

## Inox Wind Energy Limited

(CIN: L40106HP2020PLC010065)

**Registered Office:** Plot No. 1, Khasra Nos. 264 to 267, Industrial Area, Village Basal, District Una - 174303, Himachal Pradesh; **Telephone:** +91 1975 272001

**Website:** [www.iwel.co.in](http://www.iwel.co.in); **Email:** [investors.iwl@inoxwind.com](mailto:investors.iwl@inoxwind.com)

# Notice of 3<sup>rd</sup> Annual General Meeting

**NOTICE** is hereby given that the **Third Annual General Meeting (AGM)** of the Members of **Inox Wind Energy Limited** will be held on **Friday, 29<sup>th</sup> September, 2023 at 4:30 P.M. (IST)** through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM") to transact the following business:

## ORDINARY BUSINESS

### 1. Adoption of Financial Statements

To receive, consider and adopt:

- Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2023, the reports of the Board of Directors and Auditors thereon; and
- Audited Consolidated Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 and the report of the Auditors thereon.

### 2. To appoint a Director in place of Mr. Vivek Kumar Jain (DIN: 00029968) who retires by rotation and being eligible offers himself for re-appointment

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

**"RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) consent of the Company be and is hereby accorded for re-appointment of Mr. Vivek Kumar Jain (DIN: 00029968) who retires by rotation at this Annual General Meeting and being eligible who has offered himself for re-appointment, as a Director of the Company liable to retire by rotation."

## SPECIAL BUSINESS

### 3. Approval for rescission of the resolution passed by the Members of the Company on 28<sup>th</sup> September, 2022 with regard to increase of Authorised Share Capital of the Company and consequently alteration of the Share Capital Clause of the Memorandum of Association of the Company

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

**"RESOLVED THAT** the earlier resolution passed by the Members of the Company in their meeting held on 28<sup>th</sup> September, 2022 for increase of the Authorised Share Capital of the Company from the existing ₹ 110,11,00,000/- (Rupees One Hundred Ten Crore and Eleven Lakh only) divided into 11,01,10,000 (Eleven Crore One Lakh and Ten Thousand) Equity Shares of ₹ 10/- (Rupees Ten only) each to ₹ 310,11,00,000/- (Rupees Three Hundred Ten Crore and Eleven Lakh only) divided into 11,01,10,000 (Eleven Crore One Lakh and Ten Thousand) Equity Shares of ₹ 10/- (Rupees Ten only) each totaling to ₹ 110,11,00,000/- (Rupees One Hundred Ten Crore and Eleven Lakh only) and 20,00,00,000 (Twenty Crore) Preference Shares of ₹ 10/- (Rupees Ten only) each totaling to ₹ 200,00,00,000/- (Rupees Two Hundred Crore only) and consequently alteration of the Share Capital Clause of the Memorandum of Association of the Company be and is hereby rescinded."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall deem to include IWEL Committee of the Board of Directors for Operations) or any officer/ executive/ representative and/ or any other person so authorized by the Board or the Committee, be and are hereby severally authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deems necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the Members of the Company."

### 4. Approval of Material Related Party Transactions

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

**"RESOLVED THAT** pursuant to the provisions of Regulation 23(4) and such other applicable Regulations, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) ("Listing Regulations") and the Company's 'Policy on Materiality of Related Party Transactions' and the applicable provisions of the Companies Act, 2013 read with Rules framed thereunder, the approval of the Members of the Company be and is hereby accorded to enter into material related party transaction(s), as detailed below, with the Company's material subsidiary, Inox Wind Limited, a related party within the meaning of Section 2(76) of the Companies Act, 2013 and/ Regulation 2(1)(zb) of the

Listing Regulations during the period commencing from the conclusion of 3<sup>rd</sup> Annual General Meeting (AGM) till the conclusion of 4<sup>th</sup> AGM and on such terms and conditions as may be decided by the Board from time to time based on the approval of the Audit Committee and as mutually agreed between the Company and related party, which would be entered into on an arm's length basis and in the ordinary course of business of the Company:

		(₹ in Crore)	
Name of the Related Party and Relationship	Description of the contract(s)/arrangement(s)/ transaction(s)	Actual value of transaction entered during FY 2022-23	Estimated value of transaction for which approval is being sought
Inox Wind Limited (IWL), Subsidiary Company	(i) giving of inter corporate deposits	172.67	250
	(ii) receive back of inter corporate deposits along with interest accrued thereon	194.33	250
	(iii) sale of goods/ services	-	300
	(iv) subscription of 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares of face value of ₹ 10 each of IWL (NCPRPS), at par, for cash consideration, on a private placement basis, from time to time in one or more tranches	-	400*

\* specific transaction

notwithstanding the fact that all such contracts/ arrangements/ transactions, whether individually and/ or in the aggregate, may exceed Rupees 1,000 Crore or 10% of the annual consolidated turnover of the Company as per the last audited financial statements of the Company, whichever is lower, or any other materiality threshold as may be applicable under law/ regulations from time to time."

**"RESOLVED FURTHER THAT** the Board of Directors of the Company (including its Committee thereof) be and are hereby authorised to finalise the terms and conditions of the transaction(s) with the related parties and to do any modification(s)/ amendment(s)/ alteration(s) thereof and to do all such acts and take all steps as may be necessary, proper and expedient to give effect to this Resolution without being required to seek any further consent or approval of the Members of the Company."

**By order of the Board of Directors**

Place: Noida  
Date: 29<sup>th</sup> July, 2023

**Deepak Banga**  
Company Secretary

**NOTES:**

1. In accordance with the Ministry of Corporate Affairs ("MCA") General Circulars Nos. 14/2020 dated 8<sup>th</sup> April, 2020, 17/2020 dated 13<sup>th</sup> April, 2020, 20/2020 dated 5<sup>th</sup> May, 2020, 02/2021 dated 13<sup>th</sup> January, 2021, 19/2021 dated 8<sup>th</sup> December, 2021, 21/2021 dated 14<sup>th</sup> December, 2021, 2/2022 dated 5<sup>th</sup> May, 2022 and 10/2022 dated 28<sup>th</sup> December, 2022, respectively, (the "MCA Circulars") read with the Securities and Exchange Board of India ("SEBI") Circular Nos. SEBI/HO/CFD/CMD2/ CIR/P/2022/62 dated 13<sup>th</sup> May, 2022 and SEBI/HO/CFD/ PoD2/ CIR/P/2023/4 dated 5<sup>th</sup> January, 2023 (the "SEBI Circulars"), the Annual General Meeting ("AGM") is permitted to be held without the physical presence of the Members at a common venue and Members can attend and participate in the AGM through VC/OAVM.
2. In compliance with the applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the MCA Circulars, SEBI Circulars and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), **the 3<sup>rd</sup> Annual General Meeting (the "AGM" or the "Meeting") of the Members of Inox Wind Energy Limited (the "Company") is scheduled to be held on Friday, 29<sup>th</sup> September, 2023 at 4.30 P.M.(IST) through VC/ OAVM.** Accordingly, the Members can attend and participate in the ensuing AGM through VC/ OAVM. They can also vote on the items to be transacted at the Meeting as mentioned in this Notice through electronic voting process ("e-Voting") via remote e-Voting or e-Voting during the AGM by following the procedure as detailed below in Note Nos. 9 to 12.
3. The attendance of the Members participating in the AGM through VC/ OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. PURSUANT TO THE PROVISIONS OF THE COMPANIES ACT, 2013, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/ HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS MENTIONED ABOVE THROUGH VC/ OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS AND THE SEBI CIRCULARS, THE FACILITY OF APPOINTMENT OF PROXIES BY MEMBERS TO ATTEND AND VOTE AT THE AGM IS NOT AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

However, in pursuance of Sections 112 and 113 of the Companies Act, 2013, the representatives of the Members may be appointed for the purpose of voting through remote e-Voting or for participation and voting during the meeting held through VC/ OAVM and in this regard should send the necessary documents to the Company.

