

Date: February 24, 2023

To,
The Secretary,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Company Code: 542851

Dear Sir,

Sub.: Voting Result of Extraordinary General Meeting.

The Extraordinary General Meeting (EGM) of the members of the Company was held on February 24, 2023 through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

The Voting result, pursuant to Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, of the said EGM is enclosed herewith for your record.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **GENSOL ENGINEERING LIMITED**

Anmol Singh Jaggi
Managing Director
DIN: 01293305





Report on Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Date of Extraordinary General Meeting	February 24, 2023
Book Closure	N.A.
Total number of Shareholders on Book Closure Date	N.A.
No. of shareholders present in the meeting either in person or through proxy:	NIL
Promoters and Promoter Group:	NIL
Public:	NIL
No. of shareholders attended the meeting through Video Conferencing:	28
Promoters and Promoter Group:	03
Public:	25

Details of Agenda

The detailed agenda items that were transacted by Remote E-voting and E-Voting at EGM are attached as Annexure in the required format.

Thanking You,

Yours faithfully,
For Gensol Engineering Limited



Anmol Singh Jaggi
Managing Director
DIN: 01293305

General information about company	
Scrip code	542851
NSE Symbol	
MSEI Symbol	
ISIN	INE06H201014
Name of the company	Gensol Engineering Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	24-02-2023
Start time of the meeting	12:00 PM
End time of the meeting	12:22 PM

Scrutinizer Details	
Name of the Scrutinizer	Jatin Kapadia
Firms Name	K. Jatin and Co.
Qualification	CS
Membership Number	11418
Date of Board Meeting in which appointed	31-01-2023
Date of Issuance of Report to the company	24-02-2023

Voting results	
Record date	17-02-2023
Total number of shareholders on record date	2261
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	25
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO APPROVE CONVERSION OF FINANCIAL ASSISTANCE INTO EQUITY IN CASE EVENT OF DEFAULT				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7902102	7902102	100	7902102	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7902102	7902102	100	7902102	0	100
Public- Institutions	E-Voting	260724	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		260724	0	0	0	0	0
Public- Non Institutions	E-Voting	4056090	1042191	25.6945	1042191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4056090	1042191	25.6945	1042191	0	100
Total		12218916	8944293	73.2004	8944293	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				APPROVAL FOR ISSUE OF NON-CONVERTIBLE DEBENTURES ON PRIVATE PLACEMENT BASIS				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7902102	7902102	100	7902102	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7902102	7902102	100	7902102	0	100
Public- Institutions	E-Voting	260724	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		260724	0	0	0	0	0
Public- Non Institutions	E-Voting	4056090	1042191	25.6945	1042191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4056090	1042191	25.6945	1042191	0	100
Total		12218916	8944293	73.2004	8944293	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO ADOPT THE AMENDED ARTICLES OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7902102	7902102	100	7902102	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7902102	7902102	100	7902102	0	100
Public- Institutions	E-Voting	260724	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		260724	0	0	0	0	0
Public- Non Institutions	E-Voting	4056090	1042191	25.6945	1042191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4056090	1042191	25.6945	1042191	0	100
Total		12218916	8944293	73.2004	8944293	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				TO ADOPT THE AMENDED MEMORANDUM OF ASSOCIATION OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7902102	7902102	100	7902102	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		7902102	7902102	100	7902102	0	100
Public- Institutions	E-Voting	260724	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		260724	0	0	0	0	0
Public- Non Institutions	E-Voting	4056090	1042191	25.6945	1042191	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		4056090	1042191	25.6945	1042191	0	100
Total		12218916	8944293	73.2004	8944293	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

CONSOLIDATED SCRUTINIZER'S REPORT
[PURSUANT TO SECTION 108 OF THE COMPANIES
ACT, 2013 READ WITH RULE 20 OF THE COMPANIES
(MANAGEMENT AND ADMINISTRATION) RULES,
2014, AS AMENDED]

To,
Chairman of Extraordinary General Meeting
of the Equity Shareholders of
Gensol Engineering Limited Held
on Friday, February 24, 2023
through Video Conference ("VC")/
Other Audio-Visual Means ("OAVM")

Dear Sir,

1. I, Jatinbhai Harishbhai Kapadia, Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of Gensol Engineering Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated January 31, 2023 ("Notice") issued in accordance with e-voting vide General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June

2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, Circular No. 20/2021 dated 8th December 2021, Circular No. 3/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022 (the “**MCA Circulars**”), calling the Extra Ordinary General Meeting of its Equity Shareholders (“the Meeting”/“EGM”) through VC/ OAVM. The EGM was convened on Friday, February 24, 2023, at 12:00 p.m. through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company.

2. The Company has sent a Notice to shareholders, to those shareholders to those addresses registered with the Company/ Registrar and Transfer Agent (“RTA”)/Depository Participates (“DPs”);
3. The said Notice was also placed on the website of the Company at www.gensol.in and on the website of the Stock Exchange, i.e., BSE Limited respectively; and on the website of Link Intime India Private Limited, the Registrar and Transfer Agent of the Company, being the agency appointed by the Company to provide to its equity shareholders’ facility to exercise their right to vote on the resolutions contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice (“remote e-voting”); and (ii) at the Meeting (“Insta Poll”);
4. In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on February 16,

2023, in English Newspaper in Financial Express (Gujarat) and Vernacular Language in Financial Express (Gujarat), respectively specifying the day, date and time of the EGM. Notice of the EGM was also made available on the website of the Company, the Stock Exchanges and Link Intime India Private Limited.

5. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
- (i) process of remote e-voting; and
 - (ii) process of Insta Poll.

6. Management's Responsibility

The management of the Company is responsible for ensuring compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

7. Scrutinizer's Responsibility

My responsibility as Scrutinizer for the e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Link Intime India Private Limited, the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and Link Intime India Private Limited for my verification.

8. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., February 17, 2023, were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the EGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

9. Insta Poll process at the EGM

After the time fixed for the closure of the e-voting by the Chairman, the electronic system recording the e-voting ("e-votes") was locked by Link Intime India Private Limited under my instructions. The e-votes cast at the meeting

were unblocked on Friday, February 24, 2023, after the conclusion of the EGM.

The e-votes were reconciled with the records maintained by the Company/ Link Intime India Private Limited and the authorizations lodged with the Company/ Link Intime India Private Limited on a test check basis.

10. Remote -voting process

The remote e-voting period remained open from Tuesday, February 21, 2023 (9:00 a.m. IST) to Thursday, February 23, 2023 (5:00 p.m. IST).

The votes cast during the remote e-voting were unblocked on Friday, February 24, 2023, after the conclusion of the EGM and were witnessed by two witnesses, who are not in the employment of the Company and/or Link Intime India Private Limited.

11. Thereafter, the details containing, inter alia, the list of Equity Shareholders who voted “in favour” or “against” on each of the resolutions that were put to the vote, were generated from the e-voting website of Link Intime India Private Limited. Based on the report generated by Link Intime India Private Limited and relied upon by me, data regarding remote e-voting was scrutinized on a test check basis.

12. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and Insta Poll, based on the reports generated by Link Intime India Private Limited, scrutinized on a test check basis and relied upon by me as under:-

Resolution No.	Votes in favour of the Resolution		Votes in Against of the Resolution		Invalid Votes
	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	Valid Vote	As a % of the total number of valid votes (in Favour votes and Against)	
01	8944293	100.00%	0	0	0
02	8944293	100.00%	0	0	0
03	8944293	100.00%	0	0	0
04	8944293	100.00%	0	0	0

Based on the aforesaid results, I report that all resolutions as set out in items nos. 1 to 4 of the Notice have been passed with the requisite majority.

The electronic data and all other relevant records relating to remote e-voting and Insta Poll will be handed over to Mr Rajesh Parmar, Company Secretary and Compliance Officer of the Company for safekeeping as provided in the Act read with the relevant Rules.

Thanking You,

**For, K Jatin & Co.
Company Secretaries
(UCN: S2017GJ508600)**

JATINBHAI
HARISHBHAI
KAPADIA

Digitally signed by JATINBHAI
HARISHBHAI KAPADIA
Date: 2023.02.24 14:12:51

Jatin H. Kapadia
Proprietor

Date: February 24, 2023
Place: Ahmedabad
UDIN: F011418D003195357

Certificate of Practice No.: 12043
Membership No: F11418
Peer Review Cert. No: 1753/2022