

October 27, 2023

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street Mumbai – 400 001  <b>Scrip Code: 542760</b> <b>Scrip Code: 725032 (CP)</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex Bandra (East), Mumbai – 400 051  <b>Symbol: SWSOLAR</b>
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**Sub.: Voting Results under Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Scrutinizers Report**

Dear Sir/ Ma’am,

Pursuant to Regulation 44 (3) of the SEBI Listing Regulations, please find enclosed the details of voting results in the prescribed format for the resolution as set out in the Postal Ballot Notice dated September 27, 2023 along with Scrutinizers Report dated October 27, 2023 issued by the Scrutinizer, i.e. Mr. Mannish Ghia, Partner, Manish Ghia & Associates, Practicing Company Secretary.

Please note that the resolution has been approved by the Members of the Company with requisite majority and shall be deemed to have been passed on October 27, 2023 being the last date specified by the Company for remote e-voting.

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

This is for your information and records.

Thanking you.

Yours faithfully,

**For Sterling and Wilson Renewable Energy Limited**

Venkata  
Jagannadha  
Rao Chunduru

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Venkata Jagannadha Rao  
Chunduru  
Date: 2023.10.27 21:49:15  
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**Jagannadha Rao Ch. V.**  
**Company Secretary and Compliance Officer**

**Sterling and Wilson Renewable Energy Limited**

(Formerly known as Sterling and Wilson Solar Limited)

Regd. Office: Universal Majestic, 9<sup>th</sup> Floor, P. L. Lokhande Marg, Chembur (W), Mumbai - 400043

Phone: (91-22) 25485300 | Fax: (91-22) 25485331 | CIN: L74999MH2017PLC292281

Email: [info@sterlingwilson.com](mailto:info@sterlingwilson.com) | Website: [www.sterlingandwilsonre.com](http://www.sterlingandwilsonre.com)

## Sterling and Wilson Renewable Energy Limited

<b>Last Date of Postal Ballot and E- Voting</b>					<b>October 27, 2023</b>			
<b>Total number of shareholders on record date (September 22, 2023)</b>					<b>1,61,407</b>			
<b>No. of shareholders present in the meeting either in person or through proxy</b>					<b>Not Applicable</b>			
Promoters and Promoter Group					-			
Public					-			
<b>No. of shareholders attended the meeting through video conferencing ("VC") / Other Audio Visual Means ("OAVM")</b>					<b>Not Applicable</b>			
Promoters and Promoter Group					-			
Public					-			
<b>Resolution Required (Ordinary/Special)</b>					<b>Special Resolution</b>			
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>					<b>No</b>			
<b>Description of resolution considered</b>					<b>To issue securities for an aggregate consideration not exceeding Rs. 1500 Crore.</b>			
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
<b>Promoter and Promoter Group</b>	E-voting	128157687	128157687	100.0000	128157687	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>128157687</b>	<b>128157687</b>	<b>100.0000</b>	<b>128157687</b>	<b>0</b>	<b>100.0000</b>
<b>Public Institutions</b>	E-voting	17785864	14195545	79.8136	10936769	3258776	77.0437	22.9563
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>17785864</b>	<b>14195545</b>	<b>79.8136</b>	<b>10936769</b>	<b>3258776</b>	<b>77.0437</b>
<b>Public Non-Institutions</b>	E-voting	43762821	441336	1.0085	170872	270464	38.7170	61.2830
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot(if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>43762821</b>	<b>441336</b>	<b>1.0085</b>	<b>170872</b>	<b>270464</b>	<b>38.7170</b>
<b>Total</b>		<b>189706372</b>	<b>142794568</b>	<b>75.2714</b>	<b>139265328</b>	<b>3529240</b>	<b>97.5284</b>	<b>2.4716</b>

Venkata  
Jagannadha  
Rao  
Chunduru

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Venkata  
Jagannadha Rao  
Chunduru  
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**CONFIDENTIAL**

Date: October 27, 2023

**To**

**The Chairperson / Company Secretary**

**Sterling and Wilson Renewable Energy Limited**

(Formerly known as Sterling and Wilson Solar Limited)

9<sup>th</sup> Floor, Universal Majestic,

P.L. Lokhande Marg,

Chembur West,

Mumbai-400043

Sir

**Sub.: Scrutinizer's Report for passing of resolution through Postal Ballot (e-voting)**

I have completed the assignment as the Scrutinizer for the Postal Ballot process under Section 110 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and I submit herewith my report for your necessary further action.

