



Greening INDIA

CIN : L31901HP2009PLC031083

INOX Wind Limited

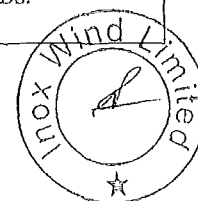
Corporate Office: INOXGFL Towers, Plot No.17, Tel: +91-120-6149600 | contact@inoxwind.com  
Sector-16A, Noida-201301, Uttar Pradesh, India. Fax: +91-120-6149610 | www.inoxwind.com

### Compliance Report

It is hereby certified that the draft scheme of arrangement involving Inox Wind Energy Limited and Inox Wind Limited and their respective shareholders under the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("Act") and also, does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, including the following:

S No	Reference	Whether Complied or Not	Remarks
1	Regulation 11 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 – Compliance with securities laws	Yes	Yes, complied since it does not violate, override or limit the provisions of securities laws or the requirements of the Stock Exchange(s)
2	Submission of valuation report	Yes	Yes, complied and the Valuation Report attached
3	Submission of Fairness opinion	Yes	Yes, complied and the Fairness Opinion attached
4	Submission of documents to Stock Exchange(s)	Yes	Complied
5	Disclosure in the Scheme of Arrangement	Yes	Complied
6	Provision of approval of holders of NCDs/ NCRPs through e-voting	Yes	The Company undertakes to comply with the provisions of the SEBI Circular, including seeking approval of the holders of the NCDs of the Company through e-voting, as applicable;
7	Grievance redress/ Report on Complaints/ Comments	To be filed post filing of Scheme	The Company undertakes to file the Report on Complaints in prescribed format as per Para (A)(7) of Part I of SEBI Circular applicable on entities with listed NCDs.

An **INOXGFL** Group Company  
SECTOR INFINITY




Registered Office : Plot No.1, Khasra No.264 to 267, Industrial Area, Village-Basal, Distt. Una-174 303, (H.P.) INDIA. Tel: +91-1975-272001

8	Conditions for schemes of arrangement involving unlisted entities	N.A.	Not Applicable. Since the Company and IWEL are listed entities, no unlisted entities are involved in the scheme.
9	Auditor's certificate regarding payment/ repayment capability compliance with Accounting Standards	Yes	Yes, complied and the Auditor's certificate regarding payment/ repayment capability compliance with Accounting Standards, is attached.

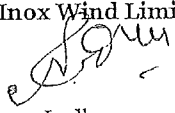
For Inox Wind Limited

  
Deepak Banga  
Company Secretary

  
Manoj Shambhu Dixit  
Whole-time Director

Certified that the transactions/ accounting treatment provided in the draft scheme of arrangement of Inox Wind Energy Limited and Inox Wind Limited are in compliance with all the Accounting Standards applicable to a listed entity.

For Inox Wind Limited

  
Narayan Lodha  
Chief Financial Officer

  
Manoj Shambhu Dixit  
Whole-time Director

Date: 16<sup>th</sup> June, 2023

