

Date: September 16, 2023

**To,
BSE LIMITED
PHIROZE JEEJEEBHOY TOWERS,
DALAL STREET,
MUMBAI- 400 001 (MAHARASHTRA)**

Sub: Submission of Voting Results and Consolidated Scrutinizer's Report on Remote E-Voting & E-Voting at the 10th Annual General Meeting held on September 15, 2023, through Video Conferencing / Other Audio Video Means ("VC/OAVM").

Ref.: Waaree Technologies Limited, Scrip Code: 539337

Dear Sir/Ma'am,

In Compliance to Regulation 44(3) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), we hereby submit voting results of 10th Annual General Meeting (AGM) held on Friday, September 15, 2023 at 02:00 P.M. through Video Conference / Other Audio Visual Means ("VC/OAVM").

In this regards please find enclosed herewith the following:

1. The details of the consolidated voting results (i.e. result of remote e-voting and e-voting at AGM) in the format prescribed under Regulation 44(3) of Listing Regulations. (Annexure- I)
2. The Consolidated Scrutinizer's Report on Remote e-voting & e-voting at the 10th Annual General Meeting held on Friday, September 15, 2023, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended. (Annexure II)

We further inform that resolutions as proposed to shareholders at AGM were duly passed with requisite majority.

Aforesaid voting results along with the report of the Scrutinizer are also being uploaded on the website of the Company at **www.waareetech.com**.

You are requested to kindly take the same on record.

Thanking You,

**Yours Sincerely,
For Waaree Technologies Limited**

**Vibhor Kumawat
(Company Secretary
and Compliance Officer)
ACS-55710**

Encl.: A/a

Waaree Technologies Limited

Registered Office:

602, Western Edge-I, Western Express Highway, Borivali (E), Mumbai - 400066, MH, INDIA

Tel: +91-22-6644 4444, Fax: +91-22-6644 4400,

Email: waaree@waareetech.com, Website: www.waareetech.com, CIN: L74110MH2013PLC244911

Voting Results

Date of the AGM	September 15, 2023
Total number of shareholders on record date	1014
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	NA NA
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	1 20

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Ordinary Business:

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended on March 31, 2023, together with the reports of the Board of Directors and the Auditors' thereon.

Resolution Required: (Ordinary/Special)			Ordinary					
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 favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6471767	3473467	53.6711	3473467	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6471767	3473467	53.6711	3473467	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4296372	471267	10.9690	471267	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4296372	471267	10.9690	471267	0	100.0000
Total	Total	10768139	3944734	36.6334	3944734	0	100.0000	0.0000

The number of votes does not includes invalid votes.

Result: Ordinary resolution passed with requisite majority

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2. To appoint a Director in place of Mrs. Rushabh Pankaj Doshi (DIN: 07829435), who retires by rotation and, being eligible, offers himself for reappointment

Resolution Required: (Ordinary/Special)			Ordinary					
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 favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6471767	3473467	53.6711	3473467	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6471767	3473467	53.6711	3473467	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4296372	471267	10.9690	467767	3500	99.2573	0.7427
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4296372	471267	10.9690	467767	3500	99.2573
Total	Total	10768139	3944734	36.6334	3941234	3500	99.9113	0.0887

The number of votes does not includes invalid votes.

Result: Ordinary resolution passed with requisite majority

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Special Business

3. To appoint Mr. Vivek Srivastava (DIN: 09294944) as a Director (Non Executive) of the Company

Resolution Required: (Ordinary/Special)			Ordinary					
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 favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6471767	3473467	53.6711	3473467	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6471767	3473467	53.6711	3473467	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4296372	471267	10.9690	467767	3500	99.2573	0.7427
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4296372	471267	10.9690	467767	3500	99.2573
Total	Total	10768139	3944734	36.6334	3941234	3500	99.9113	0.0887

The number of votes does not includes invalid votes.

Result: Ordinary resolution passed with requisite majority

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4. To re-appoint Mr. Rajender Mohan Malla (DIN: 00136657) as an Independent Director of the Company

Resolution Required: (Ordinary/Special)			Special					
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 favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6471767	3473467	53.6711	3473467	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6471767	3473467	53.6711	3473467	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4296372	471267	10.9690	467767	3500	99.2573	0.7427
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4296372	471267	10.9690	467767	3500	99.2573
Total	Total	10768139	3944734	36.6334	3941234	3500	99.9113	0.0887

The number of votes does not includes invalid votes.

