



# Indowind Energy Ltd

CIN : L40108TN1995PLC032311

E-mail : contact@indowind.com

3<sup>rd</sup> October, 2022

To,  Bombay stock Exchange of India Limited The General Manager The Corporate Relation Department Registered office: Floor 25, P J Street, Dalal Street, Mumbai - 400 001	To,  National Stock Exchange of India Limited The General Manager Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai - 400 051
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**Scrp Code:** BSE :532894 , NSE : INDOWIND

Dear Sir/Madam,

**Sub: Voting Results & Scrutinizer's Report of 27th Annual General Meeting (AGM) held on 30.09.2022 of INDOWIND ENERGY LIMITED ( the Company) - Regulation 44(3) of the SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015 ( Listing Agreements)**

Pursuant to Regulation 44(3) of the Listing Regulations, we hereby submit the Voting results of 27<sup>th</sup> AGM of of the Company held on Friday, 30<sup>th</sup> September 2022 at 4:00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM), and Consolidated Scrutinizer's Report on remote e-voting & e-voting conducted at the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

We hereby inform that resolutions (both Ordinary and Special) have been passed by the Shareholders with requisite majority as mandated under Companies Act, 2013 and other applicable laws.

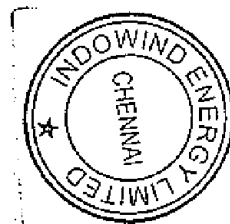
Further, as required voting results will also be submitted in XBRL mode.

Kindly take the above information on record.

Thanking you,

**For Indowind Energy Limited**

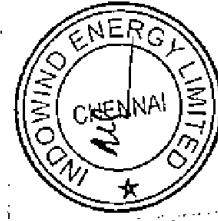
**Mr.N.K.Haribabu  
Director/CFO**



Encl: As above

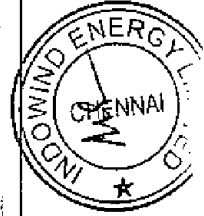


<b>INDOWIND ENERGY LIMITED</b>	
<b>Date of the AGM/EGM</b>	30/09/2022
<b>Total number of shareholders on record date</b>	71870
<b>No. of shareholders present in the meeting either in person or through proxy:</b> Promoters and promoter Group: Public:	NA
<b>No. of shareholders attended the meeting through Video Conferencing:</b> Promoters and promoter Group: Public:	08 24



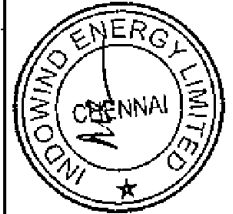
Resolution 1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2022 and the Reports of the Board of Directors and the Auditors thereon by passing the following as an Ordinary Resolution:

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour polled (6)=[(4)/(2)]*100	% of Votes against polled (7)=[(5)/(2)]*100			
Promoter & Promoter Group	E-VOTING	40171776	31257528	77.81	31257528	0	100.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	31257528	77.81	31257528	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1418464	3.11	1417611	853	99.94	0.06			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1418464	3.11	1417611	853	99.94	0.06			
	TOTAL	89741486	32675992	36.41	32675139	853	100.00	0.00			



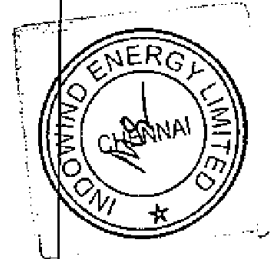
**Resolution 2.** To appoint a Director in the place of Dr. K.S. Ravindranath having (Director Identification No. 00848817) who retires by rotation and being eligible offers himself for reappointment.

