



Date: 09-04-2021

To,
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai — 400 051

Dear Sir/Madam,

Script Code : TRANSWIND

Subject : Notice of Extra Ordinary General Meeting

SUB : Reg. 30 and 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, attached herewith is the Notice and the Explanatory Statement of the Extra Ordinary General Meeting (EGM) of **Transwind Infrastructures Limited** (the Company) scheduled to be held on **Friday, 7th May 2021 at 05.30 P.M. (IST)** through Video Conference ('VC')/ Other Audio Visual Means ('OAVM') to transact the businesses as set out in the Notice.

Further, we wish to intimate that in terms of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the Company shall provide to its Members the facility to exercise their votes electronically for transacting the items of businesses as set out in the Notice convening the EGM of the Company.

For the aforesaid purpose, the Company has fixed **Friday, 30th April 2021** as the cut-off date to determine the entitlement of voting rights of Members opting for e-Voting. The Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating e-Voting through their e-Voting platform. The e-Voting period commences on **Tuesday, 4th May 2021 at 9.00 A.M. (IST) and ends on Thursday, 6th May 2021 at 5.00 P.M. (IST)**. During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date may cast their vote electronically.

This is for your kind information and records.

Yours faithfully,

FOR TRANSWIND INFRASTRUCTURES LIMITED

**KHYATI SHAH
COMPANY SECRETARY**

**NOTICE OF
EXTRA ORDINARY GENERAL MEETING (EGM)**

Notice is hereby given that **Extra Ordinary General Meeting (EGM)** of the members of Transwind Infrastructures Limited will be held on **Friday, 7 May, 2021 at 5.30 PM IST through Video Conferencing ("VC") /Other Audio Visual Means ("OAVM")** to transact the following **Special Businesses**:

1. APPOINTMENT OF STATUTORY AUDITORS TO FILL CASUAL VACANCY

*To consider and if thought fit to pass the following Resolution with or without modification(s), as an **Ordinary Resolution**:*

"RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time or any other law for the time being in force (including any statutory modifications or amendment thereon or re-enactment thereof for the time being in force) and the rules made thereunder, M/s. Gattani & Associates, Chartered Accountants, Ahmedabad, (FRN: 103097W) be and are hereby appointed as statutory Auditors of the company to fill the casual vacancy caused by resignation of M/s. M/s. N K ASWANI & CO. Chartered Accountants, Ahmedabad.

RESOLVED FURTHER THAT M/s. Gattani & Associates, Chartered Accountants, Ahmedabad, (FRN: 103097W) be and are hereby appointed as Statutory Auditors of the company from the date of this Extra-ordinary General Meeting and that they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of ensuing Annual General Meeting on such remuneration as may be fixed by the Board of Directors in consultation with them."

2. TO APPROVE RE-DESIGNATION OF MR. NIRANJANSINGH RAJPUT FROM INDEPENDENT DIRECTOR TO WHOLE-TIME DIRECTOR OF THE COMPANY.

*To consider and, if thought fit, to pass, with or without modification(s), if any, the following resolution as a **Special Resolution**:*

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (including statutory modification or re-enactment thereof for the time being in force) and Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company and subject to the approval of the Central Government or other Government authorities/ agencies, if any, and, consent of Shareholders be and is hereby accorded to change

the designation of Mr. Niranjansingh Rajput from Independent Director to Whole-time Director of the Company with effect from 1st April 2021 for tenure of three years, as well as the payment of Salary, Commission and perquisites (hereinafter referred as "remuneration") of up to Rs. 55,000 (Rupees Fifty five thousand only) per month and on such other terms and conditions as per Letter of Appointment given to Mr. Niranjansingh Rajput by the Company subject to review of his tenure by Board of Directors from time to time."

RESOLVED FURTHER THAT the above remuneration to be paid to Mr. Niranjansingh Rajput, shall be subject to the overall maximum managerial remuneration ceiling as per the provisions of the Section 197 of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 or such other limits as may be prescribed from time to time.

"RESOLVED FURTHER THAT any Director or Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and things which are necessary to carry out the aforesaid resolution and to seek such approval/ consent from the government departments, if required, in this regard.

By order of the Board,
Transwind Infrastructures Limited

Date: April 08, 2021
Place: Ahmedabad

Khyati Shah
*Company Secretary &
Compliance Officer*

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of Special Businesses in the Notice is annexed hereto.
2. In view of the continuing COVID-19 pandemic, the Extra Ordinary General Meeting (EGM) of the members of the Company will be held on **Friday, 7 May, 2021 at 5.30 PM IST** through Video Conferencing (VC)/Other Audio Visual Means (OAVM), in compliance with the applicable provisions of the Companies Act, 2013 read with MCA General Circular no. 14/2020, dated 8th April, 2020, MCA General Circular no. 17/2020, dated 13th April, 2020; MCA General Circular No. 22/2020 dated 15th June, 2020; MCA General Circular No. 33/2020 dated 28th September, 2020 and MCA General Circular No. 39/2020 dated 31st December, 2020 and in compliance with the provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The deemed venue for the EGM shall be the Registered Office of the Company. The Notice of EGM will not be sent in physical form.
3. In view of the massive outbreak of the COVID-19 pandemic, social distancing is to be a pre-requisite and since this EGM is being held through VC / OAVM, pursuant to MCA Circulars, physical attendance of the Members has been dispensed with. Hence, Members have to attend and participate in the ensuing EGM through VC/OAVM. Accordingly, the facility for appointment of proxies by the Members will not be available for the EGM. Hence the Proxy Form, Attendance Slip and Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the EGM through VC/OAVM and participate there at and cast their votes through e-voting.
4. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the EGM through VC. Body Corporates whose Authorised Representatives are intending to attend the Meeting through VC/OAVM are requested to send to the Company on their email Id cs@transwind.in a certified copy of the Board Resolution/authorization letter authorising their representative to attend and vote on their behalf at the Meeting and through E-voting.
5. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice will also be available on the Company's website www.transwind.in website of National Stock Exchange of India Limited at www.nseindia.com and of National Securities Depositories Ltd ("NSDL")
6. Members attending the EGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:
 - (i) For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to RTA Email id: ahmedabad@linkintime.co.in.
 - (ii) For Demat shareholders -, Members holding Shares in Demat mode can get their E-mail IDs registered with their respective DPs or by E-mail to ahmedabad@linkintime.co.in.
 - (iii) The RTA shall co-ordinate with NSDL and provide the login credentials to the above mentioned shareholders.
9. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. Instructions and other information for members for attending the EGM through VC/OAVM are given in this Notice.
10. As the EGM of the Company is held through Video Conferencing/OAVM, we therefore request the members to submit questions in advance relating to the business specified in this Notice of EGM on the email ID cs@transwind.in
11. Members holding shares in the dematerialized mode are requested to intimate all changes with respect to their bank details, ECS mandate, nomination, power of attorney, change of address, change in name, etc, to their Depository Participant (DP). These changes will be automatically
12. reflected in the Company's records, which will help the Company to provide efficient and better service to the Members. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
13. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their DPs with whom they are maintaining their demat accounts.
14. The members are requested to intimate to the Company, queries, if any, at least 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
15. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which

directors are interested maintained under section 189 of the Companies Act, 2013 and Relevant documents referred to in this Notice of EGM and explanatory statement on the date of EGM in electronic mode can send an email to cs@transwind.in

16. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice.
17. Members of the Company holding shares as on Benpos date i.e. **April 01, 2021** will receive Notice of EGM through electronic mode only.
18. Members are requested to quote their DP ID/ Client ID in all correspondence with the Company / Registrar and Share Transfer Agent.
19. To support the “Green Initiative”, Members who have not registered their e-mail addresses so far, are requested to register their e-mail address with the Registrar & Share Transfer Agents of the Company for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

VOTING THROUGH ELECTRONIC MEANS:

20. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars the Company is providing facility of remote e-voting to its Members in respect of the business set out in the Notice above may be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depositories Limited (“NSDL”) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the EGM will be provided by NSDL.
21. The Members can join the EGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM without restriction on account of first come first served basis.

Instructions for Members for Remote e-Voting are as under:-

- a) The remote e-Voting period will commence on 4th May 2021 (9.00 am IST) and end on 6th May 2021 (5.00 pm IST). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cutoff date of 30th

April, 2021, may cast their vote by remote e-Voting. The remote e- Voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

- b) A person who is not a Member as on the cut-off date should treat this Notice of EGM for information purpose only.

The details of the process and manner for remote e-Voting are explained herein below

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e- Voting system.

How to Log-in to NSDL e-Voting website?

- i. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: www.evoting.nsdl.com either on a Personal Computer or on a mobile.
- ii. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
- iii. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. cast your vote electronically.
- iv. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	EVEN: 115933 Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID. For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company. For example if folio number is 001*** and EVEN is 115933 then

	user ID is 115933001***
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- v. Your password details are given below:
- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - If your email ID is not registered, you can send a request at evoting@nsdl.co.in or cs@transwind.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - Physical User Reset Password? (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
- viii. Now, you will have to click on "Login" button.
- ix. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system?

- After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on
- Active Voting Cycles.
- After click on Active Voting Cycles, you will be able to

see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

- Select "EVEN" of company for which you wish to cast your vote.
- Now you are ready for e-Voting as the Voting page opens.
- Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- Upon confirmation, the message "Vote cast successfully" will be displayed.
- You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

- Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Member may access the same at <https://www.evoting.nsdl.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further members can also use the OTP based login for logging into the e-Voting system of NSDL.
- Members are encouraged to join the Meeting through Laptops for better experience.
- Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (company email id). The same will be replied by the company suitably.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM/AGM ARE AS UNDER:-

- The procedure for e-Voting on the day of the EGM/AGM is same as the instructions mentioned above for remote evoting.
- Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions

through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.

