



Ref No. WSL/BSE/2023-24/AGM/07

24th September 2023

To,
The General Manager,
Department of Corporate Services,
BSE Limited,
P.J. Towers, Dalal Street,
Mumbai 400 001

Dear Sir,

Sub: Disclosure of Voting Results under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations along with Scrutiniser's Report

Scrip Code: 532373 - WEPSOLN

This is to inform you that the Twenty Eighth (28th) Annual General Meeting (AGM) of the Members of the Company was held on Thursday, the 21st day of September, 2023 at 4:00 P.M through Video Conference ("VC") / Other Audio-Visual Means ("OAVM"). We enclose herewith the Voting Results pursuant to Regulation to 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the business transacted at the AGM of the Company in the prescribed format.

Further, we enclose herewith a Scrutiniser's Report dated 22nd September, 2023 submitted by Mr. Vinay BL, Practicing Company Secretary, who was appointed as the Scrutinizer to scrutinize the e-voting process in relation to the above AGM of the Members of the Company. In terms of the said Report, all the Resolutions proposed at the above AGM of the Company have been passed by the Members with requisite majority.

Request you to take above information on record.

Thanking you,

Regards,
For WeP Solutions Limited

Yashika Pardasani
Company Secretary & Compliance Officer

Encl: As above

Voting Results of 28th Annual General Meeting

Date of the AGM	21st September, 2023
Total number of shareholders on record date	6590
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	N.A.
Public:	
No. of Shareholders attended the meeting through Video Conferencing	42
Promoters and Promoter Group:	5
Public	37

Item No. 1 : To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.

Resolution required: (Ordinary/ Special):	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No

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*	15220395	15220395	100	15220395	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15220395	15220395	100	15220395	0	100	0
Public- Institutions	E-Voting*	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting*	21152717	6082945	28.76	5728725	354220	94.18	5.82
	Poll		0	0	-	0	0	0
	Postal Ballot (if applicable)		0	0	-	0	0	0
	Total	21152717	6082945	28.76	5728725	354220	94.18	5.82
Total		36373112	21303340	58.57	20949120	354220	98.34	1.66

Item No. 2. : To declare a Final Dividend of Rs. 0.50/- per Equity Share for the Financial Year 2022-2023.

Resolution required: (Ordinary/ Special):	Ordinary Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No

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*	15220395	15220395	100	15220395	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15220395	15220395	100	15220395	0	100	0
Public- Institutions	E-Voting*	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting*	21152717	6082945	28.76	6082945	0	100	0
	Poll		0	0	-	0	0	0
	Postal Ballot (if applicable)		0	0	-	0	0	0
	Total	21152717	6082945	28.76	6082945	0	100	0
Total		36373112	21303340	58.57	21303340	0	100	0

Item No. 3. : To appoint a Director in place of Mr. Ayyagari Lakshmanarao, who retires by rotation and being eligible, offers himself for re-appointment.

Resolution required: (Ordinary/ Special):		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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*	15220395	15220395	100	15220395	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15220395	15220395	100	15220395	0	100	0
Public- Institutions	E-Voting*	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting*	21152717	6082945	28.76	5690152	392793	93.54	6.46
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	21152717	6082945	28.76	5690152	392793	93.54	6.46
Total		36373112	21303340	58.57	20910547	392793	98.16	1.84

Item No. 4. : Re-appointment of the Statutory Auditors.

Resolution required: (Ordinary/ Special):		Ordinary Resolution						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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*	15220395	15220395	100	15220395	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15220395	15220395	100	15220395	0	100	0
Public- Institutions	E-Voting*	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting*	21152717	6082945	28.76	5690265	392680	93.54	6.46
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	21152717	6082945	28.76	5690265	392680	93.54	6.46
Total		36373112	21303340	58.57	20910660	392680	98.16	1.84

Item No. 5. : To approve Employee Stock Option Plan 2023.