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour polled (6)=[(4)/(2)]*100	% of Votes against polled (7)=[(5)/(2)]*100			
Promoter & Promoter Group	E-VOTING	40171776	31257528	77.81	31257528	0	100.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	31257528	77.81	31257528	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1418440	3.11	1415310	3130	99.78	0.22			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1418440	3.11	1415310	3130	99.78	0.22			
TOTAL		89741486	32675968	36.41	32672838	3130	99.99	0.01			

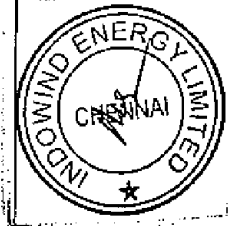


## Resolution 3. Appointment of Auditor

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 (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor (4)	No. of Votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter & Promoter Group	E-VOTING	40171776	31257528	77.81	31257528	0	100.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	31257528	77.81	31257528	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1418440	3.11	1417536	904	99.94	0.06			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1418440	3.11	1417536	904	99.94	0.06			
	TOTAL	89741486	32675968	36.41	32675064	904	100.00	0.00			

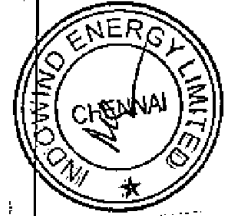


Resolution 4. APPOINTMENT OF Mr.R. SRIDHAR (DIN: 09648012) AS NON-EXECUTIVE AND NON - INDEPENDENT DIRECTOR									
Resolution required :(Ordinary / Special)									
Special Resolution									
Whether promoter/promoter group are interested in the agenda/resolution ?									
No									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter & Promoter Group	E-VOTING	40171776	31257528	77.81	31257528	0	100.00	0.00	
	POLL	0	0	0.00	0	0	0.00	0.00	
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00	
	TOTAL	40171776	31257528	77.81	31257528	0	100.00	0.00	
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00	
	POLL	0	0	0.00	0	0	0.00	0.00	
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00	
	TOTAL	4000340	0	0.00	0	0	0.00	0.00	
Public-Non Institutions	E-VOTING	45569370	1419023	3.11	1417716	1307	99.91	0.09	
	POLL	0	0	0.00	0	0	0.00	0.00	
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00	
	TOTAL	45569370	1419023	3.11	1417716	1307	99.91	0.09	
TOTAL		89741486	32676551	36.41	32675244	1307	100.00	0.00	



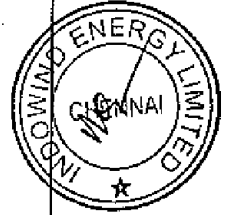
## Resolution 5. APPOINTMENT OF Ms. SANGEETA LAKHI (DIN: 00074571) AS A NON-EXECUTIVE AND INDEPENDENT DIRECTOR

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	40171776	31257528	77.81	31257528	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	40171776	31257528	77.81	31257528	0	100.00	0.00
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4000340	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	45569370	1418823	3.11	1417289	1534	99.89	0.11
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	45569370	1418823	3.11	1417289	1534	99.89	0.11
TOTAL		89741486	32676351	36.41	32674817	1534	100.00	0.00



## Resolution 6. RECLASSIFICATION &amp; INCREASE IN THE AUTHORISED SHARE CAPITAL 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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	40171776	31257528	77.81	31257528	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	40171776	31257528	77.81	31257528	0	100.00	0.00
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4000340	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	45569370	1419008	3.11	1415478	3530	99.75	0.25
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	45569370	1419008	3.11	1415478	3530	99.75	0.25
	TOTAL	89741486	32676536	36.41	32673006	3530	99.99	0.01

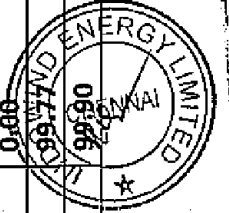


**Resolution 7. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION, THE FOLLOWING RESOLUTION AS ORDINARY RESOLUTION IN CONNECTION WITH BORROWING FROM RELATED PARTY/IES**

“RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 (‘the Act’) and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, and the Company’s policy on related party transactions, the Members of the Company do hereby accord their approval for entering into such contracts and agreements with INDUS FINANCE LIMITED (IFL) for availing loan facilities up to aggregate value of Rs. 50,00,00,000/- (Rupees Fifty Crores only), whether in single or multiple tranches, notwithstanding the fact that the transaction(s) may exceed 10% (ten per cent) of the annual consolidated turnover of the Company as per the Audited Financial Statements of preceding financial year or any materiality threshold limit as may be applicable from time to time.”

