

# R D V & Associates

Chartered Accountants

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To Whomever it may concern

To,  
The Board of Directors,  
Resco Global Wind Services Limited  
301, ABS Tower, Second Floor  
Old Padra Road, Vadodara  
Gujarat - 390 007, India

## Certification of details/documents for onward submission to BSE Limited and National Stock Exchange of India Limited in relation to the scheme of arrangement involving Inox Green Energy Services Limited (“Inox Green”) and Resco Global Wind Services Limited (“Resco”)

1. We R D V & Associates, Chartered Accountants, have been requested by Resco Global Wind Services Limited (“**Company**”) having its registered office at the above-mentioned address, to certify the details and documents to be filled by the Company to BSE Limited (the designated stock exchange of the Company) and National Stock Exchange of India Limited, in response to the requirement of SEBI/HO/DDHS/DDHS-PoD-1/P/CIR/2024/48 dated May 21, 2024 (“**SEBI Debt Master Circular**”) for the scheme of arrangement involving Inox Green Energy Services Limited and Resco Global Wind Services Limited and their respective shareholders (“**Scheme**”) under section 230 to 232 read with other applicable provisions of the Companies Act, 2013 and rules framed thereunder.
2. I have been provided with relevant documents in relation to the Scheme and after detailed examination and extensive discussion with the companies involved in the Scheme, I hereby certify that the Share Capital built-up of Inox Green and Resco. (**Appendix 1**)
3. This certificate is issued at the request of the Company in relation to the proposed Scheme under Section 230 to 232 of the Companies Act, 2013, relevant rules thereunder and SEBI Debt Master Circular and this certificate should not be used for any other purpose or distributed or given to any other person or entity without our prior consent.

For **R D V & Associates,**  
Chartered Accountants  
FRN:006128C

  


**Dheeraj Kumar**

Partner

M. No: 416725

UDIN: 24416725BKCRGF6273

Place: Delhi

Date: 03-12-2024

**Appendix 1**

**Details of Capital evolution of Inox Green Energy Services Limited ('Demerged Company'):**

**1. Equity Shares issuance details:**

<b>Date of Issue</b>	<b>No. of shares issued</b>	<b>Issue Price (Rs.)</b>	<b>Type of Issue (IPO/FPO/ Preferential Issue/ Bonus/ Rights, etc.)</b>	<b>Cumulative capital (No of shares)</b>	<b>Whether listed, if not listed, give reasons thereof</b>
May 11, 2012	50,000	10.00	Initial subscription to the MoA	50,000	As on date it is listed with both BSE and NSE
October 27, 2018	5,73,39,450	17.44	Allotment pursuant to the conversion of series A- 1,000,000 4% optionally convertible debentures of ₹1,000 each issued to Inox Wind Limited on October 27, 2015	5,73,89,450	As on date it is listed with both BSE and NSE
October 28, 2019	5,88,23,529	17.00	Allotment pursuant to the conversion of series B- 1,000,000 4% optionally convertible debentures of ₹1,000 each issued to Inox Wind Limited on October 29, 2015.	11,62,12,979	As on date it is listed with both BSE and NSE
November 2, 2020	1,24,06,948	80.60	Allotment pursuant to the conversion of series C- 1,000,000 4% optionally convertible debentures of ₹1,000 each issued to Inox Wind Limited on November 3, 2015	12,86,19,927	As on date it is listed with both BSE and NSE
June 30, 2021	5,23,00,035	80.64	Preferential allotment in lieu of repayment of existing unsecured loans, and interest accrued therein, extended to our Company from time to time by Inox Wind Limited.	18,09,19,962	As on date it is listed with both BSE and NSE
June 30, 2021	2,21,04,727	80.64	Preferential allotment in lieu of repayment of debt owed to Inox Wind Limited on account of receipt of materials/services etc. by our Company from time to time.	20,30,24,689	As on date it is listed with both BSE and NSE



