



Indowind Energy Ltd

CIN : L40108TN1995PLC032311
E-mail : contact@indowind.com

19th February 2018

| | |
|---|---|
| National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No.C/1G.Block, BandraKurla complex Bandra - (E), Mumbai - 400 051. Scrip Code: INDOWIND | BSE Limited, 25 th Floor, P J Street, Dalal Street, Mumbai-400 001. Scrip Code: 532894 |
|---|---|

Dear Sir,

Sub: Extra ordinary General Meeting of the Company held on 16th February 2018

In connection with the Extra ordinary General Meeting of the Company held on 16th February 2018 at 11.30 a.m. we enclose the following

- Details of Voting Results in respect of Special resolution passed by the shareholders of the Company at the Extra ordinary General Meeting of the Company held at The Music Academy, Kasturi Srinivasan Hall (Mini Hall) New No. 168, T.T.K Road, Royapettah, Chennai – 600 014, Tamilnadu on 16th February 2018, in terms of Regulation 44 of the SEBI(Listing Obligations and Disclosure Requirements)Regulations, 2015;and
- Report of Scrutinizer dated 17th February 2018 on e-voting and poll process.

Based on the Scrutinizer's report, the Chairman announced that the two resolutions set out in the notice are approved with requisite majority

Kindly take the same on record. The aforesaid documents are also being made available on the Company's website.

Thanking You

Yours faithfully
For **INDOWIND ENERGY LIMITED**


S.Diraviam
Company Secretary
Encl:a/a



Annexure - 1

The combined result of e-voting and voting through physical ballot at the Extra Ordinary General Meeting of Indowind Energy Ltd. is as under:

| | |
|--|-------------------|
| Date of the AGM / EGM | February 16, 2018 |
| Total number of shareholders as on record date (February 9, 2018) | 34624 |
| No. of shareholders present in the meeting either in person or through proxy (Promoter and Promoter Group) | 4 |
| No. of shareholders present in the meeting either in person or through proxy (Other Public Shareholders) | 30 |

Agenda – wise disclosure (to be disclosed separately for each agenda item)

| Agenda Item No. 1 | Resolution required: (Ordinary / Special) | | Whether promoter / promoter group are interested in the agenda / resolution | | Yes | Special | Increase in Authorized Share Capital and Consequential Changes in the Memorandum of Association and Articles of Association of the Company | | |
|---------------------------------|---|----------------|---|-------------------------|--------------|--------------------|--|---------------|-------------|
| | Category | Mode of Voting | No. of Shares held (1) | No. of Votes polled (2) | | | | | |
| Promoter and Promoter Group | E-voting | | 4,30,81,140 | 3,02,69,044 | 70.26 | 3,02,69,044 | - | 100.00 | - |
| | Physical ballot | | 4,30,81,140 | 1,20,56,096 | 27.98 | 1,20,56,096 | - | 100.00 | - |
| | Total | | 4,30,81,140 | 4,23,25,140 | 98.24 | 4,23,25,140 | - | 100.00 | - |
| Public – Institutional Holders | E-voting | | 0 | - | - | - | - | - | - |
| | Physical ballot | | 0 | - | - | - | - | - | - |
| | Total | | 0 | - | - | - | - | - | - |
| Public Others (including FII's) | E-voting | | 4,66,60,346 | 10,28,287 | 2.20 | 10,22,787 | 5,500 | 99.46 | 0.53 |
| | Physical ballot | | 4,66,60,346 | 2626 | 0.01 | 2626 | - | 100.00 | - |
| | Total | | 4,66,60,346 | 10,30,913 | 2.21 | 10,25,413 | 5,500 | 99.46 | 0.53 |
| Total | | | 8,97,41,486 | 4,33,56,053 | 48.31 | 4,33,50,553 | 5,500 | 99.98 | 0.53 |