5. Institutional investors who are Members of the Company are encouraged to attend and vote in the AGM being held through VC/ OAVM.
6. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the Special Business as mentioned in the Notice is annexed hereto.
7. **Dispatch of Annual Report**

In accordance with the provisions of the Companies Act, 2013 and Rules framed thereunder read with the MCA Circulars and the SEBI Circulars, the Companies are permitted to send documents like Notice convening the general meetings, Audited Financial Statements, Board's Report, Auditor's Report or other documents required to be attached therewith, in electronic form only, to all the members who have registered their e-mail address either with the Company or with the Depository Participant. In line with the same, the Notice alongwith the Annual Report of the Company for the Financial Year ended 31<sup>st</sup> March, 2023, is being sent through electronic form only i.e. through e-mail to those members whose e-mail addresses are registered with the Company or the Registrar and Share Transfer Agent (the "RTA") i.e. Link Intime India Private Limited or the Depository Participant(s).

We request the Members to register/ update their e-mail address with their Depository Participant, in case they have not already registered/ updated the same. Members who are holding shares in physical form are requested to get their e-mail address registered with the RTA.

The Notice and the Annual Report of the Company for the Financial Year ended 31<sup>st</sup> March, 2023 is available on the websites of the Company viz. [www.iwel.co.in](http://www.iwel.co.in) and Stock Exchanges i.e. NSE and BSE where the Equity Shares of the Company are listed. The Notice is also available on the e-Voting website of the agency engaged for providing e-Voting facility i.e. National Securities Depository Limited (NSDL) viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

8. In case of joint holders participating at the AGM together, only such joint holder who is higher in the order of names will be entitled to vote.
9. **Instructions for Members for Remote E-voting and Joining Annual General Meeting (AGM)**

In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the MCA Circulars, the Company is providing e-Voting facility to all Members to cast their votes using electronic voting system from any place before the meeting ("remote e-Voting") and during the meeting, in respect of the resolutions proposed in this Notice. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorized e-Voting's agency.

**How do I vote electronically using NSDL e-Voting system?**

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

**Step 1: Access to NSDL e-Voting system****A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December, 2020 on e-Voting

facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. The Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>NSDL</b>	<ol style="list-style-type: none"> <li>Existing IDeAS user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page, click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” tab which is available under “<b>IDeAS</b>” section and this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on Company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under “<b>Shareholder/Member</b>” section and a new screen will open where you will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on the Company’s name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol>

**NSDL Mobile App is available on**



Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with <b>CDSL</b>	<ol style="list-style-type: none"> <li>Users who have opted for CDSL <b>Easi/ Easiest</b> facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users who wish to login <b>Easi /Easiest</b> facility of CDSL are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; then to New System <b>My Easi</b> Tab and then use your existing <b>My Easi</b> username &amp; password.</li> <li>After successful login on the <b>Easi/ Easiest</b> tab, user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by Company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, links are provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a>. To register, click on login &amp; New System My Easi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing demat account number and PAN No. from e-Voting link available on CDSL home page i.e. <a href="http://www.cdslindia.com">www.cdslindia.com</a>. The system will authenticate the user by sending OTP on registered Mobile &amp; E-mail Id as recorded in the demat account of the user. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their <b>depository participants</b>	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on Company's name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:evoting@cdslindia.com">evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

#### B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

##### How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL, <https://www.evoting.nsdl.com/> either on a personal computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "**Login**" which is available under '**Shareholder/Member**' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

- iv. Details regarding User ID are given below:

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the Company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***.

- v. Password details for shareholders other than Individual shareholders are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- How to retrieve your 'initial password'?
  - If your email ID is registered in your demat account or with the Company, your 'initial password' was communicated to you on your email ID. Trace the email sent to you by NSDL in your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - If your email ID is not registered, please follow steps mentioned below.

- vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- Physical User Reset Password? (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

- viii. Now, you will have to click on "Login" button.

- ix. After you click on the "Login" button, home page of e-Voting will open.

## Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system

### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- Select "EVEN" of the Company i.e. INOX WIND ENERGY LIMITED, for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



### General Guidelines for shareholders

- a) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [samdanic@gmail.com](mailto:samdanic@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
- b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
- c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms. Pallavi Mhatre at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

### 10. Process for those Members whose Email Ids are not registered with the Depositories/ Company for obtaining login credentials for joining the Meeting through VC/OAVM and for e-Voting

- i. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to [investors.iwl@inoxwind.com](mailto:investors.iwl@inoxwind.com).
- ii. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to [investors.iwl@inoxwind.com](mailto:investors.iwl@inoxwind.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
- iii. Alternatively, Shareholders/Members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

- iv. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### 11. Instructions for Members for e-voting on the day of the AGM

- i. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
- ii. Only those Members/ Shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system in the AGM.
- iii. Members who have voted through Remote e-voting will be eligible to attend the AGM. However, they will not be eligible to again vote at the AGM.
- iv. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

### 12. Instructions for Members for attending the AGM through VC/OAVM

- i. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for "Access to NSDL e-Voting system". After successful login, you can see link of "VC/OAVM" placed under "Join meeting" menu against Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
- ii. Members are encouraged to join the Meeting through Laptops for better experience.
- iii. Members are requested use good speed Internet in order to avoid any disturbance during the meeting.
- iv. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. Members may note that the facility of participation at the AGM through VC/ OAVM will be made available

for 1,000 members on a first-come-first-served basis. However, this will not include large shareholders (shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction on account of first-come-first-served basis.

- vi. Members may join the AGM through VC/ OAVM facility 15 minutes before the scheduled time of AGM and it will be kept open for 15 minutes after the start of the AGM.
- vii. Any person becoming a Member of the Company after the Notice of the Meeting is sent out through e-mail and holds shares as on the **Cut-off date i.e. Friday, 22<sup>nd</sup> September, 2023**, may download the same from the websites of the Company, Stock Exchanges i.e. NSE and BSE & NSDL and can exercise their voting rights through remote e-Voting or by e-voting during the Meeting by following the instructions listed in this notice.
- viii. The remote e-Voting period begins on **Monday, 25<sup>th</sup> September, 2023 at 9:00 A.M.(IST) and ends on Thursday, 28<sup>th</sup> September, 2023 at 5:00 P.M. (IST)** During this period, the Members of the Company, holding shares either in physical form or in dematerialized form, as on the Cut-off date i.e. 22<sup>nd</sup> September, 2023, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.

### 13. Procedure to raise questions/ seek clarifications with respect to the Annual Report

- i. Members seeking any information on the financial accounts, operations or any matter to be placed at the AGM are requested to write to the Company Secretary at least 7 days prior to the Meeting i.e. not later than 22<sup>nd</sup> September, 2023 at the Company's Corporate Office at InoxGFL Towers, Plot No.17, Sector-16A, Noida-201 301, Uttar Pradesh, or can send their queries on [investors.iwl@inoxwind.com](mailto:investors.iwl@inoxwind.com) and the same shall be suitably replied.
- ii. The Members who would like to express their views/ ask questions/ queries during the meeting may register themselves in advance as a speaker by sending their request 7 days prior to the Meeting i.e. not later than 22<sup>nd</sup> September, 2023 mentioning their questions alongwith Name, Demat account number/Folio number, Email-id, Mobile number at [investors.iwl@inoxwind.com](mailto:investors.iwl@inoxwind.com) from their registered email address. The queries of the Members will be replied by the Company suitably.
- iii. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the meeting. The Chairman of the Meeting reserves the right to restrict the number of questions, time allotted and number of speakers as appropriate for smooth conduct of the AGM.