Result: Special Resolution passed with requisite majority

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5. To re-appoint Mrs. Ruchi Sethi (DIN: 02395352) as an Independent Director of the Company

Resolution Required: (Ordinary/Special)			Special					
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 favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6471767	3473467	53.6711	3473467	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6471767	3473467	53.6711	3473467	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4296372	471267	10.9690	467767	3500	99.2573	0.7427
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4296372	471267	10.9690	467767	3500	99.2573
Total	Total	10768139	3944734	36.6334	3941234	3500	99.9113	0.0887

The number of votes does not includes invalid votes.

Result: Special resolution passed with requisite majority

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6. To approve Material Related Party Transactions

Resolution Required: (Ordinary/Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			Yes					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6471767	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6471767	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	4296372	471267	10.9690	471267	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		4296372	471267	10.9690	471267	0	100.0000
Total	Total	10768139	3944734	10.9690	471267	0	100.0000	0.0000

The number of votes does not includes invalid votes.

Result: Ordinary resolution passed with requisite majority

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R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

FORM No. MGT-13
Report of Scrutinizer(s)

*[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014]*

The Chairman

Waaree Technologies Limited
[CIN: L74110MH2013PLC244911]
602, Western Edge I,
Western Express Highway, Borivali, East,
Mumbai, Maharashtra, 400066,

Sub.: Consolidated Results of Remote e-voting and e-voting at the AGM

**Ref.: 10th Annual General Meeting of the Equity Shareholders of Waaree
Technologies Limited held on Friday, September 15, 2023**

Dear Sir,

I, Manoj Mimani, partner of R M Mimani and Associates LLP, Company Secretaries, appointed as Scrutinizer at the Meeting of Board of Directors held on August 08, 2023 for the purpose of the scrutinizing (remote e-voting and voting during the Meeting) on the below mentioned resolutions at the 10th Annual General Meeting ("AGM") of the Shareholders of Waaree Technologies Limited held on Friday, September 15, 2023 at 2.00 p.m. through video Conferencing ("VC")/Other Audio-Visual Means ("OAVM"), submit my report as under:

The MCA & SEBI circulars provided an opportunity for the Members to attend and participate in the Annual General Meeting through VC/OAVM, which did not require physical presence of the Members at a common venue. The Notice of AGM including the Audited Financial Statements for the Financial Year 2022-23 had been sent through electronic mode to Members on their e-mail ids as made available from the Benpos provided by the two depositories. The MCA & SEBI Circulars provide for relaxation in the conduct of the AGM, sending the Notices and Annual Reports to the Members and the manner of voting at the Meeting.

The proceedings of the 10th AGM are deemed to be conducted at the registered office of the Company, which is the deemed venue of the AGM.

Report on E-Voting Scrutiny:

1. The e-voting facility, both for e-voting prior to the AGM (remote e-voting) and voting at AGM by electronic means (e-voting) was provided by the Central Depository Services Limited (CDSL).
2. The Shareholders of the Company as on the 'cut off' date i.e., September 08, 2023 were entitled to vote on the resolutions stated in the notice dated August 08, 2023 of 10th AGM of the Company.

3. The remote e-voting was opened on September 11, 2023 at 10.00 a.m. and closed on September 14, 2023 at 5.00 p.m.
4. After announcement of voting by the Chairman during the Meeting, the shareholders present at the AGM through VC/OAVM and entitled, voted through e-voting facility provided by the CDSL.
5. As informed by the Company, Shareholders who were present at the AGM through VC/OAVM and has not exercised their vote by remote e-voting facility were allowed to cast their votes through e-voting at the AGM.
6. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked downloaded from the e-voting website of CDSL.
7. My responsibility as the scrutinizer is to ascertain the voting processes and to submit the report on vote cast in favour or against the resolutions proposed in the notice dated August 08, 2023 of the 10th AGM. The Management is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to voting on the resolutions proposed in the notice of the 10th AGM.

Based on the data downloaded from CDSL e-voting portal, the total votes cast in favour or against are tabulated below;

Ordinary Business:

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended on March 31, 2023, together with the reports of the Board of Directors and the Auditors' thereon.

