

June 16, 2025

To
The Manager,
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001
Scrip Code: 544277

To
The Manager,
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1 Block G,
Bandra - Kurla Complex, Bandra (East)
Mumbai - 400 051
Trading Symbol: WAAREEENER

Dear Sir/ Madam,

Sub: Declaration of voting results of Postal Ballot and Scrutinizer Report under Regulation 44(3) and 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

This is reference to our letter dated May 14, 2025 thereby submitting the Notice of Postal Ballot for seeking approval of the Members for the resolution(s) as set out in the said Notice. The Remote e-voting process was concluded on Saturday, June 14, 2025 at 05.00 P.M., post which the Scrutinizer has submitted his Report on Results of the Postal Ballot on Monday, June 16, 2025 in respect of the following business:-

Sr. No.	Type of Resolution	Resolution
1.	Appointment of Mr. Rajinder Singh Loona (DIN: 02305074) as an Independent Director of the Company	Special Resolution
2.	Approval of amendment to "Waaree - Employee Stock Option Plan 2021" ("ESOP 2021"/ "Plan").	Special Resolution
3.	Approval of extension of the benefits of "Waaree-Employee Stock Option Plan 2021" ("ESOP 2021"/ "Plan") to the eligible employees of the Subsidiary Companies.	Special Resolution
4.	Appointment of Mr. Ankit Doshi to office of place of profit.	Ordinary Resolution

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the resolution as proposed in the Postal Ballot Notice dated May 14, 2025 has been passed by the shareholders by remote e-voting process with requisite majority, on Saturday, June 14, 2025 (last date of remote e-voting).

Also, find enclosed the Scrutinizer Report issued by Mr. Omkar Dindorkar, Designated Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries.

WAAREE Energies Ltd.

Registered Office:

602, Western Edge – 1, Western Express Highway, Borivali (E), Mumbai – 400 066, INDIA.

Tel: +91-22-6644 4444. Fax: +91-22-6644 4400.

Email: waaree@waaree.com. Website: www.waaree.com

Corporate Identity Number: L29248MH1990PLC059463

The above information will be made available on the website of the Company www.waaree.com and on the website of the e-voting agency i.e. MUFG Intime India Private Limited at <https://instavote.linkintime.co.in>.

Kindly take the same on record

Thanking you,

Yours faithfully,

For Waaree Energies Limited

Rajesh Ghanshyam Gaur
Company Secretary & Compliance Officer
M.No. A34629

WAAREE Energies Ltd.

Registered Office:

602, Western Edge – 1, Western Express Highway, Borivali (E), Mumbai – 400 066, INDIA.

Tel: +91-22-6644 4444. Fax: +91-22-6644 4400.

Email: waaree@waaree.com. Website: www.waaree.com

Corporate Identity Number: L29248MH1990PLC059463

General information about company	
Scrip code	544277
NSE Symbol	WAAREEENER
MSEI Symbol	NOTLISTED
ISIN	INE377N01017
Name of the company	Waaree Energies Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	14-06-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details	
Name of the Scrutinizer	Mr. Omkar Dindorkar
Firms Name	MMJB & Associates LLP
Qualification	CS
Membership Number	43029
Date of Board Meeting in which appointed	22-04-2025
Date of Issuance of Report to the company	16-06-2025

