



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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www.ge.com/in/ge-power-india-limited

28 September 2022

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

Symbol : **GEPIL**

To,
The Manager - Listing
BSE Ltd.
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001

Scrip Code : **532309**

Sub.: Minutes of the 30th Annual General Meeting (AGM)

Dear Sir/Madam,

Further to our letter dated 31 August 2022 intimating about the proceedings of the 30th Annual General Meeting (AGM) of the Company, please find enclosed copy of the minutes of the 30th AGM held on 30 August 2022 through Video Conference/Other Audio Visual Means.

This is for your information and records.

Thanking you,
Yours truly,

For GE Power India Limited

Kamna Tiwari
Company Secretary & Compliance Officer

Encl: As above

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MINUTES OF THE 30TH ANNUAL GENERAL MEETING (e-AGM) OF THE MEMBERS OF GE POWER INDIA LIMITED HELD ON TUESDAY, 30 AUGUST 2022 FROM 04:30 P.M. TO 05:47 P.M. THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO-VISUAL MEANS (OAVM) DEEMED TO BE HELD AT REGUS MAGNUM BUSINESS CENTERS, 11TH FLOOR, PLATINA, BLOCK G, PLOT C-59, BKC, BANDRA (E), MUMBAI, MAHARASHTRA – 400051

PRESENT: -

Mr. Mahesh Shrikrishna Palashikar	-	Chairman & Non-Executive Director (Participated from Noida) Chairman of the Risk Management Committee, Member of Audit Committee and Nomination and Remuneration Committee
Mr. Prashant Chiranjive Jain	-	Managing Director (Participated from Noida) Chairman of the CSR Committee and also a member of the Stakeholders Relationship Committee, Risk Management Committee and Strategy & Innovation Committee
Mr. Yogesh Gupta	-	Whole-time Director & Chief Financial Officer (Participated from Noida) Member of the Stakeholders Relationship Committee and Risk Management Committee.
Dr. Uddesh Kumar Kohli	-	Non- Executive Independent Director (Participated from Washington DC.) Chairman of the Audit Committee, the Stakeholders Relationship Committee and Sustainability Committee and also a member of the CSR Committee, Nomination and Remuneration Committee, Risk Management Committee and Strategy and Innovation Committee
Mr. Arun Kannan Thiagarajan	-	Non- Executive Independent Director (Participated from Bengaluru) Chairman of the Nomination & Remuneration Committee and Strategy and Innovation Committee and a Member of the Audit Committee
Ms. Shukla Wassan	-	Non- Executive Independent Director, (Participated from Austin, Texas) Member of the Audit Committee, Nomination & Remuneration Committee, Strategy and Innovation Committee and Chairperson of Inclusion & Diversity Committee

PRESENT BY INVITATION: -

Ms. Kamna Tiwari	-	Company Secretary & Compliance Officer (Participated from Noida)
Mr. Kunal Banerjee	-	Partner, M/s. Shome & Banerjee, Cost Accountant, Cost Auditors of the Company
Mr. Vikas	-	Partner, M/s. Deloitte Haskins & Sells, Chartered Accountants, Auditors of the Company

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Mr. Hemant Kumar Singh	-	Partner, M/s. Hemant Singh & Associates, Company Secretaries, Secretarial Auditors of the Company
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The following shareholder representatives, under Section 113 of the Companies Act, 2013, were also present:

- GE Steam Power International B.V. (formerly GE Power India Tracking B.V.) represented by Ms. Deeksha Rastogi

Members present by Video Conferencing (VC)/Other Audio-Visual Means (OAVM):

In aggregate 41 Members were present by Video Conferencing (VC)/Other Audio-Visual Means (OAVM) and through authorized representative(s).

