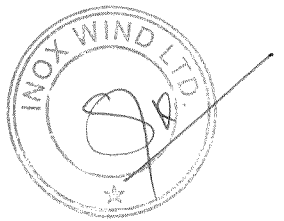
Resolution No.2 Re-appointment of Shri Deepak Asher as Director of the Company.

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**	17,034,559	1,163,395	6.83%	895,414	267,981	76.97%	23.03%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**17,034,559**	**1,163,395**	**6.83%**	**895,414**	**267,981**	**76.97%**	**23.03%**
Public- Non Institutions	**E-Voting**	38,444,998	323,921	0.84%	320,674	3,247	99.00%	1.00%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,217**	**0.86%**	**325,970**	**3,247**	**99.01%**	**0.99%**
Total		**221,918,226**	**167,931,281**	**75.67%**	**167,660,053**	**271,228**	**99.84%**	**0.16%**



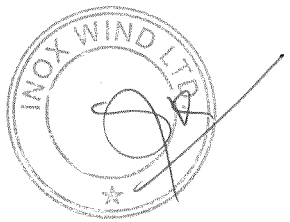
Resolution No.3 Appointment of M/s. Dewan P. N. Chopra & Co., Chartered Accountants, New Delhi (Firm Registration No. 000472N) as Independent Auditors of the Company and to fix their Remuneration

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**	17,034,559	1,163,395	6.83%	1,163,395	-	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	**17,034,559**	**1,163,395**	**6.83%**	**1,163,395**	**0**	**100.00%**	**0.00%**
Public- Non Institutions	**E-Voting**	38,444,998	323,886	0.84%	323,871	15	100.00%	0.00%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,182**	**0.86%**	**329,167**	**15**	**100.00%**	**0.00%**
Total		**221,918,226**	**167,931,246**	**75.67%**	**167,931,231**	**15**	**99.99999%**	**0.00001%**



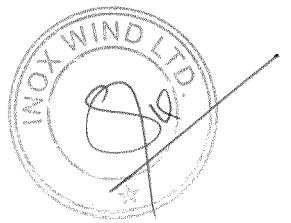
Resolution No.4 Approval of payment of remuneration to Shri Devansh Jain, Whole-time Director of the Company, for the Financial Year 2017-18, as per Schedule V of the Companies Act, 2013

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%**	**0.00%**
Public- Institutions	**E-Voting**	17,034,559	1,163,395	6.83%	892,401	270,994	76.71%	23.29%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**17,034,559**	**1,163,395**	**6.83%**	**892,401**	**270,994**	**76.71%**	**23.29%**
Public- Non Institutions	**E-Voting**	38,444,998	323,886	0.84%	316,164	7,722	97.62%	2.38%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,182**	**0.86%**	**321,460**	**7,722**	**97.65%**	**2.35%**
Total		**221,918,226**	**167,931,246**	**75.67%**	**167,652,530**	**278,716**	**99.83%**	**0.17%**



Resolution No.5 Approval of payment of remuneration to Shri Rajeev Gupta, Whole-time Director of the Company, for the Financial Year 2017-18, as per Schedule V of the Companies Act, 2013 and approve his re-appointment as Whole-time Director for the period from 01st April, 2018 to 18th May, 2018

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%**	**0.00%**
Public- Institutions	**E-Voting**	17,034,559	1,163,395	6.83%	892,401	270,994	76.71%	23.29%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**17,034,559**	**1,163,395**	**6.83%**	**892,401**	**270,994**	**76.71%**	**23.29%**
Public- Non Institutions	**E-Voting**	38,444,998	323,886	0.84%	316,164	7,722	97.62%	2.38%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,182**	**0.86%**	**321,460**	**7,722**	**97.65%**	**2.35%**
Total		**221,918,226**	**167,931,246**	**75.67%**	**167,652,530**	**278,716**	**99.83%**	**0.17%**



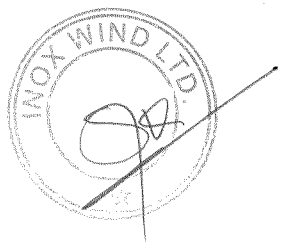
Resolution No.6 Appointment of Shri Kailash Lal Tarachandani, Chief Executive Officer (CEO) as Whole-time Director & CEO of the Company.