- 14. The relevant documents referred to in the Notice and in the Explanatory Statement shall be open for inspection by the Members of the Company, without payment of fees, at the Registered Office on all working days (except Saturdays, Sundays and Public Holidays) between 11:00 A.M. to 01:00 P.M. upto the date of this Meeting and copies thereof shall also be available for inspection in physical form at the Corporate Office of the Company situated at InoxGFL Towers, Plot No. 17, Sector-16A, Noida - 201301, Uttar Pradesh. Further, the relevant documents referred to in the Notice along with Statutory Registers shall also be available for inspection through electronic mode during the meeting to any person having right to attend the meeting, basis the request being sent on [investors.iwl@inoxwind.com](mailto:investors.iwl@inoxwind.com).
- 15. The voting rights of Members shall be in proportion to their shares of the Paid-up Equity Share Capital of the Company as on the Cut-off date i.e. **22<sup>nd</sup> September, 2023**. For all other Members who are not holding shares as on 22<sup>nd</sup> September, 2023 and receive the Annual Report of the Company, the same is for their information.
- 16. The Board of Directors have appointed Mr. S. Samdani (ICSI Membership No. FCS 3677), failing him Mr. Suresh Kumar Kabra (ICSI Membership No. ACS 9711) and failing him Ms. Megha Dave (ICSI Membership No. ACS 61098) of M/s. Samdani Shah and Kabra, Practicing Company Secretaries as Scrutinizers to scrutinize the voting including e-Voting process in a fair and transparent manner.
- 17. The Scrutinizer shall after the conclusion of voting at the AGM, first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-Voting in presence of at least two witnesses not in the employment of the Company and will make, within two working days of the conclusion of AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or any person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- 18. Once declared, the results along with the consolidated Scrutinizer's Report shall be placed on the Company's website; [www.iwel.co.in](http://www.iwel.co.in) and on the website of NSDL; [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and shall be communicated to the Stock Exchanges viz. BSE Limited and National Stock Exchange of India Limited where the equity shares of the Company are listed.
- 19. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc.:
  - a. For shares held in electronic form: to their Depository Participants (DPs)
  - b. For shares held in physical form: to the Company/ Registrar and Transfer Agent in the prescribed Form ISR-1 and other forms pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3<sup>rd</sup> November, 2021 read with SEBI Circular No. SEBI/HO/



MIRSD\_RTA/P/CIR/2021/687 dated 14<sup>th</sup> December, 2021. Members may also refer to website of the Company at [www.iwel.co.in/investors/](http://www.iwel.co.in/investors/) for more details.

- 20.** Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25<sup>th</sup> January, 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service requests viz. issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/ exchange of securities certificate; endorsement; sub-division/splitting of securities certificate, consolidation of securities certificates/ folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4, the format of which is available on the Company's website at [www.iwel.co.in](http://www.iwel.co.in). It may be noted that any service request can be processed only after the folio is KYC Compliant.
- 21.** Members may please note that SEBI has amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and has mandated that all requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialised form with a depository. Further, transmission or transposition of securities held in physical or dematerialised form shall be effected only in dematerialised form. In view of the same, Members are advised to dematerialize the shares held by
- them in physical form. Members can contact the Company's Registrar & Share Transfer Agent (RTA) or may write to the Company at InoxGFL Towers, Plot No. 17, Sector-16A, Noida - 201301, Uttar Pradesh, for assistance in this regard.
- 22.** As per the provisions of Section 72 of the Companies Act, 2013 and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website [www.iwel.co.in/investors/](http://www.iwel.co.in/investors/). Members are requested to submit the said details to their DP in case the shares are held by them in dematerialized form and to RTA in case the shares are held in physical form.
- 23.** Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participant with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar & Share Transfer Agent; Link Intime India Private Limited, quoting their Folio number etc.

## STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

### Item No. 3

The Board of Directors of the Company in their Meeting held on 30<sup>th</sup> August, 2022 had accorded their approval for issuance of Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares ("Preference Shares") of ₹ 10/- each aggregating upto ₹ 200 Crore to Inox Leasing and Finance Limited, Holding and Promoter Company, for cash consideration on private placement basis. In order to accommodate the issuance of abovementioned Preference Shares, the Board in the same meeting had also accorded their approval, subject to the approval of the shareholders of the Company for increase of the Authorised Share Capital of the Company from the existing ₹ 110,11,00,000/- (Rupees One Hundred Ten Crore and Eleven Lakh only) divided into 11,01,10,000 (Eleven Crore One Lakh and Ten Thousand) Equity Shares of ₹ 10/- (Rupees Ten only) each to ₹ 310,11,00,000/- (Rupees Three Hundred Ten Crore and Eleven Lakh only) divided into 11,01,10,000 (Eleven Crore One Lakh and Ten Thousand) Equity Shares of ₹ 10/- (Rupees Ten only) each totalling to ₹ 110,11,00,000/- (Rupees One Hundred Ten Crore and Eleven Lakh only) and 20,00,00,000 (Twenty Crore) Preference Shares of ₹ 10/- (Rupees Ten only) each totalling to ₹ 200,00,00,000/- (Rupees Two Hundred Crore only) by creation of 20,00,00,000 (Twenty Crore) Preference Shares of ₹ 10/- (Rupees Ten only) each totalling to ₹ 200,00,00,000/- (Rupees Two Hundred Crore only) and consequently alteration of the Share Capital Clause of the Memorandum of Association of the Company.