1. In accordance with the provisions of Article 110 of the Articles of Association of the Company, Mr. Mahesh Shrikrishna Palashikar, Chairman of the Board of Directors took the Chair.
2. The Chairman welcomed the Members to the 30th Annual General Meeting of the Company.
3. The Chairman then introduced the other members of the Board and the Committee members to the Members.
4. The Chairman acknowledged the presence of Mr. Vikas, Partner of M/s. Deloitte Haskins & Sells, Chartered Accountants, Auditors, Mr. Kunal Banerjee, Partner of M/s. Shome & Banerjee, Cost Accountant, Cost Auditors of the Company and Mr. Hemant Kumar Singh, Partner, Hemant Singh & Associates, Company Secretaries, Secretarial Auditors of the Company.
5. Mr. Kunal Banerjee, Partner of M/s. Shome & Banerjee introduced himself and confirmed that they had received all information and explanation that were necessary to conduct the audit and in the best of their knowledge and belief the cost accounts had been maintained as required by law and there were no qualifications or adverse remarks in the Cost Audit Report of FY 2021-22.
6. Mr. Hemant Kumar Singh, Partner of M/s. Hemant Singh & Associates introduced himself and confirmed that there were no qualifications or adverse remarks in the Secretarial Audit Report of FY 2021-22.
7. Mr. Vikas Khurana, Partner of M/s. Deloitte Haskins & Sells, Chartered Accountants, introduced himself and confirmed that there were no qualifications or adverse remarks in the Audit Report on Financials issued by them for FY 2021-22.
8. The Chairman informed that since the requisite quorum for the Annual General Meeting in accordance with the provisions of Section 103 of the Companies Act, 2013 read with Article 107 of the Articles of Association of the Company, was present, the meeting was validly constituted and declared that the proceedings be commenced. The Chairman confirmed that he had examined and satisfied himself that the Company had taken all efforts, feasible under the present circumstances to enable members to participate and vote on the items being considered in this AGM.
9. Ms. Kamna Tiwari, Company Secretary & Compliance Officer informed the members about the general instructions regarding participation in the Annual

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General Meeting. She *inter-alia* informed the members that the Annual General Meeting was held through video conference in accordance with the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI from time to time. The Statutory Registers were available electronically for inspection by the members during this e-AGM. Since the e-AGM was being held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register was not available for inspection.

It was also informed to the members that Company had provided the facility to cast the votes electronically an e-voting facility and members will have an opportunity to cast their votes during the meeting through e-voting facility. E-voting facility was provided by KFin Technologies, Registrar and Transfer Agent of the Company on all resolutions set forth in the Notice.

10. The Chairman then read the particulars of representations received by the Company.
11. With the consent of the Members present, the Notice dated 26 July 2022 convening this Annual General Meeting, issued to the Members of the Company was taken as read.
12. With the consent of the Members present, the Auditors' Report dated 30 May 2022 of M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm's Registration No. 015125N) was taken as read.
13. Thereafter, with the permission of the Members present, the Directors' Report and the Audited Financial Statements forming part of the Annual Report 2021-22 already sent to the Members were taken as read.
14. The Chairman addressed the Members present at the meeting. The complete Chairman's Speech is enclosed as Annexure 1 of these minutes.
15. Thereafter, the Chairman invited speakers to ask their questions from the Members present. Following Members expressed their views / observations / queries:

S. No.	Name of the Member	DPID & CLID / Folio No.
1.	Homayun Beruz Pouredehi	1202890001686860
2.	Santosh Kumar Saraf	1206780000018019
3.	Yusuf Yunus Rangwala	1601010000232396
4.	Kirti Shah	IN30373510001518
5.	Celestine Elizabeth Mascarenhas	1205140000090218

The members wished good luck to the Company's Board and its management. The members appreciated the Company for convening AGM through electronic mode and advised to convene AGM in Hybrid mode (both virtual and physical mode) in case need be to convene AGM in physical meeting in the future. Further, they sought information/clarifications and provided suggestions generally on the following:

1. What steps are being taken by the Company towards Inclusion & Diversity and women empowerment?
2. Why was dividend not paid for FY 2021-22?
3. What was the cost of printing Annual Report and conducting e-AGM
4. What are the CSR initiatives taken by the Company during FY 2021-22?
5. Please provide an update after GE 's announcement to depromoterize within 36 months.
6. What are the growth plans/future prospects of the Company?

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7. Initiatives taken by the Company towards ESG, reduction in carbon footprint, plastic use etc?
8. What is the Factory/office Location of the Company?

