

Date: 30th September, 2024

To BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai- 400 001 Scrip Code: 517498 To, National Stock Exchange of India Limited Capital Market – Listing, Exchange Plaza 5th Floor, Plot No. C/1, G Block Bandra-Kurla Complex, Bandra (E) Mumbai 400 051 Symbol- WEBELSOLAR

Dear Sir/Madam,

# Sub: Voting Results of the 34<sup>th</sup> Annual General Meeting (AGM) held on 28<sup>th</sup> September, 2024 Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith the voting results along with Scrutinizers Report of the 34<sup>th</sup> Annual General Meeting (AGM) of the Company held on Saturday, 28<sup>th</sup> September, 2024 at 02:00 P.M. through Video Conferencing (VC)/ Other Audio-Visual means (OAVM).

This is for your information and records.

Thanking you.

Yours faithfully, For Websol Energy System Limited

Raju Sharma Company Secretary

Encl: As above

#### Websol Energy System Limited Registered Office:

48, Pramatha Choudhury Sarani, Plot No-849, Block-'P', 2<sup>nd</sup> Floor, New Alipore, Kolkata - 700 053, Phone: +91-33-24000419, Fax: +91-33-24000375 E-mail: websol@webelsolar.com **Corporate Office and Plant:** 

Sector II, Falta Special Economic Zone, Falta 24 Parganas (South), West Bengal, India, Pin- 743504 Ph.: 91-3174-222932, Fax: 91-3174-222933 E-mail: websol@webelsolar.com

#### WEBSOL ENERGY SYSTEM LIMITED - AGM Attended and Voting Summary

Voting Result					
Date of the AGM	Saturady, 28th September, 2024				
Total Number of Shareholders on record date	114331				
No. of shareholders present in the meeting either in person or through	NA*				
proxy or through E-voting:					
Promoter & Promoter group	0				
Public	0				
Total	0				
No. of shareholders attended the meeting through Video Conferencing;					
Promoter & Promoter group	1				
Public	129				
Total	130				

\*Since this AGM was held through Video Conferencing/Other Audio-Visual Means, the facility to appoint proxy to attend and cast vote for the members was not available for this AGM.

The mode of voting for all resolution was Remote E-Voting which commenced on Wednesday, 25th September, 2024 (9:00 am) & ended on Friday, 27th September, 2024 (5:00 pm) and e-voting during the AGM held on Saturday, 28th September, 2024.

1 . Ordinary Resolution			Adoption of Au	idited Financial Resu	lts			
Whether prom agenda/resolut	oter/promoter group are interested in the ion ?		No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting*	11693731	11679691	99.8799	11679691	0	100.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11679691	99.8799	11679691	0	100.0000	0.0000
Public -	E-Voting*		4816	4.3972	4816	0	100.0000	0.0000
Institutional	Poll	109524	0	0.0000	0	0	0.0000	0.0000
holders	Postal Ballot (if applicable)	109524	0	0.0000	0	0	0.0000	0.0000
	Total		4816	4.3972	4816	0	100.0000	0.0000
Public - Non	E-Voting*		2107252	6.9310	2107162	90	99.9957	0.0043
Institution	Poll	30403092	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	50405092	0	0.0000	0	0	0.0000	0.0000
	Total	]	2107252	6.9310	2107162	90	99.9957	0.0043
Total		42206347	13791759	32.6770	13791669	90	99.9993	0.0007

#### Agenda - wise disclosure (to be disclosed separately for agenda item)

2. Special Resolution			Appointment o	f a Director in place o	of retiring Directo	or		
Whether promoter/promoter group are interested in the agenda/resolution ?		Yes						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting*	11693731	0	0.0000	0	0	0.0000	0.0000
Promoter	Poll		0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public -	E-Voting*		4816	4.3972	4816	0	100.0000	0.0000
Institutional	Poll	109524	0	0.0000	0	0	0.0000	0.0000
holders	Postal Ballot (if applicable)	109524	0	0.0000	0	0	0.0000	0.0000
	Total		4816	4.3972	4816	0	100.0000	0.0000
Public - Non	E-Voting*		2107247	6.9310	2107088	159	99.9925	0.0075
Institution	Poll	30403092	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	30403092	0	0.0000	0	0	0.0000	0.0000
	Total		2107247	6.9310	2107088	159	99.9925	0.0075
Total		42206347	2112063	5.0041	2111904	159	99.9925	0.0075

