

June 15, 2026

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, 2026 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 13, 2026 at 05.00 P.M., post which the Scrutinizer has submitted his Report on Results of the Postal Ballot on Monday, June 15, 2026 in respect of the following business:-

| Sr. No. | Type of Resolution | Resolution |
|----------------|--|---------------------|
| 1. | Appointment of Mr. Jignesh Devchandbhai Rathod (DIN: 11121448) as a Director of the Company. | Ordinary Resolution |
| 2. | Appointment of Mr. Jignesh Devchandbhai Rathod (DIN: 11121448) as a Whole-Time Director & CEO of the Company and the remuneration payable to him. | Ordinary Resolution |
| 3. | Approval to raise capital by way of a Qualified Institutions Placement to eligible investors through an issuance of Equity Shares or other eligible securities for an amount aggregating up to ₹10,000 crores. | Special Resolution |

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the resolutions as proposed in the Postal Ballot Notice dated May 14, 2026 have been passed by the shareholders by remote e-voting process with requisite majority, on Saturday, June 13, 2026 (last date of remote e-voting).

Also, find enclosed the Scrutinizer Report issued by Mr. Vaibhav Dandawate, Partner of M/s. Makarand M. Joshi & Co., 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. MUG 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) | 13-06-2026 |
| Start time of the meeting | |
| End time of the meeting | |

Scrutinizer Details

| | |
|---|-------------------------|
| Name of the Scrutinizer | Mr. Vaibhav Dandawate |
| Firms Name | Makarand M. Joshi & Co. |
| Qualification | CS |
| Membership Number | 51538 |
| Date of Board Meeting in which appointed | 29-04-2026 |
| Date of Issuance of Report to the company | 15-06-2026 |

| Voting results | |
|--|------------|
| Record date | 09-05-2026 |
| Total number of shareholders on record date | 716505 |
| 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 | 3 |
| Disclosure of notes on voting results | |

| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | Appointment of Mr. Jignesh Devchandbhai Rathod (DIN:11121448) as a 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 | 184642013 | 184640543 | 99.9992 | 184640543 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 184642013 | 184640543 | 99.9992 | 184640543 | 0 | 100 |
| Public- Institutions | E-Voting | 34088963 | 28942195 | 84.902 | 28397088 | 545107 | 98.1166 | 1.8834 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 34088963 | 28942195 | 84.902 | 28397088 | 545107 | 98.1166 |
| Public- Non Institutions | E-Voting | 68920359 | 21076295 | 30.5807 | 21075502 | 793 | 99.9962 | 0.0038 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 68920359 | 21076295 | 30.5807 | 21075502 | 793 | 99.9962 |
| Total | | 287651335 | 234659033 | 81.5776 | 234113133 | 545900 | 99.7674 | 0.2326 |
| 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) | | | Ordinary | | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Description of resolution considered | | | Appointment of Mr. Jignesh Devchandbhai Rathod (DIN: 11121448) as a Whole-time Director and Chief Executive Officer of the Company and the remuneration payable to him. | | | | | |
| 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 | 184642013 | 184640543 | 99.9992 | 184640543 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 184642013 | 184640543 | 99.9992 | 184640543 | 0 | 100 |
| Public-Institutions | E-Voting | 34088963 | 28942195 | 84.902 | 26823963 | 2118232 | 92.6812 | 7.3188 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 34088963 | 28942195 | 84.902 | 26823963 | 2118232 | 92.6812 |
| Public- Non Institutions | E-Voting | 68920359 | 21076252 | 30.5806 | 21075175 | 1077 | 99.9949 | 0.0051 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 68920359 | 21076252 | 30.5806 | 21075175 | 1077 | 99.9949 |
| Total | | 287651335 | 234658990 | 81.5776 | 232539681 | 2119309 | 99.0969 | 0.9031 |
| 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 to raise capital by way of a Qualified Institutions Placement to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to Rs. 10,000 crores. | | | | |
| 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 | 184642013 | 184640543 | 99.9992 | 184640543 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 184642013 | 184640543 | 99.9992 | 184640543 | 0 | 100 |
| Public- Institutions | E-Voting | 34088963 | 28942195 | 84.902 | 27952895 | 989300 | 96.5818 | 3.4182 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 34088963 | 28942195 | 84.902 | 27952895 | 989300 | 96.5818 |
| Public- Non Institutions | E-Voting | 68920359 | 21076256 | 30.5806 | 21075020 | 1236 | 99.9941 | 0.0059 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 68920359 | 21076256 | 30.5806 | 21075020 | 1236 | 99.9941 |
| Total | | 287651335 | 234658994 | 81.5776 | 233668458 | 990536 | 99.5779 | 0.4221 |
| 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 |

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

To,
Mr. Hitesh Chimanlal Doshi
Chairperson
Waaree Energies Limited ("the Company")
602, 6th Floor, Western Edge - I, Western Express
Highway, Borivali (East), Mumbai City,
Mumbai-400066, Maharashtra, India

