

July 03, 2026

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip Code: 542760	National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (East), Mumbai – 400 051 Symbol: SWSOLAR
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Sub.: Voting results and Consolidated report of the Scrutinizer of the 9th Annual General Meeting (“AGM”) of the Company held on Thursday, July 02, 2026

Ref: *Disclosure under Regulations 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)*

Dear Sir/ Ma’am,

Pursuant to Regulation 44(3) of the Listing Regulations, please find enclosed herewith the details regarding the voting results of the business transacted at the 9th AGM of the Company in the prescribed format.

Further, please find enclosed the Consolidated report of the Scrutinizer dated July 03, 2026 issued by the Scrutinizer, i.e. Mr. Mannish L. Ghia, Partner, Manish Ghia & Associates, Practicing Company Secretary.

All the resolutions at the 9th AGM were passed with requisite majority.

The above information will be uploaded on the website of the Company i.e. www.sterlingandwilsonre.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com Request you to take the same on records.

Thanking you.

Yours faithfully,
For Sterling and Wilson Renewable Energy Limited

Jagannadha Rao Ch. V.
Company Secretary & Compliance Officer
Encl.: As above

General information about company	
Scrip Code	542760
Name of company	STERLING AND WILSON RENEWABLE ENERGY LIMITED
Type of meeting	Annual General Meeting
Start time of meeting	12:00 P.M.
End time of meeting	01:00 P.M.

VOTING RESULTS	
Record date	25-06-2026
Total number of shareholders on record date	338299
Number of shareholders present in the meeting either in person or through proxy	
a) Promoter and promoter group	0
b) Public	0
Number of shareholders attended the meeting through video conferencing	
a) Promoter and promoter group	6
b) Public	44
Number of resolutions passed in meeting	5
Disclosure of notes on voting results	

Resolution Details(1)								
Resolution Required :Ordinary					To consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, and the report of the Board and the Auditors thereon. b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, and the report of the Auditors thereon.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares (3)= [(2)/(1)]*100	No. of votes - in favour	No. of votes - in Against	% of votes - in favour (6)=[(4)/(2)]*100	% of votes - in Against (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)	0	0
Promoter and Promoter Group	E-voting		106059749	99.32571484	106059749	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	106779749	0	0	0	0	0	0
	Total	106779749	106059749	99.32571484	106059749	0	100	0
Public Institutions	E-voting		18632453	82.41149947	18632453	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	22609045	0	0	0	0	0	0
	Total	22609045	18632453	82.41149947	18632453	0	100	0
Public Non-Institutions	E-voting		211772	0.203347465	150089	61683	70.87291993	29.12708007
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	104142926	0	0	0	0	0	0
	Total	104142926	211772	0.203347465	150089	61683	70.87291993	29.12708007
Total		233531720	124903974	53.48480027	124842291	61683	99.95061566	0.049384337

Resolution Details(2)								
Resolution Required: Ordinary					To appoint Mr. Khurshed Yazdi Daruvala (DIN: 00216905), Non - Executive Director of the Company, who retires by rotation as a Director			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No	No. of votes polled	No	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		106059749	99.32571484	106059749	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	106779749	0	0	0	0	0	0
	Total	106779749	106059749	99.32571484	106059749	0	100	0
Public Institutions	E-voting		18632453	82.41149947	18609245	23208	99.87544313	0.124556869
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	22609045	0	0	0	0	0	0
	Total	22609045	18632453	82.41149947	18609245	23208	99.87544313	0.124556869
Public Non-Institutions	E-voting		211972	0.203539509	142173	69799	67.07159436	32.92840564
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	104142926	0	0	0	0	0	0
	Total	104142926	211972	0.203539509	142173	69799	67.07159436	32.92840564
Total		233531720	124904174	53.48488591	124811167	93007	99.92553732	0.074462684

Resolution Details(3)								
Resolution Required: Ordinary					To approve appointment of Branch Auditors.			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	106779749	106059749	99.32571484	106059749	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		106779749	106059749	99.32571484	106059749	0	100
Public Institutions	E-voting	22609045	18632453	82.41149947	18632453	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		22609045	18632453	82.41149947	18632453	0	100
Public Non-Institutions	E-voting	104142926	211672	0.203251443	147289	64383	69.58360104	30.41639896
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		104142926	211672	0.203251443	147289	64383	69.58360104
Total		233531720	124903874	53.48475745	124839491	64383	99.94845396	0.051546039