November 3, 2021	2,48,01,587	80.64	Allotment pursuant to the conversion of series D- 1,000,000 4% optionally convertible debentures of ₹1,000 each and series E- 1,000,000 4% optionally convertible debentures of ₹1,000 each issued to Inox Wind Limited on November 5, 2015 and November 17, 2015 respectively.	22,78,26,276	As on date it is listed with both BSE and NSE
November 12, 2021	31,62,203	80.64	Preferential allotment in lieu of repayment of debt owed to the allottees on account of receipt of materials/services etc. by our Company from time to time	23,09,88,479	As on date it is listed with both BSE and NSE
December 13, 2021	40,27,779	80.64	Preferential allotment in lieu of repayment of debt owed to the allottees on account of receipt of materials/services etc. by our Company from time to time	23,50,16,258	As on date it is listed with both BSE and NSE
November 18, 2022	5,69,23,076	65.00	Allotments in Initial Public Offering (IPO) of the Company	29,19,39,334	As on date it is listed with both BSE and NSE
July 06, 2023	16,66,666	48.00	Preferential Allotment of Equity Shares for consideration other than in cash	29,36,06,000	As on date it is listed with both BSE and NSE
August 02, 2024	2,89,85,503	138.00	Preferential issue of shares for cash consideration	32,25,91,503	As on date it is listed with both BSE and NSE
August 02, 2024	4,16,66,666	48.00	Conversion of 20,00,00,000 - 0.0001% Compulsory Convertible Preference Shares of Rs. 10/- each (CCPS) issued on 06th July, 2023	36,42,58,169	As on date it is listed with both BSE and NSE
October, 05, 2024	27,58,620	145.00	Conversion of 27,58,620 number of warrants out of total 4,48,27,582 number of warrants issued on Preferential issue basis on August, 2, 2024 for cash consideration (balance 4,20,68,962 number of warrants)	36,70,16,789	As on date it is listed with both BSE and NSE



**2. Preference Shares issuance details (Non listed):**

**a) 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares (NCPRPS):**

Date of Issue	No. of shares issued	Issue Price (Rs.)	Type of Issue (IPO/FPO/ Preferential Issue/ Scheme/ Bonus/ Rights, etc.)	Cumulative capital (No of shares)
November 3, 2021	14,95,48,514	10.00	Preferential issue in lieu of repayment of debt owed to the allottees on account of Inter Corporate Deposits, payables on account of on account of supply of materials/ services/ others from time to time	14,95,48,514
December 31, 2021	5,04,51,486	10.00	Preferential issue in lieu of repayment of debt owed to the allottees on account of Inter Corporate Deposits, payables on account of on account of supply of materials/ services/ others from time to time	20,00,00,000
July 6, 2023	NA	NA	20,00,00,000 (Twenty Crore) CCPS allotted on variation of the terms of NCPRPS shall be converted into upto 4,16,66,666 fully paid up equity shares of face value of Rs. 10/- each of the Company, at a price of Rs. 48/- per Equity Share (including a premium of Rs. 38/- for each CCPS ("Conversion Price"), from time to time, in one or more tranches.	Nil

**b) 0.0001% Compulsory Convertible Preference Shares (CCPS) upon variation of terms of 0.01% Non-Convertible, Non-Cumulative, Participating, Redeemable Preference Shares (NCPRPS):**

Date of Issue	No. of shares issued	Issue Price (Rs.)	Type of Issue (IPO/FPO/ Preferential Issue/ Scheme/ Bonus/ Rights, etc.)	Cumulative capital (No of shares)
July 6, 2023	20,00,00,000	10	20,00,00,000 CCPS allotted on variation of the terms of NCPRPS shall be converted into 4,16,66,666 fully paid-up equity shares of face value of Rs. 10/- each of the Company, at a price of Rs. 48/- per Equity Share (including a premium of Rs. 38/- for each CCPS ("Conversion Price"), from time to time, in one or more tranches.	20,00,00,000



August 02, 2024	NA	NA	4,16,66,666 fully paid-up equity shares of face value of Rs. 10/- each of the Company, at a price of Rs. 48/- per Equity Share (including a premium of Rs. 38/- for each allotted-on 2 <sup>nd</sup> August, 2024 upon Conversion of 20,00,00,000 - 0.0001% Compulsory Convertible Preference Shares of Rs. 10/- each (CCPS).	Nil
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**Details of Capital evolution of Resco Global Wind Services Limited ('Resulting Company')**

Date of Issue	No. of shares issued	Issue Price (Rs.)	Type of Issue (IPO/ FPO/ Preferential Issue/ Scheme/ Bonus/ Rights, etc.)	Cumulative capital (No. of shares)
January 21, 2020	10,000	10	Initial subscription to the MoA	10,000
April 26, 2022	5,00,00,000	10	Rights Issue of shares for cash consideration	5,00,10,000
December 07, 2022	5,92,51,500	10	Rights Issue of shares for cash consideration	10,92,61,500
January 13, 2023	2,50,00,000	20	Preferential issuer of Equity Shares for consideration other than in cash	13,42,61,500
September 6, 2024	62,92,122	267	Preferential issue of shares for cash consideration	14,05,53,622
September 10, 2024	64,43,815	267	Preferential issue of shares for cash consideration	14,69,97,437
September 10, 2024	1,45,69,288	267	Preferential issuer of Equity Shares for consideration other than in cash	16,15,66,725
September 11, 2024	3,74,531	267	Preferential issue of shares for cash consideration	16,19,41,256