Particulars	Number of members voted (in person/proxy and remote e-voting)	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	26	39,44,734	100
Voted against the resolution	-	-	-
Invalid votes	-	-	-
Total	26	39,44,734	100%

Accordingly, out of the total **39,44,734** valid votes cast via e-voting and remote e-voting, **39,44,734** votes were cast **assenting** to the ordinary resolution and no votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 1 of the notice dated August 08, 2023 is passed with requisite majority.

2. To appoint a Director in place of Mr. Rushabh Pankaj Doshi (DIN: 07829435), who retires by rotation and, being eligible, offers himself for reappointment

Particulars	Number of members voted(in person/proxy and remote e-voting)	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	25	39,41,234	99.91
Voted against the resolution	1	3,500	0.09
Invalid votes	-	-	-
Total	26	39,44,734	100%

Accordingly, out of the total **39,44,734** valid votes cast via e-voting and remote e-voting, **39,41,234** votes were cast **assenting** to the ordinary resolution and **3,500** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 2 of the notice dated August 08, 2023 is passed with requisite majority.

Special Business:

3. To appoint Mr. Vivek Srivastava (DIN: 09294944) as a Director (Non Executive) of the Company: Ordinary resolution

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	25	39,41,234	99.91
Voted against the resolution	1	3,500	0.09
Invalid votes	-	-	-
Total	26	39,44,734	100%

Accordingly, out of the total **39,44,734** valid votes cast via e-voting and remote e-voting, **39,41,234** votes were cast **assenting** to the ordinary resolution and **3,500** votes were cast **dissenting** to the ordinary resolution.

Thus, the ordinary resolution as contained in item no. 3 of the notice dated August 08, 2023 is passed with requisite majority.

4. To re-appoint Mr. Rajender Mohan Malla (DIN: 00136657) as an Independent Director of the Company: Special resolution

Particulars	Number of members voted	Number of shares for votes cast by	% of total number of valid votes cast
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		them	
Voted in favour of the resolution	25	39,41,234	99.91
Voted against the resolution	1	3,500	0.09
Invalid votes	-	-	-
Total	26	39,44,734	100%

Accordingly, out of the total **39,44,734** valid votes cast via e-voting and remote e-voting, **39,41,234** votes were cast **assenting** to the Special resolution and **3,500** votes were cast **dissenting** to the Special resolution.

Thus, the Special resolution as contained in item no. 4 of the notice dated August 08, 2023 is passed with requisite majority.

5. To re-appoint Mrs. Ruchi Sethi (DIN: 02395352) as an Independent Director of the Company: Special resolution

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	25	39,41,234	99.91
Voted against the resolution	1	3,500	0.09
Invalid votes	-	-	-
Total	26	39,44,734	100%

Accordingly, out of the total **39,44,734** valid votes cast via e-voting and remote e-voting, **39,41,234** votes were cast **assenting** to the Special resolution and **3,500** votes were cast **dissenting** to the Special resolution.

Thus, the Special resolution as contained in item no. 5 of the notice dated August 08, 2023 is passed with requisite majority.

6. To approve Material Related Party Transactions: Ordinary resolution

Particulars	Number of members voted	Number of shares for votes cast by them	% of total number of valid votes cast
Voted in favour of the resolution	23	4,71,267	100%
Voted against the resolution	-	-	-
Invalid votes	3	34,73,467	-
Total	26	39,44,734	100%

R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

Accordingly, out of the total **4,71,267** valid votes cast via e-voting and remote e-voting, **4,71,267** votes were cast **assenting** to the Ordinary resolution and no votes were cast **dissenting** to the Ordinary resolution.

Thus, the Ordinary resolution as contained in item no. 6 of the notice dated August 08, 2023 is passed with requisite majority

The data containing records of the voting by the shareholders of the Company through Remote e-voting and e-voting at AGM has been handed over to the Company Secretary for keeping in for safe record.

For **R M Mimani & Associates LLP**
[Company Secretaries]
[Firm Registration No. L2015MH008300]

MANOJ
KUMAR
MIMANI



Manoj Mimani
(Partner)

ACS No: 17083

CP No: 11601

PR No.: 1065/2021

UDIN: A017083E001024980

Place: Mumbai

Dated: September 16, 2023