

July 13, 2023

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001	National Stock Exchange of India Limited Exchange Plaza Bandra Kurla Complex Bandra (East), Mumbai – 400 051
Scrip Code: 542760 (Equity) Scrip Code: 725032 (CP)	Symbol: SWSOLAR

Sub.: Proceedings of the 6th Annual General Meeting of Sterling and Wilson Renewable Energy Limited (“the Company”)

Ref: Intimation under Regulation 30 read with Para A of 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,

In continuation to our intimation dated June 21, 2023, please find enclosed herewith the proceedings of the 6th Annual General Meeting of the Company held today i.e. **Thursday, July 13, 2023 at 02:00 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.sterlingandwilsonre.com

Request you to take the same on records.

Thanking you.

Yours faithfully,

For Sterling and Wilson Renewable Energy Limited

Jagannadha Rao Ch. V.
Company Secretary & Compliance Officer

Encl.: As above

Sterling and Wilson Renewable Energy Limited

(Formerly known as Sterling and Wilson Solar Limited)

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

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

Email: info@sterlingwilson.com | Website: www.sterlingandwilsonre.com

Proceedings of the 6th AGM

The 6th Annual General Meeting (“AGM”) of the Members of Sterling and Wilson Renewable Energy Limited (“the Company”), was held on Thursday, July 13, 2023 at 02:00 p.m. IST through Video Conference (VC)/ Other Audio Visual Means (OAVM)

The AGM of the Company was convened through VC/ OAVM, in compliance with the Circulars issued by the Ministry of Corporate Affairs (‘MCA’) and Securities and Exchange Board of India (‘SEBI’) in this regard and in compliance with the applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).

Mr. Khurshed Yazdi Daruvala, Chairman of the Company, chaired the meeting and after ascertaining the requisite quorum being present, called the meeting to order at 02:00 p.m. IST. The Chairman welcomed the Members to the AGM.

Mr. Daruvala informed the Members that, this AGM of the Company was convened through VC/ OAVM, in accordance with various circulars issued by MCA and SEBI 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 AGM as under:

Mr. Khurshed Daruvala	:	Non-Executive Chairman of the Company & Chairperson of the Stakeholders Relationship Committee
Mr. Keki Elavia	:	Independent Director & Chairperson of Nomination and Remuneration Committee
Ms. Rukhshana Mistry	:	Independent Director & Chairperson of Audit Committee
Mr. Pallon Mistry	:	Non-Executive Director
Mr. Balanadu Narayan	:	Non-Executive Director
Mr. Saurabh Agarwal	:	Non-Executive Director
Mr. Cherag Balsara	:	Independent Director
Mr. Amit Jain	:	Global CEO of Sterling and Wilson Renewable Energy Group
Mr. Chandra Kishore Thakur	:	Manager of the Company
Mr. Jagannadha Rao Ch. V.	:	Company Secretary & Compliance Officer

Mr. Daruvala further informed that the representatives of M/s. Kalyaniwalla & Mistry LLP, M/s. Deloitte Haskins & Sells LLP, the Statutory Auditors of the Company & M/s. Manish Ghia & Associates, the Secretarial Auditors of the Company and Scrutinizers for this AGM were also attending this meeting.

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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 and Sweat Equity) Regulations, 2021 were available for inspection electronically.

The Company Secretary further informed the Members that the Notice of the meeting was already sent to the Members electronically and therefore was taken as read. The Members were informed that there were no qualifications, observation or adverse comment in the Report of the Statutory Auditors. The Comment/ observation made by the Secretarial Auditors was read out at the Meeting by the Company Secretary.

Thereafter, Mr. Daruvala addressed the Members highlighting *inter alia* the financial performance of the Company for the financial year 2022-23, the performance of various businesses, and order book position.

The Company Secretary then 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 on **Monday, July 10, 2023 at 09:00 A.M. IST** and ends on **Wednesday, July 12, 2023 at 05:00 P.M. IST**. 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 National Securities Depository Limited (“NSDL”). He further informed that Mr. Mannish Ghia of M/s. Manish Ghia & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer for the remote e-voting as well as to supervise the e-voting process at this AGM, who would scrutinize the votes and hand over the combined report on voting within two working days 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, 2023, 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, 2023, and the report of the Auditors thereon	Ordinary Resolution

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Sr. No.	Agenda item	Resolution to be passed
2	To approve appointment of Mr. Umesh Khanna (DIN: 03634361) as a Non-Executive Director of the Company to fill up the vacancy of the retiring director Mr. Pallon Mistry, who retires at this Annual General Meeting	Ordinary Resolution
3	To approve appointment of Branch Auditors	Ordinary Resolution
4	To approve the waiver of recovery of excess remuneration paid to Mr. Chandra Kishore Thakur, Manager of the Company during the Financial Year 2022-23	Special Resolution
5	To approve re-appointment of Mr. Chandra Kishore Thakur as the Manager 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 vote through “remote e-voting” there would be no proposing and seconding of resolutions.

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

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

Mr. Daruvala thanked the Members for attending the Meeting and declared the meeting as concluded at 02:42 p.m. IST.

The Chairman further 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 and authorized the Company Secretary of the Company to receive the voting results and intimate same 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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