Resolution required: (Ordinary/ Special): Special Resolution
 Whether promoter/ promoter group are interested in the agenda/resolution? No

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*	15220395	15220395	100	15220395	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	15220395	15220395	100	15220395	0	100	0
Public- Institutions	E-Voting*	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public- Non Institutions	E-Voting*	21152717	6082945	28.76	5690165	392780	93.54	6.46
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	21152717	6082945	28.76	5690165	392780	93.54	6.46
Total		36373112	21303340	58.57	20910560	392780	98.16	1.84

*aggregate of votes cast through remote e-voting (i.e. facility to cast vote prior to the AGM) and e-voting during the AGM.



Vinay & Ashwini
Company Secretaries

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CONSOLIDATED REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the
Companies (Management and Administration) Rules, 2014)

To,
WeP Solutions Limited,
40/1-A, Basappa Complex,
Lavelle Road, Bangalore 560 001
CIN: L72200KA1995PLC025617

**TWENTY-EIGHT ANNUAL GENERAL MEETING OF THE EQUITY
SHAREHOLDERS OF WEP SOLUTIONS LIMITED HELD ON THURSDAY, 21ST
SEPTEMBER 2023 AT 4.00 PM THROUGH VIDEO CONFERENCE AND OTHER
AUDIO VISUAL MEANS (VC/OAVM) AT THE REGISTERED OFFICE OF THE
COMPANY**

Dear Sir,

I, Vinay B L, Company Secretary in Practice, have been appointed as Scrutinizer by the Board of Directors of WeP Solutions Limited for the purpose of scrutinizing e-voting process (remote e-voting) and electronic voting (e-voting) during the Annual General Meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the Twenty-Eight Annual General Meeting of the Shareholders of the Company held on Thursday, 21st September 2023, at 04:00 PM, through VC/OAVM, submit my report as under:

1. The compliance with the provisions of the (i) Companies Act, 2013 and the Rules made thereunder (ii) the MCA Circulars (iii) the SEBI (Listing and Disclosure Requirements) Regulations 2015 relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the Twenty-Eight Annual General

Meeting of the Company is the responsibility of the management. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

2. As a scrutinizer for the e voting process my responsibility is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast "in favour" or "against" if any, to the Chairman on the resolutions.
3. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by National Securities Depository Limited (NSDL).
4. It was informed to me that the AGM Notice dated 12th August 2023 were sent to the Shareholders in respect of the Resolutions indicated in point No. 10 on 28th August, 2023 electronically.
5. As stated in the notice of the Twenty-Eight Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on Wednesday, 30th August 2023 the remote e-voting opened at on Saturday, 16th September 2023 at 9.00 AM and closed on Wednesday, 20th September 2023 at 5.00 PM (Both Inclusive). NSDL E-voting platform was blocked thereafter.
6. After declaration of voting by the Chairman, the shareholders present at the AGM through VC and who had not casted their votes earlier through remote e-voting facility voted through e-voting facility provided by NSDL at the AGM.
7. The Shareholders holding shares as on 14th September 2023, "cutoff date", were entitled to vote on the resolutions stated in the Notice of the Twenty-Eight Annual General Meeting of the Company.
8. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by NSDL had been

blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.

9. After closure of e-voting at the AGM, the votes cast through e-voting at the AGM and through remote e-voting prior to the date of AGM were unblocked and downloaded from the e-voting website of National Securities Depository Limited (<https://www.evoting.nsdl.com>) in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of NSDL were scrutinized and reviewed, the votes were counted, and the results were prepared.
10. Based on the data downloaded from NSDL e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

Resolution No. 1 – Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2023 together with the Reports of the Board of Directors and Auditors thereon.

