

**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](mailto:Info@waasolar.org)  
[www.waasolar.org](http://www.waasolar.org)



**Date:** September 29, 2023

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

Dear Sir/Madam,

**Sub: Voting Results and Scrutinizers Report on 14<sup>th</sup> Annual General Meeting of the Company held on September 27, 2023**

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

This is to inform you that the 14<sup>th</sup> Annual General Meeting [AGM] of the Company was held on Wednesday, September 27, 2023 through Video Conferencing [VC]/ Other Audio Visual Means [OAVM].

In this regard, we hereby attached the Following:-

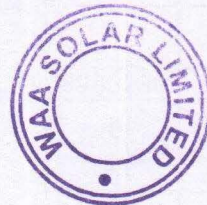
- (i) Voting Results of the Business transaction at the AGM, as required under Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure I
- (ii) Report of the Scrutinizers dated September 28, 2023 pursuant to the Section 108 of the Companies Act, 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**

NIKITA PRAKASH  
SADHWANI

Nikita Sadhwani  
**Company Secretary**







**Annexure I**

**VOTING RESULTS OF 14<sup>TH</sup> ANNUAL GENERAL MEETING OF WAA SOLAR LIMITED HELD ON WEDNESDAY, 27<sup>TH</sup> SEPTEMBER, 2023 THROUGH VIDEO CONFERENCE (VC) / OTHER AUDIO VISUAL MEANS (OAVM), WHICH WAS COMMENCED AT 04:00 P.M.**

1	Date of AGM	Wednesday, September 27, 2023
2	Total number of Shareholders on record date	1112
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	16
(i)	Promoter and Promoter Group	7
(ii)	Public	9

**1) Resolution No. 1 - To receive, consider and adopt:**

The audited financial statements (Including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2023, together with the reports of Directors and Auditors thereon;

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	9253964	8985234	97.10	8985234	0	97.10	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		8985234	97.10	8985234	0	97.10	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	4012800	19200	0.48	14400	4800	75.00	25.00
	Poll		0	0	0	0	0	0





	Postal Ballot		0	0	0	0	0	0
	Total		19200	0.48	14400	4800	75.00	25.00
<b>Total</b>		<b>13266764</b>	<b>9004434</b>	<b>67.87</b>	<b>8999634</b>	<b>4800</b>	<b>99.94</b>	<b>0.06</b>

2) **Resolution No. 2** - To considered appointment of Shri Mangi Lal Singhi (DIN- 02754372), who retires by rotation and being eligible, offers himself for re-appointment.

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	9253964	8985234	97.10	8985234	0	97.10	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		8985234	97.10	8985234	0	97.10	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	4012800	19200	0.48	14400	4800	75.00	25.00
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		19200	0.48	14400	4800	75.00	25.00
<b>Total</b>		<b>13266764</b>	<b>9004434</b>	<b>67.87</b>	<b>8999634</b>	<b>4800</b>	<b>99.94</b>	<b>0.06</b>

3) **Resolution No. 3** - Re-Appointment of Mr. Sumitkumar Jayantibhai Patel (DIN: 08206567) as an Independent Director.

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	E-Voting	9253964	8985234	97.10	8985234	0	97.10	0
	Poll		0	0	0	0	0	0





Group	Postal Ballot		0	0	0	0	0	0
	<b>Total</b>		8985234	97.10	8985234	0	97.10	0
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Public Non-Institutions</b>	<b>E-Voting</b>	4012800	19200	0.48	14400	4800	75.00	25.00
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		19200	0.48	14400	4800	75.00	25.00
<b>Total</b>		<b>13266764</b>	<b>9004434</b>	<b>67.87</b>	<b>8999634</b>	<b>4800</b>	<b>99.94</b>	<b>0.06</b>

**4) Resolution No. 4 – Authorisation and Ratification to Advance any Loan or Give Guarantee or to provide Security under section 185 of the Companies Act, 2013.**

