

**CONSOLIDATED SCRUTINIZER'S REPORT**

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014, as amended]

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To,

Chairman of 10<sup>th</sup> Annual General Meeting of the Shareholders of Gensol Engineering Limited  
Held on Friday, September 30 2022 through Video Conference ("VC")/ Other Audio-Visual  
Means ("OAVM")

Dear Sir,

1. I, Jatinbhai Harishbhai Kapadia, Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of Gensol Engineering Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated September 06, 2022 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 2/2022 dated April 8, 2020, April 13 2x020, May 5 2020, January 13, 2021, December 8, 2021, December 14, 2021, and May 5, 2022, respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the Annual General Meeting of its Shareholders ("the Meeting"/"AGM") through VC/ OAVM. The AGM was convened on Friday, September 30 2022 at 10:00 a.m. through VC/OAVM. The deemed venue for the Meeting was the Registered Office of the Company.
2. In compliance with the MCA Circulars and SEBI Circular dated May 13, 2022, the Notice was sent through electronic mode to the equity shareholders whose email address is registered with the Company/ Registrar & Transfer Agent of the Company, Link Intime India Private Limited/ National Securities Depository Limited ("NSDL")/ Central Depository Services Limited ("CDSL") /Depository Participants;

3. The said Notice was also placed on the website of the Company at [www.gensol.in](http://www.gensol.in) and on the website of the Stock Exchange, i.e., BSE Limited respectively; and on the website of Link Intime India Private Limited, the Registrar and Transfer Agent of the Company, being the agency appointed by the Company to provide to its equity shareholders' facility to exercise their right to vote on the resolutions contained in the Notice calling the Meeting using an electronic voting system (i) remotely, before the Meeting on the dates referred to in the Notice ("remote e-voting"); and (ii) at the Meeting ("Insta Poll");
4. In compliance with the relevant MCA Circular(s), a newspaper Advertisement was published on September 15, 2022, in English Newspaper in Financial Express (Gujarat) and Vernacular Language in Financial Express (Gujarat), respectively specifying the day, date and time of the AGM. Notice of the AGM was also made available on the website of the Company, the Stock Exchanges and Link Intime India Private Limited.
5. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
  - (i) process of remote e-voting; and
  - (ii) process of Insta Poll.

6. Management's Responsibility

The management of the Company is responsible for ensuring compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

7. Scrutinizer's Responsibility

My responsibility as Scrutinizer for the e-voting process (i.e. remote e-voting and Insta Poll) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in “favour” or “against” the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by Link Intime India Private Limited, the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically by the Company and Link Intime India Private Limited for my verification.

8. Cut-off date

The Equity Shareholders of the Company as on the “cut-off” date, as set out in the Notice, i.e., September 23, 2022, were entitled to vote on the resolutions (item nos. 1 to 4 as set out in the Notice calling the AGM) and their voting rights were in proportion to their shareholding in the paid-up equity share capital of the Company as on the cut-off date.

9. Insta Poll process at the AGM

After the time fixed for closure of the e-voting by the Chairman, the electronic system recording the e-voting (“e-votes”) was locked by Link Intime India Private Limited under my instructions. The e-votes cast at the meeting was unblocked on Friday, September 30, 2022 after the conclusion of the AGM.

The e-votes were reconciled with the records maintained by the Company/ Link Intime India Private Limited and the authorizations lodged with the Company/ Link Intime India Private Limited on a test check basis.

10. Remote -voting process

The remote e-voting period remained open from Tuesday, September 27, 2022 (9:00 a.m. IST) to Thursday, September 29, 2022 (5:00 p.m. IST).