			1 11	vision of remunerat	ion of Mr. Soha	in Lal Agarwal	, Managing Directo	r of the Company for
			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting*		0	0.0000	0	0	0.0000	0.0000
Promoter	Poll	11693731	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot (if applicable)	11693731	0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public -	E-Voting*		4816	4.3972	0	4816	0.0000	100.0000
Institutional	Poll	109524	0	0.0000	0	0	0.0000	0.0000
holders	Postal Ballot (if applicable)	109524	0	0.0000	0	0	0.0000	0.0000
	Total		4816	4.3972	0	4816	0.0000	100.0000
Public - Non	E-Voting*		2107071	6.9304	2106919	152	99.9928	0.0072
Institution	Poll	30403092	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	30403092	0	0.0000	0	0	0.0000	0.0000
	Total		2107071	6.9304	2106919	152	99.9928	0.0072
Total		42206347	2111887	5.0037	2106919	4968	99.7648	0.2352

4. Ordinary Resolution	Appointment of Mr. Rajeewa R Arya (DIN: 10620120) as Non Executive Non Independent Director of the
Whether promoter/promoter group are interested in the	No
agenda/resolution ?	

Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting*		11679691	99.8799	11679691	0	100.0000	0.0000
Promoter	Poll	11(02721	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot (if applicable)	11693731	0	0.0000	0	0	0.0000	0.0000
	Total	1	11679691	99.8799	11679691	0	100.0000	0.0000
Public -	E-Voting*		4816	4.3972	4816	0	100.0000	0.0000
Institutional	Poll	109524	0	0.0000	0	0	0.0000	0.0000
holders	Postal Ballot (if applicable)	109524	0	0.0000	0	0	0.0000	0.0000
	Total		4816	4.3972	4816	0	100.0000	0.0000
Public - Non	E-Voting*		2107052	6.9304	2105962	1090	99.9483	0.0517
Institution	Poll	30403092	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	50405092	0	0.0000	0	0	0.0000	0.0000
	Total		2107052	6.9304	2105962	1090	99.9483	0.0517
Total		42206347	13791559	32.6765	13790469	1090	99.9921	0.0079

5. Special Resolution			Appointment of	f Ms. Ritu S Jain (DIN	J: 00534451) as a	Non Executive I	ndependent Directo	r of the Company.
Whether prom agenda/resolut	oter/promoter group are interested in the ion ?		No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	No.of votes in favour (4)	No of votes against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of votes against on votes polled (7)=[(5)/(2)]*100
Promoter &	E-Voting*		11679691	99.8799	11679691	0	100.0000	0.0000
Promoter	Poll	11693731	0	0.0000	0	0	0.0000	0.0000
Group	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		11679691	99.8799	11679691	0	100.0000	0.0000
Public -	E-Voting*		4816	4.3972	4816	0	100.0000	0.0000
Institutional	Poll	109524	0	0.0000	0	0	0.0000	0.0000
holders	Postal Ballot (if applicable)	109324	0	0.0000	0	0	0.0000	0.0000
	Total		4816	4.3972	4816	0	100.0000	0.0000
Public - Non	E-Voting*		2107052	6.9304	2106962	90	99.9957	0.0043
Institution	Poll	30403092	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	] 50403092	0	0.0000	0	0	0.0000	0.0000
	Total		2107052	6.9304	2106962	90	99.9957	0.0043
Total		42206347	13791559	32.6765	13791469	90	99.9993	0.0007

\*E-Voting includes both remote e-voting and e-voting during the AGM

For Websol Energy System Limited

Raju Sharma Company Secretary

Practicing Company Secretary, Corp. Law & MSME Consultant (A Peer Review Certified Practice Unit) M.Com. (Gold Medalist), LLB, Cost & Management Accountant and Company Secretary



#### **Consolidated Scrutinizer's Report**

### [Pursuant to Sections 108 of the Companies Act, 2013 read with Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 as amended]

То

The Chairman Websol Energy System Limited Plot No. 849, Block P, 48 Pramatha Choudhary Sarani, 2<sup>nd</sup> Floor New Alipore, Kolkata-700053

#### Dear Sir,

Re: Consolidated Report of Scrutinizer on voting through E-voting system at the Annual General Meeting (AGM) and Remote E-voting on the resolution proposed at the AGM of the Members of M/s Websol Energy System Limited (CIN: L29307WB1990PLC048350) held through Video Conferencing/ OAVM facility on 28th September, 2024 at 02. 00 PM

I, Abhijit Majumdar, Practicing Company Secretary, (Membership No. 9804, CP No.18995) have been appointed by the Board of Directors of M/s Websol Energy System Limited ("the Company") to act as the Scrutinizer for the purpose of scrutinizing e-voting process (remote e-voting and e-voting system at the AGM) of the AGM of the Company, held through video conferencing /OAVM on Saturday, 28th September, 2024 at 02:00 P.M., in Compliance with of the Companies Act, 2013, Rules 20 and 21 of the section 108 Companies(Management and Administration), Rules, 2014, as amended, read with MCA Circulars, other relevant provisions of the Companies Act, 2013 ("the Act") and the Securities and Exchange Board of India ( "SEBI Listing Regulations") in respect on below mentioned resolutions proposed at the said EGM.

The Compliance with the provisions of the Companies Act, 2013 and the Rules made there under read with the "relevant Circulars", relating to e-voting process is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the e-voting process both through e-voting and e-voting system at the EGM are conducted in a fair and transparent manner and to render Consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, on the resolutions, based on the reports generated from the electronic voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide remote e-voting and evoting system facility.

> Flat. No. B-13/5, Mangalik Housing Complex, Hiland Park, Kolkata 700094 E Mail: majumdar abhijeet@yahoo.co.in, abhijitmajumdar365@gmail.com Abhijit Majumdar Mob: - 9874481010/9433179166

Company Secretary in Practice C.O.P. No.-18995

Practicing Company Secretary, Corp. Law & MSME Consultant (A Peer Review Certified Practice Unit) M.Com. (Gold Medalist), LLB, Cost & Management Accountant and Company Secretary



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The Notice dated 30th August, 2024 along with the statement under Section 102 of the Companies Act,2013 convening the AGM of the Company through Video Conferencing/OVAM on 28th September, 2024, was sent on 06-09-2024 through electronic mode to those shareholders whose e-mail addresses were registered with the Company/Depositories, in accordance with MCA Circulars.The Members of the Company holding shares on the cut-off date i.e. 21<sup>st</sup> September, 2024 were entitled to vote on the resolutions as set out in the Notice of the AGM.

In this regard, I hereby submit my report asunder:

The Company has availed the services of National Securities Depository Limited ("NSDL") as the agency for providing facility for remote e-voting, participation in the EGM through VC/OVAM and e-voting during the AGM.

1. The remote e-voting period commenced from 25<sup>th</sup> September, 2024 at 9.00 A.M. and ended on 27<sup>th</sup> September,2024 at 5.00P.M. and the remote e-voting module was disabled by NSDL thereafter.

2. The Company had also provided facility for voting through electronic voting system of NSDL during the AGM.

3. Subsequent to the conclusion of the AGM, I unblocked the electronic votes cast both through remote e-voting and e-voting system during the AGM, in the presence of two witnesses as prescribed under sub rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014.

4. We have Scrutinized the vote cast both through remote e-voting and e-voting system during the EGM for the purpose of this Report.

On the basis of the above and pursuant to Rule 20(4)(xii), I hereby submit consolidated Scrutinizer's Report on the remote e-voting and voting through e-voting system during the AGM, as under:

#### **ORDINARY BUSINESS**

### Item No 1: Ordinary Resolution

### ADOPTION OF AUDITED FINANCIAL STATEMENTS

"**RESOLVED THAT** the Audited Financial Statements of the Company for the financial year ended March 31, 2024, along with the reports of the Board of Directors and the Auditors thereon as laid before this meeting, be and are hereby received, considered and adopted."

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Practicing Company Secretary, Corp. Law & MSME Consultant (A Peer Review Certified Practice Unit) M.Com. (Gold Medalist), LLB, Cost & Management Accountant and Company Secretary



Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) - (2) = (3)	% of total number of valid votes cast
<ul><li>(1) Voted</li><li>in favour</li><li>of the</li><li>resolution</li></ul>	13768575	23094	13791669	99.99
<ul><li>(2) Voted</li><li>against</li><li>the</li><li>resolution</li></ul>	90	0	90	0.01
Total	13768665	23094	13791759	100.00

2. Special Resolution: -

#### APPOINTMENT OF A DIRECTOR IN PLACE OF RETIRING DIRECTOR

"**RESOLVED THAT** pursuant to Section 152(6) of the Companies Act, 2013 and Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time, Mr. Sohan Lal Agarwal (DIN: 00189898), aged 78 years, who retires by rotation at this Annual General Meeting and being eligible offers himself for re-appointment, be and is hereby re-appointed as a Director, liable to retire by rotation, of the Company."

Particulars	Number of	Number of	Total Valid Votes	% of total
	votes (shares)	votes (shares)	(1) - (2) = (3)	number of
	cast through	cast through		valid votes
	remote e-voting	e-voting at		cast
	(1)	the meeting		
		(2)		

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Total	2088969	23094	2112063	100.00
resolution				
the				
against				
(2) Voted	159	0	159	0.01
resolution				
of the				
in favour				
(1) Voted	2088810	23094	2111904	99.99

#### SPECIAL BUSINESS:

#### SPECIAL RESOLUTION

### ITEM NO. 3: TO APPROVE THE REVISION OF REMUNERATION OF MR. SOHAN LAL AGARWAL, MANAGING DIRECTOR OF THE COMPANY, FOR REMAINING PERIOD OF HIS EXISTING TENURE

"RESOLVED THAT pursuant to the provisions of Section 196, 197, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (herein after referred to as the 'Act') and rules made thereunder (including any statutory modification or re-enactment thereof) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the 'Listing Regulations') including any statutory modifications or re-enactment thereof for the time being in force and enabling provisions of Articles of Association of the Company, based on the recommendation of Nomination and Remuneration Committee and as decided by the Board of Directors in its meeting dated 28<sup>th</sup> August, 2024, the consent of the members of the Company be and is hereby accorded to revise the remuneration of Mr. Sohan Lal Agarwal (DIN 00189898), Managing Director of the Company from present remuneration i.e. not exceeding INR 2,00,00,000/- per annum to not exceeding INR 3,50,00,000/- per annum with effect from 1st October, 2024 till the end of his present tenure i.e 31st March, 2026 including any perquisites and allowances and on such terms and conditions as may be decided from time to time by the Board of Directors on the recommendation of Nomination and Remuneration Committee, within the limits specified under Section 197 of the Companies Act, 2013, read with Schedule V thereof.

**RESOLVED FURTHER THAT** subject to the applicable provisions of the Companies Act read with Schedule V of Companies Act, where in any financial year during the tenure of appointment of Mr. Sohan Lal Agarwal (DIN: 00189898), the Company has no profits or its profits are inadequate, the Flat. No. B-13/5, Mangalik Housing Complex, Hiland Park, Kolkata 700094

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Mob: - 9874481010/9433179166

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Abhijit Majumdar Company Secretary in Practic C.O.P. No.-18995



Company may pay the aforesaid remuneration to Mr. Sohan Lal Agarwal within the overall limits prescribed under the provisions of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be authorized on behalf of the Members of the Company to do all such acts, deeds, matters and things as may be necessary to give effect to this resolution, and as it may, in its absolute discretion, deem necessary or expedient in the interest of the Company and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard including to vary the terms of re-appointment, without requiring the Board to secure any further consent or approval of the Members of the Company."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) - (2) = (3)	% of total number of valid votes cast
<ul><li>(1) Voted</li><li>in favour</li><li>of the</li><li>resolution</li></ul>	2083825	23094	2106919	99.76
<ul><li>(2) Voted</li><li>against</li><li>the</li><li>resolution</li></ul>	4,968	0	4,968	0.24
Total	20,88,793	23094	21,11,887	100.00

### ITEM NO. 4: APPOINTMENT OF MR. RAJEEWA R ARYA (DIN: 10620120) AS A NON-EXECUTIVE NON-INDEPENDENT DIRECTOR OF THE COMPANY:

### AS ORDINARY RESOLUTION

"RESOLVED THAT pursuant to the provisions of Sections 149, 152, 160, 161

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Practicing Company Secretary, Corp. Law & MSME Consultant (A Peer Review Certified Practice Unit) M.Com. (Gold Medalist), LLB, Cost & Management Accountant and Company Secretary



and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Rajeewa R Arya (DIN: 10620120) who was appointed as Additional Director (Non-Executive) in the Board Meeting dated May 29, 2024 till the conclusion of Annual General Meeting of the Company, be and is hereby appointed as a Non-Executive Non Independent Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) - (2) = (3)	% of total number of valid votes cast
<ol> <li>(1) Voted</li> <li>in favour</li> <li>of the</li> <li>resolution</li> </ol>	13767375	23094	13790469	99.99
(2) Voted against the resolution	1090	0	1090	0.01
Total	13768465	23094	13791559	100.00

