Indowind Energy Ltd
CIN : L40108TN1995PLC032311
E-mail : contact@indowind.com

13th November, 2026

BSE LIMITED
The General Manager,
The Corporate Relation Department,
Phiroze Jeejoybhoy Tower,
44+ Floor, Dalal Street,
Mumbai — 400 001
Scrip Code: 532894

NATIONAL STOCK EXCHANGE
OF INDIA LIMITED
Listing Department
Exchange Plaza, Bandra Kurla
Complex, -Bandra (E),
Mumbai — 400 051
NSE Symbol: INDOWIND

Dear Sir / Madam,

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of SEBI LODR, please find enclosed a copy of the Postal Ballot Notice dated 05th November 2026, together with the Explanatory Statement, seeking approval of the Members by way of remote e-voting process pursuant to the applicable provisions of the Companies Act, 2013 ('the Act') read with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR') on the following Special business, forming part of the Notice:

- ***Appointment of Dr. S.R. Shriraam Shekher (DIN: 01885451) as an Independent Director of the Company for a term of 5 (five) years with effect from 30th September, 2026***

In compliance with the provisions of the Companies Act, 2013 read with various circulars issued by Ministry of Corporate Affairs, Government of India, the Notice is being sent only by email to the Members who have registered their email address with the Registrar & Share Transfer Agent of the Company or depository participants and whose names are recorded in the Register of Members/ Beneficial owners of the Company as on **Cut-off date i.e. Friday, 06th November 2026**.

The Company has availed the services of Central Depository Services (India) Limited (CDSL), as the agency to provide the e-voting facility. **The e-voting facility shall commence at 9:00 A.M. (IST) on Wednesday, November 18, 2026 till 5:00 P.M. (IST) on Thursday, December 17, 2026.** Thereafter, the e-voting module shall be disabled. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently. The communication of the assent or dissent of the Members would only take place through the e-voting system.

The Postal Ballot Notice is also available on the Company's website at www.indowind.com.

We request you to kindly take on record.

Thanking you,

For INDOWIND ENERGY LIMITED

B SHARATH Digitally signed by B SHARATH

B SHARATH
COMPANY SECRETARY & COMPLIANCE OFFICER

INDOWIND ENERGY LIMITED

CIN: L40108TN1995PLC032311

Website: www.indowind.com | E-mail: contact@indowind.com

Kothari building 4th Floor 114 Nungambakkam High Road, Chennai, Tamil Nadu, 600034

NOTICE OF POSTAL BALLOT

(Pursuant to Section 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014)

Postal Ballot at a Glance

Resolution	Appointment of Dr. S.R. Shriraam Shekher (DIN: 01885451) as an Independent Director
Type of resolution	Special Resolution
Mode of voting	Remote e-voting only (through CDSL)
Cut-off date	Friday, 6th November, 2026
E-voting begins	Wednesday, 18th November, 2026 at 9:00 A.M. (IST)
E-voting ends	Thursday, 17th December, 2026 at 5:00 P.M. (IST)
Scrutinizer	M/s KRA & Associates, Practicing Company Secretaries, Chennai
E-voting platform	www.evotingindia.com

Dear Member(s),

NOTICE is hereby given to the Members of **Indowind Energy Limited** ("the Company"), pursuant to Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Secretarial Standard on General Meetings ("SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), and General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 09/2023 dated September 25, 2023, 09/2024 dated September 19, 2024 and 03/2025 dated September 22, 2025, and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (collectively, "the MCA Circulars"), and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force), that the special business set out below is proposed for approval of the Members by way of a **Special Resolution** through the process of **Postal Ballot by electronic means**.

The Explanatory Statement pursuant to Section 102(1) and other applicable provisions, if any, of the Act, setting out the material facts pertaining to the resolution, is appended to this Postal Ballot Notice.

The Board of Directors of the Company, at its meeting held on **5th November, 2026**, has appointed **M/s KRA & Associates, Practicing Company Secretaries, Chennai** as the Scrutinizer to conduct the Postal Ballot voting process in a fair and transparent manner.

In compliance with the provisions of Sections 108 and 110 of the Act read with Rules 20 and 22 of the Rules, Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company is offering the e-voting facility to all its Members to enable them to cast their votes electronically. Members are requested to follow the procedure stated in the Notes to this Notice.

