

September 30, 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.: Proceedings of the 4th Annual General Meeting of Sterling and Wilson Solar Limited (“the Company”)

Ref: Intimation under Regulation 30 and part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Dear Sir/ Ma’am,

Please find enclosed herewith the proceedings of the 4th Annual General Meeting of the Company held today i.e. **Thursday, September 30, 2021** at **04:30 p.m.** (IST) through Video Conferencing (VC)/ Other Audio - Visual Means (OAVM).

The same is also available on the website of the Company at www.sterlingandwilsonsolar.com under the tab “Investor Relations”.

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
An Associate of Shapoorji Pallonji Group

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Proceedings of the 4th AGM

The 4th Annual General Meeting (“AGM”) of Sterling and Wilson Solar Limited (“the Company”), was held on Thursday, September 30, 2021 at 04:30 p.m. (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM) as permitted by the Ministry of Corporate Affairs (“MCA”).

Mr. Khurshed Daruvala, Chairman of the Company, chaired the meeting and after ascertaining the requisite quorum being present, called the meeting to order at 04:30 p.m. (IST). The Chairman welcomed the Members to the AGM.

Mr. Daruvala informed the Members that, in view of the continuing Covid-19 pandemic, and to ensure social distancing norms, this 4th AGM of the Company was convened through VC/ OAVM, in accordance with various circulars issued by MCA in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015.

He then introduced himself and other Directors and Officers of the Company present in the meeting as under:

Mr. Khurshed Daruvala	:	Chairman of the Company & Chairperson of the Stakeholders Relationship Committee
Ms. Rukhshana Mistry	:	Independent Director & Chairperson of Audit Committee
Mr. Keki Elavia	:	Independent Director & Chairperson of Nomination and Remuneration Committee
Mr. Arif Doctor	:	Independent Director
Mr. Pallon Mistry	:	Non-Executive Director
Mr. Bikesh Ogra	:	Non-Executive Director
Mr. Amit Jain	:	Global CEO – Sterling and Wilson Solar Group
Mr. Chandra Kishore Thakur	:	Manager of the Company
Mr. Bahadur Dastoor	:	Chief Financial Officer
Mr. Jagannadha Rao Ch. V.	:	Company Secretary & Compliance Officer

Mr. Daruvala also welcomed the representatives of M/s. BSR & Co. LLP, former Statutory Auditors of the Company, representatives of M/s. Kalyaniwalla & Mistry LLP, the present Statutory Auditors of the Company & Manish Ghia & Associates, the Secretarial Auditors and Scrutinizers of the Company, attending this meeting.

Thereafter, Mr. Jagannadha Rao Ch. V., Company Secretary, informed the Members that there was no proxy facility available for this meeting, as it was dispensed with by MCA and that the statutory registers and the certificate from the Secretarial Auditors stating compliance with the SEBI (Share Based Employee Benefits) Regulations, 2014 were available for inspection electronically.

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The Company Secretary informed the Members that the Notice of the meeting was already sent to the Members electronically and therefore was taken as read. The qualification made by the Secretarial Auditors in their Report along with the Board’s comment on the same was read out by the Company Secretary at the meeting. Further, the Statutory Auditor had made qualifications in their Report for the financial year 2020-21, which was also read out at the meeting by the Company Secretary along with the Board’s comment on the same.

Thereafter, Mr. Daruvala made a presentation on the operational/ financial performance of the Company and briefed the Members on the expansion and future businesses plans.

The Company Secretary informed the Members that in compliance with the relevant provisions of the Companies Act 2013, Rules made thereunder and SEBI Listing Regulations, the Company had provided the facility to the Members to exercise their right to vote on the businesses proposed to be transacted at this AGM through remote e-voting for the period commencing from September 27, 2021 to September 29, 2021. In order to facilitate voting to those Members, who have not exercised their right to vote through remote e-voting, the Company had also provided facility to vote at this AGM through e-voting platform of NSDL. He further informed that Mr. Manish Ghia of Manish Ghia & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer for the remote e-voting as well as e-voting at this AGM, who would scrutinize the votes and hand over the combined report on voting within forty-eight hours of conclusion of this AGM.

The Company Secretary read out the businesses as mentioned in the Notice convening the AGM, which had been put to vote through remote e-voting and voting at the AGM as under:

Sr. No.	Agenda item	Resolution to be passed
1	To consider and adopt: a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, and the report of the Board and the Auditors thereon b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021, and the report of the Auditors thereon	Ordinary Resolution
2	To appoint a Director in place of Mr. Bikesh Ogra (DIN: 08378235), Non-Executive Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
3	To approve the appointment of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, as Statutory Auditors of the Company to fill casual vacancy	Ordinary Resolution
4	To approve the appointment of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants, as Statutory Auditors of the Company for a term of five years	Ordinary Resolution
5	To approve appointment of Branch Auditors	Ordinary Resolution

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Sr. No.	Agenda item	Resolution to be passed
6	To approve change in name of the Company from Sterling and Wilson Solar Limited to “Sterling and Wilson Renewable Energy Limited” and consequent amendment to Memorandum and Articles of Association of the Company	Special Resolution

He further informed the Members that since this meeting was being held through VC/ OAVM and the resolutions mentioned in the Notice convening this meeting had already been put to the vote through “remote e-voting” there would be no proposing and seconding of resolutions.

The Company Secretary then invited the Member who had registered himself in advance by sending request from his registered email id to express his views/ ask questions in the AGM.

The Chairman and the Officers of the Company replied to the queries raised by the speaker shareholder in the AGM.

Mr. Daruvala thanked the Members for attending the Meeting and declared the meeting as concluded at 5:15 p.m.

The Company Secretary informed the Members that the e-voting facility which was available at the meeting for those members who have not cast their vote through remote e-voting would remain open for another 15 minutes. The combined voting results from the Scrutinizer once received would be submitted to the Stock Exchanges.

The details regarding the voting results of the business transacted at the AGM in the prescribed format along with the Consolidated report of the Scrutinizer will be intimated separately.

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