The shareholders of the Company in their 2<sup>nd</sup> Annual General Meeting held on 28<sup>th</sup> September, 2022 had accorded their approval for the increase of the Authorised Share Capital of the Company as mentioned above.

The Board of Directors of the Company in their meeting held on 26<sup>th</sup> May, 2023 rescinded the aforesaid resolution regarding increase of Authorised Share Capital of the Company subject to shareholders and other applicable approvals as the same was passed based on the decision to issue Preference Shares aggregating upto ₹ 200 Crore for cash consideration on private placement basis which was cancelled/withdrawn as the proposed investor had shown its unwillingness to subscribe to the preference shares.

In view of above, the consent of the Members of the Company is being sought by way of an Ordinary Resolution on the resolution as set out at Item No. 3 of the Notice.

None of the Directors, Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise in this Resolution.

The Board recommends the Resolution as set out at Item No. 3 of the Notice for approval of the Members of the Company as an Ordinary Resolution.

### Item No. 4

As the Promoter and Holding Company of Inox Wind Limited (IWL), the Company has previously extended financial assistance, including by way of giving of inter corporate deposits and/or subscription of securities of IWL, from time to time and if the need arises, the Company may need to extend such financial support in future as well to support the IWL's short term and long term cash flows as well as its business objectives. These transactions have consistently been executed on an arm's length basis and in the ordinary course of business and in compliance with all applicable legal requirements.

In accordance with the applicable Listing Regulations, all material related transactions including subsequent material modifications as defined by the Audit Committee, requires prior approval from the shareholders. The consolidated turnover of the Company as per the audited financial statements for financial year ended on 31<sup>st</sup> March, 2023 was ₹ 733.85 Crore

In view of the above and on account of the provisions of the Listing Regulations whereby prior approval of the shareholders of the Company is required to enter into any material related party transaction(s), the Company intends to seek an enabling approval from the members of the Company for the material related party transactions as mentioned in the resolution which includes approval for the specific transaction as well, which are deemed operational and critical, and shall be executed on an arm's length basis and in the ordinary course of business, as and when business requirement arises, in order to secure continuity of business operations and for achieving the consolidated business objectives of the Company.

The Audit Committee and the Board of Directors of the Company in their respective Meeting held on 29<sup>th</sup> July, 2023 have accorded their approval to the proposed transactions to be entered on an arm's length basis and in the ordinary course of business. The amount approved by the Board are estimated maximum values which have been determined based on the current level of business transactions and considering the future business requirements.

The proposed transactions would be entered into with related party in the ordinary course of business of the Company and on an arm's length basis in furtherance of the business activities and in accordance with the applicable laws and therefore, the Board of Directors of the Company are of the view that these would be in the best interest of the Company and its shareholders. The proposed transactions shall not, in any manner, be detrimental to the interest of minority shareholders.