Resolution Required				Special Resolution				
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 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)
<b>Promoter and Promoter Group</b>	<b>E-Voting</b>	9253964	8985234	97.10	8985234	0	97.10	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		8985234	97.10	8985234	0	97.10	0
<b>Public Institutions</b>	<b>E-Voting</b>	0	0	0	0	0	0	0
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		0	0	0	0	0	0
<b>Public Non-Institutions</b>	<b>E-Voting</b>	4012800	19200	0.48	14400	4800	75.00	25.00
	<b>Poll</b>		0	0	0	0	0	0
	<b>Postal Ballot</b>		0	0	0	0	0	0
	<b>Total</b>		19200	0.48	14400	4800	75.00	25.00
<b>Total</b>		<b>13266764</b>	<b>9004434</b>	<b>67.87</b>	<b>8999634</b>	<b>4800</b>	<b>99.94</b>	<b>0.06</b>

For, Waa Solar Limited

NIKITA PRAKASH  
SADHWANI

Nikita Sadhwani  
Company Secretary



Digitally signed by NIKITA PRAKASH SADHWANI  
DN: cn=NIKITA PRAKASH SADHWANI, o=WAA SOLAR LIMITED, ou=SECRETARY, email=nikita.p@waa.com, c=IN



# KH & ASSOCIATES

Practicing Company Secretaries

Date: 28/09/2023

## 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:** Consolidated Scrutinizer's Report on Remote E-Voting and E-voting During 14<sup>th</sup> Annual General Meeting of **WAA SOLAR LIMITED** held through Video Conferencing (VS)/ Other Audio-Visual Means (OAVM) on Wednesday, 27<sup>th</sup> September 2023 at 04:00 P.M.

Dear Sir,

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, have been appointed as a Scrutinizer by the Board of Directors of **WAA SOLAR LIMITED** ("the Company") vide board resolution dated 29<sup>th</sup> August, 2023 for the purpose of scrutinizing the remote e-voting & e-voting process and ascertaining the requisite Majority on the Proposed business contained in the Notice of Annual General Meeting of **WAA SOLAR LIMITED** held on Wednesday, 27<sup>th</sup> September 2023 at through video conferencing (VS)/ other audio visual means (OAVM) pursuant to the Provisions of Section 108 of the Companies Act 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015. My responsibility as a scrutinizer for the e-voting process is restricted to making a scrutinizer report based on the reports generated from the e-voting system provided by National Securities Depository Limited.

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

1. The AGM is held in compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder read with the MCA General circulars dated April 8, 2020, April 13, 2020, May 5, 2020, August 17, 2020, January 13, 2021, December 08, 2021, December 14, 2021, May 05, 2022 and December 28, 2022 (Collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and dated January 15, 2021 (collectively referred to as "SEBI Circulars"). Further as confirmed by the company the Notice of the 14<sup>th</sup> AGM along with the Annual Report 2022-23 was sent only through electronic mode to those Members whose e-mail addresses were registered with the Company/Registrar and Transfer Agents (RTA).







2. The Compliance with the applicable provisions of the Companies Act, 2013 and rules made thereunder relating to electronic voting (which includes remote e-voting and e-voting conducted during the AGM) on the resolutions proposed in Notice calling the 14<sup>th</sup> AGM was the responsibility of the management. My responsibility as scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and render Scrutinizer's Report related to electronic voting.
3. The facility for remote e-voting and e-voting during the AGM was provided by National Securities Depository Limited (NSDL).
4. The e-voting period remained open from Sunday, September 24, 2023 at 09:00 A.M. and ended on Tuesday, September 26, 2023 at 05:00 P.M.
5. At the 14<sup>th</sup> AGM of the Company held on Wednesday, 27<sup>th</sup> September 2023 at 04:00 P.M. during the AGM it was announced that the e-voting facility has been provided to facilitate voting for those members who attended the meeting through VC/OAVM but could not participate in the remote e-voting to record their votes on the resolutions to be passed.
6. The shareholders holding shares as on the "cut off" date i.e., Wednesday September 20, 2023, were entitled to vote on the proposed resolution as set out in the Notice of Annual General Meeting (AGM) of WAA SOLAR LIMITED
7. After closure of the e-voting facility provided during the AGM, the votes were unblocked in the presence of two witnesses who are not in employment with the company and a final electronic report was generated by me. The data generated was diligently scrutinized.
8. Thereafter, the details, containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>)
9. The results of the remote e-voting together with e-voting conducted during the AGM are as under:



**RESOLUTION NO.1: Adoption of Financial Statement:**

To receive, consider and adopt the audited financial statements (Including the Consolidated Financial Statements) of the Company for the financial year ending March 31, 2023, together with the reports of Directors and Auditors thereon.

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	16	-	16	8999634	-	8999634	99.94%	67.84%
DISSENT	1	-	1	4800	-	4800	0.06%	0.04%
INVALID	-	-	-	-	-	-		
TOTAL	17	-	17	9004434		9004434	100	67.88%

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 1 of the Notice dated 29<sup>th</sup> August, 2023 has been passed with requisite majority.

**RESOLUTION NO.2:** To appoint a director in place of Shri Mangi Lal Singhi (DIN- 02754372), who retires by rotation and being eligible, offers himself.:

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	16	-	16	8999634	-	8999634	99.94%	67.84%
DISSENT	1	-	1	4800	-	4800	0.06%	0.04%
INVALID	-	-	-	-	-	-		
TOTAL	17	-	17	9004434		9004434	100	67.88%

Based on aforesaid Results, Ordinary Resolution Contained in Item no. 2 of the Notice dated 29<sup>th</sup> August, 2023 has been passed with requisite majority.





# KH & ASSOCIATES

Practicing Company Secretaries

**RESOLUTION NO.3:** To Re-Appoint Mr. Sumitkumar Jayantibhai Patel (DIN: 08206567) as Independent Director of the Company

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	16	-	16	8999634	-	8999634	99.94%	67.84%
DISSENT	1	-	1	4800	-	4800	0.06%	0.04%
INVALID	-	-	-	-	-	-	-	-
TOTAL	17	-	17	9004434	-	9004434	100	67.88%

Based on aforesaid Results, Special Resolution Contained in Item no.3 of the Notice dated 29<sup>th</sup> August, 2023 has been passed with requisite majority.

**RESOLUTION NO.4:** Authorization and Ratification to Advance any Loan or Give Guarantee or to provide Security under section 185 of the Companies Act, 2013 and in this regard to consider and if thought fit, to pass with or without modification (s), the resolution as a Special Resolution:

	NUMBER OF MEMBERS			NUMBER OF VOTES CONTAINED IN			%AGE	
	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	REMOTE E-VOTING	E-VOTING AT AGM	TOTAL	% OF TOTAL VOTES CASTED	% OF TOTAL NO. OF ISSUED SHARES
ASSENT	16	-	16	8999634	-	8999634	99.94%	67.84%
DISSENT	1	-	1	4800	-	4800	0.06%	0.04%
INVALID	-	-	-	-	-	-	-	-
TOTAL	17	-	17	9004434	-	9004434	100	67.88%

Based on aforesaid Results, Special Resolution Contained in Item no. 4 of the Notice dated 29<sup>th</sup> August, 2023 has been passed with requisite majority.

The register, all other papers and relevant records relating to remote e-voting and e-voting during the AGM shall remain in our safe custody until the Chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting the same are handed over to the Company Secretary for safe keeping.



Complex, Sayajigunj, Vadodara - 390005 (M): 9925168669 E-mail: khassociates2016@gmail.com





# KH & ASSOCIATES


Practicing Company Secretaries

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

Thanking you

Yours Faithfully,

FOR KH & ASSOCIATES  
COMPANY SECRETARIES

  
HARESH KAPURIYA  
M.NO: ACS26109, CP: 16749  
UDIN: A026109E001107123  
DATE: 28/09/2023  
PLACE: VADODARA

WITNESS 1

  
NAME: Hemant Valand

WITNESS 2

  
NAME: Urvi Jagdale