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%**	**0.00%**
Public-Institutions	**E-Voting**	17,034,559	1,163,395	6.83%	1,163,395	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	**17,034,559**	**1,163,395**	**6.83%**	**1,163,395**	**0**	**100.00%**	**0.00%**
Public-Non Institutions	**E-Voting**	38,444,998	323,921	0.84%	316,209	7,712	97.62%	2.38%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,217**	**0.86%**	**321,505**	**7,712**	**97.66%**	**2.34%**
Total		**221,918,226**	**167,931,281**	**75.67%**	**167,923,569**	**7,712**	**99.995%**	**0.005%**



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 2018-19.

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**	17,034,559	1,163,395	6.83%	1,163,395	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	**17,034,559**	**1,163,395**	**6.83%**	**1,163,395**	**0**	**100.00%**	**0.00%**
Public- Non Institutions	**E-Voting**	38,444,998	323,886	0.84%	320,651	3,235	99.00%	1.00%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,182**	**0.86%**	**325,947**	**3,235**	**99.02%**	**0.98%**
Total		**221,918,226**	**167,931,246**	**75.67%**	**167,928,011**	**3,235**	**99.998%**	**0.002%**



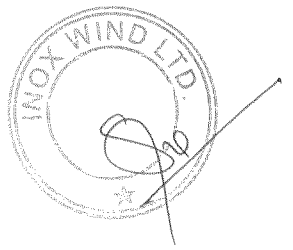
Resolution No.8 Re-appointment of Shri Shanti Prashad Jain as an Independent Director of the Company.

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%**	**0.00%**
Public-Institutions	**E-Voting**	17,034,559	1,163,395	6.83%	895,414	267981	76.97%	23.03%
	Poll		0	0.00%	0	0	0.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**17,034,559**	**1,163,395**	**6.83%**	**895,414**	**267981**	**76.97%**	**23.03%**
Public-Non Institutions	**E-Voting**	38,444,998	323,921	0.84%	316,199	7,722	97.62%	2.38%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,217**	**0.86%**	**321,495**	**7,722**	**97.65%**	**2.35%**
Total		**221,918,226**	**167,931,281**	**75.67%**	**167,655,578**	**275,703**	**99.84%**	**0.16%**



Resolution No.9 Re-appointment of Shri Venkatanarayanan Sankaranarayanan 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%**	**0.00%**
Public- Institutions	**E-Voting**	17,034,559	1,163,395	6.83%	1,163,395	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	**17,034,559**	**1,163,395**	**6.83%**	**1,163,395**	**0**	**100.00%**	**0.00%**
Public- Non Institutions	**E-Voting**	38,444,998	323,921	0.84%	319,399	4,522	98.60%	1.40%
	Poll		5,296	0.01%	5,296	0	100.00%	0.00%
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	Total	**38,444,998**	**329,217**	**0.86%**	**324,695**	**4,522**	**98.63%**	**1.37%**
Total		**221,918,226**	**167,931,281**	**75.67%**	**167,926,759**	**4,522**	**99.997%**	**0.003%**



J. K. Gupta & Associates
(Company Secretaries)

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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

Sub: 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 Annual General Meeting of M/S Inox Wind Limited held on Thursday, July 12th, 2018 at 11.00 A.M.