Detail of the transactions and other particulars thereof as per the applicable provisions of the Companies Act, 2013 and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated 22<sup>nd</sup> November, 2021 is given below:

## 1. Details of material related party transactions with Inox Wind Limited (IWL), a subsidiary Company

S.No.	Particulars	Details
1.	Type, material terms and particulars of the proposed transaction	<p>(i) giving of inter corporate deposits</p> <p>(ii) receive back of inter corporate deposits along with interest accrued thereon</p> <p>(iii) sale of goods and services</p> <p>(iv) subscription of 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable, Preference Shares of face value of ₹ 10 each of Inox Wind Limited (IWL)(NCPRPS), at par, for cash consideration on a private placement basis, in one or more tranches, from to time, on the following terms:</p> <ul style="list-style-type: none"> <li>- NCPRPS shall not be listed with any Stock Exchange;</li> <li>- NCPRPS shall rank for dividend in priority to the Equity Shares of IWL;</li> <li>- The holders of NCPRPS will be entitled to receive a participatory dividend in a financial year in which IWL pays dividend to its equity shareholders (Participatory dividend). Such participatory dividend will be payable at the same rate as the dividend paid on the equity shares;</li> <li>- NCPRPS shall, in case of winding up, be entitled to rank, as regards repayment of capital and dividend (if declared by IWL), up to the commencement of the winding up, in priority to the Equity Shares and shall also be entitled to participation in profits or assets or surplus funds, on the event of winding-up which may remain after the entire capital has been repaid;</li> <li>- Holders of NCPRPS shall be paid dividend on a non- cumulative basis;</li> <li>- NCPRPS shall not be convertible into Equity Shares;</li> <li>- NCPRPS shall not carry any voting rights;</li> <li>- NCPRPS shall be redeemable at par at the option of either the Preference Shareholder or the Company, at any time within a period not exceeding 5 (five) years from the date of allotment as per the provisions of the Companies Act, 2013.</li> </ul>
2.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Inox Wind Limited, a subsidiary company
3.	Tenure of the proposed transaction	As specified in the resolution
4.	Value of the proposed transaction	As specified in the resolution.
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	<p>(i) 34.07 (42.86)</p> <p>(ii) 34.07 (42.86)</p> <p>(iii) 40.88 (51.43)</p> <p>(iv) 54.51 (68.57)</p>

S.No.	Particulars	Details
6.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:	
i.	details of the source of funds in connection with the proposed transaction	The financial assistance by way of inter-corporate deposits and/or subscription of NCPRPS would be provided from the internal accruals/ own funds and other sources.
ii.	where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, <ul style="list-style-type: none"> <li>• nature of indebtedness;</li> <li>• cost of funds; and</li> <li>• tenure;</li> </ul>	Not applicable since no financial indebtedness shall be incurred by the Company to make or give such financial assistance.
iii.	applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security	<p>The financial assistance shall be provided on an arms' length basis i.e. at Company's cost of availing such financial assistance of similar nature and tenor.</p> <p>Loans shall be unsecured, callable on demand subject to customary terms and conditions as shall be approved by the Audit Committee and the Board.</p>
iv.	the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT.	<p>Funds shall be utilized by the subsidiary towards meeting operational cash-flows and business objectives/ long-term working capital requirements and for its general corporate purposes.</p> <p>There is no current/ immediate proposal to provide financial assistance. The Company is seeking enabling approval from the Members of the Company to provide the same as and when any business requirement arises and all such actions shall be in the ordinary course of business and on arm's length basis and in compliance with the applicable laws.</p>
7.	Justification as to why the RPT is in the interest of the listed entity	<p>The Company has previously provided financial support, including by way of inter-corporate deposits, to its subsidiary as and when required and may have to extend the same in future as well to achieve its short term and long term cash flows and business objectives and for achieving the consolidated business operations of the Company. As in the past, all transactions proposed to be entered into shall be in the ordinary course of business and on arm's length basis.</p> <p>NCPRPS are proposed to be subscribed at par, based on the Valuation Report dated 22<sup>nd</sup> July, 2023 obtained from Shri Hitesh Jhamb, an Independent Registered Valuer. As the same are 'participatory' in nature and shall carry preferential rights as regards to payment of dividend, the proposed transaction is in the best interest of the Company.</p> <p>Furthermore, the subscription of NCPRPS by the Company for cash consideration shall also be beneficial to its material subsidiary.</p>
8.	A copy of the valuation or other external party report, if any such report has been relied upon	<p>The proposed related party transactions are purely operational/ integral part of Company's operations and shall be undertaken in ordinary course of business of the Company and on arm's length basis.</p> <p>Valuation Report dated 22<sup>nd</sup> July, 2023 has been obtained from Shri Hitesh Jhamb, an Independent Registered Valuer and the same will be made available through the registered e-mail address of the shareholders who request for the same.</p>
9.	Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT on a voluntary basis	-
10.	Any other information that may be relevant	All relevant/ important information form a part of this Explanatory Statement.