| Agenda Item No. 2 | | Resolution required: (Ordinary / Special) | | Issue of Convertible Warrants on Preferential Basis | | | | |
|---|-----------------|---|-------------------------|---|------------------------------|----------------------------|---|--|
| Whether promoter / promoter group are interested in the agenda / resolution | | Special | | Special | | | | |
| 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 favour (4) | No. of votes – against (5) | % of Votes in favor on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-voting | | 3,02,69,044 | 70.26 | 3,02,69,044 | - | 100.00 | - |
| | Physical ballot | 4,30,81,140 | 1,20,56,096 | 27.98 | 1,20,56,096 | - | 0 | - |
| | Total | | 4,23,25,140 | 98.24 | 4,23,25,140 | - | 100.00 | - |
| Public Institutional Holders | E-voting | | - | - | - | - | - | - |
| | Physical ballot | 0 | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public Others (including FIIs) | E-voting | | 10,28,287 | 2.20 | 10,22,587 | 5,700 | 99.44 | 0.55 |
| | Physical ballot | 4,66,60,346 | 2,626 | 0.01 | 2,626 | - | 100.00 | - |
| | Total | | 10,30,913 | 2.21 | 10,25,213 | 5,700 | 99.44 | 0.55 |
| | Total | 8,97,41,486 | 4,33,56,053 | 48.31 | 4,33,50,353 | 5,700 | 99.98 | 0.55 |

All the percentages have been rounded off upto two decimals
The electronic data and physical ballot papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,
For Indowind Energy Limited



S. Diraviam
Company Secretary





Amit R. Dadheech & Associates
Company Secretaries

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

February 17, 2018

To,
The Chairman,
Extra Ordinary General Meeting of the Equity
Shareholders of **Indowind Energy Ltd.**
Held on February 16, 2018 at 11.30 a.m. at
The Music Academy, Kasturi Srinivasan hall (Mini Hall) New No. 168,
T.T.K. Road, Royapettah, Chennai – 600014, Tamilnadu.

Sub: Combined Scrutinizer's Report on e-voting and physical ballot forms pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Dear Sir,

We, Amit R. Dadheech & Associates, was appointed as scrutinizer by the Board of Directors of **Indowind Energy Ltd.** at their meeting held on January 17, 2018, for the purpose of the e-voting and physical ballot voting to be taken on the resolutions as mentioned in the Notice of Extra Ordinary General Meeting dated January 17, 2018 held on February 16, 2018 at 11.00 a.m. at The Music Academy, Kasturi Srinivasan hall (Mini Hall) New No. 168, T.T.K. Road, Royapettah, Chennai – 600014, Tamilnadu and we submit our consolidated report as under:

1. After the time fixed for closing of the voting by the Chairman, One ballot box was kept for the voting and was locked in our presence out associates with due identification marks placed by us.
2. The locked ballot box was subsequently opened in the presence of our associates along with two shareholders who witnessed the same and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company (Big Share Services Pvt. Ltd.) and the authorizations / proxies lodged with the Company.
3. There were no ballot papers, which were incomplete or which were otherwise found defective.
4. The consolidated results of the e-voting and ballot is given in the annexure to our report.



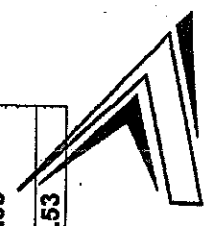
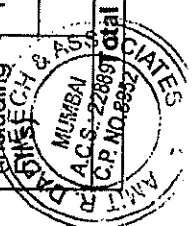
Annexure - 1

The combined result of e-voting and voting through physical ballot at the Extra Ordinary General Meeting of Indowind Energy Ltd. is as under:

| | |
|--|--------------------|
| Date of the AGM / EGM | February 16, 2018. |
| Total number of shareholders as on record date (February 9, 2018) | 34624 |
| No. of shareholders present in the meeting either in person or through proxy (Promoter and Promoter Group) | 4 |
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Agenda – wise disclosure (to be disclosed separately for each agenda item)

