

**WAA SOLAR LIMITED**

CIN : L40106GJ2009PLC076764  
R.O. : Madhav House, Plot No. 4  
Near Panchratna Building  
Subhanpura, Vadodara, - 23 (Guj)  
Telefax : 0265-2290722  
E-mail : Info@waasolar.org  
www.waasolar.org



**Date: May 27, 2023**

To,  
General Manager  
Listing Compliance Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai – 400 001

Dear Sirs,

**Sub: Outcome of Postal Ballot [E-voting] Results and Scrutinizers Report pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015**

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

This is furtherance to our letter dated April 24, 2023 regarding the Notice of Postal Ballot dated April 24, 2023, issued to the members of the Company seeking the approval of members for appointment of Ms. Jaini Jain (DIN- 07859496) as an Additional Director appointed in the Board Meeting and re-appointment as a Non-Executive Independent Director, for a second consecutive term of 5 years from February 20, 2023 up to February 19, 2028 by way of special resolution to be passed through the mode of remote e-voting.

The remote e-voting period as specified in the Notice was ended on Friday, May 26, 2023 at 17:00 Hours and thereafter, Shri Haresh Kapuriya, Partner of KH & Associates, Practising Company Secretaries was appointed as Scrutinizer has submitted their report dated May 27, 2023 to the Chairman.

In this regard, we hereby attached the Following:

- (i) Voting Results of the business transaction, 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 May 27, 2023 pursuant to the Section 108 and 110 of the Companies Act, 2013 and the Rules 20 and 22 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**

Nikita Sadhwani  
**Company Secretary**





**Annexure I**

**VOTING RESULTS OF POSTAL BALLOT NOTICE DATED April 24, 2023**

1	Date of Postal ballot Resolution deemed to be passed	May 26, 2023
2	Total number of Shareholders on record date	1071
3	Total number of Shareholders present in meeting either in person or proxy	N.A.
(i)	Promoter and Promoter Group	
(ii)	Public	
4	No. of Shareholders attended through Video Conferencing	N.A.
(i)	Promoter and Promoter Group	
(ii)	Public	

**Resolution No. 1 - APPOINTMENT OF MS. JAINI JAIN (DIN 07859496) AS A DIRECTOR AND RE-APPOINTMENT AS AN INDEPENDENT DIRECTOR FOR A SECOND CONSECUTIVE TERM OF FIVE YEARS:**

Resolution Required				Special 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	9261964	9261964	100.00	9261964	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		9261964	100.00	9261964	0	100.00	0
Public Institutions	E-Voting	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	4004800	22400	0.56	17600	4800	78.57	21.43
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		22400	0.56	17600	4800	78.57	21.43
<b>Total</b>		<b>13266764</b>	<b>9284364</b>	<b>69.98</b>	<b>9279564</b>	<b>4800</b>	<b>99.94</b>	<b>0.06</b>

For, Waa Solar Limited

Nikita Sadhwani  
 Company Secretary





Date: 27/05/2023

## SCRUTINIZER'S REPORT

(Pursuant to Sections 108 & 109 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014)

TO,  
THE CHAIRPERSON OF THE MEETING  
WAA SOLAR LIMITED  
MADHAV HOUSE NR. PANCHRATNA BUILDING,  
SUBHANPURA  
VADODARA -390023

**Sub:** Scrutinizer's Report on Remote Electronic Voting conducted by Postal Ballot process pursuant to Section 110 read with the Companies (Management and Administration) Rules, 2014

Dear Sirs,

I, Haresh Ramniklal Kapuriya (M. No. A26109, C.P. No. 16749), partner of KH & Associates, Company Secretaries, a firm having its office at 316, Phoenix Complex, Sayajigunj, Vadodara - 390005, was appointed as a Scrutinizer by the Board of Directors of M/s. Waa Solar Limited (the "Company") in its meeting held on February 20, 2023. In terms of the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), Secretarial Standard-2 on General Meetings ('SS-2') issued by Institute of Company Secretaries of India, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in compliance with the General Circulars issued by the Ministry of Corporate Affairs, Government of India allowing companies for conducting their General Meetings / Postal Ballots) vide its General Circular Nos, 14/2020 dated April 8, 2020; 17/2020 dated April 13, 2020 in relation to extension of framework "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by "Covid -19", and General Circular No. 11/2022 dated December 28, 2022, in relation to extension of the framework provided in the aforementioned circulars up to September 30, 2023 ("MCA Circulars"), the Company had sent the "Postal Ballot Notice" dated April 24, 2023 in electronic form only for seeking the approval of the Members on the resolutions set out in the Postal Ballot to be passed as Special Resolution by way of voting through electronic means ("e-voting") only.