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

I request you to preserve electronic data and all other relevant records as required under Rule 22 of Companies (Management and Administration) Rules, 2014.

Thanking you,

For **Manish Ghia & Associates**

**Company Secretaries**

(Unique ID: P2006MH007100)

*Mannish Ghia*

**CS Mannish L. Ghia**  
**Partner**

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



**Encl: as above**

## SCRUTINIZER'S REPORT

*[Pursuant to Section 110 of the Companies Act, 2013 and  
Rule 20 and 22 of Companies (Management and Administration) Rules, 2014]*

**To**

**The Chairperson / Company Secretary**

**Sterling and Wilson Renewable Energy Limited**

(Formerly known as Sterling and Wilson Solar Limited)

9<sup>th</sup> Floor, Universal Majestic,

P.L. Lokhande Marg,

Chembur West,

Mumbai-400043

Dear Sir,

**Sub: Scrutinizer's Report for passing of resolution through Postal Ballot (remote e-voting).**

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 Postal Ballot ("remote e-voting") in terms of the provisions of Section 110 of the Companies Act, 2013 ('the Act') read with Rule 20 & 22 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 resolutions as mentioned in the Postal Ballot Notice dated September 27, 2023 ("Notice"), issued by the Company in accordance with General Circular No. 14/2020 dated 08<sup>th</sup> April, 2020, Circular No. 17/2020 dated 13<sup>th</sup> April, 2020, Circular No. 22/2020 dated 15<sup>th</sup> June, 2020, Circular No. 33/2020 dated 28<sup>th</sup> September, 2020, Circular No. 39/2020 dated 31<sup>st</sup> December, 2020, Circular No. 10/2021 dated 23<sup>rd</sup> June, 2021, Circular No. 20/2021 dated 8<sup>th</sup> December, 2021 and Circular No. 03/2022 dated 5<sup>th</sup> May, 2022, General Circular No. 09/2023 dated 25<sup>th</sup> September, 2023 respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter referred to as "**MCA Circulars**").

1. The Postal Ballot conducted through remote e-voting in terms of MCA Circulars, has been completed and now I submit my report as under:

1.1 The management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder including the above-mentioned MCA Circulars and the regulations. Our responsibility as Scrutinizer is restricted to making Scrutinizer's 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 Postal Ballot process through remote e-voting.
- 1.3 The Company on Wednesday, September 27, 2023, 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, September 22, 2023.
- 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 remote e-voting facility and other mandated particulars in English Newspaper "Financial Express" and Marathi Newspaper "Nav Shakti" on Thursday, September 28, 2023.
- 1.5 The remote e-voting period commenced on Thursday, September 28, 2023, 9:00 a.m. (IST) onwards and ended on Friday, October 27, 2023 at 5.00 p.m. (IST).
- 1.6 Votes cast through remote e-voting till 5.00 p.m. on Friday, October 27, 2023 being the last date and time fixed by the Company for voting, are considered for my scrutiny.
- 1.7 The e-voting module was disabled by NSDL on Friday, October 27, 2023 after 5.00 p.m. and as required under the rules the votes cast under the remote e-voting facility during the Postal Ballot period, were unblocked in the presence of Ms. Kinjal Gala and Ms. Dhruvi Upadhyay who are not in employment with the Company; thereafter the data of remote 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., Friday, September 22, 2023.
- 1.8 The remote e-voting data was scrutinized for verification of votes cast in favor and against the resolution.

2. The summary of the voting through remote e-voting is as follows:

**Resolution No.1: Special Resolution**

To issue securities for an aggregate consideration not exceeding Rs. 1,500 Crore.

(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
580	139265328.00	97.53



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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
65	3529240.00	2.47

(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 resolutions as contained in the Notice of Postal Ballot dated September 27, 2023 may be considered as passed with requisite majority.

You may accordingly declare the result of the remote e-voting by Postal Ballot.

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



*Manish L. Ghia*

CS Mannish L. Ghia  
Partner

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

Place: Mumbai

Date: October 27, 2023

UDIN: F006252E001490185

**Countersigned by**

KHURSHED YAZDI  
DARUVALA

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YAZDI DARUVALA  
Date: 2023.10.27 21:12:46  
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**Khurshed Yazdi Daruvala**

**Chairman**

**Sterling and Wilson Renewable Energy Limited**

Place: Mumbai

Date: October 27, 2023