

Date: February 24, 2023
Friday

To,
The BSE Ltd.,
Pheroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

Company Code: 542851

Dear Sir,

Sub.: Proceeding of EGM as per Regulation 30, read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

In terms of Regulation 30, read with Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find attached the Proceeding of Extraordinary General Meeting of the Company, held on February 24, 2023.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For Gensol Engineering Limited

Anmol Singh Jaggi
Chairman & Managing Director
DIN: 01293305





EXTRACT OF THE PROCEEDINGS OF EXTRAORDINARY GENERAL MEETING HELD ON FEBRUARY 24, 2023 AT 12:00 P.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”)

The Extraordinary General Meeting of members of Gensol Engineering Limited (the Company), was held on Friday, February 24, 2023, at 12:00 P.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

The following Directors were present:

1. Mr. Anmol Singh Jaggi, Managing Director
2. Mr. Puneet Singh Jaggi, Whole Time Director
3. Mrs. Jasminder Kaur, Non-Executive Women Director
4. Mr. Arun Menon, Independent Director
5. Mr. Gaurav Kharbanda, Independent Director
6. Mr. Kamleshkumar Pratapsinh Parmar, Independent Director

In Attendance:

1. Mr. Rajesh Parmar, Company Secretary & Compliance Officer
2. Mr. Jabir Mahendi M Aga, Chief Financial Officer

Invitees:

Mr. Chintan Doshi - Partner, K. C. Parikh & Associates
Mr. Jatin Kapadia – Proprietor, K. Jatin & Co
Mr. Rahul Jain – Group CFO

In terms of the provision of Section 104 of the Companies Act, 2013 read with Article 102 of the Articles of Association of the Company, Mr. Anmol Singh Jaggi, Managing Director of the Company took place as the Chairman of the meeting. Pursuant to Section 103 of the Companies Act, 2013 read with Article 102 of Articles of Association of the company and applicable Secretarial Standards, requisite quorum was present and the Chairman of the Meeting called meeting to order.

Pursuant to Section 171 (1) (b) of the Companies Act, 2013, the register of Shareholders, register of Directors/Key Managerial Personnel & their Shareholding, Register of Contract & Arrangement and Register of Proxy & Corporate Representation etc. were kept open during the meeting for inspection of the Members.

Chairman of the Meeting welcomed the Members present in the Extraordinary General Meeting and introduced the Directors present on the dais. He referred to the Notice dated January 31, 2023 convening the Extraordinary General Meeting and with consent of Members present, the Notice was taken as read.

Chairman of the Meeting informed the Members that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided E-Voting facility to the Members. E-Voting window was open from 9:00 a.m. February 21, 2023 to 5:00 p.m. February 23, 2023 for the members to cast their votes electronically.

He appreciated and thanked the members for taking keen interest in the performance of the Company.

The Chairman declared that following resolutions proposed to be passed as set out in the Notice of the EGM of the Company.

Resolutions proposed to be passed at the Extraordinary General Meeting:

Sr. No	Item No.	Type of resolution	Approval Status
1.	To approve conversion of Financial Assistance into equity in Case Event of Default	Special	Result awaited from the Scrutinizer
2.	Approval for issue of Non-Convertible Debentures on Private Placement Basis	Special	Result awaited from the Scrutinizer
3.	To adopt the amended Articles of Association of the company	Special	Result awaited from the Scrutinizer
4.	To adopt the amended Memorandum of Association of the company	Special	Result awaited from the Scrutinizer

Chairman informed the Members that all Statutory/Regulatory provisions given under the Companies Act, 2013, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Mandatory Secretarial Standards etc. relating to the General Meeting had been duly complied in respect of calling, holding, convening and conducting this Extraordinary General Meeting.



At the conclusion of Extraordinary General Meeting, Chairman of the Meeting conveyed his thanks to the Members and all other participants present in the meeting for their kind co-operation in conducting the Meeting and declared the meeting as completed.

The Meeting was concluded at 12:22 p.m.

DECLARATION:

The Extraordinary General Meeting ('AGM') of the company was held through VC/OAVM without physical presence of the members at a common venue in compliance with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

I, the undersigned on behalf of the company hereby confirm that the company has complied with the mechanism provided in the MCA circulars along with the other applicable provisions of the Companies Act, 2013 and rules made thereunder.

Date : February 24, 2023



For Gensol Engineering Limited

Anmol Singh Jaggi
Chairman & Managing Director
DIN: 01293305