

INOX WIND INFRASTRUCTURE SERVICES LIMITED

(CIN: U45207GJ2012PLCo70279)

Registered Office: Survey No. 1837 & 1834, At Moje Jetalpur, ABS Towers, Second Floor, Old Padra Road, Vadodara, Gujarat 390007

Telephone: 0265 6198111/2330057, **Fax:** 0265 2310312

Email id: investors.iwl@inoxwind.com

Website: www.iwisl.com

NOTICE

NOTICE is hereby given to the Members of **Inox Wind Infrastructure Services Limited** that the **Seventh Annual General Meeting** of the Company will be held at the Registered Office of the Company at Survey No. 1837 & 1834 at Moje Jetalpur, ABS Towers, Second Floor, Old Padra Road, Vadodara, Gujarat 390007, on Monday, the 16th September, 2019, at 11:00 A.M., to transact the following business:

ORDINARY BUSINESS

1. Adoption of Financial Statements

To consider and adopt:

- a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019, the reports of the Board of Directors and Auditors thereon; and
- b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 and the report of the Auditors thereon

2. Re-appointment of Shri Mukesh Manglik as Director of the Company

To appoint a Director in place of Shri Mukesh Manglik (DIN: 07001509) who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS

3. Approval of remuneration of M/s Jain Sharma and Associates (Firm Registration no. 000270) for Cost Audit of the Company for Financial Year 2019-20

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 141, 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs. 99,000 (Rupees Ninety Nine Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses, at actual, as approved by Board of Directors of the Company, to be paid to M/s Jain Sharma and Associates, Cost Auditors (Firm Registration no. 000270) of the Company for conducting the audit of the cost records of the Company for the Financial Year ending on 31st March, 2020, be and is hereby ratified and confirmed.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company be and are hereby authorised to do all such acts and take all such steps as they may deem necessary, proper or expedient to give effect to this resolution.”

By Order of the Board of Directors


Abhishek Dahia
Company Secretary

Place: Noida
Date: 9th August, 2019

Notes:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“MEETING”) IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE ON A POLL ONLY INSTEAD OF HIMSELF/HERSELF AND A PROXY NEED NOT BE A MEMBER.** Proxies, in order to be effective, must be received at the Registered Office of the Company not less than 48 hours before the commencement of the Meeting.
2. **A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT (10%) OF THE TOTAL SHARE CAPITAL OF THE COMPANY. HOWEVER, A MEMBER HOLDING MORE THAN TEN PERCENT (10%), OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER PERSON OR MEMBER.**
3. The Statement pursuant to Section 102 (1) of the Companies Act, 2013 in respect of the Special Business in respect of Item No 3 hereinabove is annexed hereto.
4. Appointment / Re-appointment of Directors:

The information required to be provided as per the Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India in respect of Director/s being appointed / re-appointed is given herein below:

Name of Director	Shri Mukesh Manglik
Age and Date of Birth	16 th September, 1951, 68 Years
Date of first appointment on the Board	21 st October, 2014
Directors Identification Number	07001509
Qualification	BE (Electrical), VJTI, Mumbai University
Experience/ Expertise in Specific Functional Area	More than 43 years of experience in the area of design and development of power electronics and process controls. Has over 12 years of experience in the Wind Industry with expertise in engineering, operations and maintenance of Wind Turbine Generators including commissioning. He was involved in designing parts and saving costs related to the turbine in his present and previous assignments.
Directorship held in other Companies	1. Wind One Renergy Private Limited 2. Wind Three Renergy Private Limited 3. Suswind Power Private Limited 4. Vasuprada Renewables Private Limited 5. Ripudaman Urja Private Limited 6. Vibhav Energy Private Limited 7. Tempest Wind Energy Private Limited 8. Flurry Wind Energy Private Limited 9. Aliento Wind Energy Private Limited
Membership / Chairmanship of other Companies	None
The Number of Meeting of the Board Attended during the year	6
Remuneration last drawn	Rs. 2.20 Lakh (Sitting Fee)
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Not related to any directors/KMP
Shareholding in the Company	Nil

5. Members desiring any relevant information on the accounts at the Annual General Meeting are requested to write to the Company Secretary at least seven days in advance at its Corporate Office so as to enable the Company to keep the information ready.

6. Members / Proxies are requested to bring their filled in Attendance Slip and their copy of Annual Report to the Meeting.
7. Corporate Members intending to send their Authorised Representative(s) to attend the Annual General Meeting are requested to send duly certified copy of the Board Resolution authorizing such representative(s) to attend and vote at the Annual General Meeting.
8. The relevant documents referred to in the accompanying Notice of Meeting and in the Explanatory Statement are open for inspection by the Members of the Company at the Registered Office's 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.

THE STATEMENT UNDER SECTION 102 (1) OF THE COMPANIES ACT, 2013

Item No 3

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the Members of the Company.

Accordingly, consent of the Members is sought for passing an Ordinary Resolution as set out at Item No.3 of the Notice for ratification of the remuneration payable to the Cost Auditors for the Financial Year ending 31st March, 2020.

None of the Directors, Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice.

The Directors recommend the Resolution as stated at Item No.3 of the Notice for approval of the Members by way of an Ordinary Resolution.

By Order of the Board of Directors

Place: Noida
Date: 9th August, 2019


Abhishek Dahia
Company Secretary

Resolution Number	Resolution	Vote (Optional see Note 2)(Please mention no. of shares)		
		For	Against	Abstain
Ordinary Business				
1.	To consider and adopt: a) the Audited Standalone Financial Statements of the Company for the Financial Year ended 31 st March, 2019, the reports of the Board of Directors and Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31 st March, 2019 and the report of the Auditors thereon			
2.	Re-appointment of Shri Mukesh Manglik as Director of the Company			
Special Business				
3.	Approval of remuneration of M/s Jain Sharma and Associates (Firm Registration no. 000270) for Cost Audit of the Company for Financial Year 2019-20 (OR)			

Signed this _____ day of _____ 2019.

Signature of Shareholder

Signature of Proxy Holder(s)

Affix a Revenue Stamp not less than Re. 1

Notes:

1. This form of proxy, in order to be effective, should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. It is optional to indicate your preference. If you leave the 'For', 'Against' or 'Abstain' column blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.

ATTENDANCE SLIP

[To be handed over at the entrance of Meeting Hall]

INOX WIND INFRASTRUCTURE SERVICES LIMITED
(CIN: U45207GJ2012PLC070279)

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ATTENDANCE SLIP

7th Annual General Meeting, Monday, 16th September, 2019 at 11:00 A.M.

Regd. Folio No. _____/DP ID _____ Client ID/Ben. A/C _____ No.of shares held _____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company.

I hereby record my presence at the 07th Annual General Meeting of the Company on Monday, 16th September, 2019 at 11:00 A.M at Survey No. 1837 & 1834, At Moje Jetalpur, ABS Towers, Second Floor, Old Padra Road, Vadodara, Gujarat- 390007

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

Route map



Survey No. 1837 & 1834 At Moje Jetalpur, ABS Towers, Second Floor,
Old Padra Road, Vadodara- 390007, Gujarat