Voting results	
Record date	09-05-2025
Total number of shareholders on record date	830881
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. RAJINDER SINGH LOONA (DIN: 02305074) AS AN INDEPENDENT DIRECTOR OF THE COMPANY				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	184734083	52767331	28.5639	52767331	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184734083	52767331	28.5639	52767331	0	100	0
Public- Institutions	E-Voting	12603630	9364591	74.3007	9328442	36149	99.614	0.386
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12603630	9364591	74.3007	9328442	36149	99.614	0.386
Public- Non Institutions	E-Voting	89945486	18114617	20.1396	18113215	1402	99.9923	0.0077
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	89945486	18114617	20.1396	18113215	1402	99.9923	0.0077
Total		287283199	80246539	27.9329	80208988	37551	99.9532	0.0468
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF AMENDMENT TO “WAAREE - EMPLOYEE STOCK OPTION PLAN 2021” (“ESOP 2021”/ “PLAN”)				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	184734083	52767331	28.5639	52767331	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184734083	52767331	28.5639	52767331	0	100	0
Public- Institutions	E-Voting	12603630	9364591	74.3007	8971267	393324	95.7999	4.2001
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12603630	9364591	74.3007	8971267	393324	95.7999	4.2001
Public- Non Institutions	E-Voting	89945486	18114180	20.1391	18086613	27567	99.8478	0.1522
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	89945486	18114180	20.1391	18086613	27567	99.8478	0.1522
Total		287283199	80246102	27.9328	79825211	420891	99.4755	0.5245
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF EXTENSION OF THE BENEFITS OF “WAAREE-EMPLOYEE STOCK OPTION PLAN 2021” (“ESOP 2021”/ “PLAN”) TO THE ELIGIBLE EMPLOYEES OF THE SUBSIDIARY COMPANIES				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	184734083	52767331	28.5639	52767331	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184734083	52767331	28.5639	52767331	0	100	0
Public- Institutions	E-Voting	12603630	9113048	72.3049	7342318	1770730	80.5693	19.4307
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12603630	9113048	72.3049	7342318	1770730	80.5693	19.4307
Public- Non Institutions	E-Voting	89945486	18114327	20.1392	18086438	27889	99.846	0.154
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	89945486	18114327	20.1392	18086438	27889	99.846	0.154
Total		287283199	79994706	27.8452	78196087	1798619	97.7516	2.2484
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPOINTMENT OF MR. ANKIT DOSHI TO OFFICE OF PLACE OF PROFIT				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$\frac{(3)}{[(2)/(1)]*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$
Promoter and Promoter Group	E-Voting	184734083	52767331	28.5639	52767331	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	184734083	52767331	28.5639	52767331	0	100	0
Public- Institutions	E-Voting	12603630	9113048	72.3049	7792192	1320856	85.5059	14.4941
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	12603630	9113048	72.3049	7792192	1320856	85.5059	14.4941
Public- Non Institutions	E-Voting	89945486	18114477	20.1394	18111561	2916	99.9839	0.0161
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	89945486	18114477	20.1394	18111561	2916	99.9839	0.0161
Total		287283199	79994856	27.8453	78671084	1323772	98.3452	1.6548
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

MMJB & Associates LLP

Company Secretaries

803-804, 8th Floor, Ecstasy, Citi of Joy, JSD Road, Mulund West, Mumbai 400080, (T) 022-31008600
LLPIN: AAR-9997

Report of Scrutinizer for Voting on Postal Ballot through remote e-voting

To,
Hitesh Chimanlal Doshi
Chairman
Waaree Energies Limited ("the Company")
602, 6th Floor, Western Edge - I, Western Express Highway,
Borivali (East), Mumbai - 400066

Dear Sir,

Scrutinizer's Report on voting through remote e-voting for Postal Ballot conducted in terms of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014.

- A. In accordance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, I, Omkar Dindorkar (Membership No. A43029, COP: 24580), Designated Partner of M/s. MMJB & Associates LLP, Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on Tuesday, April 22, 2025 for votes cast through electronic means for the postal ballot process in respect of the resolutions as set out in the Postal Ballot Notice dated Tuesday, April 22, 2025 ("Notice").
- B. Member's approval were sought for following special business: -
1. Appointment of Mr. Rajinder Singh Loona (DIN: 02305074) as an Independent Director of the Company.
 2. Approval of amendment to "Waaree - Employee Stock Option Plan 2021" ("ESOP 2021" / "Plan").
 3. Approval of extension of the benefits of "Waaree - Employee Stock Option Plan 2021" ("ESOP 2021" / "Plan") to the eligible employees of the Subsidiary Companies.
 4. Appointment of Mr. Ankit Doshi to office of place of profit.
- C. Pursuant to Sections 108 and 110 of the Act and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and General Circular No. 09/2024 dated September 19, 2024 and other relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') from time to time ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations,

2015, the Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws and regulations (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), the resolutions as set out in the Notice was placed for approval of the members of the Company through remote e-voting only. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA Circulars were sent to those members on Wednesday, May 14, 2025 whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, May 09, 2025.

- D. The Company had appointed MUFG Intime India Private Limited (“MUFG”) (formerly known as Link Intime India Private Limited) for providing remote e-voting facility to the members of the Company.
- E. Pursuant to Rule 20 of the Companies (Management and Administration) Rules 2014, as amended, the Company had published the Newspaper advertisements in “Financial Express” (English-all editions) and in “Mumbai Lakshadweep” (Marathi edition) on Thursday, May 15, 2025.
- F. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the MCA Circulars.
- G. The remote e-voting period commenced on Friday, May 16, 2025, from 09:00 a.m. (IST) and ended on Saturday, June 14, 2025, at 05:00 p.m. (IST).
- H. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Saturday, June 14, 2025, at 05:00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by MUFG. The remote e-voting summary statement was thereafter downloaded from e-voting website of MUFG i.e. <https://instavote.linkintime.co.in>.
- I. The register, in accordance with Rules 20(4)(xiv) and 22(10) of the Companies (Management and Administration) Rules, 2014, 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 members, 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.
- J. On the basis of the votes exercised by the shareholders of the Company through remote e-Voting, I have issued this Scrutinizer’s Report dated Monday, June 16, 2025.