SPECIAL BUSINESS

Item No. 1 — Appointment of Dr. S.R. Shriraam Shekher (DIN: 01885451) as an Independent Director of the Company for a term of 5 (five) years with effect from 30th September, 2026

To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

> "**RESOLVED THAT** pursuant to the provisions of Sections 149, 150 and 152, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Rules made thereunder, and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company, and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, approval of the Members be and is hereby accorded for the appointment of **Dr. S.R. Shriraam Shekher (DIN: 01885451)**, who has been appointed as an Additional Director (designated as Independent Director) of the Company by the Board of Directors with effect from 30th September, 2026, who meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, in respect of whom the Company has received a notice in writing under Section 160(1) of the Act proposing his candidature for the office of Director, and who is eligible for appointment, as an **Independent Director** of the Company, not liable to retire by rotation, for a term of **5 (five) consecutive years with effect from 30th September, 2026 to 29th September, 2031**.
>
> **RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof) be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this Special Resolution and for matters connected therewith or incidental thereto."

By Order of the Board of Directors
For Indowind Energy Limited

Date: 5th November, 2026
Place: Chennai

B. Sharath
Company Secretary & Compliance Officer

NOTES

1. The Explanatory Statement pursuant to Section 102(1) of the Act, setting out the material facts relating to the business to be transacted, is annexed hereto.
2. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent **only in electronic form** to those Members whose names appear in the Register of Members / List of Beneficial Owners as received from National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on **Friday, 6th November, 2026 ("cut-off date")** and who have registered their e-mail addresses with the Company / Depositories. The Notice is also available on the websites of the Company, the Stock Exchanges and CDSL. Physical copies of the Notice, Postal Ballot forms and pre-paid business reply envelopes are not being sent, in line with the exemption provided in the MCA Circulars.
3. Only Members whose names appear in the Register of Members / List of Beneficial Owners as on the cut-off date shall be entitled to vote. A person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
4. Service of the Postal Ballot Notice electronically:

Mode of Holding	Manner of Service
Members holding shares in physical mode	Issued electronically to Members whose e-mail addresses are available and registered in the records of the Registrar and Share Transfer Agent (RTA).
Members holding shares in demat mode	Issued electronically to Members whose e-mail addresses are available and registered in the records of the Depositories.

5. In compliance with Sections 108 and 110 of the Act read with Rule 20 of the Rules, Regulation 44 of the SEBI Listing Regulations and the MCA Circulars, the Company is providing Members the facility to exercise their right to vote by electronic means through the e-voting services of **CDSL**. The instructions for e-voting are set out in this Notice.

   Remote e-voting timeline

Commencement of e-voting	Wednesday, 18th November, 2026 at 9:00 A.M. (IST)
Conclusion of e-voting	Thursday, 17th December, 2026 at 5:00 P.M. (IST)

   E-voting shall not be allowed beyond the said date and time.

6. A Member cannot exercise his/her vote through proxy on Postal Ballot.
7. The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date, i.e., **Friday, 6th November, 2026**.
8. The resolution, if passed by the requisite majority through Postal Ballot, shall be deemed to have been passed on the last date specified for e-voting, i.e., **Thursday, 17th December,**

2026, and shall be deemed to have been passed at a General Meeting of the Members convened in that behalf.

9. The Board of Directors has appointed **M/s KRA & Associates, Practicing Company Secretaries, Chennai**, who are not in the employment of the Company, as the Scrutinizer for conducting the Postal Ballot e-voting process in a fair and transparent manner.
10. The Scrutinizer will submit the report to the Chairman or any person authorised by him, and the results of the Postal Ballot will be announced **within two working days** from the conclusion of the voting period. The results will be displayed at the Registered Office of the Company, intimated to BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE"), where the shares of the Company are listed, and uploaded on the Company's website www.indowind.com and on the CDSL website www.evotingindia.com.
11. **Inspection of documents:** Relevant documents referred to in this Notice and the Explanatory Statement, including the draft letter of appointment of Dr. S.R. Shriraam Shekher setting out the terms and conditions of his appointment as an Independent Director, are available for inspection by Members at the Registered Office of the Company between **11:00 A.M. and 5:00 P.M. on all working days (Monday to Friday)** up to the last date of e-voting, and are also available on the website of the Company. Members seeking inspection may send an e-mail to contact@indowind.com mentioning their name, Folio No. / DP ID and Client ID, and the documents they wish to inspect, along with a self-attested copy of their PAN card or Aadhaar card.
12. The instructions for e-voting are set out in the following section.