“RESOLVED FURTHER THAT the Board of the Directors and /or Chief Financial Officer be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of borrowing, filing of necessary applications and submissions under the Act to give effect to this Resolution.”

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4000340	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	45569370	1418408	3.11	1415129	3279	99.77	0.23
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	45569370	1418408	3.11	1415129	3279	99.77	0.23
		89741486	3203403	3.57	3200124	3279	99.90	0.10



**Resolution 8. 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 Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 ('the Act') and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, and the Company's policy on related party transactions, the Members of the Company do hereby accord their approval for entering into such contracts and agreements with SOURA INVESTMENTS AND HOLDINGS PRIVATE LIMITED for availing loan facilities up to aggregate value of Rs. 10,00,00,000/- (Rupees Ten Crores only), whether in single or multiple tranches, notwithstanding the fact that the transaction(s) may exceed 10% (ten per cent) of the annual consolidated turnover of the Company as per the Audited Financial Statements of preceding financial year or any materiality threshold limit as may be applicable from time to time."

"RESOLVED FURTHER THAT the Board of the Directors and /or Chief Financial Officer be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of borrowing, filing of necessary applications and submissions under the Act to give effect to this Resolution."

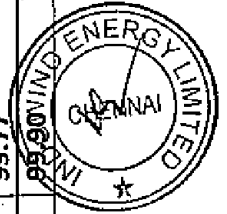
Resolution required : (Ordinary / Special)

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4000340	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	45569370	1418425	3.11	1415180	3245	99.77	0.23
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	45569370	1418425	3.11	1415180	3245	99.77	0.23
		89741486	3203420	3.57	3200175	3245	99.90	0.10



**Resolution 9. 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 Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 ('the Act') and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, and the Company's policy on related party transactions, the Members of the Company do hereby accord their approval for entering into such contracts and agreements with SOURA CAPITAL PRIVATE LIMITED for availing loan facilities up to aggregate value of Rs. 10,00,00,000/- (Rupees Ten Crores only), whether in single or multiple tranches, notwithstanding the fact that the transaction(s) may exceed 10% (ten per cent) of the annual consolidated turnover of the Company as per the Audited Financial Statements of preceding financial year or any materiality threshold limit as may be applicable from time to time."

"RESOLVED FURTHER THAT the Board of the Directors and /or Chief Financial Officer be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of borrowing, filing of necessary applications and submissions under the Act to give effect to this Resolution."

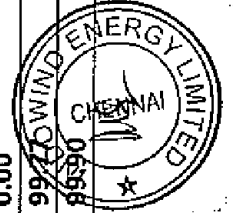
Resolution required :(Ordinary / Special)

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4000340	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414580	3245	99.77	0.23
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	45569370	1417825	3.11	1414580	3245	99.77	0.23
		89741486	3202820	3.57	3199575	3245	99.90	0.10

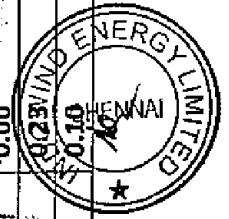


**Resolution 10. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 ('the Act') and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, and the Company's policy on related party transactions, the Members of the Company do hereby accord their approval for entering into such contracts and agreements with INDUS CAPITAL PRIVATE LIMITED for availing loan facilities up to aggregate value of Rs. 10,00,00,000/- (Rupees Ten Crores only), whether in single or multiple tranches, notwithstanding the fact that the transaction(s) may exceed 10% (ten per cent) of the annual consolidated turnover of the Company as per the Audited Financial Statements of preceding financial year or any materiality threshold limit as may be applicable from time to time."

"RESOLVED FURTHER THAT the Board of the Directors and /or Chief Financial Officer be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of borrowing, filing of necessary applications and submissions under the Act to give effect to this Resolution."