Resolution Details(4)								
Resolution Required: Ordinary					To approve Material Related Party Transaction(s) with Shapoorji Pallonji and Company Private Limited.			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	106779749	0	0	0	0	0	0
	Total	106779749	0	0	0	0	0	0
Public Institutions	E-voting		18632453	82.41149947	18632453	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	22609045	0	0	0	0	0	0
	Total	22609045	18632453	82.41149947	18632453	0	100	0
Public Non-Institutions	E-voting		195951	0.188155843	133955	61996	68.36147812	31.63852188
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	104142926	0	0	0	0	0	0
	Total	104142926	195951	0.188155843	133955	61996	68.36147812	31.63852188
Total		233531720	18828404	8.062461065	18766408	61996	99.67073152	0.329268482

Resolution Details(5)								
Resolution Required: Special					To approve the waiver of recovery of excess remuneration paid to Mr. Chandra Kishore Thakur, Manager of the Company, during the financial year 2025-26			
Whether promoter/ promoter group are interested in the agenda/resolution?					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting		106059749	99.32571484	106059749	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	106779749	0	0	0	0	0	0
	Total	106779749	106059749	99.32571484	106059749	0	100	0
Public Institutions	E-voting		18632453	82.41149947	18632453	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	22609045	0	0	0	0	0	0
	Total	22609045	18632453	82.41149947	18632453	0	100	0
Public Non-Institutions	E-voting		211672	0.203251443	137446	74226	64.93348199	35.06651801
	Poll		0	0	0	0	0	0
	Postal Ballot(if applicable)	104142926	0	0	0	0	0	0
	Total	104142926	211672	0.203251443	137446	74226	64.93348199	35.06651801
Total		233531720	124903874	53.48475745	124829648	74226	99.9405735	0.059426499

CONFIDENTIAL

July 03, 2026

To,
The Chairperson
Sterling and Wilson Renewable Energy Limited
9th Floor, Universal Majestic,
P L Lokhande Marg,
Chembur (West), Mumbai - 400043.

Sir/Madam,

Sub.: Scrutinizer's Report for passing of resolutions through E-Voting

I have completed the assignment as the Scrutinizer for the E-Voting process under Section 108 of the Companies Act, 2013 (**'the Act'**) read with Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and I submit herewith my report for your necessary further action.

I further report that the electronic data and all other relevant records relating to E-Voting prior and during the AGM, shall remain in my safe custody until the chairperson considers, approves and signs the Scrutinizer Report/Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Chairperson/Company Secretary & Compliance Officer of the Company for safe keeping.

I request you to preserve electronic data and all other relevant records as required under Rule 20 of Companies (Management and Administration) Rules, 2014.

Thanking you,

For **Manish Ghia & Associates**
Company Secretaries

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CS Mannish L. Ghia
Partner
M. No. FCS 6252; C. P. No.3531

Encl: as above

CONSOLIDATED SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of Companies (Management and Administration) Rules, 2014]

To,
The Chairperson
Sterling and Wilson Renewable Energy Limited
9th Floor, Universal Majestic, P L Lokhande Marg,
Chembur (West), Mumbai - 400 043

Dear Sir,

Sub: Consolidated Scrutinizer's Report for passing of resolutions through Remote E-Voting & E-voting during the Annual General Meeting ("AGM") conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 at the 9th AGM of the members of Sterling and Wilson Renewable Energy Limited ("the Company") held on Thursday, July 02, 2026 at 12:00 p.m. (IST) through video conferencing ("VC") /other audio visual means ("OAVM")

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai, was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in terms of the provisions of Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("**the rules**") as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") in a fair and transparent manner, for passing of the resolutions as mentioned under item numbers 1 to 5 as set out in the Notice of AGM dated April 23, 2026 ("**Notice**"), issued by the Company in accordance with General Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular no. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022, Circular No. 10/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023, Circular No. 09/2024 dated September 19, 2024 and Circular No. 03/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs, Government of India (collectively referred to as "**MCA Circulars**") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/ P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR /P/2021/11 dated January 15, 2021, Circular SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated May 13, 2022, and Circular SEBI/HO/CFD/PoD-2/ P/CIR/2023/4 dated January 05, 2023, Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024, issued by the Securities and Exchange Board of India ("**SEBI Circulars**"), wherein the Companies are permitted to hold the AGM through VC / OAVM. Accordingly, in compliance with the provisions of the Act, SEBI Listing Regulations, MCA Circulars and SEBI Circulars the Company convened the 9th AGM of its members through VC/OAVM on **Thursday, July 02, 2026 at 12:00 p.m. (IST)**.