INSTRUCTIONS FOR E-VOTING

E-voting Service Provider	Central Depository Services (India) Limited (CDSL)
Registrar & Share Transfer Agent	Bigshare Services Private Limited, Mumbai ("Bigshare")
Voting period	9:00 A.M. on Wednesday, 18th November, 2026 to 5:00 P.M. on Thursday, 17th December, 2026. The e-voting module shall be disabled by CDSL thereafter.
Eligibility	Members holding shares in physical or dematerialised form as on the cut-off date, Friday, 6th November, 2026.

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on the e-voting facility provided by listed companies, **individual shareholders holding securities in demat mode** may vote through their demat accounts maintained with the Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail address in their demat accounts in order to access the e-voting facility.

Voting through electronic means involves two steps

Step 1	Access through the Depositories' (CDSL/NSDL) e-voting system — for **Individual Shareholders holding shares in demat mode**.
Step 2	Access through the CDSL e-voting system — for **Shareholders holding shares in physical mode** and **Non-Individual Shareholders holding shares in demat mode**.

Step 1: Access through Depositories (CDSL/NSDL) e-voting system

A. Login method for Individual Shareholders holding securities in demat mode

Type of Shareholder	Login Method
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for the CDSL **Easi / Easiest** facility can log in with their existing User ID and password. An option will be made available to reach the e-voting page without any further authentication. Visit www.cdslindia.com and click on the Login icon and the "My Easi New (Token)" tab. 2. After successful login, the user will see the e-voting option for eligible companies where e-voting is in progress. Clicking the option opens the e-voting page of the e-voting service provider for casting the vote during the remote e-voting period. Links are also provided to the systems of all e-voting service providers.

	3. Users not registered for Easi / Easiest can register at www.cdslindia.com — click on Login & "My Easi New (Token)" tab and then on the registration option. 4. Alternatively, the user can directly access the e-voting page by providing the Demat Account Number and PAN through the e-voting link on the www.cdslindia.com home page. The system will authenticate the user via an OTP sent to the mobile number and e-mail registered in the demat account, after which the e-voting option and links to all e-voting service providers will be available.
Individual Shareholders holding securities in demat mode with NSDL	1. If already registered for **NSDL IDeAS**, visit https://eservices.nsdl.com, click on "Beneficial Owner" under "Login" in the IDeAS section, and enter your User ID and Password. Click on "Access to e-Voting" under e-Voting services, then on the Company name or e-voting service provider name to be redirected for casting your vote. 2. If not registered for IDeAS, register at https://eservices.nsdl.com by selecting "Register Online for IDeAS Portal" or at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp. 3. Visit the NSDL e-voting website https://www.evoting.nsdl.com/, click on "Login" under the "Shareholder/Member" section, and enter your User ID (16-digit demat account number), Password/OTP and the Verification Code shown. After authentication, click on the Company name or e-voting service provider name to cast your vote. 4. For **OTP-based login**, visit https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp, enter your 8-digit DP ID, 8-digit Client ID, PAN and Verification Code, and generate an OTP. Enter the OTP received on your registered e-mail/mobile and click Login. Then click on the Company name or e-voting service provider name, i.e., **CDSL**, to cast your vote.
Individual Shareholders (demat mode) logging in through their Depository Participant (DP)	You can log in using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL. After successful login, click on the e-voting option to be redirected to the NSDL/CDSL Depository site. Click on the Company name or e-voting service provider name to be redirected to the e-voting service provider website for casting your vote during the remote e-voting period.

Important: Members who are unable to retrieve their User ID / Password are advised to use the "Forgot User ID" and "Forgot Password" options available on the above-mentioned websites.

