

Date: March 27, 2021

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Dear Sir/Madam,

Sub: Voting Results and Scrutinizers Report on Extra Ordinary General Meeting of the Company held on March 27, 2021

Ref: Waa Solar Limited (Security Id/Code: WAA/541445)

This is to inform you that the Extra Ordinary General Meeting [EGM] of the Company was held on Saturday, March 27, 2021 at through Video Conferencing [VC]/ Other Audio Visual Means [OAVM].

In this regard, we hereby attached the Following:

- (i) Voting Results of the Business transaction at the EGM, as required under Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure I
- (ii) Report of the Scrutinizers dated March 27, 2021 pursuant to the Section 108 of the Companies Act, 2013 and the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, as Annexure II.

Kindly take the same on your record and oblige us.

Thanking You.

Yours faithfully,
For, **Waa Solar Limited**


Bhumi Mehta
Company Secretary

Annexure I

VOTING RESULTS OF EXTRA ORDINARY GENERAL MEETING OF WAA SOLAR LIMITED HELD ON SATURDAY, MARCH 27, 2021 AT 11:30 A.M. THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM)

1	Date of AGM	Saturday, March 27, 2021
2	Total number of Shareholders on record date	342
3	Total number of Shareholders present in meeting either in person or proxy	NA
(i)	Promoter and Promoter Group	NA
(ii)	Public	NA
4	No. of Shareholders attended through Video Conferencing	7
(i)	Promoter and Promoter Group	7
(ii)	Public	-

1) Resolution No. 1 - Increase & Alteration of the Authorised Share Capital of the Company;

Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution				No				
Category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes - in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	4633382	4633382	100.00	4633382	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4633382	100.00	4633382	0	100.00	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non - Institutions	E-Voting	2000000	800	0.01	800	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		800	0.01	800	0	100.00	0
Total		6633382	4634182	69.86	4634182	0	100.00	0

2) Resolution No. 2 – Issue of Bonus Shares

Resolution Required				Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the agenda/ resolution				No				
category	Mode of Voting	No. of Shares held	No. of Votes polled	% of votes polled on outstanding shares	No. of Votes – in favor	No. of votes - against	% of votes in favor on votes polled	% of votes against on votes polled
		(1)	(2)	(3)	(4)	(5)	(6)	(7)
Promoter and Promoter Group	E-Voting	4633382	4633382	100.00	4633382	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4633382	100.00	4633382	0	100.00	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public Non - Institutions	E-Voting	2000000	800	0.01	800	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		800	0.01	800	0	100.00	0
Total		6633382	4634182	69.86	4634182	0	100.00	0

For, Waa Solar Limited



 Brajendra Mehta
 Company Secretary



SCRUTINIZER'S REPORT

To,
The Chairman
WAA SOLAR LIMITED
Madhav House, Plot No. 04,
Near Panchratna Building,
Subhanpura,
Vadodara-390023

Subject: Consolidated Scrutinizer's Report on remote e-voting and e-voting during the - Extraordinary General Meeting ('EGM') held on Saturday, March 27, 2021 at. 11:30 AM (IST) through video conferencing ('VC')/other audio-visual means ('OAVM') facility

Dear Sir,

1. I, Haresh Kapuriya, Practicing Company Secretary (Membership No. A26109 & C.P. No.16749) was appointed as the Scrutinizer by the Board of Directors of **WAA SOLAR LIMITED** ("the Company") vide resolution dated 05th March, 2021 for the purpose of scrutinizing 'the 'process of voting through electronic means ("e-voting") on the resolution(s) contained in the notice dated March 05th,2021 for the Extra Ordinary General Meeting ("EGM") of the members of the Company held on Saturday, March 27, 2021, through Video Conferencing (VC) or Other Audio Visual Means (OAVM) facility in accordance with General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No.22/2020 dated June 15,2020, Circular No.33/2020 dated September 28, 2020 and No. 39/2020 dated December 31,2020 respectively, issued by the Ministry of Corporate Affairs (MCA) (collectively referred as "MCA RESOLUTIONS"), Government of India and SEBI circular no. SEBI/HO/CFD/CMDI/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2.021/11 dated January 15, 2021 (collectively referred to as 'SEBI Circulars').
2. The said appointment as Scrutinizer is under the provisions of Section 108 and 109 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer I have to scrutinize:
 - a. Process of e-voting remotely, before the EGM, using an e-voting system on the dates referred to in the EGM Notice ("remote e-voting");





- b. Process of e-voting at the EGM through e-voting system ("Voting at the EGM through e-voting system") to the shareholders present at the EGM through VC, who had not cast their votes earlier.

c. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of:

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

d. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and Voting at the EGM through e-voting system) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the EGM Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited("NSDL or any other 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/ or NSDL for my verification.

e. Cut-off date

The Shareholders of the Company holding shares as on the 'cut-off date of March 19, 2021 were entitled to vote on the resolutions forming part of the Notice of the EGM.

f. E-voting process at the EGM:

- (i) After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.
- (ii) The e-voting system was scrutinized on test check basis. The e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company / NSDL on test check basis.
- (iii) The e-votes cast were unblocked on March 27, 2021 after the conclusion of the EGM at 1:00 P.M.