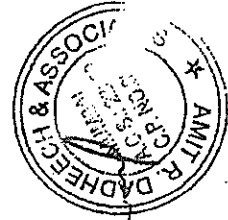
| Agenda Item No. 1 | | Increase in Authorized Share Capital and Consequential Changes in the Memorandum of Association and Articles of Association of the Company | | | | | | |
|---|-----------------|--|-------------------------|---|------------------------------|----------------------------|---|--|
| Resolution required: (Ordinary / Special) | | Special | | | | | | |
| Whether promoter / promoter group are interested in the agenda / resolution | | Yes | | | | | | |
| 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 favour (4) | No. of votes – against (5) | % of Votes in favor on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-voting | | 3,02,69,044 | 70.26 | 3,02,69,044 | - | 100.00 | - |
| | Physical ballot | 4,30,81,140 | 1,20,56,096 | 27.98 | 1,20,56,096 | - | 100.00 | - |
| | Total | | 4,23,25,140 | 98.24 | 4,23,25,140 | - | 100.00 | - |
| Public – Institutional Holders | E-voting | | - | - | - | - | - | - |
| | Physical ballot | 0 | - | - | - | - | - | - |
| | Total | | - | - | - | - | - | - |
| Public Others (including Depository) | E-voting | | 10,28,287 | 2.20 | 10,22,787 | 5,500 | 99.46 | 0.53 |
| | Physical ballot | 4,66,60,346 | 2626 | 0.01 | 2626 | - | 100.00 | - |
| | Total | | 10,30,913 | 2.21 | 10,25,413 | 5,500 | 99.46 | 0.53 |
| Total | | 8,97,41,486 | 4,33,56,053 | 48.31 | 4,33,50,553 | 5,500 | 99.98 | 0.53 |



| Agenda Item No. 2 | | Issue of Convertible Warrants on Preferential Basis | | | | | | | | | |
|---|-----------------|---|-------------------------|---|------------------------------|--------------------------|---|--|--|--|--|
| Resolution required: (Ordinary / Special) | | Special | | | | | | | | | |
| Whether promoter / promoter group are interested in the agenda / resolution | | Yes | | | | | | | | | |
| 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 favour (4) | No. of votes against (5) | % of Votes in favor on Votes polled (6)=[(4)/(2)]*100 | % of Votes against on Votes polled (7)=[(5)/(2)]*100 | | | |
| Promoter and Promoter Group | E-voting | | 3,02,69,044 | 70.26 | 3,02,69,044 | - | 100.00 | - | | | |
| | Physical ballot | 4,30,81,140 | 1,20,56,096 | 27.98 | 1,20,56,096 | - | 0 | - | | | |
| | Total | | 4,23,25,140 | 98.24 | 4,23,25,140 | - | 100.00 | - | | | |
| Public - Institutional Holders | E-voting | | - | - | - | - | - | - | | | |
| | Physical ballot | 0 | - | - | - | - | - | - | | | |
| | Total | | - | - | - | - | - | - | | | |
| Public Others (Including Fil's) | E-voting | | 10,28,287 | 2.20 | 10,22,587 | 5,700 | 99.44 | 0.55 | | | |
| | Physical ballot | 4,66,60,346 | 2,626 | 0.01 | 2,626 | - | 100.00 | - | | | |
| | Total | | 10,30,913 | 2.21 | 10,25,213 | 5,700 | 99.44 | 0.55 | | | |
| | Total | 8,97,41,486 | 4,33,56,053 | 48.31 | 4,33,50,353 | 5,700 | 99.98 | 0.55 | | | |

All the percentages have been rounded off upto two decimals
The electronic data and physical ballot papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You,
For Amit R. Dadheech & Associates



(Signature)

Amit R. Dadheech
ACS: 22889, CP: 8952
Mumbai, February 17, 2018

