



GE Power India Limited

CIN-L74140MH1992PLC068379

Corporate Office: Axis House, Plot No 1-14, Towers 5 & 6,
Jaypee Wish Town, Sector 128 Noida
Uttar Pradesh - 201301

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29 August 2023

To,
The Manager - Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051

To,
The Manager - Listing
BSE Ltd.
P.J. Towers, Dalal Street,
Mumbai – 400 001

Symbol: **GEPIL**

Scrip Code: **532309**

Subject: **Scrutinizer's Report of the 31st Annual General Meeting ("AGM") pursuant to Regulation 30 read with Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 read with Part-A of Schedule-III of the Listing Regulations, we wish to inform that the members of the Company, at the 31st Annual General Meeting of the Company held on 28 August 2023 through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) ("hereinafter referred to as the e-AGM"), in compliance with the various circulars issued by the Ministry of Corporate Affairs ("MCA") and Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder have duly approved all the business as specified in the Notice convening the e-AGM dated 06 July 2023 through remote e-voting and e-voting at the e-AGM.

Further, please find enclosed the Scrutinizer's Report (**Annexure – A**) dated 28 August 2023 submitted by Mr. Hemant Kumar Singh, Partner of M/s. Hemant Singh & Associates, Company Secretaries.

You are requested to take the above information on your record.

Thanking you,
Yours truly,

For GE Power India Limited

Kamna Tiwari
Company Secretary & Compliance Officer

SCRUTINIZER'S REPORT

To,
The Chairman
GE Power India Limited
Regus Magnum Business Centers,
11th floor, Platina, Block G, Plot C-59 BKC,
Bandra(E), Mumbai, Maharashtra- 400051.

Subject : Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through electronic voting system at the 31st Annual General Meeting (AGM) of GE Power India Limited (hereinafter referred to as "the Company") held on Monday, August 28, 2023 at 04.30 p.m. through Video Conference ('VC') / Other Audio Visual Means ('OAVM').

NAME OF THE COMPANY	GE Power India Limited
MEETING	31st Annual General Meeting
DATE & TIME	Monday, August 28, 2023 at 04.30 p.m.
VENUE*	Regus Magnum Business Centers, 11th floor, Platina, Block G, Plot C-59 BKC, Bandra(E), Mumbai, Maharashtra- 400051.
MODE	Video Conference ('VC')/ Other Audio Visual Means ('OAVM').

1. Appointment as Scrutinizer :

I, Hemant Kumar Singh, Practising Company Secretary was appointed as the Scrutinizer for the purpose of scrutinizing e-voting process (Remote e-voting) and voting by the use of electronic means (Instapoll) at the 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) carried out at the 31st Annual General Meeting (AGM) of GE Power India Limited (hereinafter referred to as "the Company") held on Monday, August 28, 2023 at 04.30 p.m. through Video Conference ('VC')/ Other Audio Visual Means ('OAVM').



2. Compliance with Act:

The compliance with the provision of the Companies Act, 2013 and the Rule made thereunder relating to voting through electronic means (by remote e-voting) and by use of electronic means (Instapoll) at the AGM by the shareholders on the resolutions proposed in the Notice of the 31st Annual General Meeting of the Company is the responsibility of the management. My responsibility as a scrutinizer is to ensure that the voting process both through electronic means and by use of electronic means (InstaPoll) at the meeting 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, based on the reports generated from the electronic voting system and voting by use of electronic means (Instapoll) provided by KFin Technologies Limited ('KFin').

3. Dispatch of Notice convening the meeting:

The Company has informed that, the Company completed dispatch of the Notice of the AGM along with Annual Report for the financial year 2022-23 on August 3, 2023 only through electronic mode to those members whose email addresses were registered with the Company/Depositories in compliance with the General circular No. 20/2020 dated May 5, 2020 and, in its continuation, the General Circular No. 10/2022, issued by the Ministry of Corporate Affairs ('MCA') on December 28, 2022 and SEBI circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023. The same was made available on the website of the Company and the Stock Exchanges, i.e. BSE Limited and National Stock Exchange of India Limited.

