

Date: September 15, 2022

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

**Company Code: 542851**

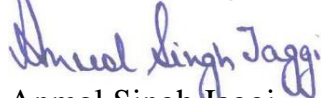
Dear Sir,

**Sub.: Declaration of Result of the Extra-Ordinary General Meeting held on September 15, 2022**

Please find attached herewith Result of Extra-Ordinary General Meeting of Gensol Engineering Limited held on September 15, 2021.

Kindly take the same on record.

**For Gensol Engineering Limited**



Anmol Singh Jaggi  
Managing Director  
DIN: 01293305



Encl:

1. Declaration of Results
2. Scrutinizers' Report



## **GENSOL ENGINEERING LIMITED**

### **EXTRA ORDINARY GENERAL MEETING**

### **HELD ON SEPTEMBER 15, 2022**

## **Declaration of Results**

Extra Ordinary General Meeting was held on September 15, 2022 at 10:00 a.m. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”).

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, Gensol Engineering Limited (“the Company”) had provided e-voting facility to the members to enable them to cast vote electronically on the resolutions proposed in the notice of Extra-Ordinary General Meeting (“EGM”). The e-voting window was open from 9:00 a.m. on September 12, 2022, upto 5:00 p.m. on September 14, 2022.

The Board of Directors had appointed Mr. Jatin Kapadia of K. Jatin & Co, Company Secretary in practice as scrutinizer for E-Voting at EGM. The Scrutinizer has carried out the scrutiny of all the electronic votes received till 5:00 p.m. on September 14, 2022 at the EGM and submitted report(s) on September 15, 2022. The Report(s) of Scrutinizer is enclosed herewith.

The consolidated results as per the Scrutinizers above mentioned Reports are as follows:

| <b>Sr. No.</b> | <b>Item No.</b>   | <b>Type of resolution</b> | <b>No. of votes in favour</b> | <b>% of vote in favour</b> | <b>No. of votes against</b> | <b>% of votes against</b> |
|----------------|---|---------------------------|-------------------------------|----------------------------|-----------------------------|---------------------------|
| 1              | Increase in Authorized Share Capital from 12,50,00,000 to 15,00,00,000 and consequent alteration in the Capital Clause of the Memorandum of Association of the company. | Special                   | 89,53,946                     | 100%                       | 0                           | 0.00 %                    |
| 2              | Preferential Allotment of 13,51,030 (Thirteen Lakhs Fifty-one Thousand and Thirty) Equity Shares to the persons belonging to “Promoter & Promoter                       | Special                   | 89,53,946                     | 100%                       | 0                           | 0.00 %                    |

|   | Group” Category and “Non-Promoter” Category.  |         |           |        |        |        |
|---|---|---------|-----------|--------|--------|--------|
| 3 | To increase in limit upto Rs. 1500 crore under section 180 (1) (a) of the Companies Act, 2013.  | Special | 89,53,946 | 100%   | 0      | 0.00 % |
| 4 | To increase in limit upto Rs. 1500 crore under section 180 (1) (c) of the Companies Act, 2013.  | Special | 89,53,946 | 100%   | 0      | 0.00 % |
| 5 | To increase in limit upto Rs. 1500 crore under section 186 of the Companies Act, 2013.  | Special | 89,53,946 | 100%   | 0      | 0.00 % |
| 6 | To approve ‘Gensol - Employees Stock Option Plan 2022’  | Special | 89,43,306 | 99.99% | 10,640 | 0.01 % |
| 7 | To extend approval of ‘Gensol - Employees Stock Option Plan 2022’ to the employees of Holding Company, Associate Company(ies), Group Company(ies) and its Subsidiary Company (ies) [present and future] | Special | 89,43,306 | 99.99% | 10,640 | 0.01 % |
| 8 | Appointment of Mr. Arun Menon as Independent Director.  | Special | 89,53,946 | 100%   | 0      | 0.00 % |

Based on the Report(s) of the Scrutinizer, all Resolutions as set out in the Notice of EGM have been duly approved by the Members with requisite majority.

Date: September 15, 2022  
 Place: Ahmedabad



**For Gensol Engineering Limited**

*Anmol Singh Jaggi*  
 Anmol Singh Jaggi  
 Managing Director  
 DIN: 01293305

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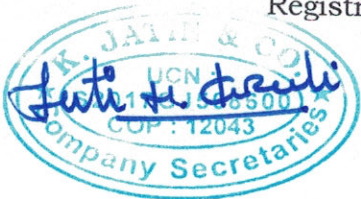
**CONSOLIDATED SCRUTINIZER'S REPORT**  
**[PURSUANT TO SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH**  
**RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES,**  
**2014, AS AMENDED]**

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To,  
Chairman of Extraordinary General Meeting of the Equity Shareholders of Gensol Engineering Limited Held on Thursday, September 15 2022 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 August 22, 2022 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 2/2022 dated April 8, 2020, April 13 2020, May 5 2020, January 13, 2021, December 8, 2021, December 14, 2021, and May 5, 2022, respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the Extra Ordinary General Meeting of its Equity Shareholders ("the Meeting"/"EGM") through VC/ OAVM. The EGM was convened on Thursday, September 15 2022 at 10:00 a.m. through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company.
2. In compliance with the MCA Circulars and SEBI Circular dated May 13, 2022, the Notice was sent through electronic mode to the equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, Link Intime India Private





Limited/ National Securities Depository Limited ("NSDL")/ Central Depository Services Limited ("CDSL") /Depository Participants;

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 August 25, 2022, 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., September 09, 2022, were entitled to vote on the resolutions (item nos. 1 to 8 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 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 was unblocked on Thursday, September 15, 2022 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 Monday, September 12, 2022 (9:00 a.m. IST) to Wednesday, September 14, 2022 (5:00 p.m. IST).

The votes cast during the remote e-voting were unblocked on Thursday, September 15, 2022, 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             | 89,53,946                         | 100.00%   | 0                                  | 0.00%   | 0             |
| 02             | 89,53,946                         | 100.00%   | 0                                  | 0.00%   | 0             |
| 03             | 89,53,946                         | 100.00%   | 0                                  | 0.00%   | 0             |
| 04             | 89,53,946                         | 100.00%   | 0                                  | 0.00%   | 0             |
| 05             | 89,53,946                         | 100.00%   | 0                                  | 0.00%   | 0             |
| 06             | 89,43,306                         | 99.99%  | 10,640                             | 0.01%   | 0             |

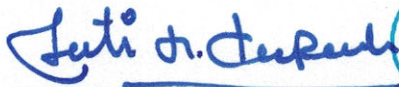


| Resolution No. | Votes in favour of the Resolution |   | Votes in Against of the Resolution |   | Invalid Votes |
|----------------|-----------------------------------|---|------------------------------------|---|---------------|
|                | Valid Vote                        | As a % of the 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) |               |
| 07             | 89,43,306                         | 99.99%  | 10,640                             | 0.01%   | 0             |
| 08             | 89,53,946                         | 100.00%   | 0                                  | 0.00%   | 0             |

***Based on the aforesaid results, I report that all resolutions as set out in items nos. 1 to 8 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,



**Jatinbhai Harishbhai Kapadia**

**K. Jatin & Co**

**Company Secretary**

**COP: 12043**

**FCS: 11418**

**Peer Review Cert. No: 1753/2022.**

**UDIN: F011418D000976382**



**Date: September 15, 2022**

**Place: Ahmedabad**