- c) Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
- d) The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

General guidelines for Shareholders

- a) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csabprofessional@gmail.com.in with a copy marked to evoting@nsdl.co.in.
- b) It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
- c) In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- d) Any person, who acquires shares of the Company and becomes Member of the Company after the Company sends the Notice of the EGM by email and holds shares as on the cut-off date, may obtain the User ID and password by sending a request to the Company's email address cs@transwind.in. However, if you are already registered with NSDL for remote e-Voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com.
- e) A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting or casting vote through e-Voting system during the meeting.
- f) Mr. Abhishek Chhajed, Practicing Company Secretary, (Membership No. A40329 and COP No. 15131) has been appointed as the Scrutinizer to scrutinize the remote e-Voting process and casting vote through the e-Voting system during the meeting in a fair and transparent manner.
- g) During the EGM, the Chairman shall, after response

to the questions raised by the Members in advance at the EGM, formally propose to the Members participating through VC/OAVM Facility to vote on the resolutions as set out in the Notice of the EGM and announce the start of the casting of vote through the e-Voting system. After the Members participating through VC/OAVM Facility, eligible and interested to cast votes, have cast the votes, the e-Voting will be closed with the formal announcement of closure of the EGM.

- h) The Scrutinizer shall after the conclusion of e-Voting at the EGM, first download the votes cast at the AGM and thereafter unblock the votes cast through remote e-Voting and shall make a consolidated scrutinizer's report of the total votes cast in favour or against, invalid votes, if any, and whether the resolution has been carried or not, and such Report shall then be sent to the Chairman or a person authorized by him, within 48 (forty eight) hours from the conclusion of the EGM, who shall then countersign and declare the result of the voting forthwith.
- i) The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company at www.transwind.in and on the website of NSDL at www.evoting.nsdl.com immediately after the declaration of Results by the Chairman or a person authorized by him. The results shall also be immediately forwarded to the NSE.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 1 - Appointment of Statutory Auditors to Fill Casual Vacancy

M/s. N. K. Aswani & Co., Chartered Accountants (ICAI Registration No. 100738W) have tendered their resignation from the position of Statutory Auditors due to their pre-occupation in other assignments, resulting into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by section 139(8) of the Companies Act, 2013 ("Act"). Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended that M/s. Gattani & Associates, Chartered Accountants, Ahmedabad, (FRN: 103097W) be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. N. K. Aswani & Co., Chartered Accountants.

M/s. Gattani & Associates, Chartered Accountants, Ahmedabad, (FRN: 103097W) have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

The Directors recommend the aforesaid resolution for the approval by the members as **Ordinary Resolution**.

ITEM NO. 2 - To Approve Re-Designation Of Mr. Niranjansingh Rajput From Independent Director To Whole-Time Director Of The Company

The members are apprised that Mr. Niranjansingh Rajput (DIN: 06612006) who was appointed as Non-Executive Independent Director of the Company in 22nd Annual General Meeting held on 30th September, 2019 has shown his willingness to act as Executive Director of the company.

The Nomination & Remuneration Committee and Board of Directors in its meetings, after considering vast experience of Mr. Niranjansingh Rajput in the fields of project execution in the field of infrastructure and civil work and operational aspects of the company, has decided to avail the expertise of Mr. Niranjansingh Rajput on regular basis. Hence, the committee & the Board has proposed to appoint him as Whole-time Director of the company at a fixed remuneration of Rs. 55,000 (Rupees Fifty five thousand only) per month and on such other terms and conditions as per Letter of Appointment given to Mr. Niranjansingh Rajput by the Company.

The appointment of Mr. Niranjansingh Rajput as such shall take effect from 1st April, 2021 and requires the approval of the Shareholders of the company by way of Special Resolution passed in the General Meeting as per provisions of section 152, 196, 197 and other applicable provisions, if any, of the Companies Act, 2013.

Based on the recommendation of the Nomination & Remuneration Committee & the Board, the matter is recommended to the shareholders for their approval for change in designation of Mr. Niranjansingh Rajput from Non-Executive Independent Director to Whole-time Director of the company at a fixed remuneration of Rs. 55,000 (Rupees Fifty five thousand only) per month and on such other terms and conditions as per Letter of Appointment.

None of the Directors and/or Key Managerial personnel of the company and their relatives, except Mr. Niranjansingh Rajput and their relatives, are in any way concerned or interested in the proposed appointment of Mr. Niranjansingh Rajput as Whole-time Director of the company.

The Directors recommend the aforesaid resolution for the approval by the members as **Special Resolution**.

By order of the Board,
Transwind Infrastructures Limited

Date: April 08, 2021
Place: Ahmedabad

Khyati Shah
*Company Secretary &
Compliance Officer*