Ms. Kamna Tiwari responded as follows:-

1. The Company is working towards improving Inclusion and diversity in the workplace. The company has various facilities like work from home etc. The Company also has constituted Inclusion and diversity Committee which is chaired by Ms. Shukla Wassan, Independent Women Director. The terms of reference of the aforesaid committee and the initiatives taken by the Committee in last financial year is available on page no. 105 and 106 of the Corporate Governance Report of the Company.
2. Considering the Annual Financial Statements of the Company for FY 2021-22, the Board did not recommend any dividend in compliance with the Dividend Distribution policy of the Company. It has been detailed out on page no. 15 of the Annual Report of the Company.
3. The cost of designing, e-dispatching and printing of the Annual Report and convening e-AGM roughly costed around ~INR 12.48 lakhs.
4. The details of the CSR projects undertaken by your Company in FY 2021-22 is given in Annexure F1 on page no. 47 and key initiatives of the Company in this regard are also provided on Page No. 30 and onwards which forms part of the Directors report of your Company.

Thereafter Mr. Mahesh Palashikar and Mr. Prashant Jain responded to the queries as follows:-

5. GE had announced to exit new-build coal businesses globally and hence a process to reduce its stake in your Company has begun. As per the announcement, the entire process of de-promoterisation is expected to be completed within 36 months. While your Company is intending to stand on its own and enhance operational performance, GE is also helping your Company in growing its order book and serve shareholder interests. Since the announcement by GE, multiple transition teams have been put in place under Separation Management Office to ensure smooth transition. Various steps, including acquisition of IPs, technology transfer, references, qualification requirements etc. apart from access to markets beyond India have been initiated to align Company's objectives and long-term growth plans.
6. The Board of Directors of the Company have accorded in-principle approval for exploring and considering acquisition of upto 100% stake in GE Steam Power S AND E Africa Proprietary Limited from GE Steam Power S&E Africa Pty. Ltd. (a related party) to explore potential opportunities in compliance with applicable laws and charter documents.
7. The Company has been instrumental in supporting customers in their efforts to meet India's stringent emission norms with 1.1 million of SO2 and 160 thousand MT NOx reduction capacity.

• **CO2 reduction achieved**

- Energy: Electricity & Food waste- 336.62 tons reduction vs 2019
- Water: Water bottles & Paper Cups- 85.66 tons reduction vs 2019
- Earth: Double side paper- 3.36 tons reduction vs 2019
- Air: Car parking- 372.51 tons reduction vs 2019

8. The factories of the Company are located in Durgapur and Noida.

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16. Thereafter, the Chairman informed the members that, in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations") and pursuant to the various circulars issued by the Ministry of Corporate Affairs and SEBI from time to time, the Company had provided its members the facility to exercise their right to vote by electronic means (Remote E-Voting) to transact the business as set out in the Notice through the Remote E-Voting facility provided by KFin Technologies Private Limited ('KFin'), the Company's Registrar and Transfer Agent. The Remote E-Voting period commenced on Saturday, 27 August 2022 at 9.00 a.m IST and ended on Monday, 29 August 2022 at 5.00 p.m. IST.

In compliance of the aforesaid provisions, the Chairman ordered E-voting on all resolutions for the Ordinary and Special Business as set out in items 1 to 5 of the Notice and requested all the members and representatives present and entitled to vote to participate in the E-voting immediately after the closure of the meeting. Members were requested not to cast their vote(s) through E-voting if they had already cast their vote(s) through remote e-voting. The Chairman informed the members that in case a member casts vote through remote e-voting as well as e-voting at e-AGM, the vote cast through E-voting at e-AGM shall be treated as invalid.

He also informed that the results of voting on each resolution would be determined by adding the votes of the e-voting at e-AGM in favour or against a resolution with the remote e-voting votes in favour or against the same resolution.

He further informed that Mr. Hemant Kumar Singh, Partner, M/s. Hemant Singh & Associates, Company Secretaries has been appointed as Scrutinizer to scrutinize the voting process and provide a consolidated report on the votes cast through remote e-voting and the e-voting at e-AGM. Upon receipt of Scrutinizer's Report, the results of the voting would be declared within a period not exceeding forty-eight (48) hours of conclusion of the e-AGM.

The Chairman also informed that the results declared along with the Scrutinizer's Report would be placed on the Company's website and on the website of KFin and the same shall also be communicated to BSE and NSE.

