

30th September, 2014

To
The Assistant Vice President
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai – 400 050

To
The General Manager
The BSE Limited
Department of Corporate Services
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

Sub.: 9th Annual General Meeting held on 30th September, 2014

Dear Sir / Madam

In terms of Clause 31(d) of Listing Agreement, we do hereby inform that following ordinary and special resolutions with requisite majority as detailed in notice of AGM dated 12th August 2014 have been passed at 9th Annual General Meeting of the Company held on 30th September, 2014:

Item No.	Resolution
Ordinary Business	
1.	Adoption of audited financial statements for the financial year ended 31 st March 2014 (Ordinary Resolution)
2.	Re-appointment of Mr. Bhushan Kumar Gupta, who retires by rotation (Ordinary Resolution)
3.	Appointment of B S R & Co. LLP, Chartered Accountants as Statutory Auditors for a period of four years upto conclusion of 13 th AGM at remuneration as may be fixed by Board of Directors in consultation with Auditors (Ordinary Resolution)
Special Business	
4.	Appointment of Mr. Vidyut Manubhai Vora as an independent non-executive director with effect from 30 th September, 2014 upto 29 th September, 2019 (Ordinary Resolution)
5.	Appointment of Ms. Vinati Dev as an independent non-executive director with effect from 30 th September, 2014 upto 29 th September, 2019 (Ordinary Resolution)
6.	Appointment of Mr. Gautam Singh Kuthari as an independent non-executive director with effect from 30 th September, 2014 upto 29 th September, 2019 (Ordinary Resolution)
7.	Preferential issue of equity shares (Special Resolution)
8.	Borrowing power upto Rs. 2,500 Crores (Special Resolution)
9.	Creation of charge, hypothecation, mortgage, etc. upto Rs. 2,500 Crores (Special Resolution)

This is for your kind information and record, please.

For Indosolar Limited

INDOSOLAR LIMITED
Formerly known as Rudra Solar Ltd.
Chief Financial Officer

Regd. Office: C-12 Friends Colony (East), New Delhi - 110065 INDIA

Tel: +91 11 2684 1375. 2631 1706 Fax: +91 11 2684 3949 E-mail: info@indosolar.co.in

CIN - L18101DL2005PLC134879

Factory: 3C/1, EcoTech-II, Udyog Vihar, Greater Noida - 201 306, Dist. Gautam Budh Nagar (U.P.) INDIA

Tel: +91 120 4762500 Fax: +91 120 4762525 E-mail: info@indosolar.co.in

www.indosolar.co.in

Scrutinizer's Report

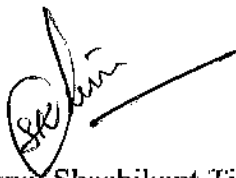
**[Pursuant to section 108 of the Companies Act, 2013 and rule 20(xi) of the
Companies (Management and Administration) Rules, 2014]**

To,
The Chairman
9th Annual General Meeting of the Equity Shareholders of Indosolar Limited
held on 30th September, 2014 at 10:00 a.m. at Mithas Motel & Resort,
92/16, G.T. Karnal Road, Alipur, Delhi – 110036

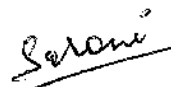
Dear Sir,

I, Rupesh Agarwal, Partner of M/s Chandrasekaran Associates, Practicing Company Secretaries having its office at 11-F, Pocket IV, Mayur Vihar, Phase-I, New Delhi-110091, have been appointed as Scrutinizer of Indosolar Limited ("Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the e-voting pattern carried out as per the provisions of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 on the below mentioned resolutions, submit my report as under:

1. The e-voting period remained open from 10:00 a.m. on Monday, 22nd September, 2014 to 5:00 p.m. on Wednesday, 24th September 2014
2. The shareholders holding shares as on the "cut off" date i.e. 22nd August, 2014 were entitled to vote on the proposed resolutions (Item No. 1 to 9 as set out in the Notice of the 9th Annual General Meeting dated 12th August 2014)
3. The votes were unblocked on Thursday, the 25th September, 2014 around 10:30 a.m. in the presence of two witnesses, Mr. Shashikant Tiwari R/o. D-65/66, Back Side, Pandav Nagar, Near Mother Dairy plant, Delhi- 110091 and Ms. Saloni Agarwal R/o. U-5 Shakarpur, New Delhi- 110092, who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Shashikant Tiwari



Name: Saloni Agarwal



4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of Central Depository Services (India) Limited (www.evotingindia.com). The same has been marked as **Annexure-1**
5. The result of the e-voting is as under:

a) Resolution 1 - Adoption of the Audited Balance sheet as at 31st March 2014 and the statement of Profit & Loss for the year ended on 31st March 2014 together with the Notes, Reports of the Auditors and Board of Directors thereon.

i. Votes in favour of the resolution:

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182542029	99.99

ii. Votes against the resolution:

Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	11911	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



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b) Resolution 2 - Re-appointment of Mr. Bhushan Kumar Gupta (DIN-00168071), Director, retiring by rotation.

i. Votes in favour of the resolution:

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182531469	99.99

ii. Votes against the resolution:

Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	22471	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



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c) Resolution 3 - Appointment of M/s B S R & Co. LLP, Chartered Accountants, Gurgaon, as statutory Auditors and fixing their remuneration.

i. Votes in favour of the resolution:

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182531729	99.99

ii. Votes against the resolution:

Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	22211	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



Signature

d) Resolution 4 - Appointment of Mr. Vidyut Manubhai Vora (DIN-06810035) as an Independent Director of the Company.

i. Votes in favour of the resolution:

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182531729	99.99

ii. Votes against the resolution:

Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	22211	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



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e) Resolution 5 - Appointment of Ms. Vinati Dev (DIN-06922256) as an Independent Director of the Company.

i. Votes in favour of the resolution:

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182531729	99.99

ii. Votes against the resolution:

Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	22211	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



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f) Resolution 6 - Appointment of Mr. Gautam Singh Kuthari (DIN-00945195) as an Independent Director of the Company.

i. Votes in favour of the resolution:

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182531729	99.99

ii. Votes against the resolution:

Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	22211	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



g) Resolution 7 – Approval for offer of invitation for subscription of securities on Private Placement/ Preferential Allotment Basis.

i. Votes in favour of the resolution:

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182528818	99.99

ii. Votes against the resolution:

Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	25122	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



18/04/2024

h) Resolution 8 – Approval under section 180(1)(c) of the Companies Act, 2013 for Borrowing power.**i. Votes in favour of the resolution:**

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182531529	99.99

ii. Votes against the resolution:

Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	22411	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0



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i) Resolution 9 – Approval under section 180(1)(a) of the Companies Act, 2013 for Creation of Charge on Movable and Immovable Properties of the Company.

i. Votes in favour of the resolution:

Number of shares voted through electronic voting system	Number of votes casted in favour of the resolution	% of total number of valid votes casted in favour of the resolution
182553940	182531529	99.99

ii. Votes against the resolution:

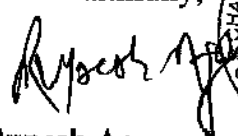
Number of shares voted through electronic voting system	Number of votes casted against the resolution	% of total number of valid votes casted against the resolution
182553940	22411	0.01

iii. Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes casted by members whose votes were declared invalid
0	0

6. The Register, all other papers and relevant records relating to electronic voting will remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same would be handed over to the Managing Director for safe keeping.

Thanking you,
Yours faithfully,


Rupesh Agarwal
Partner,
Chandrasekaran Associates
Practicing Company Secretaries



Place: Delhi
Date: 27.09.2014