Resolution required :(Ordinary / Special)		Ordinary Resolution									
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Whether promoter/promoter group are interested in the agenda/resolution ?		
		(1)	(2)		(4)	(5)			No		
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414578	3247	99.77	0.23			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1417825	3.11	1414578	3247	99.77	0.23			
		89741486	3202820	3.57	3199573	3247	99.90	0.10			



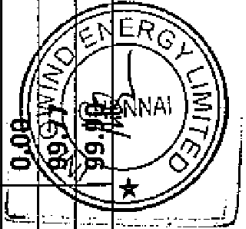
**Resolution 11. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

**RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 ('the Act') and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, and the Company's policy on related party transactions, the Members of the Company do hereby accord approval to the Board of Directors of the Company for entering into such contracts and agreements **EVER ON POWER LIMITED** for availing loan facilities up to aggregate value of Rs. 10,00,00,000/- (Rupees Ten Crores only), whether in single or multiple tranches, notwithstanding the fact that the transaction(s) may exceed 10% (ten percent) of the annual consolidated turnover of the Company as per the Audited Financial Statements of preceding financial year or any materiality threshold limit as may be applicable from time to time."

"RESOLVED FURTHER THAT the Board of the Directors and /or Chief Financial Officer be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of borrowing, filing of necessary applications and submissions under the Act to give effect to this Resolution."

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414612	3213	99.77	0.23			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1417825	3.11	1414612	3213	99.77	0.23			
		89741486	3202820	3.57	3199607	3213	99.98	0.10			

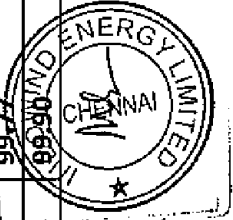


**Resolution 12. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY****RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 ('the Act') and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, and the Company's policy on related party transactions, the Members of the Company do hereby accord their approval for entering into such contracts and agreements with LOYAL CREDIT AND INVESTMENTS LIMITED for availing loan facilities up to aggregate value of Rs. 10,00,00,000/- (Rupees Ten Crores only), whether in single or multiple tranches, notwithstanding the fact that the transaction(s) may exceed 10% (ten per cent) of the annual consolidated turnover of the Company as per the Audited Financial Statements of preceding financial year or any materiality threshold limit as may be applicable from time to time."

"RESOLVED FURTHER THAT the Board of the Directors and /or Chief Financial Officer be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of borrowing, filing of necessary applications and submissions under the Act to give effect to this Resolution."

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 (3)=[(2)/(1)]*10	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*10	% of Votes against on votes polled (7)=[(5)/(2)]*10			
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414612	3213	99.77	0.23			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1417825	3.11	1414612	3213	99.77	0.23			
		89741486	3202820	3.57	3199607	3213	99.90	0.10			

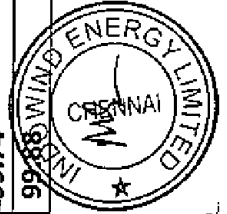


**Resolution 13. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION(S), THE FOLLOWING RESOLUTION AS AN ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (Listing Regulations) and other applicable provisions, if any of the Listing Regulations, Companies Act, 2013 ('the Act') and Rules made thereunder, including statutory modification(s) or re-enactment thereof for the time being in force and as may be notified from time to time, and the Company's policy on related party transactions, the Members of the Company do hereby accord their approval for entering into such contracts and agreements with INDONET GLOBAL LIMITED for availing loan facilities up to aggregate value of Rs. 10,00,00,000/- (Rupees Ten Crores only), whether in single or multiple tranches, notwithstanding the fact that the transaction(s) may exceed 10% (ten per cent) of the annual consolidated turnover of the Company as per the Audited Financial Statements of preceding financial year or any materiality threshold limit as may be applicable from time to time."

"RESOLVED FURTHER THAT the Board of the Directors and /or Chief Financial Officer be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary in this regard for and on behalf of the Company, including but not limited to, negotiating and finalizing the terms of borrowing, filing of necessary applications and submissions under the Act to give effect to this Resolution."

