

Date: February 24, 2023  
Friday

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

**Company Code: 542851**

Dear Sir/Madam,

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

Pursuant to the Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the ‘Listing Regulations’), we hereby inform you that the EGM of the Company was held on Friday, February 24, 2023 at 12:00 p.m. (IST) through Video Conferencing (“VC”)/Other Audio Visual Means (“OAVM”).

Mr. Anmol Singh Jaggi, Chairman of the meeting welcomed all the Members present at the meeting. It was noted that the Chairman of the Audit Committee, the Nomination and Remuneration Committee and the Investor Grievance cum Stakeholders’ Relationship Committee were present at the Meeting. The representatives of the Statutory Auditors and Secretarial Auditors were also present at the Meeting.

The requisite quorum being present, the Chairman called the Meeting to order. The EGM was conducted through VC/OAVM in compliance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.

Thereafter, the Notice of the EGM was taken as read as the same has already been circulated to the Members.

The Chairman apprised the Members on the performance of the Company during the year.

Subsequently, the Chairman informed that the Company had provided facility to cast their votes through remote e-voting and e-voting at the Meeting to the Members, on all the resolutions set forth in the Notice.

Also, e-voting system was made available during the EGM for the Members who had not exercised their votes earlier through remote e-voting. Following items were transacted at the EGM:



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

The Chairman informed that the facility for e-voting would remain open for 30 minutes post conclusion of the EGM and requested the Members who had not exercised their votes through the remote e-voting, to cast their votes through e-voting facility available at the EGM. Further, the Chairman informed that Jatin Kapadia, Practicing Company Secretaries, was appointed as the Scrutiniser to supervise the remote e-voting and e-voting at the EGM. It was informed that the combined voting results (remote e-voting and e-voting) along with the Scrutinizer's Report is attached herewith this outcome.

The Chairman thanked the Members for attending the EGM and declared the Meeting to be concluded.

Meeting concluded at 12:22 PM.

Kindly take the same on record.

Thanking you,  
Yours faithfully,

**For Gensol Engineering Limited**



Anmol Singh Jaggi  
Chairman & Managing Director  
DIN: 01293305

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**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]**

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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 28<sup>th</sup> 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](http://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:-

<b>Resolution No.</b>	<b>Votes in favour of the Resolution</b>		<b>Votes in Against of the Resolution</b>		<b>Invalid Votes</b>
	<b>Valid Vote</b>	<b>As a % of the total number of valid votes (in Favour votes and Against)</b>	<b>Valid Vote</b>	<b>As a % of the total number of valid votes (in Favour votes and Against)</b>	
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**