Dear Sir,

I, **Jitesh Gupta** , Practicing Company Secretary having its 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 11th June, 2018 Convening the Annual General Meeting for the Calendar Year 2017 - 2018 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 Thursday, The 12th day of July, 2018 at 11:00 A.M

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 calendar year 2018 of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for the poll at the AGM is

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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, 2018, 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, 2018 and the report of the Auditors thereon

(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	51	167735975	75.58%
Physical (Ballot Form)	35	5296	0.00023%
Poll	-	-	-
Total	86	167741271	75.58023%

(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	1	10	0.00%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	1	10	0.00%

(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 Deepak Asher as Director of the Company

To appoint a Director in place of Shri Deepak Asher (DIN: 00035371) who retires by rotation and being eligible offers himself for re-appointment.

(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	45	167654757	75.55%
Physical (Ballot Form)	35	5296	0.0023%
Poll	-	-	-
Total	80	167660053	75.5523%

(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	08	271228	0.122%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	08	271228	0.122%

J.K. GUPTA & ASSOCIATES

(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

3. Appointment of M/s. Dewan P. N. Chopra & Co., Chartered Accountants, New Delhi (Firm Registration No. 000472N) as Independent Auditors of the Company and to fix their Remuneration.

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 139, 141 and 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s), variation(s) or re-enactment(s) thereof), M/s. Dewan P. N. Chopra & Co., Chartered Accountants (Firm Registration No. 000472N), be and is hereby appointed as Independent Auditors of the Company for a period of five years to hold office from the conclusion of this 9th Annual General Meeting ('AGM') till the conclusion of the 14th AGM of the Company and that the Board of Directors of the Company be and are hereby authorized to fix their remuneration, based on the recommendation of Audit Committee, including reimbursement of actual out of pocket expenses."

(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	50	167925935	75.67%
Physical (Ballot Form)	35	5296	0.0023%
Poll	-	-	-
Total	85	167931231	75.6723%

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(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	2	15	0.00%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	2	15	0.00%

(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

4. Approve payment of remuneration to Shri Devansh Jain, Whole-time Director of the Company, for the Financial Year 2017-18, 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 re-enactment(s) thereof, for the time being in force, the payment of remuneration, as detailed below, to Shri Devansh Jain (DIN: 01819331), Whole-time Director of the Company, for the Financial Year 2017-18, be and is hereby approved:

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Remuneration: Rs. 50.64 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 Act, 1961.

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."

"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 authorized to do all such acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution.

(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	167647234	75.54%
Physical (Ballot Form)	35	5296	0.0023%
Poll	-	-	-
Total	71	167652530	75.5423%

(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	14	278716	0.125%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	14	278716	0.125%

J. K. GUPTA & ASSOCIATES

(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. Approve payment of remuneration to Shri Rajeev Gupta, Whole-time Director of the Company, for the Financial Year 2017-18, as per Schedule V of the Companies Act, 2013 and approve his re-appointment as Whole-time Director for the period from 01st April, 2018 to 18th May, 2018

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 re-enactment(s) thereof, for the time being in force, the payment of remuneration, as detailed below, to Shri Rajeev Gupta (DIN: 01773304), Whole-time Director of the Company, for the Financial Year 2017-18, be and is hereby approved:

Remuneration: Rs. 76.20 Lakhs
Perquisites:

Company's car with driver, telephone facility, furnished Company owned or leased accommodation, 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 Act, 1961.

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."

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"RESOLVED FURTHER THAT pursuant to the provisions of Sections 196, 197 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including statutory modifications or re-enactment thereof, for the time being in force and subject to such other approvals as may be required including that of Central Government, Shri Rajeev Gupta be and is hereby re-appointed as Whole-time Director of the Company, for a period commencing from 1st April, 2018 to 18th May, 2018 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 shall deemed to include the Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and/ or remuneration as it may deem fit and as may be acceptable to Shri Rajeev Gupta, subject to the same not exceeding limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) thereof:

Remuneration of upto Rs.16.50 Lakhs for the aforementioned period.

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.

In addition to remuneration within the above range, Shri Rajeev Gupta would also be entitled to the Company's car with driver, telephone facility, furnished Company owned or leased accommodation, 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 Act, 1961.

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.

