WEBEL SOLAR

Ref: WEBSOL/SE/12-13/037

Date: 22nd December 2012

To,
The Manager Listing,
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400051

To,
The Manager Listing,
Bombay Stock Exchange Limited,
Floor 25,
PJ Towers,
Dalal Street,
Mumbai- 400 001

Dear Sir / Madam,

Sub: Minutes of 22nd Annual General Meeting

Pursuant to clause 31 (d) of the Listing Agreement please find enclosed the Minutes of the 22nd Annual General Meeting of the shareholders of the Company held on Friday 30th November 2012.

This is for your information and record.

Thanking you,

Yours faithfully,
For **Websol Energy System Limited**

(Nitin Didwania)
Company Secretary & CFO
Encl: a/a

Websol Energy System Limited
(Formerly Websol Energy Systems Limited)
Registered Office
Ideal Centre, 5th Floor,
9, A. J. C. Bose Road, Kolkata-700 017
Phone : +91-33-40239031, Fax : +91-33-40239011
E-mail : websol@webelsolar.com

Corporate Office and Plant:
Sector II, Falta Special Economic Zone, Falta
24 Parganas(South), West Bengal, India, Pin- 743504
Ph.: 91-3174-222932, Fax: 91-3174-222933

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MINUTES OF THE 22ND ANNUAL GENERAL MEETING OF WEBSOL ENERGY SYSTEM LIMITED HELD AT WEBEL BHAVAN, BLOCK – EP & GP, SECTOR – V, SALT LAKE ELECTRONICS COMPLEX, KOLKATA – 700 091 ON FRIDAY, 30th NOVEMBER, 2012 AT 10.00 A. M.

MEMBERS PRESENT:

Shri S. L. Agarwal, Managing Director & Member

Shri S. K. Pal, Director

Shri S. K. Tibrewalla, Director

Shri B. R. Sengupta, Director

Shri Nitin Didwania, Company Secretary & CFO

166 other members were present in person and 16 members by proxies.

Mr. S. K. Tibrewalla was voted to the Chair.

The Chairman ascertained that the quorum was present and the proceedings of the meeting were commenced.

The Notice convening the meeting taken as read with the permission of the Members present.

The Auditors' Report was then read out by Mr. Nitin Didwania.

ORDINARY BUSINESS

1. ADOPTION OF ANNUAL ACCOUNTS, AUDITORS REPORT AND DIRECTORS REPORT
(As an Ordinary Resolution)

The Chairman reviewed the general affairs of the Company and after satisfactory replies to the queries of the members present, it was –

Proposed by: Mr. Goutam Nandy

" RESOLVED THAT the Audited Balance Sheet and Statement of Profit & Loss for the period ended on 30th June, 2012 and Auditors' and Directors' Report thereon be and are hereby approved."

Seconded by: Mr. B. K. Mehta

The resolution was then put to vote and passed unanimously on show of hands.

CERTIFIED TRUE COPY

For WEBSOL ENERGY SYSTEM LIMITED

COMPANY SECRETARY & CFO

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For the purpose of passing resolution included as the second item on the agenda, Mr. S. K. Tibrewalla requested Mr. S.K. Pal to preside over as the Chairman. Consequently, Mr. S. K. Pal took the Chair.

2. RE-APPOINTMENT OF MR. S. K. TIBREWALLA AS A DIRECTOR
(As an Ordinary Resolution)

The Chairman informed that Mr. S. K. Tibrewalla would retire by rotation from the conclusion of this Annual General Meeting of the Company and had offered himself for re-appointment. After some deliberation, it was -

Proposed by: Mr. Sanjoy Banerjee

" **RESOLVED THAT** Mr. S. K. Tibrewalla be and is hereby reappointed as a Director of the Company who shall be liable to retirement by rotation."

Seconded by: Mr. S. Mallik

The **resolution** was then put to vote and **passed unanimously** on show of hands.

Mr. S. K. Tibrewalla was again invited to take the Chair as Chairman for the remaining items on the Agenda.

3. RE-APPOINTMENT OF MR. B. R. SENGUPTA AS A DIRECTOR.
(As an Ordinary Resolution)

The Chairman informed that Mr. B. R. Sengupta would retire by rotation from the conclusion of this Annual General Meeting of the Company and had offered himself for re-appointment. After some deliberation, it was -

Proposed by: Mr. R. S. Sharma

" **RESOLVED THAT** Mr. Mr. B. R. Sengupta be and is hereby re-appointed as a Director of the Company who shall be liable to retirement by rotation."

Seconded by: Mr. S. Talukdar

The **resolution** was then put to vote and **passed unanimously** on show of hands..

4. APPOINTMENT OF STATUTORY AUDITORS
(As an Ordinary Resolution)

The Chairman informed the members present that M/s. Agarwal Sanganeria & Co., Chartered Accountants, Auditors of the Company would retire from the conclusion of this Annual General Meeting being eligible had offered themselves for re-appointment. Thereafter, it was -

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For WEBSOL ENERGY SYSTEM LIMITED

COMPANY SECRETARY & CFO

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Proposed by: Mr. M. K. Bubna

" **RESOLVED THAT** M/s. Agarwal Sanganeria & Co., Chartered Accountants be and are hereby appointed as Auditors of the Company to hold the office of Auditors from the conclusion of this meeting till the conclusion of the next Annual General Meeting.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to fix remuneration to be paid to the Auditors. "

Seconded by: Mr. B. K. Mehta

The **resolution** was then put to vote and **passed unanimously** on show of hands..

VOTE OF THANKS

As there was no other business, the meeting was terminated with a vote of thanks to the Chair.

Sd/-
CHAIRMAN

Date: 22/12/2012
Place: Kolkata

CERTIFIED TRUE COPY

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COMPANY SECRETARY & CFO

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