- (i) Voted in **favour** of the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	66	2,09,49,120	98.34
Total	66	2,09,49,120	98.34

- (ii) Voted **against** the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	5	3,54,220	1.66
Total	5	3,54,220	1.66

- (iii) **Invalid** Votes:

Type of voting	Number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting & E Voting	0	0
Total	0	0

(iv) Total Votes Cast:

PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL	
	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares
Remote E-voting & E Voting	66	2,09,49,120	5	3,54,220	NIL	NIL	71	2,13,03,340
Total	66	2,09,49,120	5	3,54,220	NIL	NIL	71	2,13,03,340

Resolution No. 2 - Ordinary Resolution

To declare a Final Dividend of Rs. 0.50/- per Equity Share for the Financial Year 2022-2023

(i) Voted in favour of the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	71	2,13,03,340	100
Total	71	2,13,03,340	100

(ii) Voted against the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Type of voting	Number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting & E Voting	0	0
Total	0	0

(iv) **Total Votes Cast:**

PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL	
	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares
Remote E-voting & E Voting	71	2,13,03,340	0	0	NIL	NIL	71	2,13,03,340
Total	71	2,13,03,340	0	0	NIL	NIL	71	2,13,03,340

Resolution No. 3 - Ordinary Resolution

To appoint a Director in place of Mr. Ayyagari Lakshmanarao, who retires by rotation and being eligible, offers himself for re-appointment

(ii) Voted in favour of the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	63	2,09,10,547	98.16
Total	63	2,09,10,547	98.16

(ii) Voted **against** the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	8	3,92,793	1.84
Total	8	3,92,793	1.84

(iii) **Invalid Votes:**

Type of voting	Number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting & E Voting	0	0
Total	0	0

(iv) **Total Votes Cast:**

PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL	
	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares
Remote E-voting & E Voting	63	2,09,10,547	8	3,92,793	NIL	NIL	71	2,13,03,340
Total	63	2,09,10,547	8	3,92,793	NIL	NIL	71	2,13,03,340

Resolution No. 4 - Ordinary Resolution

Re-appointment of the Statutory Auditors

(i) Voted in **favour** of the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	65	2,09,10,660	98.16
Total	65	2,09,10,660	98.16

(ii) Voted **against** the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	6	3,92,680	1.84
Total	6	3,92,680	1.84

(iii) **Invalid** Votes:

Type of voting	Number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting & E Voting	0	0
Total	0	0

(iv) **Total Votes Cast:**

PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL	
	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares
Remote E-voting & E Voting	65	2,09,10,660	6	3,92,680	NIL	NIL	71	2,13,03,340
Total	65	2,09,10,660	6	3,92,680	NIL	NIL	71	2,13,03,340

Resolution No. 5 – Special Resolution

To approve Employee Stock Option Plan 2023.

(ii) Voted in **favour** of the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	64	2,09,10,560	98.16
Total	64	2,09,10,560	98.16

(ii) Voted **against** the Resolution:

Type of voting	Number of Members who voted	Number of votes cast by them	% of total number of valid votes cast
Remote E-voting & E Voting	7	3,92,780	1.84
Total	7	3,92,780	1.84

(iii) **Invalid** Votes:

Type of voting	Number of members whose votes were declared invalid	Total Number of votes cast by them
Remote E-voting & E Voting	0	0
Total	0	0

(iv) **Total Votes Cast:**

PARTICULARS	IN FAVOUR		AGAINST		INVALID		TOTAL	
	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares	No. of Votes	Shares
Remote E-voting & E Voting	64	2,09,10,560	7	3,92,780	NIL	NIL	71	2,13,03,340
Total	64	2,09,10,560	7	3,92,780	NIL	NIL	71	2,13,03,340

Based on the votes cast in favour and against, I hereby declare that all the *Ordinary Resolutions* and a *Special Resolution* proposed in the notice of the Twenty-Eight Annual General Meeting have been passed with the requisite majority.

Therefore, it is concluded that the *Ordinary Resolutions* and *Special Resolution* passed in the meeting are considered valid and are approved.

- All electronic data and relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the Twenty-Eight Annual General Meeting and the same shall be handed over thereafter to the Company Secretary of the Company for safe keeping.

Thanking you,
Yours faithfully,

Vinay B L
Company Secretary in Practice
M No: F9159, C P No: 10760

Countersign for
WeP Solutions Limited

Date: 22nd September, 2023
Place: Bangalore
UDIN: F009159E001064831