The Chairman severally authorized Mr. Prashant Chiranjive Jain, Mr. Yogesh Gupta and Ms. Kamna Tiwari to oversee the voting process and report the results of e-voting and E-voting during the AGM upon receipt of the report from the Scrutinizer.

The Chairman expressed his sincere gratitude to the members of the Board of Directors particularly the distinguished Independent Directors, for their wisdom, professionalism and dedicated contribution to steer the Company towards excellence in a difficult market condition. He also acknowledged continued co-operation, trust and support of the Company's shareholders, investors, valued customers, suppliers, vendors, bankers and Government / Regulatory authorities. He also thanked the leaders and employees for their dedication and commitment. He further thanked the senior leadership team, for their strong and unequivocal support.

The Chairman declared that the quorum was present throughout the Annual General Meeting. Thereafter, the e-voting at e-AGM was opened. at 5:32 p.m.

17. Conduct of poll

Mr. Hemant Kumar Singh, Scrutinizer appointed to scrutinize the e-voting at e-AGM, monitored the voting through the E-voting at e-AGM facility provided by KFin. After ensuring that all members and representative present during the e-voting at e-AGM

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had cast their votes, KFin closed the E-voting at e-AGM at around 5:47 p.m. The Scrutinizers unblocked the votes cast through remote e-voting at 5:47 p.m.

Results of Remote E-voting and E-voting at e-AGM on the Ordinary and Special Business at the 30th Annual General Meeting ("hereinafter referred to as the e-AGM"), of the Company held on Tuesday, 30 August 2022:

On the basis of the Scrutinizer's Reports dated 31 August 2022 in respect of the Electronic Voting as conducted starting on 27 August 2022 at 9.00 a.m. IST and ending on 29 August 2022 at 5.00 p.m. IST (both days inclusive) and the poll conducted through E-voting at the e-AGM, the summary of which is mentioned hereunder, the Company Secretary announced the results of voting on 31 August 2022 that all the Resolutions for the Ordinary and Special Business as set out in Item No. 1 to 5 in the Notice of the e-AGM of the Company have been passed by requisite majority.

Resolution No. 1 (Ordinary Resolution):

Consideration and adoption of the audited standalone and consolidated financial statements of the Company for the financial year ended 31 March 2022, and the Reports of the Board of Directors and Auditors thereon

Resolution (1)								
Resolution required: [Ordinary / Special]				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				to receive, consider and adopt the audited standalone and consolidated Financial Statements of the Company for the Financial year ended 31 March 2022, and the Reports of the Board of Directors and Auditors thereon.				
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		46102083	100.0000	46102083	0	100.0000	0.0000
	Poll	46102083		0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	46102083	46102083	100.0000	46102083	0	100.0000	0.0000
Public- Institutions	E-Voting		3157358	50.6890	3157358	0	100.0000	0.0000
	Poll	6228887		0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6228887	3157358	50.6890	3157358	0	100.0000	0.0000
Public- Non Institutions	E-Voting		7156	0.0480	5659	1497	79.0805	20.9195
	Poll	14896501	20	0.0001	20	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14896501	7176	0.0482	5679	1497	79.1388	20.8612
Total		67227471	49266617	73.2835	49265120	1497	99.9970	0.0030
Whether resolution is Pass or Not.								Yes

Abstained Votes:

Total number of members whose votes were declared abstained	Total number of votes abstained
1	342

Resolution No. 2 (Ordinary Resolution)

Appointment of a Director in place of Mr. Yogesh Gupta, Whole-time Director (DIN 01393032), who retires by rotation and being eligible, offers himself for re-appointment

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Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Yogesh Gupta, Whole-time Director (DIN 01393032), who retires by rotation and being eligible, offers himself for re-appointment.				
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	46102083	46102083	100.0000	46102083	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		46102083	46102083	100.0000	46102083	0	100.0000
Public- Institutions	E-Voting	6228887	3157358	50.6890	3096685	60673	98.0784	1.9216
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6228887	3157358	50.6890	3096685	60673	98.0784
Public- Non Institutions	E-Voting	14896501	7458	0.0501	5990	1868	74.9531	25.0469
	Poll		20	0.0001	20	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14896501	7478	0.0502	5610	1868	75.0201
Total		67227471	49266919	73.2839	49204378	62541	99.8731	0.1269
Whether resolution is Pass or Not.								No

Abstained Votes:

Total number of members whose votes were declared abstained	Total number of votes abstained
1	40

Resolution No. 3 (Ordinary Resolution)

Ratification of remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2021-22

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and ratify remuneration of M/s. Shome & Banerjee, Cost Auditors for the financial year 2022-23				
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	46102083	46102083	100.0000	46102083	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		46102083	46102083	100.0000	46102083	0	100.0000
Public- Institutions	E-Voting	6228887	3157358	50.6890	3157358	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6228887	3157358	50.6890	3157358	0	100.0000
Public- Non Institutions	E-Voting	14896501	7101	0.0477	5548	1553	78.1298	21.8702
	Poll		20	0.0001	20	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14896501	7121	0.0478	5568	1553	78.1913
Total		67227471	49266562	73.2834	49265009	1553	99.9968	0.0032
Whether resolution is Pass or Not.								Yes

Abstained Votes:

Total number of members whose votes were declared abstained	Total number of votes abstained
3	397

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Resolution No. 4 (Ordinary Resolution)

Approval of Related Party Transactions with GE India Industrial Private Limited relating to purchase/sale of materials, rendering/availing services etc.

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Related Party Transactions with GE India Industrial Private Limited relating to purchase/sale of materials, rendering/availing services etc.				
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		0	0.0000	0	0	0	0
	Poll	46102083	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	46102083	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		3157358	50.6890	3157358	0	100.0000	0.0000
	Poll	6228887	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6228887	3157358	50.6890	3157358	0	100.0000	0.0000
Public- Non Institutions	E-Voting		7141	0.0479	4705	2435	65.9011	34.0989
	Poll	14896501	20	0.0001	20	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14896501	7161	0.0481	4726	2435	65.9964	34.0036
Total		67227471	3164519	4.7072	3162084	2435	99.9231	0.0769
Whether resolution is Pass or Not.								Yes

Abstained Votes:

Total number of members whose votes were declared abstained	Total number of votes abstained
3	46102440

Note - The promoter of the Company, i.e., GE Steam Power International B.V. inadvertently voted in favour of Resolution No. 4 through remote e-voting, however, the promoter immediately wrote to the Company for treating/considering the vote casted in favour as "Abstained from voting". Accordingly, the votes has been treated as Invalid and were classified as "Abstained from voting".

Resolution No. 5 (Ordinary Resolution)

Approval of Related Party Transactions with GE India Industrial Private Limited relating to cash pool arrangements:

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Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To approve Related Party Transactions with GE India Industrial Private Limited relating to cash pool arrangements				
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		0	0.0000	0	0	0	0
	Poll	46102083	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	46102083	0	0.0000	0	0	0.0000	0.0000
Public- Institutions	E-Voting		3157958	50.6890	3157958	0	100.0000	0.0000
	Poll	6228887	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	6228887	3157958	50.6890	3157958	0	100.0000	0.0000
Public- Non Institutions	E-Voting		7101	0.0477	4667	2434	65.7231	34.2769
	Poll	14896501	20	0.0001	20	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14896501	7121	0.0478	4687	2434	65.8194	34.1806
Total		67227471	3164479	4.7071	3162045	2434	99.9231	0.0769
Whether resolution is Pass or Not.								Yes

Abstained Votes:

Total number of members whose votes were declared abstained	Total number of votes abstained
4	46102480

Note - The promoter of the Company, i.e., GE Steam Power International B.V. inadvertently voted in favour of Resolution No. 5 through remote e-voting, however, the promoter immediately wrote to the Company for treating/considering the vote casted in favour as "Abstained from voting". Accordingly, the votes has been treated as Invalid and were classified as "Abstained from voting".

The Resolutions for the Ordinary and Special Business as set out in Item No. 1 to 5 in the Notice of the 30th Annual General Meeting, duly approved by the Members with requisite majority, are recorded hereunder as part of the proceedings of the 30th Annual General Meeting of the Members of the Company held on Tuesday, 30 August 2022.

ORDINARY BUSINESS

Resolution No. 1 (Ordinary Resolution)

Consideration and adoption of the audited standalone and consolidated financial statements of the Company for the financial year ended 31 March 2022, and the Reports of the Board of Directors and Auditors thereon

"RESOLVED THAT the audited standalone and Consolidated financial statements of GE Power India Limited ("Company") for the financial year ended 31 March 2022, the Reports of the Board of Directors and Auditors thereon, which have been circulated to the Members and laid before the meeting, be and are hereby received, considered and adopted."