Mr. Devendra Kumar Jain, Mr. Vivek Kumar Jain and Mr. Devansh Jain, Non-Executive Directors, Mr. Shanti Prashad Jain, Independent Director, Mr. Narayan Lodha, Chief Financial Officer and Mr. Deepak Banga, Company Secretary of the Company and their relatives shall be deemed to be concerned or interested in the resolution as set out at Item No. 4 of the Notice.

Save and except the above, none of the other Directors and Key Managerial Personnel of the Company and their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board of Directors of the Company are of the opinion that the proposed material related party transactions are in the best interest of the Company and its Members.

The Board recommends the resolution as stated at Item No. 4 of the Notice for approval of the Members as an Ordinary Resolution.

**By order of the Board of Directors**

Place: Noida

Date: 29<sup>th</sup> July, 2023

**Deepak Banga**  
**Company Secretary**



**STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 AND REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

<b>Name of Director</b>	<b>Mr. Vivek Kumar Jain</b>
Brief Resume	Mr. Vivek Kumar Jain has over 36 years of rich business experience in setting up and managing several businesses. Mr. Vivek Kumar Jain is the Managing Director of Gujarat Fluorochemicals Limited since its inception.
Date of Birth and Age	30 <sup>th</sup> August, 1955; 67 years
Date of first appointment on the Board	6 <sup>th</sup> March, 2020
Directors Identification Number	00029968
Qualification	He is graduate in Commerce from St. Stephens College, Delhi and also holds post graduate degree in Business Administration from the Indian Institute of Management, Ahmedabad.
Experience/ Expertise in Specific Functional Area	He has over 36 years of rich business experience in setting up and managing several businesses. Mr. Vivek Kumar Jain is Managing Director of Gujarat Fluorochemicals Limited, since its inception.
Directorship held in other Listed Companies (along with the listed entities from which the person has resigned in the past three years)	<p><b>Listed</b></p> <ul style="list-style-type: none"> <li>Gujarat Fluorochemicals Limited</li> </ul> <p><b>Unlisted</b></p> <ul style="list-style-type: none"> <li>GFCL EV Products Limited</li> <li>GFCL Solar &amp; Green Hydrogen Products Limited</li> <li>Inox Leasing and Finance Limited</li> <li>Devansh Gases Private Limited</li> <li>Rajni Farms Private Limited</li> </ul>
Membership/ Chairmanship of other Companies	<p><b>Gujarat Fluorochemicals Limited</b></p> <ul style="list-style-type: none"> <li>Audit Committee, Member</li> <li>Stakeholders Relationship Committee, Member</li> <li>CSR Committee, Member</li> <li>Risk Management Committee, Chairman</li> <li>Committee of Directors for Operations, Chairman</li> </ul> <p><b>Inox Leasing and Finance Limited</b></p> <ul style="list-style-type: none"> <li>Audit Committee, Member</li> <li>Share Transfer &amp; Stakeholders Relationship Committee, Member</li> <li>CSR Committee, Member</li> </ul>
The Number of Meetings of the Board attended during the Financial Year ended 31 <sup>st</sup> March, 2023	1 (One)
Terms & Conditions of appointment/re-appointment along with details of remuneration sought to be paid	Re-appointment as a Non-Executive Director, liable to retire by rotation; Sitting fees as approved by the Board of Directors.
Remuneration last drawn including sitting fees	Nil
Inter-se relationship between Directors, Manager and other Key Managerial Personnel of the Company	Relative of Mr. Devendra Kumar Jain and Mr. Devansh Jain, Directors of the Company.
Shareholding in the Company, including shareholding as a beneficial owner	5,04,469 Equity Shares