4. Cut-off Date

The voting rights were reckoned as on Monday, August 21, 2023, being the Cut-off date for the purpose of deciding the entitlements of members for the remote e-voting and voting at the AGM.

5. Remote e-Voting:

5.1 Agency:

The Company had appointed KFin Technologies Limited (KFin), the Registrar and Transfer Agents of the Company as the Agency for providing the remote e-voting platform.

5.2 Remote e-Voting:

Remote e-Voting platform was open from **Friday, August 25, 2023 at 9:00 a.m. IST and closed on Sunday, August 27, 2023 at 5:00 p.m. IST** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and Special Resolutions, on the e-Voting platform provided by KFin.



6. Voting at the AGM:

6.1 As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of general meeting to only such details relating to members who have cast their votes through remote e-Voting, such as their names, DP ID/Client ID, folios, number of shares held but not the manner in which they have voted.

6.2 Accordingly, KFin provided us the names, DP ID/ Client ID; folio Numbers and shareholding of the members who had cast their votes through remote e-Voting.

6.3 KFin provided electronic voting facility (Instapoll) to the members who attended the AGM.

7. Counting process

7.1 On completion of voting at the meeting, KFin provided me the list of members who had cast their votes, their holding details and details of vote cast on the resolution.

7.2 The votes were reconciled with the records maintained by the Company and KFin with respect to the authorizations lodged with the Company.

7.3 The Instapoll Voting started at 05:31 p.m. and ended at 05:46 p.m.

7.4 The votes on remote e-voting were unblocked at around 05.54 p.m. after conclusion of voting at the AGM in the presence of two witnesses who are not the employees of the Company and the e-voting results/ list of equity shareholders who have voted for and against were downloaded from the e-voting website of KFin (<https://evoting.kfintech.com>) and the same are being handed over to the Chairman.

8. Results:

8.1 I observed that

- a) 2 member had cast their votes at the meeting through Instapoll.
- b) 87 members had cast their votes through remote e-Voting.

8.2 The Consolidated Results with respect to each item on the agenda as set out in the Notice of the 31st AGM dated July 06, 2023 is enclosed.

8.3 Based on the aforesaid results, I report that **Nine Ordinary Resolutions and One Special Resolution** as contained in **Item No. 1 to 10** of the Notice dated July 06, 2023 have been passed with requisite majority.




*Pursuant to the General circular No. 20/2020 dated 5 May 2020 and, in its continuation, the General Circular No. 10/2022, issued by the Ministry of Corporate Affairs ('MCA') on December 28, 2022 and other circulars issued in this respect ("MCA Circulars") allowed, interalia, conduct of AGMs through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility on or before September 30, 2023, in accordance with the requirements provided in paragraphs 3 and 4 of the MCA General Circular No. 20/2020. The Securities and Exchange Board of India (SEBI) also vide its Circular no. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023 ("SEBI Circular") has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ("Listing Regulations"). Hence, in compliance with the Circulars, the AGM of the Company is being conducted through VC/OAVM. The venue of the AGM shall be deemed to be the Registered Office of the Company at Regus Magnum Business Centers, 11th floor, Platina, Block G, Plot C-59, BKC, Bandra (E), Mumbai, Maharashtra – 400051..

For **Hemant Singh & Associates**
(Company Secretaries)

Date: 28.08.2023
Place: Noida




Hemant Kumar Singh
Partner
Membership No.: FCS 6033
C.P. No.: 6370
PR: 862/2020
UDIN: F006033E000882238

Consolidated Results

a) **Resolution-1: Ordinary Resolution**

To receive, consider and adopt the audited standalone and consolidated Financial Statements of the Company for the Financial Year ended 31 March 2023, and the Reports of the Board of Directors and Auditors thereon.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	84	48242680	
E-Voting during AGM	1	5	
Total	85	48242685	99.9994

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	209	
E-Voting during AGM	1	94	
Total	4	303	0.0006

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
0	0

b) **Resolution-2: Ordinary Resolution**

To appoint a Director in place of Mr. Mahesh Shrikrishna Palashikar, Director (DIN 02275903), who retires by rotation and being eligible, offers himself for re-appointment.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	77	48215910	
E-Voting during AGM	1	5	
Total	78	48215915	99.9439

