

October 01, 2020

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001  <b>Scrip Code: 542760</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza Bandra Kurla Complex Bandra (East), Mumbai – 400 051  <b>Symbol: SWSOLAR</b>
--	--

**Sub.: Voting results and Consolidated report of the Scrutinizer of the 3<sup>rd</sup> Annual General Meeting (“AGM”) of the Company held on Wednesday, September 30, 2020**

Dear Sir/ Ma'am,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the details regarding the voting results of the business transacted at the 3<sup>rd</sup> AGM of the Company in the prescribed format.

Further, please find enclosed the Consolidated report of the Scrutinizer.

All the resolutions at the 3<sup>rd</sup> AGM were passed with requisite majority.

The above information will be uploaded on the website of the Company i.e. [www.sterlingandwilsonsolar.com](http://www.sterlingandwilsonsolar.com) and on the website of National Securities Depository Limited i.e.. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)

Request you to take the same on records.

Thanking you.

Yours faithfully,  
**For Sterling and Wilson Solar Limited**

**Jagannadha Rao Ch. V.**  
**Company Secretary & Compliance Officer**

Encl.: As above

# Sterling and Wilson Solar Limited

## 3<sup>rd</sup> ANNUAL GENERAL MEETING OF Sterling and Wilson Solar Limited

Date of AGM : 30<sup>th</sup> September, 2020

Total number of shareholders on record date : 40532

No. of shareholders present in the meeting either in person or through proxy: Not Applicable

Promoters and Promoter Group: 0

Public: 0

No. of shareholders attended the meeting through video conferencing ("VC") / Other Audio Visual Means ("OAVM"):

Promoters and Promoter Group: 8

Public: 67

Resolution Required : (Ordinary)			1 - To consider and adopt the Audited Financial Statements (including the Audited Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2020, and the Reports of the Board and 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	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	123826180	123106180	99.42	123106180	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	<b>Total</b>		<b>123106180</b>	<b>99.42</b>	<b>123106180</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public Institutions	E-Voting	17890890	11040081	61.7078	9799397	1240684	88.7620	11.2380
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11040081</b>	<b>61.7078</b>	<b>9799397</b>	<b>1240684</b>	<b>88.7620</b>	<b>11.2380</b>
Public Non Institutions	E-Voting	18642930	1428620	7.6631	1427611	1009	99.9294	0.0706
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1428620</b>	<b>7.6631</b>	<b>1427611</b>	<b>1009</b>	<b>99.9294</b>	<b>0.0706</b>
<b>Total</b>		<b>160360000</b>	<b>135574881</b>	<b>84.5441</b>	<b>134333188</b>	<b>1241693</b>	<b>99.0841</b>	<b>0.9159</b>

Resolution Required : (Ordinary)			2 - To confirm the payment of Interim Dividend of Rs. 6/- (Rupees Six only) per Equity Share paid during the Financial Year, as final dividend on Equity Shares of the Company for the Financial Year 2019-2020.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123106180</b>	<b>99.4185</b>	<b>123106180</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	17890890	11040081	61.7078	11040081	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11040081</b>	<b>61.7078</b>	<b>11040081</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	18642930	1428620	7.6631	1428188	432	99.9698	0.0302
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1428620</b>	<b>7.6631</b>	<b>1428188</b>	<b>432</b>	<b>99.9698</b>	<b>0.0302</b>
<b>Total</b>		<b>160360000</b>	<b>135574881</b>	<b>84.5441</b>	<b>135574449</b>	<b>432</b>	<b>99.9997</b>	<b>0.0003</b>

