

Date: September 30, 2022
Friday

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

Company Code: 542851

Dear Sir,

Sub.: Proceeding of 10th AGM as per Regulation 30, read with Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

In terms of Regulation 30, read with Part A of Schedule III of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find attached the Proceeding of 10th Annual General Meeting of the Company, held on September 30, 2022.

Kindly take the same on record.

Thanking you,
Yours faithfully,

For Gensol Engineering Limited

Anmol Singh Jaggi
Chairman & Managing Director
DIN: 01293305



EXTRACT OF THE PROCEEDINGS OF 10TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 30, 2022 AT 10:00 A.M. THROUGH VIDEO CONFERENCING (“VC”) / OTHER AUDIO VISUAL MEANS (“OAVM”)

The 10th Annual General Meeting of members of Gensol Engineering Limited (the Company), was held on Friday, September 30, 2022, at 10:00 A.M. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

The following Directors were present:

1. Mr. Anmol Singh Jaggi, Managing Director
2. Mr. Puneet Singh Jaggi, Whole Time Director
3. Mr. Gaurav Kharbanda, Independent Director
4. Mrs. Jasminder Kaur, Non-Executive Women Director
5. Mr. Kamleshkumar Pratapsinh Parmar, Independent Director
6. Mr. Arun Menon, Independent Director

In Attendance:

1. Mr. Rajesh Parmar, Company Secretary & Compliance Officer
2. Mr. Jabir Mahendi M Aga, Chief Financial Officer

Invitees:

Mr. Chintan Doshi - Partner, K. C. Parikh & Associates
Mr. Jatin Kapadia – Proprietor, K. Jatin & Co

In terms of the provision of Section 104 of the Companies Act, 2013 read with Article 102 of the Articles of Association of the Company, Mr. Anmol Singh Jaggi, Managing Director of the Company took place as the Chairman of the meeting. Pursuant to Section 103 of the Companies Act, 2013 read with Article 102 of Articles of Association of the company and applicable Secretarial Standards, requisite quorum was present and the Chairman of the Meeting called meeting to order.

Pursuant to Section 171 (1) (b) of the Companies Act, 2013, the register of Shareholders, register of Directors/Key Managerial Personnel & their Shareholding, Register of Contract & Arrangement, Register of Proxy & Corporate Representation and accounts of subsidiary Companies etc. were kept open during the meeting for inspection of the Members.

Chairman of the Meeting welcomed the Members present in the Annual General Meeting and introduced the Directors present on the dais. He referred to the Notice dated September 06, 2022 convening the 10th Annual General Meeting & Directors’

Report and with consent of Members present, the Notice and Directors' Report were taken as read.

Chairman of the Meeting appraised the Members that there was no qualification, observation or comments on the financial transactions or matters, which have any adverse effect on the functioning of the Company, in the Statutory Auditor's Report or Secretarial Auditor's Report for the Financial Year 2021-2022, which was required to read before Annual General Meeting, in terms of Section 145 of the Companies Act, 2013 read with relevant Secretarial Standard and with the consent of the members present, the Auditors Report was taken as read.

Chairman of the Meeting informed the Members that in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided E-Voting facility to the Members. E-Voting window was open from September 27, 2022 to September 29, 2022 at 9:00 a.m. to 5:00 p.m. for the members to cast their votes electronically.

He appreciated and thanked the members for taking keen interest in the performance of the Company.

Based on the Scrutiniser's consolidated Report dated September 30, 2022, the Chairman declared that resolutions proposed in the Notice of the 10th AGM of the Company were passed with requisite majority.

Resolutions passed at the Annual General Meeting:

| Sr. No | Item No. | Type of resolution | Approval Status |
|---------------|--|---------------------------|--------------------------------|
| 1. | To approve and adopt the audited standalone financial statements of the company for the year ended March 31, 2022 | Ordinary | Passed with Requisite Majority |
| 2. | To approve and adopt the audited consolidated financial statements of the company for the year ended March 31, 2022 | Ordinary | Passed with Requisite Majority |
| 3. | To re-appoint a director in place of Ms. Jasminder kaur who retires by rotation and being eligible, offers herself for re-appointment. | Ordinary | Passed with Requisite Majority |
| 4. | To ratify the remuneration of cost auditors for the financial year ending March 31, 2023 | Ordinary | Passed with Requisite Majority |

Chairman informed the Members that all Statutory/Regulatory provisions given under the Companies Act, 2013, SEBI (Listing Obligations & Disclosure Requirements)

Regulations, 2015, Mandatory Secretarial Standards etc. relating to the General Meeting had been duly complied in respect of calling, holding, convening and conducting this Annual General Meeting.

At the conclusion of 10th Annual General Meeting, Chairman of the Meeting conveyed his thanks to the Members and all other participants present in the meeting for their kind co-operation in conducting the Meeting and declared the meeting as completed.

The Meeting was concluded at 10:21 a.m.

DECLARATION:

The Annual General Meeting ('AGM') of the company was held through VC/OAVM without physical presence of the members at a common venue in compliance with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

The aforesaid resolution was passed by unanimously.

I, the undersigned on behalf of the company hereby confirm that the company has complied with the mechanism provided in the MCA circulars along with the other applicable provisions of the Companies Act, 2013 and rules made thereunder.

Date : September 30, 2022



For Gensol Engineering Limited

Anmol Singh Jaggi
Chairman & Managing Director
DIN: 01293305