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, Vaibhav Dandawate (ACS A51538, COP 27947) Partner of M/s. Makarand M. Joshi & Co. ('MMJC'), Practicing Company Secretaries, have been appointed as Scrutinizer by the Board of Directors of the Company at their meeting held on Wednesday, April 29, 2026 for scrutiny of votes cast through electronic means for the postal ballot process in respect of the resolutions as set out in the Postal Ballot Notice dated Wednesday, April 29, 2026 ("Notice").
- B. Member's approvals were sought for following special businesses: -
1. Appointment of Mr. Jignesh Devchandbhai Rathod (DIN: 11121448) as a Director of the Company.
 2. Appointment of Mr. Jignesh Devchandbhai Rathod (DIN: 11121448) as a Whole-time Director and Chief Executive Officer of the Company and the remuneration payable to him.
 3. Approval to raise capital by way of a Qualified Institutions Placement to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to Rs. 10,000 crores.
- 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. 03/2025 dated September 22, 2025 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

Head Office

Ecstasy, 802-805, 8th Floor, Citi Of Joy, JSD, Mulund West, Mumbai-400080, Maharashtra
Board Number: +91 22 3100 8600 **Website:** www.mmjc.in, www.cscreares.in

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 Thursday, May 14, 2026 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 Saturday, May 09, 2026.

- D. The Company had appointed MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited), Registrar & Transfer Agent (RTA) 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 Lakshdeep" (Marathi edition) on Friday, May 15, 2026.
- 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 15, 2026, from 09:00 a.m. (IST) and ended on Saturday, June 13, 2026, 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 13, 2026, at 05:00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by MUFG Intime India Private Limited. 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 15, 2026.

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

Resolution Item No. 01 - Ordinary Resolution:

Appointment of Mr. Jignesh Devchandbhai Rathod (DIN: 11121448) as a 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 | 18,46,42,013 | 18,46,40,543 | 99.9992 | 18,46,40,543 | 0 | 100.0000 | 0.0000 |
| Public Institutions | | 3,40,88,963 | 2,89,42,195 | 84.9020 | 2,83,97,088 | 5,45,107 | 98.1166 | 1.8834 |
| Public Non-Institutions | | 6,89,20,359 | 2,10,76,295 | 30.5807 | 2,10,75,502 | 793 | 99.9962 | 0.0038 |
| Total | | 28,76,51,335 | 23,46,59,033 | 81.5776 | 23,41,13,133 | 5,45,900 | 99.7674 | 0.2326 |

Resolution Item No. 02 – Ordinary Resolution:

Appointment of Mr. Jignesh Devchandbhai Rathod (DIN: 11121448) as a Whole-time Director and Chief Executive Officer of the Company and the remuneration payable to him.

| 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 | 18,46,42,013 | 18,46,40,543 | 99.9992 | 18,46,40,543 | 0 | 100.0000 | 0.0000 |
| Public Institutions | | 3,40,88,963 | 2,89,42,195 | 84.9020 | 2,68,23,963 | 21,18,232 | 92.6812 | 7.3188 |
| Public Non-Institutions | | 6,89,20,359 | 2,10,76,252 | 30.5806 | 2,10,75,175 | 1,077 | 99.9949 | 0.0051 |
| Total | | 28,76,51,335 | 23,46,58,990 | 81.5776 | 23,25,39,681 | 21,19,309 | 99.0969 | 0.9031 |

Resolution Item No. 03 – Special Resolution:

Approval to raise capital by way of a Qualified Institutions Placement to eligible investors through an issuance of equity shares or other eligible securities for an amount aggregating up to Rs. 10,000 crores.

| 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 | 18,46,42,013 | 18,46,40,543 | 99.9992 | 18,46,40,543 | 0 | 100.0000 | 0.0000 |
| Public Institutions | | 3,40,88,963 | 2,89,42,195 | 84.9020 | 2,79,52,895 | 9,89,300 | 96.5818 | 3.4182 |
| Public Non-Institutions | | 6,89,20,359 | 2,10,76,256 | 30.5806 | 2,10,75,020 | 1,236 | 99.9941 | 0.0059 |
| Total | | 28,76,51,335 | 23,46,58,994 | 81.5776 | 23,36,68,458 | 9,90,536 | 99.5779 | 0.4221 |

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 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 cast on the above resolutions.
3. Votes cast on the above resolutions does not include abstained votes.
4. The aforesaid resolutions were passed by the members of the Company with requisite majority.

Thanking you,

For Makarand M. Joshi & Co.
Company Secretaries
ICSI UIN: P2009MH007000
Peer Review Cert. No.: 6832/2025

VAIBHAV
VILAS
DANDAWATE
Date: 2026.06.15
18:34:21 +05'30'

Vaibhav Dandawate
Partner
ACS: 51538
CP: 27947
UDIN: A051538H000629907
Date: June 15, 2026
Place: Mumbai

For Waaree Energies Limited

Rajesh Ghanshyam Gaur
Company Secretary & Compliance Officer
ACS No: 34629
Date: June 15, 2026
Place: Mumbai