Resolution Required : (Ordinary)			3 - To appoint a Director in place of Mr. Pallon Mistry (DIN: 05229734), who retires by rotation and being eligible, offers himself for re-appointment					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123106180</b>	<b>99.4185</b>	<b>123106180</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	17890890	11040081	61.7078	8816334	2223747	79.8575	20.1425
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11040081</b>	<b>61.7078</b>	<b>8816334</b>	<b>2223747</b>	<b>79.8575</b>	<b>20.1425</b>
Public Non Institutions	E-Voting	18642930	1428581	7.6629	1422435	6146	99.5698	0.4302
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1428581</b>	<b>7.6629</b>	<b>1422435</b>	<b>6146</b>	<b>99.5698</b>	<b>0.4302</b>
<b>Total</b>		<b>160360000</b>	<b>135574842</b>	<b>84.5441</b>	<b>133344949</b>	<b>2229893</b>	<b>98.3552</b>	<b>1.6448</b>

Resolution Required : (Special)			4 - To approve continuation of the term of Mr. Keki Elavia as an Independent Director					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123106180</b>	<b>99.4185</b>	<b>123106180</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	17890890	11040081	61.7078	7976923	3063158	72.2542	27.7458
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11040081</b>	<b>61.7078</b>	<b>7976923</b>	<b>3063158</b>	<b>72.2542</b>	<b>27.7458</b>
Public Non Institutions	E-Voting	18642930	1428581	7.6629	1424278	4303	99.6988	0.3012
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1428581</b>	<b>7.6629</b>	<b>1424278</b>	<b>4303</b>	<b>99.6988</b>	<b>0.3012</b>
<b>Total</b>		<b>160360000</b>	<b>135574842</b>	<b>84.5441</b>	<b>132507381</b>	<b>3067461</b>	<b>97.7374</b>	<b>2.2626</b>

Resolution Required : (Ordinary)			5 - To approve the appointment and remuneration of Mr. Chandra Kishore Thakur as the Manager of the Company					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123106180</b>	<b>99.4185</b>	<b>123106180</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	17890890	11040081	61.7078	8251929	2788152	74.7452	25.2548
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11040081</b>	<b>61.7078</b>	<b>8251929</b>	<b>2788152</b>	<b>74.7452</b>	<b>25.2548</b>
Public Non Institutions	E-Voting	18642930	1428581	7.6629	1426131	2450	99.8285	0.1715
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1428581</b>	<b>7.6629</b>	<b>1426131</b>	<b>2450</b>	<b>99.8285</b>	<b>0.1715</b>
<b>Total</b>		<b>160360000</b>	<b>135574842</b>	<b>84.5441</b>	<b>132784240</b>	<b>2790602</b>	<b>97.9417</b>	<b>2.0583</b>

Resolution Required : (Ordinary)			6 - To approve Material Related Party Transactions					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	123826180	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	17890890	11040081	61.7078	8211929	2828152	74.3829	25.6171
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11040081</b>	<b>61.7078</b>	<b>8211929</b>	<b>2828152</b>	<b>74.3829</b>	<b>25.6171</b>
Public Non Institutions	E-Voting	18642930	1428581	7.6629	1421841	6740	99.5282	0.4718
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1428581</b>	<b>7.6629</b>	<b>1421841</b>	<b>6740</b>	<b>99.5282</b>	<b>0.4718</b>
<b>Total</b>		<b>160360000</b>	<b>12468662</b>	<b>7.7754</b>	<b>9633770</b>	<b>2834892</b>	<b>77.2639</b>	<b>22.7361</b>

<b>Resolution Required : (Ordinary)</b>			<b>7 - To approve fees to be paid by Members of the Company for service of documents through a particular mode of service</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>No</b>					
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held</b>	<b>No. of votes polled</b>	<b>% of Votes Polled on outstanding shares</b>	<b>No. of Votes – in favour</b>	<b>No. of Votes –Against</b>	<b>% of Votes in favour on votes polled</b>	<b>% of Votes against on votes polled</b>
			<b>[1]</b>	<b>[2]</b>	<b>[3]={[2]/[1]}*100</b>	<b>[4]</b>	<b>[5]</b>	<b>[6]={[4]/[2]}*100</b>
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>123106180</b>	<b>99.4185</b>	<b>123106180</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	17890890	11040081	61.7078	11040081	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>11040081</b>	<b>61.7078</b>	<b>11040081</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	18642930	1428561	7.6627	1422748	5813	99.5931	0.4069
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1428561</b>	<b>7.6627</b>	<b>1422748</b>	<b>5813</b>	<b>99.5931</b>	<b>0.4069</b>
<b>Total</b>		<b>160360000</b>	<b>135574822</b>	<b>84.5440</b>	<b>135569009</b>	<b>5813</b>	<b>99.9957</b>	<b>0.0043</b>

