



Date: March 15, 2024

To,
General Manager
Listing Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Dear Sirs,

Sub: Outcome of Postal Ballot [E-voting] Results and Scrutinizers Report pursuant to Regulation 44 of SEBI (LODR) Regulations, 2015

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

This is furtherance to our letter dated February 12, 2024 regarding the Notice of Postal Ballot dated February 12, 2024, issued to the members of the Company seeking the approval of members for Sale of Shares of Madhav (Sehora Silodi Corridor) Highways Private Limited, Material Subsidiary of the Company and for Appointment of Mr. Nikhil Kaushik (DIN: 00040403) as an Independent Director of the Company for a term of 5 years from February 09, 2024 up to February 08, 2029 by way of special resolution to be passed through the mode of remote e-voting.

The remote e-voting period as specified in the Notice was ended on Wednesday, March 13, 2024 at 17:00 Hours and thereafter, Shri Haresh Kapuriya, Partner of KH & Associates, Practising Company Secretaries was appointed as Scrutinizer has submitted their report dated March 15, 2024 to the Chairman.

In this regard, we hereby attached the Following:

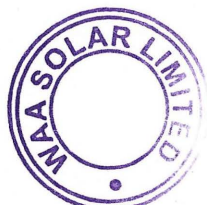
- (i) Voting Results of the business transaction, as required under Regulations 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as Annexure I
- (ii) Report of the Scrutinizers dated March 15, 2024 pursuant to the Section 108 and 110 of the Companies Act, 2013 and the Rules 20 and 22 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 Sadhwani
Company Secretary





Annexure I

VOTING RESULTS OF POSTAL BALLOT NOTICE DATED FEBRUARY 12, 2024

1	Date of Postal ballot Resolution deemed to be passed	March 13, 2024
2	Total number of Shareholders on record date	1435
3	Total number of Shareholders present in meeting either in person or proxy	N.A.
(i)	Promoter and Promoter Group	
(ii)	Public	
4	No. of Shareholders attended through Video Conferencing	N.A.
(i)	Promoter and Promoter Group	
(ii)	Public	

RESOLUTION NO.1: SALE OF SHARES OF MADHAV (SEHORA SILODI CORRIDOR) HIGHWAYS PRIVATE LIMITED, MATERIAL SUBSIDIARY OF THE COMPANY.

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 Group	E-Voting	9101964	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 Institutions	E-Voting	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	4164800	20800	0.50	20800	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		20800	0.50	20800	0	100.00	0
Total		13266764	20800	0.15	20800	0	100.00	0

Note – As Promoters are interested in the resolution No. 1, voting cast by them are not considered.





RESOLUTION NO.2: APPOINTMENT OF MR. NIKHIL KAUSHIK (DIN: 00040403) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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 Group	E-Voting	9101964	9101964	100.00	9101964	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		9101964	100.00	9101964	0	100.00	0
Public Institutions	E-Voting	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	4164800	24000	0.58	24000	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		24000	0.58	24000	0	100.00	0
Total		13266764	9125964	68.79	9125964	0	100.00	0

For, Waa Solar Limited



Nikita Sadhwani
 Company Secretary



Date: 15/03/2024

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: Scrutinizer's Report on Postal Ballot conducted through Remote E-Voting by the Equity Shareholders of WAA SOLAR LIMITED (the "Company") which commenced from Tuesday, February 13, 2024, at 9:00 a.m. (IST) and ended on Wednesday, March 13, 2024, at 5:00 p.m.(IST)

Dear Sirs,

We, M/s. KH & Associates, Practicing Company Secretaries appointed as the scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the voting process conducted through Postal Ballot via remote e-voting which commenced Tuesday, February 13, 2024, at 9:00 a.m.(IST) and ended on Wednesday, March 13, 2024, at 5:00 p.m.(IST), being undertaken under the provisions of sections 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Circulars and Notifications issued thereunder ("MCA Circulars" and "SEBI Circulars"), applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time), on the resolutions contained in the Postal Ballot Notice (the "Notice") of the Company dated February 12, 2024.

We hereby submit our report as under:

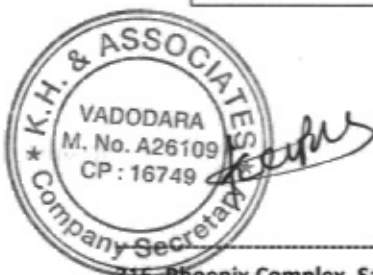
1. The Management of the Company is responsible to ensure the compliance with the provisions of the Companies Act, 2013, Rules thereunder read with the MCA and SEBI Circulars, SS-2 and regulations contained in the SEBI LODR Regulations relating to voting through electronic means on the resolutions contained in the Postal Ballot Notice.
2. The Company appointed National Securities Depository Limited (NSDL) as a service provider for extending the facility of providing remote electronic voting to the Shareholders of the Company.





