

November 02, 2021

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip Code: 542760	National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (East), Mumbai – 400 051 Symbol: SWSOLAR
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Sub.: Voting results and Consolidated report of the Scrutinizer of the Extraordinary General Meeting (“EGM”) of the Company held on Tuesday, November 02, 2021

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 EGM of the Company in the prescribed format.

Further, please find enclosed the Consolidated Report of the Scrutinizer dated November 02, 2021 issued by the Scrutinizer, i.e. Mr. Mannish Ghia, Partner, Manish Ghia & Associates, Practicing Company Secretary.

The resolution at the EGM was passed with the requisite majority.

The above information will be uploaded on the website of the Company i.e. www.sterlingandwilsonsolar.com and on the website of National Securities Depository Limited i.e. www.evoting.nsdl.com

Request you to take the same on records.

Thanking you,

Yours faithfully,
For Sterling and Wilson Solar Limited



Jagannadha Rao Ch. V.
Company Secretary and Compliance Officer

Encl: As above

Sterling and Wilson Solar Limited
An Associate of Shapoorji Pallonji Group

Registered Office: Universal Majestic, 9th Floor, P. L. Lokhande Marg, Chembur (W), Mumbai – 400 043
Phone: (91-22) 25485300 | Fax: (91-22) 25485331 | CIN: L74999MH2017PLC292281
Email: info@sterlingwilson.com | Website: www.sterlingandwilsonsolar.com

Sterling and Wilson Solar Limited

Date of Extraordinary General Meeting: November 02, 2021								
Total number of shareholders on record date (October 26, 2021): 108396								
No. of shareholders present in the meeting either in person or through proxy: Not Applicable								
Promoter and Promoter Group: Not Applicable								
Public: Not Applicable								
No. of shareholders attending the meeting through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"): 37								
Promoter and Promoter Group: 07								
Public: 30								
Resolution Required : (Special)			1 - To create, offer, issue and allot Equity Shares on a private placement/ preferential basis to Reliance New Energy Solar Limited					
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	111222580	111222560	100.0000	111222560	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		111222560	100.0000	111222560	0	100.0000	0.0000
Public Institutions	E-Voting	18688990	9188941	49.1677	9188941	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		9188941	49.1677	9188941	0	100.0000	0.0000
Public Non Institutions	E-Voting	30448430	1961384	6.4417	1660171	301213	84.6428	15.3572
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		1961384	6.4417	1660171	301213	84.6428	15.3572
Total		160360000	122372885	76.3114	122071672	301213	99.7539	0.2461

For Sterling and Wilson Solar Limited



Jagannadha Rao Ch. V.
Company Secretary and Compliance Officer

November 02, 2021

CONSOLIDATED SCRUTINIZER REPORT

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

To
The Chairperson/Company Secretary
Sterling and Wilson Solar Limited
9th Floor, Universal Majestic,
P L Lokhande Marg,
Chembur West,
Mumbai-400043.

Dear Sir,

Sub: Consolidated Scrutinizer's Report for passing of Resolutions through Remote E-Voting & E-Voting during the EGM 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 Extraordinary General Meeting ("EGM") of the Members of Sterling and Wilson Solar Limited ('the Company') held on Tuesday, 02nd November, 2021 at 02:30 p.m. through video conferencing ('VC') / other audio visual means ('OAVM').

I, CS Mannish L. Ghia, Partner, M/s. Manish Ghia & Associates, Company Secretaries, Mumbai was appointed as Scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the process of voting through electronic means ("e-voting") in terms of the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ('the rules') as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('the regulations') in a fair and transparent manner, for passing of the resolution as mentioned under item number 1 as set out in the Notice of EGM dated 10th October, 2021 ("Notice"), issued by the Company in accordance with General Circular No. 14/2020, 17/2020, 22/2020, 33/2020, 39/2020, 10/2021 dated 8th April, 2020, 13th April, 2020, 15th June, 2020, 28th September, 2020, 31st December, 2020 and 23rd June, 2021, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "MCA Circulars"), convening the EGM of its members through VC / OAVM on Tuesday, 02nd November, 2021 at 02:30 p.m.

1. The e-voting conducted in terms of the provisions of the Act, the rules and MCA Circulars, has been completed and now I submit my report as under:
 - 1.1 The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder including the above-mentioned MCA Circulars and the regulations. Our responsibility as Scrutinizer is restricted to preparing Scrutinizers Report of the votes cast in favor and against the resolution(s) stated in the Notice.



- 1.2 The Company had availed the e-voting platform/facility offered by National Securities Depository Limited (“NSDL”) for conducting e-voting facility prior and during the EGM.
- 1.3 The Company on Monday, 11th October, 2021, completed the dispatch of the Notice only through electronic mode to those members whose e-mail addresses were registered with the Company/Depositories as on the cut-off date being, Friday, 8th October, 2021.
- 1.4 As per applicable provisions of the rules, the Company had published an advertisement about completion of dispatch of Notice as above, provision of e-voting facility and other mandated particulars in English Newspaper “Financial Express” and Marathi Newspaper “Nav Shakti” on Tuesday, 12th October, 2021.
- 1.5 The remote e-voting period commenced on Saturday, 30th October, 2021, 9:00 a.m. (IST) onwards and ended on Monday, 01st November, 2021 at 5.00 p.m. (IST).
- 1.6 Votes cast through remote e-voting till 5.00 p.m. on Monday, 01st November, 2021 being the last date and time fixed by the Company for remote e-voting and e-voting during the EGM, are considered for my scrutiny.
- 1.7 The remote e-voting module was disabled by NSDL on Monday, 01st November, 2021 after 5.00 p.m. and as required under the rules the votes cast under the e-voting facility during the remote e-voting period and e-voting during the EGM, were unblocked in the presence of Mr. Vivek Thakur and Ms. Vedika Khandelwal who are not in employment with the Company; thereafter the data of e-voting was downloaded and the shareholding was matched/confirmed with the Register of Members of the Company/List of Beneficiaries maintained by the Company/its Registrar and Share Transfer Agents / Depositories as on the cut-off date i.e., Tuesday, 26th October, 2021.
- 1.8 The remote e-voting and e-voting during the EGM data was scrutinized for verification of votes cast in favor and against the resolution.
2. The summary of the voting through remote e-voting and e-voting during the EGM is as follows:

Special Business:

Resolution No. 1: Special Resolution

To create, offer, issue and allot Equity Shares on a private placement/preferential basis to Reliance New Energy Solar Limited.

- (i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
176	122071672	99.75

- (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
	301213	0.25



(iii) Invalid votes:

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

Result:

- a. For Resolution No. 1 – We report that the number of votes cast in favour are more than three times the number of votes cast against.

Accordingly, the resolution as contained in the Notice of Extra-Ordinary General Meeting dated 10th October, 2021 may be considered as passed with requisite majority.

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

For Manish Ghia & Associates
Company Secretaries
(Unique ID: P2006MH007100)



Manish Ghia

CS Mannish L. Ghia
Partner

M. No. FCS 6252, C.P. No. 3531
PR 822/2020

Place: Mumbai
Date: November 2, 2021
UDIN: F006252C001351411

Countersigned by

Khurshed
Yazdi Daruvala

Digitally signed by
Khurshed Yazdi Daruvala
Date: 2021.11.02 17:42:25
+05'30'

Khurshed Daruvala
Chairman
Sterling and Wilson Solar Limited

Place: Mumbai
Date: November 02, 2021