

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.: Proceedings of the Extraordinary 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 Extraordinary General Meeting of the Company held today i.e. **Tuesday, November 02, 2021** at **02:30 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

Proceedings of the Extraordinary General Meeting

The Extraordinary General Meeting (“EGM”) of Sterling and Wilson Solar Limited (“the Company”), was held on Tuesday, November 02, 2021 at 02:30 p.m. (IST) through Video Conference (VC)/ Other Audio-Visual Means (OAVM) as permitted by the Ministry of Corporate Affairs (“MCA”) and Securities and Exchange Board of India (“SEBI”).

Mr. Khurshed Daruvala, Chairman of the Company, chaired the meeting and after ascertaining the requisite quorum being present, called the meeting to order at 02:30 p.m. (IST). The Chairman welcomed the Members to the EGM.

Mr. Daruvala informed the Members that, in view of the continuing Covid-19 pandemic, and to ensure social distancing norms, this EGM 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

He then introduced himself and other Directors and Officers of the Company present at 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 Ms. Mistry, Member of the Nomination and Remuneration Committee was authorized by Mr. Keki Elavia, Chairperson of the Nomination and Remuneration Committee to attend this meeting on his behalf
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. Kalyaniwalla & Mistry LLP, the Statutory Auditors of the Company and 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. He further informed that the certificate obtained from the Statutory Auditors of the Company certifying that the preferential issue is being made in compliance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 was available for inspection electronically.

**Sterling and Wilson Solar Limited
An Associate of Shapoorji Pallonji Group**

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.

Thereafter, the Company Secretary and Mr. Daruvala explained the Members on the proposal of raising funds by way of preferential issue of equity shares to Reliance New Energy Solar Limited and further details in connection to the proposal.

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 EGM through remote e-voting for the period commenced from October 30, 2021 to November 01, 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 EGM through e-voting platform of NSDL. He further informed that Mr. Mannish 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 EGM, who would scrutinize the votes and hand over the combined report on voting within 2 (Two) working of conclusion of this EGM.

The Company Secretary read out the business as mentioned in the Notice convening the EGM, which had been put to vote through remote e-voting “to create, offer, issue, and allot Equity Shares on a private placement/ preferential basis to Reliance New Energy Solar Limited” which was a 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(s) who had registered themselves in advance by sending request from their registered email id to express their views/ ask questions at the EGM.

The Chairman and the Company Secretary replied to the queries raised by the speaker shareholder at the EGM.

Mr. Daruvala thanked the Members for attending the Meeting and declared the meeting as concluded at 02:55 p.m. (IST).

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 EGM in the prescribed format along with the consolidated report of the Scrutinizer will be intimated separately.