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Date :

SCRUTINIZER'S REPORT FOR E VOTING AND POLL

(Pursuant to Section(s) 108 and 109 of the Companies Act,2013 read with Rule 20 and 21 of the Companies (Management and Administration) Rules, 2014

To

The Chairman
19th Annual General Meeting of the Equity Shareholders of
M/s. Indowind Energy Limited
(CIN: L40108TN1995PLC032311)
Held on 14th day of August, 2014 at 4.00 PM
Hotel Clarion, Dr. Radhakrishnan Salai,
Chennai - 600 004

Dear Sir,

Sub: Passing of resolution through Electronic means and poll conducted at the 19th Annual General Meeting of M/s. Indowind Energy Limited held on 14th August, 2014.

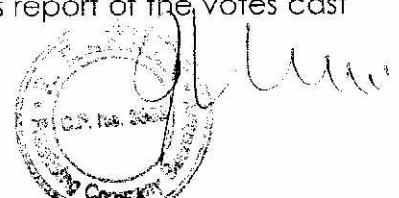
I, R. Kannan, M.Com., GDMM., ACMA., FCS, Practising Company Secretary having office at No.6A, 10th Street, New Colony, Adambakkam, Chennai – 600 08, Tamil Nadu, India have been appointed as a Scrutinizer by the Board of Directors of **M/s. Indowind Energy Limited** for the e-voting held between Friday the 8th day of August, 2014 (9.00 AM) to Sunday the 10th day of August, 2014 (6.00 PM) and the Chairman of the 19thAnnual General Meeting (AGM) of the Company has appointed me as the Scrutinizer for the poll held at the 19thAnnual General Meeting of the Company on 14th day of August, 2014.

Responsibility of the Management

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and the rules made there under in relation to exercising of voting rights through electronic means and poll on the Resolution(s) as set out in the notice convening the 19th Annual General Meeting dated 30th May, 2014.

Responsibility as a Scrutinizer

My responsibility, as a Scrutinizer for the e-voting process and for the poll at the 19th Annual General Meeting, is restricted to make a Scrutinizer's report of the votes cast



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"in favour" or "against" the resolution(s) set out in the notice convening the 19th Annual General Meeting, based on the reports generated from the e- voting system provided by the Central Depository Services Limited (CDSL), the authorised agency engaged by the Company for providing e- voting facilities and also at the time of poll at the 19th Annual General Meeting.

In view of the above, I hereby submit my consolidated report on the result of the E voting together with that of the poll in respect of the said resolution(s) as under:

ORDINARY BUSINESS :

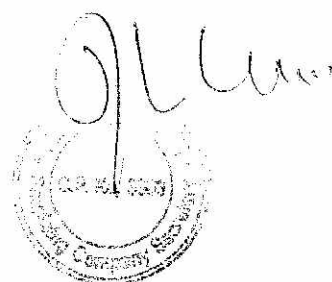
ITEM NO.1

ORDINARY RESOLUTION

To receive, consider and adopt the Audited Balance Sheet as at 31st March 2014, and Profit and Loss for the year ended on that date together with the reports of the Directors and Auditors thereon.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E- VOTING	POLL
Promoter and Promoter group	7	2	2,45,09,459	25,40,995	86.985	99.356
Public	14	17	36,67,138	16,333	13.015	0.639
Total Voting	21	19	2,81,76,597	25,57,328	100	100



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Date :

VOTES CASTED AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	NIL	NIL	-	-	-	-
Public	1	2	850	130	0.00	0.00
Total Voting	1	2	850	130	0.00	0.00

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	NIL	NIL	NIL	NIL	NIL	NIL
Public	NIL	NIL	NIL	NIL	NIL	NIL
Total Voting						

A total of 3,07,33,925 valid votes were cast via e-voting and poll assenting to the above mentioned resolution. Hence the resolutions were passed at requisite majority.

The image shows a handwritten signature in black ink over a circular stamp. The stamp contains the text 'R.K. Kannan' and 'Practicing Company Secretary' around the perimeter.

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ITEM NO. 2

ORDINARY RESOLUTION

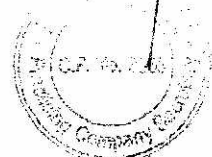
To appoint a Director in the place of Mr. Bala V. Kutti, (holding DIN 00765036), who retires by rotation and being eligible offers himself for re-appointment.

VOTES CASTED IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	7	2	2,45,09,459	25,40,995	86.985	99.356
Public	13	17	36,67,038	16,333	13.015	0.639
Total Voting	20	19	2,81,76,497	25,57,328	100	100

VOTES CASTED AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	-	-	-	-	-	-
Public	2	2	950	130	0.00	0.00
Total Voting	2	2	950	130	0.00	0.00

[Handwritten Signature]


Ref:

Date :

INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	NIL	NIL	NIL	NIL	NIL	NIL
Public	NIL	NIL	NIL	NIL	NIL	NIL
Total Voting						

A total of 3,07,33,825 valid votes were cast via e-voting and poll assenting to the above mentioned resolution. Hence the resolutions were passed at requisite majority.

ITEM NO. 3

ORDINARY RESOLUTION

To appoint M/s. V. Ramaratnam & Co., Chartered Accountants, as Statutory Auditors

VOTES CASTED IN FAVOUR OF THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	7	2	2,45,09,459	25,40,995	86.985	99.356
Public	13	17	36,67,038	16,333	13.015	0.639
Total Voting	20	19	2,81,76,497	25,57,328	100	100

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VOTES CASTED AGAINST THE RESOLUTION

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	-	-	-	-	-	-
Public	2	2	950	130	0.00	0.00
Total Voting	2	2	950	130	0.00	0.00


INVALID VOTES

PARTICULARS	NUMBER OF MEMBERS VOTED THROUGH ELECTRONIC MEANS AND POLL		NUMBER OF VOTES CAST		PERCENTAGE OF TOTAL NUMBER OF VOTES CAST	
	E -VOTING	POLL	E -VOTING	POLL	E-VOTING	POLL
Promoter and Promoter group	NIL	NIL	NIL	NIL	NIL	NIL
Public	NIL	NIL	NIL	NIL	NIL	NIL
Total Voting						

A total of 3,07,33,825 valid votes were cast via e-voting and poll assenting to the above mentioned resolution. Hence the resolutions were passed at requisite majority.

Date : 14-08-2014

Place : Chennai


R. Kannan
Practicing Company Secretary
CP.No. 3363