For **Sterling and Wilson Solar Limited**

VENKATA JAGANNADHA RAO CHUNDURU Digitally signed by VENKATA JAGANNADHA RAO CHUNDURU Date: 2020.10.01 23:38:27 +05'30'

**Jagannadha Rao Ch. V.**  
**Company Secretary & Compliance Officer**

## CONSOLIDATED REPORT OF THE SCRUTINIZER

[Pursuant to Section 108 of the Companies Act, 2013 and rules framed thereunder]

To  
The Chairman/ Company Secretary  
Sterling and Wilson Solar Limited  
Universal Majestic, 9<sup>th</sup> Floor, P. L. Lokhande Marg,  
Chembur (W),  
Mumbai – 400 043

Dear Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting & E-Voting 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 3<sup>rd</sup> Annual General Meeting (AGM) of the Members of Sterling and Wilson Solar Limited ('the Company') held on Wednesday, 30<sup>th</sup> September, 2020 at 11:30 a.m. through video conferencing ('VC') / other audio visual means ('OAVM').

1. I, CS Manish 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 in a fair and transparent manner, for passing of the resolutions as mentioned under item numbers 1 to 7 as set out in the notice dated September 8, 2020 ("Notice") issued by the company in accordance with General Circular No. 14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), convening the 3<sup>rd</sup> AGM of its members through VC / OAVM on Wednesday, September 30, 2020 at 11:30 a.m.
2. The management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013, the Rules and MCA Circulars relating to remote e-voting prior and during the AGM on the resolutions contained in the aforesaid Notice of AGM of the members of the Company. My responsibility as a Scrutinizer for the e-voting process is restricted to make a Consolidated Scrutinizer's Report of the votes cast 'in favour' or 'against' the resolutions stated in the said Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited ("NSDL"), the agency engaged by the Company to provide remote e-voting facility prior and during the AGM, and that the e-voting is conducted in a fair and transparent manner.



3. As per the confirmation received from the Company:
  - a. In terms of the MCA Circulars, the company has published a Public Notice regarding the convening of the AGM through VC/OAVM and containing the mandated particulars of the AGM in the English Newspaper "Financial Express" and Marathi (Vernacular language) Newspaper "Navshakti" on Thursday, September 03, 2020.
  - b. The Notice of the AGM dated June 23, 2020 along with Statement setting out material facts under Section 102 of the Act was sent to the members by e-mail to those shareholders, whose e-mail id is registered with the Registrar and Share Transfer Agent / Company / Depositories, on Friday, August 28, 2020 in terms of the MCA Circulars.
  - c. The said Notice was sent on the basis of the list of beneficial owners made available by the depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited as on Friday, August 28, 2020.
4. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and the MCA Circulars, the Company has published a Public Notice regarding convening of the AGM through VC/OAVM and about completion of dispatch of Notice of meeting through email (as mentioned in para 3 above) and providing e-voting facility in the English newspaper "Financial Express" and Marathi (Vernacular language) Newspaper "Navshakti" on Tuesday, September 08, 2020.
5. In terms of the aforesaid Notice, remote e-voting period was kept open for 3 (three) days from Sunday, September, 27 2020 (09:00 a.m. IST) till Tuesday, September 29, 2020 (5:00 p.m. IST).
6. The voting rights of members was considered in proportion to the shares held by them in the paid up equity share capital of the Company as on the cut-off date i.e., Wednesday, September 23, 2020.
7. As required under the MCA Circulars, the Company had also provided e-voting facility during the AGM to the members attending the said meeting through VC / OAVM and who had not cast their vote earlier.
8. As required under the said rules, after closure of remote e-voting and conclusion of the AGM, the votes cast under the remote e-voting facility prior to the AGM and e-voting facility during the AGM were unblocked in the presence of Mr. Vivek Thakur and Ms. Vedika Khandelwal who are not in employment with the Company.
9. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system and the summary of the e-voting process is as follows:

*M. Ghia*



**A. ORDINARY BUSINESS**

**Resolution No.1**

Particulars		Ordinary Resolution: To consider and adopt the Audited Financial Statements (including the Audited Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2020, and the Reports of the Board and the Auditors thereon						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)		123106180	99.4185	123106180	0	100.0000	0.0000
Public- Institutions	E-Voting	17890890	11040081	61.7078	9799397	1240684	88.7620	11.2380
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)		11040081	61.7078	9799397	1240684	88.7620	11.2380
Public- Non Institutions	E-Voting	18642930	1428620	7.6631	1427611	1009	99.9294	0.0706
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1428620	7.6631	1427611	1009	99.9294	0.0706
Total (A+B+C)		160360000	135574881	84.5441	134333188	1241693	99.0841	0.9159
Result: We report that the number of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.								

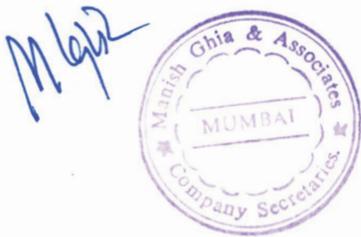
Invalid Votes: There were no invalid votes.



Resolution No.2

Particulars		Ordinary Resolution: To confirm the payment of Interim Dividend of ₹ 6/- (Rupees Six only) per Equity Share paid during the Financial Year, as final dividend on Equity Shares of the Company for the Financial Year 2019-2020.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)		123106180	99.4185	123106180	0	100.0000	0.0000
Public- Institutions	E-Voting	17890890	11040081	61.7078	11040081	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)		11040081	61.7078	11040081	0	100.0000	0.0000
Public- Non Institutions	E-Voting	18642930	1428620	7.6631	1428188	432	99.9698	0.0302
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1428620	7.6631	1428188	432	99.9698	0.0302
Total (A+B+C)		160360000	135574881	84.5441	135574449	432	99.9997	0.0003
Result: We report that the number of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.								

Invalid Votes: There were no invalid votes.



## Resolution No.3

Particulars		<b>Ordinary Resolution:</b> To appoint a Director in place of Mr. Pallon Mistry (DIN: 05229734), who retires by rotation and being eligible, offers himself for re-appointment						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)		123106180	99.4185	123106180	0	100.0000	0.0000
Public- Institutions	E-Voting	17890890	11040081	61.7078	8816334	2223747	79.8575	20.1425
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)		11040081	61.7078	8816334	2223747	79.8575	20.1425
Public- Non Institutions	E-Voting	18642930	1428581	7.6629	1422435	6146	99.5698	0.4302
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1428581	7.6629	1422435	6146	99.5698	0.4302
<b>Total (A+B+C)</b>		<b>160360000</b>	<b>135574842</b>	<b>84.5441</b>	<b>133344949</b>	<b>2229893</b>	<b>98.3552</b>	<b>1.6448</b>
Result: We report that the number of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.								

Invalid Votes: There were no invalid votes.



**SPECIAL BUSINESS**

**Resolution No.4**

Particulars		Special Resolution: To approve continuation of the term of Mr. Keki Elavia as an Independent Director						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting (Remote e-voting)	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll(e-voting at the AGM)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)		123106180	99.4185	123106180	0	100.0000	0.0000
Public-Institutions	E-Voting (Remote e-voting)	17890890	11040081	61.7078	7976923	3063158	72.2542	27.7458
	Poll(e-voting at the AGM)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)		11040081	61.7078	7976923	3063158	72.2542	27.7458
Public- Non Institutions	E-Voting (Remote e-voting)	18642930	1428581	7.6629	1424278	4303	99.6988	0.3012
	Poll(e-voting at the AGM)		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1428581	7.6629	1424278	4303	99.6988	0.3012
Total (A+B+C)		160360000	135574842	84.5441	132507381	3067461	97.7374	2.2626
Result: We report that the number of votes cast in favour of the aforesaid Resolution is more than three times the number of votes cast against, accordingly the resolution may be considered as passed with requisite majority								

Invalid Votes: There were no invalid votes.