Helpdesk for Individual Shareholders holding securities in demat mode

Login Type	Helpdesk Details
Demat mode with CDSL	E-mail: helpdesk.evoting@cdslindia.com | Toll-free: 1800 21 09911
Demat mode with NSDL	E-mail: evoting@nsdl.com.in | Tel: 022-4886 7000 / 022-2499 7000

Step 2: Access through the CDSL e-voting system

B. Login method for Shareholders holding shares in physical mode and Non-Individual Shareholders in demat mode

1. Visit the CDSL e-voting website: https://www.evotingindia.com.
2. Click on the **"Shareholders"** module.
3. Enter your User ID:

Demat with CDSL	16-digit Beneficiary ID
Demat with NSDL	8-character DP ID followed by 8-digit Client ID
Physical form	Folio Number registered with the Company

4. Enter the Image Verification code as displayed and click on **Login**.
5. If you hold shares in demat form and have previously voted on www.evotingindia.com for any company, use your existing password.
6. If you are a first-time user, enter the following details:

Field	Details
PAN	Enter your 10-digit alphanumeric PAN issued by the Income Tax Department (applicable to both demat and physical shareholders). Shareholders who have not updated their PAN with the Company / Depository Participant should use the sequence number sent by the Company / RTA, or contact the Company / RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (dd/mm/yyyy) as recorded in your demat account or in the Company records. If neither is recorded, enter the Member ID / Folio Number in the Dividend Bank Details field.

7. After entering these details, click on **"SUBMIT"**.

8. Shareholders holding shares in physical form will directly reach the Company selection screen. Shareholders holding shares in demat form will reach the **"Password Creation"** menu, where they must enter a new login password. This password will also be used for voting on resolutions of any other company that uses the CDSL platform. Please keep your password confidential.
9. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.

How to cast your vote on the CDSL e-voting system

1. Click on the **EVSN** of Indowind Energy Limited.
2. On the voting page, you will see the **"RESOLUTION DESCRIPTION"** with the options **"YES/NO"**. Select **YES** to assent to, or **NO** to dissent from, the Resolution.
3. Click on the **"RESOLUTIONS FILE LINK"** to view the full Resolution details.
4. After selecting your choice, click on **"SUBMIT"**. A confirmation box will appear — click **"OK"** to confirm, or **"CANCEL"** to modify your vote.
5. Once you **confirm** your vote, you will not be allowed to modify it.
6. You may print the votes cast by clicking on **"Click here to print"** on the voting page.
7. If a demat account holder has forgotten the login password, enter the User ID and image verification code, click on **"Forgot Password"** and enter the details as prompted.
8. There is an optional provision to upload the Board Resolution / Power of Attorney (BR/POA), if any, which will be made available to the Scrutinizer for verification.

Additional facility for Non-Individual Shareholders and Custodians (remote voting only)

- Non-Individual shareholders (i.e., other than Individuals, HUF, NRI, etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the **"Corporates"** module.
- A scanned copy of the Registration Form bearing the stamp and signature of the entity should be e-mailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details, a **Compliance User** should be created using the admin login and password. The Compliance User will be able to link the account(s) for which they wish to vote.
- The list of accounts linked in the login will be mapped automatically and can be delinked in case of any wrong mapping.
- A scanned copy of the Board Resolution and Power of Attorney (POA) issued in favour of the Custodian, if any, must be uploaded in PDF format in the system for verification by the Scrutinizer.
- Alternatively, Non-Individual shareholders who have voted from the individual tab and not uploaded the documents on the CDSL system are required to send the relevant Board

Resolution / Authority Letter, etc., together with the attested specimen signature of the authorised signatory, to the Scrutinizer by e-mail, with a copy to the Company at contact@indowind.com.

General guidelines for Shareholders

1. Do not share your password with any other person and keep it confidential. Login to the e-voting website will be **disabled after five unsuccessful attempts**; in such a case, use the "Forgot Password" option on www.evotingindia.com to reset it.
2. For any queries, refer to the Frequently Asked Questions (FAQs) and the e-voting user manual available in the Downloads section of www.evotingindia.com, call the toll-free number **1800 21 09911**, or e-mail helpdesk.evoting@cdslindia.com.
3. All grievances connected with the facility for voting by electronic means may be addressed to the CDSL contact below.

Grievance Contact — CDSL

Mr. Rakesh Dalvi, Sr. Manager
Central Depository Services (India) Limited
A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400 013
E-mail: helpdesk.evoting@cdslindia.com | Toll-free: 1800 21 09911

Shareholders whose e-mail IDs are not registered

Process for procuring the User ID and password and registering e-mail IDs for e-voting on the resolution set out in this Notice:

Category	Action Required
Shares held in physical mode	E-mail the RTA at investor@bigshareonline.com with: Folio No., name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card and self-attested scanned copy of Aadhaar card.
Shares held in demat mode	Update your e-mail ID and mobile number with your respective Depository Participant (DP).
Individual demat shareholders	Update your e-mail ID and mobile number with your respective DP, which is mandatory for e-voting.

- If your e-mail ID is already registered with the Company / RTA (Bigshare) / Depositories, login details for e-voting are being sent to your registered e-mail ID.

- If your e-mail address is not registered / updated with the Company / Bigshare / Depository Participant(s), you may generate your login credentials as follows:
    a. Visit the investor portal of Bigshare at www.bigshareonline.com and submit your request for login credentials along with the required documents; or
    b. Send a request to helpdesk.evoting@cdslindia.com for procuring the User ID and password for e-voting, along with the documents mentioned above.
    c. After due verification, Bigshare will forward your e-voting login credentials to your registered e-mail address.

KYC compliance for physical shareholders

SEBI, vide its circular dated November 3, 2021 and subsequent circulars, has mandated that Members holding shares in physical mode update the following with the Company / RTA:

- PAN
- KYC details — address, mobile number, e-mail address and bank account details
- Nomination details

With effect from **April 1, 2024**, in case of non-updation of PAN and KYC details (except "choice of nomination"), shareholders holding shares in physical form shall be eligible for the following **only after furnishing KYC details**:

- To lodge any grievance or avail any service request from the RTA
- To receive any payment of dividend through electronic mode in respect of shares held in physical form

Members holding shares in physical mode who have not registered the above particulars are requested to do so with the Company / RTA in the prescribed **Forms ISR-1, ISR-2, ISR-3 or SH-13 / SH-14** at the earliest.

RTA Contact Details

Bigshare Services Private Limited
Office No. S6-2, 6th Floor, Pinnacle Business Park, Next to Ahura Centre, Mahakali Caves Road, Andheri (East), Mumbai – 400 093
Tel: +91-22-62638200 | E-mail: investor@bigshareonline.com | Website: www.bigshareonline.com

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required under Section 102 of the Act, the following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

Item No. 1

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors ("the Board"), by circular resolution dated **30th September, 2026**, approved the appointment of **Dr. S.R. Shriraam Shekher (DIN: 01885451)** as an Additional Director designated as an Independent Director of the Company for a period of **5 (five) consecutive years from 30th September, 2026 to 29th September, 2031**, not liable to retire by rotation, subject to the approval of the Members by way of a Special Resolution.

Statutory declarations received

The Company has received all statutory declarations / disclosures from Dr. Shekher, including:

a. consent to act as a Director in **Form DIR-2** pursuant to Section 152 of the Act read with the Companies (Appointment and Qualifications of Directors) Rules, 2014;

b. declaration under Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations confirming that he meets the criteria of independence under Section 149(6) read with Schedule IV (Code for Independent Directors) of the Act and Regulation 16(1)(b) of the Listing Regulations;

c. intimation in **Form DIR-8** confirming that he is not disqualified from being appointed as a Director under Section 164 of the Act read with the Companies (Appointment and Qualifications of Directors) Rules, 2014;

d. confirmation of registration with the **Independent Directors' Databank** in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualifications of Directors) Rules, 2014 (Databank No. IDDB-DI-202003-020908); and

e. declaration that he has not been debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India or any other such authority.

The Company has also received a notice in writing under **Section 160(1)** of the Act from a Member proposing the candidature of Dr. S.R. Shriraam Shekher for the office of Director.

Pursuant to **Regulation 17(1C)** of the SEBI Listing Regulations, the approval of shareholders for the appointment of a person on the Board of Directors is required to be obtained at the next general meeting or within a period of three months from the date of appointment, whichever is earlier. Dr. Shekher is eligible for appointment as an Independent Director for a term of up to five consecutive years.

While considering his appointment, the Nomination and Remuneration Committee took into account his experience and expertise, particularly in the field of **finance**, and noted that his skills, expertise and competencies are in alignment with those identified by the Committee and the Board as relevant and desirable for Directors of the Company.