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	10	26979	
E-Voting during AGM	1	94	
Total	11	27073	0.0561



(iii) **Invalid votes:**

Total number of members whose votes were declared invalid.	Total number of votes invalid
0	0

c) Resolution-3: Ordinary Resolution

To consider and ratify remuneration of M/s. Yogesh Gupta & Associates, Cost Accountants as Cost Auditors for the financial year 2023-24.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	80	48242588	
E-Voting during AGM	1	5	
Total	81	48242593	99.9992

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	7	301	
E-Voting during AGM	1	94	
Total	8	395	0.0008

(iii) **Invalid votes:**

Total number of members whose votes were declared invalid.	Total number of votes invalid
0	0

d) Resolution-4: Ordinary Resolution

To approve Related Party Transactions with GE Power Global B.V. relating to Tender Arrangements/Indemnities/ Joint & Several Liability undertaking/Parent Company Guarantee for Upper Silleru project.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	83	2140597	
E-Voting during AGM	1	5	
Total	84	2140602	99.9858



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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	209	
E-Voting during AGM	1	94	
Total	4	303	0.0142

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
1*	46102083

*Abstained from voting

e) **Resolution-5: OrdinaryResolution**

To approve Related Party Transactions with GE Hydro China Co., Limited relating to Purchase orders to be received / placed for several projects.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	81	2140496	
E-Voting during AGM	1	5	
Total	82	2140501	99.9812

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	4	309	
E-Voting during AGM	1	94	
Total	5	403	0.0188

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
2*	46102084

*Abstained from voting

f) **Resolution-6: OrdinaryResolution**

To approve Related Party Transactions with GE Hydro France relating to Purchase orders to be received for Internal Trade, purchase orders to be placed for several project, reimbursements to be paid / received.



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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	83	2140597	
E-Voting during AGM	1	5	
Total	84	2140602	99.9858

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	209	
E-Voting during AGM	1	94	
Total	4	303	0.0142

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
1*	46102083

*Abstained from voting

g) **Resolution-7: Ordinary Resolution**

To approve Related Party Transactions with GE India Industrial Private Limited relating to support/shared services including facilities and personnel

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	83	2140597	
E-Voting during AGM	1	5	
Total	84	2140602	99.9858

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	209	
E-Voting during AGM	1	94	
Total	4	303	0.0142

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
1*	46102083

*Abstained from voting



h) **Resolution-8: OrdinaryResolution**

To approve Related Party Transactions with GE India Industrial Private Limited relating to cash pool arrangements.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	83	2140597	
E-Voting during AGM	1	5	
Total	84	2140602	99.9858

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	209	
E-Voting during AGM	1	94	
Total	4	303	0.0142

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
1*	46102083

*Abstained from voting

i) **Resolution-9: OrdinaryResolution**

To approve Related Party Transactions with LM Wind Power Blades (India) Private Limited relating to cash pool arrangements.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	83	2140597	
E-Voting during AGM	1	5	
Total	84	2140602	99.9858

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	3	209	
E-Voting during AGM	1	94	
Total	4	303	0.0142

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
1*	46102083

*Abstained from voting



j) **Resolution-10: Special Resolution**

To approve Borrowing Limits of the Company.

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	79	48215999	
E-Voting during AGM	1	5	
Total	80	48216004	99.9441

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

Mode of Voting	Number of Members voted	Number of vote cast by them	% of total number of valid votes cast
Remote e-Voting	8	26890	
E-Voting during AGM	1	94	
Total	9	26984	0.0559

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid.	Total number of votes invalid
0	0

All relevant records of voting will remain in my custody until the Chairman considers, approves and signs the minutes of the 31st Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary for safe keeping.

Thanking You,

Yours faithfully,



Hemant Kumar Singh
(Partner)

Membership. No.: FCS 6033

C.P. No.: 6370

PR: 862/2020

UDIN:F006033E000882238

Date: 28.08.2023

Place: Noida

GE POWER INDIA LIMITED

**Countersigned by Chairman or
any person authorised by Chairman**

Date: 28.08.2023

Place: Noida