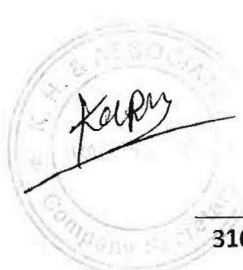
g. Remote e-voting process:

The remote e-voting period commenced from Wednesday, March 24, 2021 (9:00 a.m. IST) and ended on Friday, March 26, 2021 (5:00 p.m. IST) on the designated website i.e., <https://www.evoting.nsdl.com>

- The Members whose names appear in the Register of Members/list of Beneficial Owners as on March 19, 2021 only, were entitled to vote on proposed resolutions (Item NO. 1 & 2) by remote e-voting.
- On Saturday, March 27, 2021 after the conclusion of the EGM at 11:40 A.M. and post counting of e- voting at EGM and remote e-voting, event was unblocked by me in the capacity as Scrutinizer in the presence of two witnesses, (Viral Trada R/o TP-13, Vadodara and Ajay Chaudhari R/o Darjipura, Vadodara) who were not in the employment of the Company.
- Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against", on each of the resolutions that was put to vote, were generated from the e-voting website of NSDL, <https://www.evoting.nsdl.com>

h. I hereby confirm that all the resolutions were passed with requisite majority and hereby submit the Consolidated Scrutinizer's Report on the results of the remote e-voting and Voting at the EGM through e-voting system on the resolutions as set out in the EGM Notice, based on the reports generated by NSDL, as under:

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KH & ASSOCIATES

Practicing Company Secretaries

SPECIAL BUSINESS

Item No.1: Increase and Alteration of the Authorized Share Capital of the Company:

Business: Ordinary Resolution

Mode of Voting: E-voting

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Resolution Required					Ordinary Resolution			
Whether Promoter/ Promoter Group are interested in the No Resolution					No			
Category	Mode of Voting	No. of shares Held (1)	No of Votes polled (2)	% of Votes Polled on outstanding Shares (3) = $\frac{[(2)]}{(1)]} * 100$	No. of votes in favour (4)	No. of votes casted against (5)	% of Votes in Favour on votes polled (6) = $\frac{[(4)]}{(2)]} - 100$	% of Votes against on votes polled (7) = $\frac{[(5)]}{(2)]} * 100$
Promoter and Promoter Group	E-voting	46,33,382	46,33,382	100.00	46,33,382	0.00	100	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	46,33,382	46,33,382	100.00	46,33,382	0.00	100	0.00
Public-Institutions	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Public-Non-Institutions	E-voting	800	800	100	800	0.00	100	0.00
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	Total	800	800	100	800	0.00	100	0.00
Grand Total		46,34,182	46,34,182	100	46,34,182	0.00	100	0.00

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KH & ASSOCIATES

Practicing Company Secretaries

SPECIAL BUSINESS

Item No.2: Issue of Bonus Shares:

Business: Ordinary Resolution

Mode of Voting: E-voting

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Resolution Required					Ordinary Resolution				
Whether Promoter/ Promoter Group are interested in the No Resolution					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 casted against (5)	% of Votes in Favour on votes polled (6) = [(4)/(2)]-100	% of Votes against on votes polled (7) = [(5)/(2)] *100	
Promoter and Promoter Group	E-voting	46,33,382	46,33,382	100.00	46,33,382	0.00	100	0.00	
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
	Total	46,33,382	46,33,382	100.00	46,33,382	0.00	100	0.00	
Public-Institutions	E-voting	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
	Total	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
Public-Non-Institutions	E-voting	800	800	100	800	0.00	100	0.00	
	Poll	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
	Total	800	800	100	800	0.00	100	0.00	
Grand Total		46,34,182	46,34,182	100	46,34,182	0.00	100	0.00	

- i. The electronic data and all other relevant records relating to e-voting shall remain in the safe custody of the Scrutinizer until the Chairman considers, approves and signs the minutes and thereafter, the Scrutinizer shall hand over the register and other related papers to the Company.

- j. This report is issued in accordance with the terms of the Engagement Letter.





k. Restriction on Use

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability of use of this report for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Date: 27/03/2021

Place: Vadodara

UNDI: A026109B004158270



**FOR K H & ASSOCIATES
Practicing Company Secretaries**

**Haresh Kapuriya
Partner**

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