Brief profile

Dr. S.R. Shriraam Shekher, aged 65 years, is an Insolvency Professional, Advocate and Accredited Mediator/Arbitrator based in Chennai. He holds **M.Com., MBA, M.L. and Ph.D.** qualifications. He is a Fellow of AICADR and a Certified Forensic Auditor (ICSI). He is also a Certified Independent Director, CSR Professional and Mediator of the Indian Institute of Corporate Affairs (IICA), Ministry of Corporate Affairs, Government of India, and is registered in the Independent Directors' Databank under No. IDDB-DI-202003-020908.

He served in the **Indian Air Force** as a Senior Non-Commissioned Officer for 16 years and subsequently gained **15 years of corporate experience** as a Promoter Director and CEO. He has also practised as an **Advocate for 14 years**. In the insolvency domain, he has served as Interim Resolution Professional, Resolution Professional, Liquidator and Chairman of Monitoring Committees in several matters, and is an empanelled Insolvency Professional with **SBI, IOB, IDBI Bank, Indian Bank and PNB**.

Independence, interest and remuneration

In the opinion of the Board, Dr. S.R. Shriraam Shekher fulfils the criteria of independence prescribed under Section 149(6) of the Act read with Schedule IV thereto and the SEBI Listing Regulations, is independent of the management, and is eligible for appointment as an Independent Director of the Company.

The disclosures and particulars of Dr. Shekher as prescribed under Regulation 36(3) of the Listing Regulations, the Act and Secretarial Standard-2, as on the date of this Notice, are provided in the Annexure to this Notice.

Dr. Shekher, being the appointee, is interested in the resolution. His relatives may be deemed to be interested to the extent of their shareholding in the Company, if any. Save as aforesaid, none of the other Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the resolution.

Dr. Shekher shall be entitled to sitting fees for attending meetings of the Board and its Committees, together with reimbursement of expenses for participating in such meetings, as may be determined by the Board from time to time, within the limits prescribed under Section 197(5) of the Act read with Rule 4 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The documents relevant to this item, including the draft letter of appointment of Dr. Shekher, are available for inspection in accordance with the procedure specified in the Notes to this Notice.

Considering his qualifications, professional experience and expertise, and based on the recommendation of the Nomination and Remuneration Committee, the Board is of the opinion that his appointment would be beneficial to the Company.

Accordingly, the Board **recommends the Special Resolution** set out at Item No. 1 of the accompanying Notice for approval of the Members.

By Order of the Board of Directors
For Indowind Energy Limited

Date: 5th November, 2026
Place: Chennai

B. Sharath
Company Secretary & Compliance Officer

ANNEXURE — DETAILS OF DIRECTOR SEEKING APPOINTMENT

(Pursuant to Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings)

Particulars	Details
Name of the Director	Dr. S.R. Shriraam Shekher
DIN	01885451
Age	65 years
Date of first appointment on the Board	30th September, 2026
Qualifications	M.Com., MBA, M.L. and Ph.D.
Brief profile & Experience	Refer explanatory statement.
Nature of expertise in specific functional areas	Interim Resolution Professional, Resolution Professional, Liquidator and Monitoring Committee Chairman in several insolvency matters; empanelled Insolvency Professional with SBI, IOB, IDBI Bank, Indian Bank and PNB. For further details, refer to the Notice and Explanatory Statement.
Terms and conditions of appointment	Independent Director for a term of 5 (five) consecutive years from 30th September, 2026 to 29th September, 2031, not liable to retire by rotation. For further details, refer to the Notice and Explanatory Statement.
Details of remuneration last drawn	Not Applicable
Details of remuneration sought to be paid	Refer explanatory statement.
Directorships in other companies (excluding foreign companies)	Nil
Membership / Chairpersonship of Committees in other companies (excluding foreign companies)	Nil
Listed entities from which the Director has resigned in the past 3 (three) years	Nil
No. of Board Meetings attended during FY 2026-27 (up to the date of this Notice)	1
Inter-se relationship with other Directors and Key Managerial Personnel	None
No. of shares held (as on the date of this Notice)	(a) Own: Nil (b) For other persons on a beneficial basis: Nil