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 (3)=[(2)/(1)]*10	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*10	% of Votes against on votes polled (7)=[(5)/(2)]*10			
		(1)	(2)	(3)	(4)	(5)	(6)	(7)			
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414098	3727	99.74	0.26			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1417825	3.11	1414098	3727	99.74	0.26			
		89741486	3202820	3.57	3199093	3727	99.88	0.12			

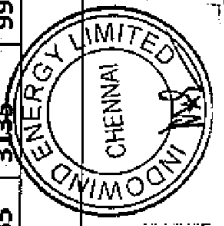


**Resolution 14. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION, THE FOLLOWING RESOLUTION AS ORDINARY IN CONNECTION WITH SALE, PURCHASE OF GOODS / MATERIALS, SERVICES & LEASING OF PROPERTIES FROM RELATED PARTY/IES**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 15 of the Companies (Meeting of the Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof) and Company's Policy on Related Party/ies Transaction(s), approval of the Members of the Company be and is hereby accorded for the material related party/ies transaction(s) to be entered into with the INDOWIND POWER PRIVATE LIMITED with forms part of this Notice, as related party/ies within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for Sale and Purchase of goods /Materials and Services and Leasing of properties on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of Ten Crore (Rupees Ten Crore only).

"RESOLVED FURTHER THAT the Board of directors be and is hereby authorized to do all such acts, deeds, matters, and things including delegation of such authority and take such steps as may be necessary, desirable or expedient and to give effect to the aforesaid resolution and for matters connected therewith or incidental thereto."

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 (3)=[(2)/(1)]*10	No. of Votes in favor	No. of Votes against	% of Votes in favour polled (6)=[(4)/(2)]*10	% of Votes against on votes polled (7)=[(5)/(2)]*10			
Promoter & Promoter Group	E-VOTING	(1) 40171776	1784995	4.44	(4) 1784995	(5) 0	(6)=[(4)/(2)]*10 0	(7)=[(5)/(2)]*10 0			
	POLL	0	0	0.00	0	0	100.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414690	3135	99.78	0.22			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1417825	3.11	1414690	3135	99.78	0.22			
		89741486	3202820	3.57	3199685	3135	99.90	0.10			

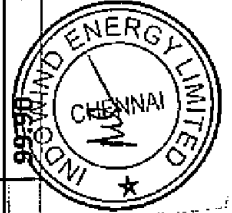


**Resolution 15. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION, THE FOLLOWING RESOLUTION AS ORDINARY IN CONNECTION WITH SALE, PURCHASE OF GOODS / MATERIALS, SERVICES & LEASING OF PROPERTIES FROM RELATED PARTY/IES**

"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 15 of the Companies (Meeting of the Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof) and Company's Policy on Related Party/ies Transaction(s), approval of the Members of the Company be and is hereby accorded for the material related party/ies transaction(s) to be entered into with IND ECO VENTURES with forms part of this Notice, as related party/ies within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for Sale and Purchase of goods /Materials and Services and Leasing of properties on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of 90 Crore (Rupees Ninety Crores only).

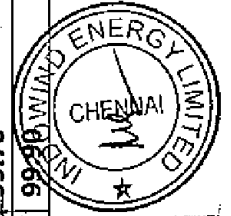
"RESOLVED FURTHER THAT the Board of directors be and is hereby authorized to do all such acts, deeds, matters, and things including delegation of such authority and take such steps as may be necessary, desirable or expedient and to give effect to the aforesaid resolution and for matters connected therewith or incidental thereto."

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00			
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	4000340	0	0.00	0	0	0.00	0.00			
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414690	3135	99.78	0.22			
	POLL	0	0	0.00	0	0	0.00	0.00			
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00			
	TOTAL	45569370	1417825	3.11	1414690	3135	99.78	0.22			
		89741486	3202820	3.57	3199685	3135	99.99	0.10			



**Resolution 16. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION, THE FOLLOWING RESOLUTION AS ORDINARY IN CONNECTION WITH SALE, PURCHASE OF GOODS / MATERIALS, SERVICES & LEASING OF PROPERTIES FROM RELATED PARTY/IES**  
**“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Rule 15 of the Companies (Meeting of the Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification or re-enactment thereof) and Company’s Policy on Related Party/ies Transaction(s), approval of the Members of the Company be and is hereby accorded for the material related party/ies transaction(s) to be entered into with PERPETUAL POWER PRIVATE LIMITED with forms part of this Notice, as related party/ies within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for Sale and Purchase of goods /Materials and Services and Leasing of properties on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of Ten Crore (Rupees Ten Crore only).**  
**“RESOLVED FURTHER THAT the Board of directors be and is hereby authorized to do all such acts, deeds, matters, and things including delegation of such authority and take such steps as may be necessary, desirable or expedient and to give effect to the aforesaid resolution and for matters connected therewith or incidental thereto.”**

