WEBEL SOLAR

Ref: WEBSOL/SE/16-17/026
Date: 01.10.2016

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, the details of the voting results of Annual General Meeting of the members of the Company held on Friday, September 30, 2016 at 10 A.M at Webel Bhawan, Block-EP&GP, Sector-V, Salt Lake Electronics Complex, Kolkata-700091(in annexure 1). The scrutinizer's report on remote e-voting and physical voting through poling papers is also enclosed, in compliance with Regulation 44(3) of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015(in annexure 2). Please note that all the matters considered in the annual 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
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

CIN-L29307WB1990PLC048350
www.webelsolar.com

Annexure: 1

Disclosure of Voting results under Regulation 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015

26th ANNUAL General Meeting Voting Results of M/s Websol Energy System Limited

Date of the Annual General Meeting	30th September, 2016
Total number of shareholders on record date	10212
No. of shareholders present in the meeting either in person or through Proxy: Promoters and Promoter Group: Public:	304
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	NIL

1. RESOLUTION No.- 1 : **ADOPTION OF FINANCIAL STATEMENT FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2016**

Resolution required: Ordinary					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 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**	**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**

				(3)=[(2)/(1)]* 100				
Promoter and Promoter Group	**E-Voting**	6069422	6051822	99.71	6051822	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	6069422	6051822	99.71	6051822	0	100	0
Public- Institutions	**E-Voting**	2953650	1846162	62.50	1846162	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	2953650	1846162	62.50	1846162	0	100	0
Public- Non Institutions	**E-Voting**	12949994	841395	6.5	841393	2	100	0
	Poll		451		451	0	0	0
	Total	12949994	841846	6.50	841844	2	100	0
Total	Total	21973066	8739830		8739828	2	100	0

1. RESOLUTION NO.- 2 : **TO RATIFY THE APPOINTMENT OF STATUTORY AUDITORS 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**	**No. of votes polled**	**% of Votes Polled on**	**No. of Votes – in favour**	**No. of Votes – against**	**% of Votes in favour on**	**% of Votes against on**

		(1)	(2)	outstanding shares (3)=[(2)/(1)]* 100	(4)	(5)	votes polled (6)=[(4)/(2)]*100	votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	**E-Voting**	6069422	6051822	99.71	6051822	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	6069422	6051822	99.71	6051822	0	100	0
Public- Institutions	**E-Voting**	2953650	1846162	62.50	1846162	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	2953650	1846162	62.50	1846162	0	100	0
Public- Non Institutions	**E-Voting**	12949994	841395	6.5	841387	8	100	0
	Poll		451		451	0	0	0
	Total	12949994	841846	6.50	841838	8	100	0
Total	Total	21973066	8739830		8739822	8	100	0

1. <u>RESOLUTION NO.- 3 :</u> **RE-APPOINTMENT OF SHRI SOHAN LAL AGARWAL MANAGING DIRECTOR (DIN 00189898) AS MD OF THE COMPANY**

Resolution required:	Ordinary

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	6051822	99.71	-	0	-	0
	Poll	0	0	0	0	0	0	0
	Total	6069422	6051822	99.71	-	0	-	0
Public- Institutions	**E-Voting**	2953650	1846162	62.50	1846162	0	100	0
	Poll	0	0	0	0	0	0	0
	Total	2953650	1846162	62.50	1846162	0	100	0
Public- Non Institutions	**E-Voting**	12949994	841395	6.5	841389	6	100	0
	Poll		451		451	0	0	0
	Total	12949994	841846	6.50	841840	6	100	0
Total	Total	21973066	8739830		2688002	6	100	0

**E-vote cast by Interested Director Mr Sohan Lal Agarwal and their relatives not considered for Resolution No. 3

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 26th Annual General Meeting of M/s Websol Energy System Limited held on 30th Sptember, 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 9 Mangoe Lane, 2nd Floor, Room No.-12, 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 26th Annual General Meeting ("AGM") of the members of the Company, held on Friday on September 30, 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 AGM 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 Annual General Meeting (AGM) 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

9 mangoe lane, 2nd floor,room no.-12, 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 Tuesday, 27th September, 2016 (10:00 AM) to Thursday, 29th September, 2016 (05:00 PM).

II. The members of the Company as on the "cut off" date i.e. 24h September, 2016 were entitled to e-vote on the resolutions (item no. 1 to 3 as set out in the notice of the AGM of the Company).

III. The Ballot Forms facility was also provided at the AGM on Friday 30th September, 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 30th September, 2016 at around 12:17 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: 30th September, 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 AGM: 30th September, 2016

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

Resolution No.	Subject Matter of the Resolution	Mode	Total No. of Members Voted	Total No. of Shares Voting	Assent/ In Favour of			Dissent/ Against			Invalid	
					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	**ORDINARY RESOLUTION:** Adoption of Financial statement for the Financial Year ended on 31st March 2016	Electronic	23	8739379	22	8739377	100	1	2	0.00	-	-
		Physical	2	451	2	451	100	-	-	-	-	-
		Total	25	8739830	24	8739828	100	1	2	0.00	-	-
2	**ORDINARY RESOLUTION:** To ratify the appointment of Statutory Auditors of the Company	Electronic	23	8739379	21	8739371	100	2	8	-	-	-
		Physical	2	451	2	451	100	-	-	-	-	-
		Total	25	8739830	23	8739822	100	2	8	-	-	-
3	**ORDINARY RESOLUTION:** Re-appointment of Shri Sohan Lal Agarwal Managing Director (DIN 00189898) as MD of the Company	Electronic	23	8739379	18	2687551	100	1	6	0	5	6051822
		Physical	2	451	2	451	100	-	-	-	-	-
		Total	25	8739830	20	2688002	100	1	6	0	5	6051822

AGARWAL A & ASSOCIATES KOLKATA COMPANY SECRETARIES