Resolution No. 2 (Ordinary Resolution)

Appointment of a Director in place of Mr. Yogesh Gupta, Whole-time Director (DIN 01393032), who retires by rotation and being eligible, offers himself for re-appointment

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"RESOLVED THAT of Mr. Yogesh Gupta, Whole-time Director (DIN 01393032), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby appointed as Director of the Company."

SPECIAL BUSINESS

Resolution No. 3 (Ordinary Resolution)

Ratification of remuneration of M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), Cost Auditors for financial year 2022-23

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. Shome & Banerjee, Cost Accountants (Firm Registration No. 000001), appointed as the Cost Auditors by the Board of Directors of GE Power India Limited ('the Company'), be paid remuneration of Rupees Three Lakhs only/- (Rs. 300,000 only) plus applicable taxes and reimbursement of out of pocket expenses, to conduct the audit of the cost records of the Company for the financial year ending 31 March 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to the above resolution."

Resolution No. 4 (Ordinary Resolution)

Approval of Related Party Transactions with GE India Industrial Private Limited relating to purchase/sale of materials, rendering/availing services etc.

"RESOLVED THAT pursuant to Section 188 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 and other applicable provisions of law, if any, approval of members be and is hereby accorded to the Board of Directors (hereinafter referred to as 'the Board') of GE Power India Limited ('the Company') for entering into material related party transactions beginning from 1 April 2022 till the conclusion of 31st Annual General Meeting of the Company as specified below:

S. No.	Nature of transaction with GE India Industrial Private Limited	Amount (Rs. in million)
1.	Purchase/sale of materials, products etc. and rendering/availing of Support/shared services including facilities and personnel	600

on such terms and conditions as the Board of Directors may deem fit, provided that the said transaction(s) so carried out shall be at arm's length basis, in the ordinary course of business and in the interest of the Company.

RESOLVED FURTHER THAT consent of members be and is hereby accorded to the Board for the acts and deeds already done in the aforesaid matter and further authorized to finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings to give effect to the above resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of

CHAIRMAN'S
INITIALS



MINUTE BOOK



Directors of the Company or any one or more director(s)/officer(s) of the Company as it may consider appropriate in order to give effect to the foregoing resolution.”

Resolution No. 5 (Ordinary Resolution)

Approval of Related Party Transactions with GE India Industrial Private Limited relating to cash pool arrangements:

“RESOLVED THAT pursuant to Section 188 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 and other applicable provisions of law, if any, approval of members be and is hereby accorded to the Board of Directors (hereinafter referred to as ‘the Board’) of GE Power India Limited (‘the Company’) for entering into material related party transactions beginning from 1 April 2022 till the conclusion of 31st Annual General Meeting of the Company as specified below:

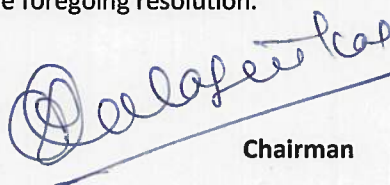
S. No.	Nature of transaction with GE India Industrial Private Limited	Amount (Rs. in million)
1.	Inter-Corporate Deposits/lending in cashpool (given/to be given excluding interest)	1,500
2.	Borrowing from Cash pool (taken/to be taken excluding interest)	6,000

on such terms and conditions as the Board of Directors may deem fit, provided that the said transaction(s) so carried out shall be at arm’s length basis, in the ordinary course of business and in the interest of the Company.

RESOLVED FURTHER THAT consent of members be and is hereby accorded to the Board for the acts and deeds already done in the aforesaid matter and further authorized to finalize the terms and conditions as may be considered necessary, expedient or desirable and execute such agreements, documents and writings to give effect to the above resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred on it by or under this Resolution to any Committee of Directors of the Company or any one or more director(s)/officer(s) of the Company as it may consider appropriate in order to give effect to the foregoing resolution.”

Date of Entry : 31 August 2022
Date of Signing : 14 September, 2022
Place of Signing : Gurugram


Chairman

CHAIRMAN'S
INITIALS