Resolution required :(Ordinary / Special)		Ordinary Resolution						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4000340	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414490	3335	99.77	0.24
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	45569370	1417825	3.11	1414490	3335	99.76	0.24
		89741486	3202820	3.57	3199485	3335	99.80	0.10



**Resolution 17. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION, THE FOLLOWING RESOLUTION AS ORDINARY IN CONNECTION WITH SALE, PURCHASE OF GOODS / MATERIALS, SERVICES & LEASING OF PROPERTIES FROM RELATED PARTY/IES**

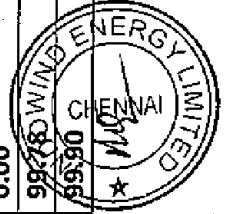
“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Rule 15 of the Companies (Meeting of the Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification or re-enactment thereof) and Company’s Policy on Related Party/ies Transaction(s), approval of the Members of the Company be and is hereby accorded for the material related party/ies transaction(s) to be entered into with **INDONET GLOBAL LIMITED** with forms part of this Notice, as related party/ies within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for Sale and Purchase of goods /Materials and Services and Leasing of properties on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of upto Ten Crore (Rupees Ten Crore only).

“RESOLVED FURTHER THAT the Board of directors be and is hereby authorized to do all such acts, deeds, matters, and things including delegation of such authority and take such steps as may be necessary, desirable or expedient and to give effect to the aforesaid resolution and for matters connected therewith or incidental thereto.”

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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4000340	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	45569370	1417825	3.11	1414733	3092	99.78	0.22
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	45569370	1417825	3.11	1414733	3092	99.78	0.22
		89741486	3202820	3.57	3199728	3092		0.10



**Resolution 18. TO CONSIDER AND IF THOUGHT FIT, TO PASS WITH OR WITHOUT MODIFICATION, THE FOLLOWING RESOLUTION AS ORDINARY IN CONNECTION WITH SALE, PURCHASE OF GOODS / MATERIALS, SERVICES & LEASING OF PROPERTIES FROM RELATED PARTY/IES**

**"RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Rule 15 of the Companies (Meeting of the Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification or re-enactment thereof) and Company's Policy on Related Party/ies Transaction(s), approval of the Members of the Company be and is hereby accorded for the material related party/ies transaction(s) to be entered into with EVER ON POWER LIMITED with forms part of this Notice, as related party/ies within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for Sale and Purchase of goods /Materials and Services and Leasing of properties on such terms and conditions as the Board of Directors may deem fit up to a maximum aggregate value of Ten Crore (Rupees Ten Crore only).**

**"RESOLVED FURTHER THAT the Board of directors be and is hereby authorized to do all such acts, deeds, matters, and things including delegation of such authority and take such steps as may be necessary, desirable or expedient and to give effect to the aforesaid resolution and for matters connected therewith or incidental thereto."**

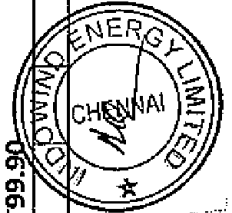
**Resolution required : (Ordinary / Special)**

**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 (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	E-VOTING	40171776	1784995	4.44	1784995	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	40171776	1784995	4.44	1784995	0	100.00	0.00
Public - Institutions	E-VOTING	4000340	0	0.00	0	0	0.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	4000340	0	0.00	0	0	0.00	0.00
Public-Non Institutions	E-VOTING	45569370	1418425	3.11	1415099	3326	99.77	0.23
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	45569370	1418425	3.11	1415099	3326	99.77	0.23
		89741486	3203420	3.57	3200094	3326	99.90	0.10