1. The e-voting conducted in terms of MCA Circulars, has been completed and now I, submit my report as under:
 - 1.1 The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules, MCA Circulars and SEBI Circulars relating to remote e-voting and e-voting during the AGM on the resolution contained in the Notice of AGM of the members of the Company. Our responsibility as Scrutinizer is restricted to make Scrutinizer's Report of the votes cast in favor and against the resolution(s) as stated in the Notice.
2. As per the confirmation received from the Company;
 - 2.1 The Company had availed the e-voting platform/facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting facility prior and during the AGM.
 - 2.2 As per MCA General Circular No. 20/2020 dated May 05, 2020, the Company has published advertisements in the English Newspaper "Financial Express" and Marathi Newspaper (Vernacular language) "Navshakti" on Friday, June 05, 2026, regarding the compliance with the said circular in relation to 9th AGM of the Company.
 - 2.3 The Company on Tuesday, June 09, 2026, completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories as on the cut-off date being Friday, May 29, 2026.
 - 2.4 As per applicable provisions of the rules, the Company had published an advertisement after completion of dispatch of Notice as above, provision of e-voting facility and other mandated particulars in the English Newspaper "Financial Express" and Marathi Newspaper "Navshakti" dated Wednesday, June 10, 2026 respectively.
 - 2.5 The remote e-voting period commenced on Monday, June 29, 2026, 9:00 a.m. (IST) onwards and ended on Wednesday, July 01, 2026 at 5:00 p.m. (IST).
 - 2.6 Votes cast through remote e-voting till 5:00 p.m. on Wednesday, July 01, 2026 being the last date and time fixed by the Company for remote e-voting and e-voting during the AGM, are considered for my scrutiny.
 - 2.7 The remote e-voting module was disabled by NSDL on Wednesday, July 01, 2026 after 5:00 p.m. and as required under the rules, the votes cast under the e-voting facility during the remote e-voting period and e-voting during the AGM, were unblocked in the presence of Ms. Misba Mir and Mr. Keshav Sarada who are not in employment with the Company; thereafter the data of e-voting was downloaded and the shareholding was matched/confirmed with the Register of Members of the Company/List of Beneficiaries maintained by the Company/its Registrar and Share Transfer Agents / Depositories as on the cut-off date for remote e-voting i.e., Thursday, June 25, 2026.
 - 2.8 The remote e-voting and e-voting during the AGM was scrutinized for verification of votes cast in favor and against the resolution.



3. The summary of the voting through remote e-voting and e-voting during the AGM is as follows:

ORDINARY BUSINESS:

Resolution No. 1: Ordinary Resolution

- a. Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, and the reports of the Board and the Auditors thereon.; and
- b. Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, and the report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
268	124842291	99.95%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	61683	0.05%

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 2: Ordinary Resolution

- Appointment of Mr. Khurshed Yazdi Daruvala (DIN: 00216905), Non-Executive Director of the Company, who retires by rotation as a Director;

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
254	124811167	99.93%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
24	93007	0.07%



(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

SPECIAL BUSINESS:

Resolution No. 3: Ordinary Resolution

➤ Appointment of Branch Auditors.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
266	124839491	99.95%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	64383	0.05%

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Resolution No. 4: Ordinary Resolution

➤ Approval of Material Related Party Transaction(s) with Shapoorji Pallonji and Company Private Limited.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
251	18766408	99.67%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
15	61996	0.33%

(iii) ***Invalid** votes:



Number of members whose votes were declared invalid	Number of invalid votes cast by them
4	297762

*Excluded as not eligible to votes in terms of regulation 23(4) of SEBI Listing Regulations.

Resolution No. 5: Special Resolution

- Approval of waiver of recovery of excess remuneration paid to Mr. Chandra Kishore Thakur, Manager of the Company, during the financial year 2025-26.

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
239	124829648	99.94%

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	74226	0.06%

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
0	0

Results:

1. For resolution No. 1 to 4 (Ordinary Resolution)- We report that number of votes cast in favour are more than the number of votes cast against;
2. For resolution No. 5 (Special Resolution)- We report that number of votes cast in favour are more than three times the number of votes cast against;



Accordingly, the resolutions as contained in the Notice of AGM dated April 23, 2026 may be considered as passed with requisite majority.

You may accordingly declare the result of the remote e-voting and e-voting during the AGM.

For Manish Ghia & Associates



Company Secretaries

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by MANNISH
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CS Mannish L. Ghia

Partner

M. No. FCS 6252, C.P. No. 3531

Peer Review No.: - PR 6759/2025

(Unique ID: P2006MH007100)

Place: Mumbai

Date: July 03, 2026

UDIN: F006252H000733440

Countersigned by

Mr. Khurshed Daruvala

Chairperson

Sterling and Wilson Renewable Energy Limited

Place: Mumbai

Date: July 03, 2026