Result of the Postal Ballot through remote e-voting are as under:

Resolution Item No. 1 - Special Resolution:

Appointment of Mr. Rajinder Singh Loona (DIN: 02305074) as an Independent Director of the Company.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	Remote e-voting through Postal Ballot	18,47,34,083	5,27,67,331	28.5639	5,27,67,331	0	100.0000	0.0000
Public Institutions		1,26,03,630	93,64,591	74.3007	93,28,442	36,149	99.6140	0.3860
Public Non-Institutions		8,99,45,486	1,81,14,617	20.1396	1,81,13,215	1,402	99.9923	0.0077
Total		28,72,83,199	8,02,46,539	27.9329	8,02,08,988	37,551	99.9532	0.0468

Resolution Item No. 2 – Special Resolution:

Approval of amendment to “Waaree – Employee Stock Option Plan 2021” (“ESOP 2021” / “Plan”).

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	Remote e-voting through Postal Ballot	18,47,34,083	5,27,67,331	28.5639	5,27,67,331	0	100.0000	0.0000
Public Institutions		1,26,03,630	93,64,591	74.3007	89,71,267	3,93,324	95.7999	4.2001
Public Non-Institutions		8,99,45,486	1,81,14,180	20.1391	1,80,86,613	27,567	99.8478	0.1522
Total		28,72,83,199	8,02,46,102	27.9328	7,98,25,211	4,20,891	99.4755	0.5245

Resolution Item No. 3 – Special Resolution:

Approval of extension of the benefits of “Waaree - Employee Stock Option Plan 2021” (“ESOP 2021”/ “Plan”) to the eligible employees of the Subsidiary Companies.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	Remote e-voting through Postal Ballot	18,47,34,083	5,27,67,331	28.5639	5,27,67,331	0	100.0000	0.0000
Public Institutions		1,26,03,630	91,13,048	72.3049	73,42,318	17,70,730	80.5693	19.4307
Public Non-Institutions		8,99,45,486	1,81,14,327	20.1392	1,80,86,438	27,889	99.8460	0.1540
Total		28,72,83,199	7,99,94,706	27.8452	7,81,96,087	17,98,619	97.7516	2.2484

Resolution Item No. 4 - Ordinary Resolution:

Appointment of Mr. Ankit Doshi to office of place of profit.

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100
Promoter and Promoter Group	Remote e-voting through Postal Ballot	18,47,34,083	5,27,67,331	28.5639	5,27,67,331	0	100.0000	0.0000
Public Institutions		1,26,03,630	91,13,048	72.3049	77,92,192	13,20,856	85.5059	14.4941
Public Non-Institutions		8,99,45,486	1,81,14,477	20.1394	1,81,11,561	2,916	99.9839	0.0161
Total		28,72,83,199	7,99,94,856	27.8453	7,86,71,084	13,23,772	98.3452	1.6548

It is to be noted that:

1. Voting rights of Foreign Portfolio Investors, if any, who have not submitted additional disclosures by the end of the prescribed period as notified by SEBI Circular No. SEBI/HO/AFD/AFD-PoD-2/CIR/P/2023/148 dated August 24, 2023 (subsumed as a part of the SEBI Master Circular No. SEBI/HO/AFD/AFD-PoD-2/P/CIR/2024/70 dated May 30, 2024) have been restricted as provided in the said Circular.
2. There were no invalid votes in the total votes cast on all the above resolutions.
3. The votes cast does not include abstained votes on all resolutions.
4. The aforesaid resolutions were passed by the members with requisite majority.

Thanking you,

For MMJB & Associates LLP
Company Secretaries
ICSI UIN: L2020MH006700
Peer Review Cert. No.: 2826/2022

OMKAR
MADHAV
DINDORKAR
Digitally signed by
OMKAR MADHAV
DINDORKAR
Date: 2025.06.16
18:08:05 +05'30'

Omkar Dindorkar
Designated Partner
ACS No: 43029
CP No: 24580
UDIN: A043029G000609243
Date: 16 June 2025
Place: Mumbai

For Waaree Energies Limited

Rajesh Ghanshyam Gaur
Company Secretary
ACS No: 34629
Date: 16 June 2025
Place: Mumbai