The Management of the Company is responsible to ensure the compliance of the Companies Act, 2013 and rules made thereunder along with circular issued by Ministry of Corporate Affairs and the Securities and Exchange Board of India relating to conducting of Postal Ballot Process through remote e-voting on the resolutions



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contained in the Postal Ballot Notice. My responsibility as a Scrutinizer is restricted to make a report of votes cast "in favour" or "against" on the resolutions stated in the Postal Ballot Notice, based on the reports generated from the e-voting system provided by the National Securities Depository Limited (NSDL), the Authorized Agency appointed by the Company for providing remote e-voting facilities.

2. My report on the scrutiny of the e-voting is as follows:

- I. The Company sent the Postal Ballot Notice through email on April 26, 2023, to all the members whose names were appearing in the register of members/records as received from Registrar and Share Transfer Agent and Depositories as on the cut-off date i.e. Friday, April 14, 2023 for seeking approval of the Members of the Company through Postal Ballot, only by means of remote e-voting.
- II. The Postal Ballot Notice was also available on the Company's website at <http://www.waasolar.org> Website of stock exchange i.e. "The Bombay Stock Exchange of India Limited [www.bseindia.com](http://www.bseindia.com) and the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- III. In terms of General Circulars No. 14/2020 dated April 8,2020; 17/2020 dated April 13,2020 in relation to extension of framework "Clarification on passing of ordinary and special resolutions by companies under the Companies Act. 2013 and the rules made thereunder on account of the threat posed by Covid - 19", and General Circular No. 1112022 dated December 28, 2022, in relation to extension of the framework provided in the circulars up to September 30, 2023 ("MCA Circulars"), and any other applicable laws and regulations, hard COPY of Postal Ballot Notice along with Postal Ballot Form and pre-paid business reply envelope were not dispatched by the Company.
- IV. A notice about the dispatch of Postal Ballot Notice was also published on April 25th, 2023 in 'FREE PRESS GUJARAT' newspaper in English language and in 'LOKMITRA' in Gujarati News Paper and in terms of Rule 22(3) of the Companies (Management and Administration) Rules, 2014
- V. The Company had provided the remote e-voting facility for its members through NSDL, to enable them to cast their votes electronically.
- VI. The remote e-voting period commenced on Thursday, April 27, 2023, at 9:00 a.m. and ended on Friday, May 26, 2023 at 5:00 p.m. The votes casted through remote e-voting facility by members of the Company Friday, May 26, 2023, at





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5:00 p.m. being the last date and time fixed by the Company for remote e-voting were considered for my scrutiny.

VII. After close of remote e-voting period, the votes were unblocked and remote e-voting summary statements were downloaded from website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) at 12:23 p.m. on May 27, 2023 in the presence of two witnesses, Mr.Hemant Valand and Ms.Urvi Jagdale, who are not in employment of the firm

VIII. Summary of the result of remote e-voting is given below:

**RESOLUTION NO.1: APPOINTMENT OF MS. JAINI JAIN (DIN 07859496) AS A DIRECTOR AND RE-APPOINTMENT AS AN INDEPENDENT DIRECTOR FOR A SECOND CONSECUTIVE TERM OF FIVE YEARS.**

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

(i) Voted in favour of the resolution:

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	18	9279564	99.94
E voting During The AGM	00	00	000
Total	18	9279564	99.94

(ii) Voted against the Resolution

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	02	4800	0.06
E voting During The AGM	00	00	00
Total	02	4800	0.06

(iii) Invalid Votes

Particulars	No. of Members Voted	No. of Votes cast by them	% of total No. of Valid Votes Cast
Remote e-Voting	00	00	00
E voting During The AGM	00	00	00
Total	000	000	000

In view of the aforesaid voting details, I hereby state that the Special Resolutions as set out in postal ballot notice were passed with requisite majority.





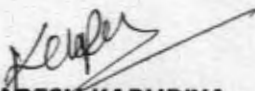
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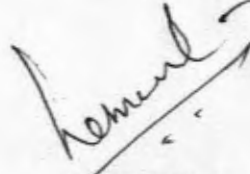
Thanking you

Yours Faithfully,

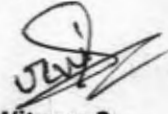
**FOR K H & ASSOCIATES  
COMPANY SECRETARIES**

  
**HARESH KAPURIYA**  
**M. NO: ACS26109, CP: 16749**  
**DATE: 27.05.2023**  
**PLACE: VADODARA**  
**UDIN: A026109E000397216**





**Witness 1:**  
**Name: Hemant Valand**  
**Signature:**



**Witness 2:**  
**Name: Urvi Jagdale**  
**Signature:**