## Resolution No.5

Particulars		Ordinary Resolution: To approve the appointment and remuneration of Mr. Chandra Kishore Thakur as the Manager of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)		123106180	99.4185	123106180	0	100.0000	0.0000
Public- Institutions	E-Voting	17890890	11040081	61.7078	8251929	2788152	74.7452	25.2548
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)		11040081	61.7078	8251929	2788152	74.7452	25.2548
Public- Non Institutions	E-Voting	18642930	1428581	7.6629	1426131	2450	99.8285	0.1715
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1428581	7.6629	1426131	2450	99.8285	0.1715
<b>Total (A+B+C)</b>		<b>160360000</b>	<b>135574842</b>	<b>84.5441</b>	<b>132784240</b>	<b>2790602</b>	<b>97.9417</b>	<b>2.0583</b>
Result: We report that the number of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.								

Invalid Votes: There were no invalid votes.

Mghia



Resolution No.6

Particulars		Ordinary Resolution: To approve Material Related Party Transactions						
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes				
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	123826180	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)		0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting	17890890	11040081	61.7078	8211929	2828152	74.3829	25.6171
	Poll		0	0.0000	0	0	0	0.0000
	Postal Ballot		0	0.0000	0	0	0	0.0000
	Total (B)		11040081	61.7078	8211929	2828152	74.3829	25.6171
Public- Non Institutions	E-Voting	18642930	1428581	7.6629	1421841	6740	99.5282	0.4718
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1428581	7.6629	1421841	6740	99.5282	0.4718
Total (A+B+C)		160360000	12468662	7.7754	9633770	2834892	77.2639	22.7361
Result: We report that the number of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.								

Invalid Votes: There were no invalid votes. However as per the provisions of Reg 23 of SEBI (LODR), the votes inadvertently cast by some of the related parties have been excluded.

*M. Ghia*



## Resolution No. 7

Particulars		Ordinary Resolution: To approve fees to be paid by Members of the Company for service of documents through a particular mode of service						
Whether promoter/ promoter group are interested in the agenda/resolution?				No				
Category	Mode of Voting	No. of shares held	No. of valid votes polled	% of votes Polled on outstanding shares	No. of Votes in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	E-Voting	123826180	123106180	99.4185	123106180	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (A)		123106180	99.4185	123106180	0	100.0000	0.0000
Public- Institutions	E-Voting	17890890	11040081	61.7078	11040081	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (B)		11040081	61.7078	11040081	0	100.0000	0.0000
Public- Non Institutions	E-Voting	18642930	1428561	7.6627	1422748	5813	99.5931	0.4069
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total (C)		1428561	7.6627	1422748	5813	99.5931	0.4069
Total (A+B+C)		160360000	135574822	84.5440	135569009	5813	99.9957	0.0043
Result: We report that the number of votes cast in favour of the aforesaid Resolution are more than the number of votes cast against accordingly the resolution may be considered as passed with requisite majority.								

Invalid Votes: There were no invalid votes.

M Ghia



# Manish Ghia & Associates

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

Thanking You

For Manish Ghia & Associates  
Company Secretaries



*M. Ghia*

CS Manish L. Ghia  
Partner

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

Place: Mumbai

Date: 1.10.2020

UDIN: F006252B000833694

Countersigned by

Khurshed  
Yazdi  
Daruvalla

Digitally signed by  
Khurshed Yazdi  
Daruvalla  
Date: 2020.10.01  
21:33:38 +05'30'

Chairman  
Sterling and Wilson Solar Limited

Place: Mumbai

Date: 1.10.2020