Provided that where, in a financial year, the Company has no profits or its profits are inadequate, the Company shall pay the above salary and allowances and provide the perquisites as and by way of minimum remuneration, subject to the applicable limits specified under the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) or such other limits as may be prescribed by the Government from time to time in this regard."

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

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(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	167647234	75.54%
Physical (Ballot Form)	35	5296	0.0023%
Poll	-	-	-
Total	71	167652530	75.5423%

(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	14	278716	0.125%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	14	278716	0.125%

(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. Appointment of Shri Kailash Lal Tarachandani, Chief Executive Officer (CEO) as Whole-time Director& CEO 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 Sections 152, 160 and any other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder Shri Kailash Lal Tarachandani, Chief Executive Officer (CEO) (DIN: 06388564) be and is hereby appointed as a Director of the Company, liable to retire by rotation"

"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 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, 2018 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
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 not exceeding limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) thereof:

Remuneration: Upto Rs.200 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/ perquisites/facilities 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 authorized to do all such acts and take all such steps as may be necessary, proper and expedient to give effect to this resolution."

(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**

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E-Voting	47	167918273	75.67%
Physical (Ballot Form)	35	5296	0.0023%
Poll	-	-	-
Total	80	167923569	75.6723%

(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	6	7712	0.00%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	6	7712	0.00%

(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 2018-19

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 reenactment(s) thereof, for the time being in force), the remuneration of Rs.1.87 Lakhs plus goods and services tax as applicable 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, 2019, be and is hereby ratified and confirmed."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby

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authorized to do all such acts, deeds & things and to take all such steps as they may deem necessary, proper or expedient to give effect to this resolution."

(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	48	167922715	75.67%
Physical (Ballot Form)	35	5296	0.0023%
Poll	-	-	-
Total	81	167928011	75.6723%

(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	4	3235	0.00%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	4	3235	0.00%

(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

8. Re-appointment of Shri Shanti Prashad Jain 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

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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 re-enactment(s) thereof, for the time being in force), Shri Shanti Prashad Jain (DIN: 00023379), 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 his candidature for the office of the Director, be and is hereby re-appointed as an Independent Director of the Company for a term of five consecutive years from 1st April, 2019 to 31st March, 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 is hereby authorized to do all acts and take all such steps as may be deemed necessary, proper and expedient to implement this Resolution."

(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	44	167650282	75.54%
Physical (Ballot Form)	35	5296	0.0023%
Poll	-	-	-
Total	77	167655578	75.5423%

(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	275703	0.124%
Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	9	275703	0.124%

(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

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Poll	Nil	Nil	Nil
Total	Nil	Nil	Nil

9. Re-appointment of Shri Venkatanarayanan Sankaranarayanan 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 re-enactment(s) thereof, for the time being in force), Shri Venkatanarayanan Sankaranarayanan (DIN: 01184654), a Non-Executive Independent Director of the Company, being eligible for reappointment and in respect of whom the Nomination and Remuneration Committee of the Board has recommended his candidature for the office of the Director, be and is hereby re-appointed as an Independent Director of the Company for a term of five consecutive years from 1st April, 2019 to 31st March, 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 is hereby authorized to do all acts and take all such steps as may be deemed necessary, proper and expedient to implement this Resolution."

(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	47	167921463	75.67%
Physical (Ballot Form)	35	5296	0.0023%
Poll	-	-	-
Total	80	167926759	75.6723%

(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	6	4522	0.00%

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Physical (Ballot Form)	Nil	Nil	Nil
Poll	Nil	Nil	Nil
Total	6	4522	0.00%

(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

Thanking you

Yours faithfully

For **J. K. Gupta & Associates**

Jitesh Gupta
(Proprietor)
C.P. No. 2448
M. No. FCS 3978

Date: 13/07/2018
Place: Delhi

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

Mr. Devansh Jain
Wholetime Director
DIN: - 01819331
Address: 47 GOLF Links New Delhi- 110003

Date: -