3. The responsibility as a scrutinizer for the Postal Ballot is restricted to the extent of preparation and presentation of Scrutinizer's Report of the votes cast "FOR" or "AGAINST" the resolution(s) as stated in the Notice, based on the reports generated from e-voting systems provided by National Securities Depository Limited (NSDL), the authorized agency to provide e-voting facilities.
4. The voting rights were reckoned as on February 09, 2024, being the cut-off date for the purpose of determining the entitlement of Shareholders to vote on resolutions as mentioned under the Postal Ballot notice.
5. The votes cast via remote e-voting were unblocked on March 14, 2024 at 4.25 p.m. in the presence of following two witnesses not being in the employment of the Company as under:
 - a) Mr. Hemant Valand
 - b) Ms. Urvi Jagdale
6. The register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or DP ID / Client ID of the shareholders, number of shares held by them and nominal value of such shares. There were no shares with differential voting rights in the Company. Hence, there is no requirement of maintaining the list of shares with differential voting rights.
7. The details containing, inter alia, list of equity shareholders, who voted "For" or "Against" each of the resolutions put to vote, were generated from the e-voting website of NSDL i.e. <https://www.evoting.nsdl.com> and based on such reports generated, the result of the remote e-voting is annexed as Annexure A and Annexure B;

Date of EGM / Postal Ballot	March 13, 2024
Total number of shareholders on record date (i.e. as on February 09, 2024)	1435
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable
No. of shareholders attended the meeting through Video Conferencing:	
Promoter and Promoter Group	Not Applicable
Public	Not Applicable





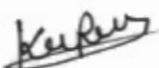
"Annexure A"

Sr. No.	Resolution No. as given in the Postal Ballot Notice		Votes Cast		Result Declared
			No. of votes Casted	% of total no. of votes cast	
SPECIAL BUSINESS					
1.	To Approve Sale of Shares of Madhav (Sehora Silodi Corridor) Highways Private Limited, Material Subsidiary of the Company.	Votes Cast in favour	20800	100	Resolution passed as a Special Resolution
		Votes Cast against	00	00	
		Votes Cast invalid	00	00	
		Total	20800	100	
2.	To Consider and Approve Appointment of Mr. Nikhil Kaushik (DIN: 00040403) as an Independent Director of the Company.	Votes Cast in favour	9125964	100	Resolution passed as a Special Resolution
		Votes Cast against	00	00	
		Votes Cast invalid	00	00	
		Total	9125964	100	


Notes:


1. Vote casted by related parties on aforesaid resolutions number -1 are not considered in the above results.
2. No. of votes cast does not include no. of votes abstained & invalid votes.
3. No. of shareholders are not grouped based on PAN.
4. The percentages are round off to the nearest decimals.

FOR K H & ASSOCIATES
COMPANY SECRETARIES


HARESH KAPURIYA
M.NO: ACS26109, CP: 16749
DATE: 15.03.2024
PLACE: VADODARA
UDIN: A026109E003585874



Witness 1: 
Name: Hemant Valand
Signature:

Witness 2: 
Name: Urvi Jagdale
Signature:



"Annexure B"

Resolution Item No.1: To Approve Sale of Shares of Madhav (Sehora Silodi Corridor) Highways Private Limited, Material Subsidiary of the Company.

Mode of Voting	No. of votes polled	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Remote E-Voting	20800	20800	-	100%	-
Postal Ballot	-	-	-	-	-
Total	20800	20800	-	100%	-

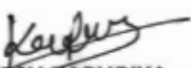
Resolution Item No.2: To Consider and Approve Appointment of Mr. Nikhil Kaushik (DIN: 00040403) as an Independent Director of the Company.

Mode of Voting	No. of votes polled	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
Remote E-Voting	9125964	9125964	-	100%	-
Postal Ballot	-	-	-	-	-
Total	9125964	9125964	-	100%	-


Notes:


1. Vote casted by related parties on aforesaid resolutions number -1 are not considered in the above results.
2. No. of votes cast does not include no. of votes abstained & invalid votes.
3. No. of shareholders are not grouped based on PAN.
4. The percentages are round off to the nearest decimals.

FOR K H & ASSOCIATES
COMPANY SECRETARIES


HARISH KAPURIYA
M.NO: ACS26109, CP: 16749
DATE: 15.03.2024
PLACE: VADODARA
UDIN: A026109E003585874



Witness 1: 
Name: Hemant Valand
Signature:

Witness 2: 
Name: Urvi Jagdale
Signature: