WEBEL SOLAR

Date: 28.05.2016

To, **BSE Limited** P J Tower, Dalal Street, Mumbai – 400 001, Srip Code: 517498	**To,** **NSE Limited** Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Srip Code: WEBELSOLAR

Dear Sir

Sub: Disclosure of voting results under Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.

With reference to the above, please find attached**(Annex -1)**, the details of the voting results of Extra Ordinary General Meeting of the members of the Company held on Thursday, May 26, 2016 at 10 A.M at Webel Bhawan, Block-EP&GP, Sector-V, Salt Lake Electronics Complex, Kolkata-700091. The scrutinizer's report on remote e-voting and physical voting through poling papers is also enclosed**(Annex-2),** in compliance with Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015. Please note that all the matters considered in the Extra Ordinary General Meeting was duly approved with requisite majority.

This is for your information and records in compliance with the Listing Regulations. Kindly acknowledge the receipt.

Thanking You,

Yours Faithfully,

For Websol Energy System Limited

Sima Jhunjhunwala
(Director)

WEBSOL ENERGY SYSTEM LIMITED Kolkata 700 053

Websol Energy System Limited

Registered Office
48, Pramatha Choudhury Sarani, Plot No-849,
Block-'P' 2nd Floor, New Alipore, Kolkata-700 053
Phone : +91-33-24000419 Fax : +91-33-24000375
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

www.webelsolar.com

Annexure 1

Disclosure of Voting results under Regulation 44 f SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

Extra Ordinary General Meeting Voting Results of M/s Websol Energy System Limited

Date of the Extra Ordinary General Meeting	26th May 2016
Total number of shareholders on record date	10066
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoter Group: Public:	181
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NIL

RESOLUTION No.- 1 : AMENDMENT OF THE EXISTING TERMS AND CONDITIONS OF THE FCCBs OF THE COMPANY

Resolution required: Special					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					None of the Directors of the Company are interested or concerned or may be deemed to be interested or concerned in the resoluton , [except in their capacity as shareholders of the Company].			
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	6069422	6069422	100	6069422	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	6069422	6069422	100	6069422	0	100	0
Public- Institutions	**E-Voting**	780000	780000	100	780000	0	100	0
	Poll	0	0	0	0	0	0	0

WEBSOL ENERGY SYSTEM LIMITED Kolkata

AGARWAL A & ASSOCIATES COMPANY SECRETARIES KOLKATA

27/05/16

	Total	780000	780000	100	780000	0	100	0
Public- Non Institutions	E-Voting	3240975	3240975	100	3240960	15	99.9995	0.0005
	Poll	1538	1538	100	1534	4	99.73992	0.26008
	Total	3242513	3242513	100	3242494	19	99.999	0.001
Total	Total	10091935	10091935	100	10091916	19	99.9998	0.0002

RESOLUTION NO.- 2 : INCREASE IN THE AUTHORISED SHARE CAPITAL AND CONSEQUENTIAL CHANGES IN THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY

Resolution required:					Ordinary			
Whether promoter/ promoter group are interested in the agenda/resolution?					None of the Directors of the Company are interested or concerned or may be deemed to be interested or concerned in the resolution			
Category	**Mode of Voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of Votes – in favour (4)**	**No. of Votes – against (5)**	**% of Votes in favour on votes polled (6)=[(4)/(2)]*100**	**% of Votes against on votes polled (7)=[(5)/(2)]*100**
Promoter and Promoter Group	**E-Voting**	6069422	6069422	100	6069422	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	6069422	6069422	100	6069422	0	100	0
Public- Institutions	**E-Voting**	780000	780000	100	780000	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	780000	780000	100	780000	0	100	0
Public- Non Institutions	**E-Voting**	3240843	3240843	100	3240828	15	99.9995	0.0005
	Poll	1504	1504	100	1500	4	99.7340	0.2660
	Total	3242347	3242347		3424328	19		
Total	Total	10091769	10091769	100	10091750	19	99.9998	0.0002

WEBEL SOLAR ENERGY SYSTEM PRIVATE LIMITED Kolkata

A.AGARWAL & ASSOCIATES COMPANY SECRETARIES KOLKATA

27/05/16

RESOLUTION NO.- 3 : RE- APPOINTMENT OF MR. SOHAN LAL AGARWAL AS MANAGING DIRECTOR OF THE COMPANY

Resolution required:						Special		
Whether promoter/ promoter group are interested in the agenda/resolution?						Except Mr. Sohan Lal Agarwal, the appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, financially or otherwise, in the resolution.		
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6069422	6069422	100	6069422	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	6069422	6069422	100	6069422	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3240975	3240975	100	3240960	15	99.995	0.0005
	Poll	1504	1504	100	1994	10	99.3351	0.6649
	Total	3242479	3242479	100	3242954	25		
Total	Total	9311901	9311901	100	9311876	25	99.9997	0.0003





RESOLUTION NO. - 4 : RE- APPOINTMENT OF MRS. SIMA JHUNJHUNWALA AS WHOLE TIME DIRECTOR OF THE COMPANY.

Resolution required: Special					Special			
Whether promoter/ promoter group are interested in the agenda/resolution?					Except Mrs. Sima Jhunjhunwala, the appointee, none of the Directors, Key Managerial Personnel of the Company or their relatives are in any way,concerned or interested, financially or otherwise, in the resolution.			
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6069422	6069422	100	6069422	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	6069422	6069422	100	6069422	0	100	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll	0	0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	3240975	3240975	100	3240960	15	99.9995	0.0005
	Poll	1504	1504	100	1499	5	99.6675	0.3325
	Total	3242479	3242479		3242459	20		
Total	Total	9311901	9311901	100	9311881	20	99.9998	0.0002

GARWAL A & ASSOCIATES * KOLKATA * COMPANY SECRETARIES

WEBEL ENERGY SYSTEMS LIMITED Kolkata 053

Annexure: 2

Agarwal A & Associates
Company Secretaries

SCRUTINIZER'S REPORT

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

To
The Chairman
M/s Websol Energy System Limited
48 Pramatha Choudhury Sarani,
Plot- 849, Block- P New Alipore
Kolkata- 700 053

SUBJECT: Passing of Resolution through electronic and Poll conducted at the Extra Ordinary General Meeting of M/s Websol Energy System Limited held on 26th May, 2016

Dear Sir

I, Ajay Kumar Agarwal, Practicing Company Secretary, holding Membership Number FCS 7604 and Certificate of Practice Number 13493, Proprietor of M/s AGARWAL A & ASSOCIATES, Company Secretaries at 16 Mangoe Lane, 2nd Floor, Kolkata- 700 001 have been appointed by the Board of Directors of **M/s Websol Energy System Limited** as a Scrutinizer for the purpose of scrutinizing the voting by electronics means ("remote e-voting") and through Physical Ballot voting carried by the Company pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice of the Extra Ordinary General Meeting ("EGM") of the members of the Company, held on Thursday on May 26, 2016 at 10:00 AM, at Webel Bhawan, Block-EP&GP, Sector-V, Salt Lake Electronics Complex, Kolkata - 700091.

The Notice alongwith the explanatory statement setting out the material facts under section 102 of the Companies Act, 2013 were sent to the Shareholders in respect of the resolutions to be passed at the said EGM of the Company.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronics means and ballot forms on the resolutions contained in the Notice of the Extra Ordinary General Meeting (EGM) of the members of the Company. My responsibility as a scrutinizer for the remote e-voting process and ballot forms is restricted to make Scrutinizer's Report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" ballots and votes, based on the reports generated from the E-voting system provided by the National Securities Depository Limited (NSDL), the authorized agency to provide E-voting facilities, engaged by the Company to provide remote e-voting facilities and ballot forms received.

AGARWAL A & ASSOCIATES * KOLKATA * COMPANY SECRETARIES

16 mangoe lane, 2nd floor, kolkata : 700 001, west bengal, india
E-mail: ajay_agarwal45@yahoo.com; cs.aaa.2014@gmail.com
Phone: +91 33 4062 5062 (o) ; +91 9883362775 (m)

Further to the above, I submit my report as under:

I. The remote e-voting period remained open from Monday, 23rd May, 2016 (10:00 AM) to Wednesday, 25th May, 2016 (05:00 PM).

II. The members of the Company as on the "cut off" date i.e. 19th May, 2016 were entitled to e-vote on the resolutions (item no. 1 to 4 as set out in the notice of the EGM of the Company).

III. The Ballot Forms facility was also provided at the EGM on Thursday 26th May, 2016 for those members who attending the meeting not voted through remote e-voting facility.

IV. On completion of voting at the meeting M/s R&D Infotech Pvt Ltd. (RTA) provided us with the list of shareholders who had cast their votes, with their holding details of vote cast on the Resolutions.

V. The votes were reconciled with the records maintained by the Company and RTA with respect to the Authorizations / Proxies loged with the Company. If any;

VI. The votes cast were unblocked on 26th May, 2016 at around 12:45 PM in the presence of two witnesses, Mr Anup Moitra and Mr Samir Bose who are not in employment of the Company.

VII. Thereafter, considering remote e-voting and votes casted through physical Ballot forms, the combined results of the voting is annexed. The details containing *inter alia,* list of Equity Share Holders, who voted "for" , "against" each of the resolutions that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of National Securities Depository Limited (NSDL) i.e. http://www.evoting.nsdl.com and is based on such reports generated.

VIII. OUTCOME: All the resolutions stand passed with requisite majority under combined results of both e-voting and poll.

IX. The relevant records relating to e-voting , physical ballot etc. at the AGM is handed over to the Company Secretary / Director authorized by the Board for safe keeping

Thanking you,

Place: Kolkata
Date: 27th May, 2016

For **AGARWAL A & ASSOCIATES**
Company Secretaries



CS Ajay Kumar Agarwal
Proprietor
M No.: **F7604**; C.P No.:**13493**

M/s Websol Energy System Limited
(CIN: L29307WB1990PLC048350)

Date of EGM: 26th May, 2016

SUMMERY OF COMBINED SCRUTINIZER'S REPORT IN RESPECT OF E-VOTING ALONGWITH THE BALLOT FORM FOR PASSING SPECIAL/ ORDINARY RESOLUTIONS

					Assent/ in Favour of			Dissent/ Against			Invalid	
Resolution No.	Subject Matter of the Resolution	Mode	Total No. of Members Voted	Total No. of Shares Voting	No. of Members voted	No. of Votes	% of votes in favour of votes	No. of Members voted	No. of Votes	% of votes against of votes	No. of Members voted	No. of Votes
1	SPECIAL RESOLUTION: AMENDMENT OF THE EXISTING TERMS AND CONDITIONS OF THE FCCBs OF THE COMPANY	Electronic	26	10090397	25	10090382	99.9998	1	15	0.0002	0	0
		Physical	91	1566	86	1534	99.7400	2	4	0.2600	3	28
		Total	117	10091963	111	10091916	99.9998	3	19	0.0002	3	28
2	ORDINARY RESOLUTION: INCREASE IN THE AUTHORISED SHARE CAPITAL AND CONSEQUENTIAL CHANGES IN THE MEMORANDUM OF ASSOCIATION AND ARTICLES OF ASSOCIATION OF THE COMPANY	Electronic	25	10090265	24	10090250	99.9998	1	15	0.0002	0	0
		Physical	90	1532	85	1500	99.7340	2	4	0.2660	3	28
		Total	115	10091797	109	10091750	99.9998	3	19	0.0002	3	28
3	SPECIAL RESOLUTION: RE-APPOINTMENT OF MR. SOHAN LAL AGARWAL AS MANAGING DIRECTOR OF THE COMPANY	Electronic	25	9310397	24	9310382	99.9998	1	15	0.0002	0	0
		Physical	90	1532	83	1494	99.3351	4	10	0.6649	3	28
		Total	115	9311929	107	9311876	99.9997	5	25	0.0003	3	28
4	SPECIAL RESOLUTION: RE-APPOINTMENT OF MRS. SIMA JHUNJHUNWALA AS WHOLE TIME DIRECTOR OF THE COMPANY	Electronic	25	9310397	24	9310382	99.9998	1	15	0.0002	0	0
		Physical	89	1531	84	1499	99.6676	3	5	0.3324	2	27
		Total	114	9311928	108	9311881	99.9998	4	20	0.0002	2	27

AGARWAL A & ASSOCIATES * COMPANY SECRETARIES * KOLKATA

27/05/2016.