# KRA & ASSOCIATES

## PRACTICING COMPANY SECRETARIES

**PARTNERS**

**CS R. KANNAN** M.Com., GDMM, ACMA, F.C.S

**CS AISHWARYA ACS**

**Registered Office**

No. 6A, 10<sup>th</sup> Street, New Colony,  
Adambakkam, Chennai - 600088

Phone: 044-43559396

Email ID: [gkrkgram@yahoo.in](mailto:gkrkgram@yahoo.in)

### SCRUTINIZER'S REPORT

[Pursuant to Section(s) 108 of the Companies Act, 2013 ["the Act"], read with Rule 20 of the Companies [Management & Administration] Rules, 2014 and other applicable provisions of the Act]

To:

The Chairman of the Meeting  
INDOWIND ENERGY LIMITED  
CIN: L40108TN1995PLC032311  
"Kothari Buildings", 4<sup>th</sup> Floor,  
114, M. G. Road, Nungambakkam,  
Chennai - 600034

Dear Sir,

Sub: Passing of resolutions through Electronic means (EVSN - 220907024) conducted for the 31<sup>st</sup> Annual General Meeting of INDOWIND ENERGY LIMITED held on 30/09/2022 at the deemed venue i.e. Registered Office of the Company

We, KRA & Associates, Practicing Company Secretaries having office at No.6A, 10<sup>th</sup> Street New Colony, Adambakkam, Chennai - 600 088 was appointed as the Scrutinizer by the Board of Directors of the Company held at its meeting on 10/08/2022 to scrutinize the E-voting at the AGM process which commenced from 27<sup>th</sup> September 2022 at 9.00 AM to 29<sup>th</sup> September 2022 at 5.00 PM for the 27<sup>th</sup> Annual General Meeting of the Company, held through Video Conferencing (VC) as per the framework issued by the Ministry of Corporate Affairs (MCA) vide the General Circular No.20/2020 dated 5<sup>th</sup> May, 2020 read with General Circular No. 14/2020 dated 8<sup>th</sup> April, 2020, and the General Circular No. 17/2020 dated 13<sup>th</sup> April, 2020 (collectively called MCA Circulars) and voting at the meeting through the CDSL.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means on the Resolution(s) as set out in the Notice dated 10/08/2022.

#### **Responsibility as a Scrutinizer**

Our responsibility, as a Scrutinizer for the E-voting process for the Annual General Meeting is restricted to make a Scrutinizer's report of the votes cast "in favour" of or "against" the resolution(s) set out in the notice of Annual General Meeting, based on the reports generated from the e-voting system provided by the CDSL, authorized agency engaged by the Company for providing E-voting at the AGM and e-voting facilities at the Annual General Meeting. In view of the above, we hereby submit our consolidated report on the results of the e-voting and e-voting at the Annual General Meeting in respect of the said resolution(s) as under:

#### **ORDINARY BUSINESS:**

##### **Resolution: 1.- ORDINARY RESOLUTION**

To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2022 and the Reports of the Board of Directors and the Auditors thereon.

# KRA & ASSOCIATES

## PRACTICING COMPANY SECRETARIES

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Phone: 044-43559396

Email ID: [gkrkgram@yahoo.in](mailto:gkrkgram@yahoo.in)

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	-	-
Remote E-Voting	89	30884031	100	28	853	0	-	-

### **Resolution: 2 – ORDINARY RESOLUTION**

To appoint a director in the place of Mr. K.S. Ravindranath (having Director Identification No. 00848817) who retires by rotation

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	-	-
Remote E-Voting	81	30881730	99.99	35	3130	0.01	-	-

### **Resolution: 3 – ORDINARY RESOLUTION**

Appointment of Auditors – M/s. Venkatesh & Co, Chartered Accountants, Chennai

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	-	-
Remote E-Voting	86	30883956	100	30	904	0	-	-

### **SPECIAL BUSINESS:**

#### **Resolution: 4 – SPECIAL RESOLUTION**

Appointment Of Mr.R. Sridhar (Din: 09648012) As Nonexecutive and Non – Independent Director

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	-	-
Remote E-Voting	87	30884136	100%	30	1307	0	-	-

# KRA & ASSOCIATES

## PRACTICING COMPANY SECRETARIES

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Email ID: [gkrkgram@yahoo.in](mailto:gkrkgram@yahoo.in)

**Resolution: 5 – SPECIAL RESOLUTION**

**Appointment Of Ms. Sangeeta Lakhi (Din: 00074571) As A Non-executive and Independent Director**

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	-	-
Remote E-Voting	82	30883709	100%	34	1534	0%	-	-

**Resolution: 6 – SPECIAL RESOLUTION**

**Reclassification & Increase in The Authorized Share Capital of The Company**

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	-	-
Remote E-Voting	84	30881898	99.99	32	3530	0.01	-	-

**Resolution: 7 – ORDINARY RESOLUTION**

**Approval For Borrowing Loans from Related Party- INDUS FINANCE LIMITED (IFL)**

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	76	1409016	99.77	34	3279	0.23	-	-

**Resolution: 8 – ORDINARY RESOLUTION**

**Approval For Borrowing Loans from Related Party- SOURA INVESTMENTS AND HOLDINGS PRIVATE LIMITED**

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	77	1409067	99.77	33	3245	0.23	-	-

# KRA & ASSOCIATES

## PRACTICING COMPANY SECRETARIES

**PARTNERS**

**CS R. KANNAN** M.Com., GDMM, ACMA, F.C.S

**CS AISHWARYA** ACS

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Phone: 044-43559396

Email ID: [gkrkgram@yahoo.in](mailto:gkrkgram@yahoo.in)

**Resolution: 9 – ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party- SOURA CAPITAL PRIVATE LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	76	1408467	99.77%	33	3245	0.23	-	-

**Resolution: 10 – ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party- INDUS CAPITAL PRIVATE LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	76	1408465	99.77%	33	3247	0.23	-	-

**Resolution: 11 – ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party - Ever On Power Limited

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	77	1408499	99.77%	32	3213	0.23	-	-

**Resolution: 12 – ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party - LOYAL CREDIT AND INVESTMENTS LIMITED

# KRA & ASSOCIATES

## PRACTICING COMPANY SECRETARIES

**PARTNERS**

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Phone: 044-43559396

Email ID: gkrkgram@yahoo.in

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	77	1408499	99.77%	32	3213	0.23	-	-

**Resolution: 13 - ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party - INDONET GLOBAL LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	73	1407985	99.74%	36	3727	0.26	-	-

**Resolution: 14 - ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party - INDOWIND POWER PRIVATE LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	77	1408577	99.78%	32	3135	0.22	-	-

**Resolution: 15 - ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party - IND ECO VENTURES

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	77	1408577	99.78%	32	3135	0.22	-	-

# KRA & ASSOCIATES

## PRACTICING COMPANY SECRETARIES

**PARTNERS**

**CS R. KANNAN** M.Com., GMMM, ACMA, F.C.S

**CS AISHWARYA** ACS

**Registered Office**

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Phone: 044-43559396

Email ID: [gkrkgram@yahoo.in](mailto:gkrkgram@yahoo.in)

**Resolution: 16 – ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party – PERPETUAL POWER PRIVATE LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	76	1408377	99.76%	33	3335	0.24	-	-

**Resolution: 17 – ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party – INDONET GLOBAL LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	78	1408620	99.78%	31	3092	0.22	-	-

**Resolution: 18 – ORDINARY RESOLUTION**

Approval For Borrowing Loans from Related Party – EVER ON POWER LIMITED

Manner of E-Voting	Votes in Favour of Resolution			Votes against Resolution			Invalid votes	
	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes	% of Votes	No. of Members	No. of Votes
E-voting at the AGM	7	1791108	100	-	-	-	1	1784995
Remote E-Voting	77	1408986	99.76%	33	3326	0.24	-	-

Based on the aforesaid results, we report that the items No under Ordinary Business have all have been passed with *requisite majority*.

Date: 03-10 -2022

Place: Chennai

**FOR KRA & ASSOCIATES**  
Practising Company Secretaries

AISHWARYA Digitally signed by  
AISHWARYA  
Date: 2022.10.03  
15:12:41 +05'30'

AISHWARYA

CP. No. 20319 / F51960  
UDIN: A051960D001119323