Abhijit Majumdar Company Secretary in Practice C.O.P. No.-18995

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Practicing Company Secretary, Corp. Law & MSME Consultant (A Peer Review Certified Practice Unit) M.Com. (Gold Medalist), LLB, Cost & Management Accountant and Company Secretary



and all other applicable provisions of the Companies Act, 2013 ("the Act") (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Rajeewa R Arya (DIN: 10620120) who was appointed as Additional Director (Non-Executive) in the Board Meeting dated May 29, 2024 till the conclusion of Annual General Meeting of the Company, be and is hereby appointed as a Non-Executive Non Independent Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Total	13768465	23094	13791559	100.00
resolution				
the				
against				
(2) Voted	1090	0	1090	0.01
of the resolution				
in favour				00100
(1) Voted	13767375	23094	13790469	99.99
	(1)	the meeting (2)		
	remote e-voting	e-voting at	V AN	valid votes cast
	votes (shares) cast through	votes (shares) cast through	(1) - (2) = (3)	number of
Particulars	Number of	Number of	Total Valid Votes	% of total

Abhijit Majumdar Company Secretary in Practice C.O.P. No.-18995 Hiland Park, Kolkata 700094

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Practicing Company Secretary, Corp. Law & MSME Consultant (A Peer Review Certified Practice Unit) M.Com. (Gold Medalist), LLB, Cost & Management Accountant and Company Secretary



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Abhilit Majumdar

ITEM NO. 5: APPOINTMENT OF MS. RITU S JAIN (DIN: 00534451) AS A NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY:

### As a Special Resolution-

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160 and all other applicable provisions of the Companies Act, 2013 ("the Act") read with Schedule IV of the Act (including any statutory modification(s) or reenactment(s) thereof, for the time being in force) and the Companies (Appointment and Qualifications of Directors) Rules, 2014, as amended from time to time, applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Ms. Ritu S Jain (DIN: 00534451), who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in respect of whom the Company has received a notice of candidature under Section 160, be and is hereby appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, upon such terms and conditions as per the policies of the Company, for a term of 5 (five) consecutive years commencing from August 30, 2024.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (including its committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

Particulars	Number of votes (shares) cast through remote e-voting (1)	Number of votes (shares) cast through e-voting at the meeting (2)	Total Valid Votes (1) - (2) = (3)	% of total number of valid votes cast
<ul><li>(1) Voted</li><li>in favour</li><li>of the</li><li>resolution</li></ul>	13768375	23094	13791469	99.99

Company Secretary in Practice Flat. No. B-13/5, Mangalik Housing Complex, Hiland Park, Kolkata 700094 No.-18995 E Mail: <u>majumdar abhijeet@yahoo.co.in</u>, <u>abhijitmajumdar365@gmail.com</u> Mob: - 9874481010/9433179166



Practicing Company Secretary, Corp. Law & MSME Consultant (A Peer Review Certified Practice Unit) M.Com. (Gold Medalist), LLB, Cost & Management Accountant and Company Secretary

90	0	90	0.01
			100.00
13768465	23094	13791559	100.00
	13768465	13768465 23094	13768465 23094 13791559

Based on the foregoing, the above five (5) resolutions shall be deemed to have been passed with requisite majority.

In terms of the provisions of Rules 20(4)(xiv), of the Companies Act (Management and Administration) Amendment Rules, 2015, I have maintained separate Registers for vote cast through remote e-voting and e-voting system during the AGM in electronic form. The registers and all other papers relating to electronic voting shall remain in my safe custody until the Chairman signs the Minutes of AGM and the same shall be handed over thereafter to the Company Secretary for safe keeping.

Thanking You,

Yours Faithfully,

Jammer

Abhijit Majumdar Company Secretary in Practice C.O.P. No.-18995

(Abhijit Majumdar) Practicing Company Secretary Membership No.: 9804 COP No.: 18995

Date: 28.09.2024 Place: Kolkata

UDIN: A009804F001360197 Peer Review Certificate No. 1341/2021

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