



ORIENT GREEN POWER COMPANY LIMITED

December 29, 2022

**The BSE Limited
Corporate Relations Department,
P.J. Towers,
Dalal Street,
Mumbai-400 001.
Scrip Code: 533263**

**The National Stock Exchange
of India Limited
Department of Corporate Services,
Exchange Plaza, 5th Floor,
Bandra-Kurla Complex,
Mumbai-400 051.
Scrip Code: GREENPOWER**

Dear Sirs,

Sub: Postal Ballot Notice

This is further to our letter dated November 03, 2022, regarding appointment of Mr. K S Sripathi as an Additional Director (Independent Director) and Chairman w.e.f. November 03, 2022 for a tenure of 3 years, subject to the approval of the shareholders of the Company.

In this connection, we enclose herewith Postal Ballot Notice being dispatched to the shareholders as on Cut-off Date i.e December 16 2022. The resolution together with the Explanatory Statement under Section 102 of the Companies Act, 2013 and instructions for voting are self-explanatory.

M/s. M Alagar & Associates, Practising Company Secretaries, Chennai has been appointed as the Scrutinizer to conduct the Postal Ballot process in a fair and transparent manner.

The voting period begins on Saturday, December 31, 2022 (10.00 a.m. IST) and ends on Monday, January 30, 2023 (5.00 p.m. IST). The results of the Postal Ballot will be announced on or before 5.00 p.m. (IST) on Wednesday, February 01, 2023.

We request you to take the same on record.

Thanking you.

Yours faithfully,

For Orient Green Power Company Limited

**M. Kirithika
Company Secretary & Compliance Officer**

Encl: as above



Orient Green Power Company Limited
Registered Office: Bascon Futura SV, 4th Floor, No.10/1,
Venkatanarayana Road, T. Nagar, Chennai 600 017
Corporate Identity Number: L40108TN2006PLC061665
Ph: 044-49015678, Website: www.orientgreenpower.com

NOTICE OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

NOTICE is hereby given pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("Act") and other applicable provisions, if any, of the Act read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), as amended from time to time, read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No.22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 General Circular No. 20/2021 dated December 8, 2021 and General Circular No. 2/ 2022 dated May 15 2022 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars"), that the Resolution appended below for seeking approval for appointment of Mr. K S Sripathi as an Independent Director of the Company for a period of 3 years from November 03, 2022 up to November 02, 2025 is proposed to be passed as a Special Resolution by the Members of the Orient Green Power Company Limited ("Company") through Postal Ballot.

In terms of the MCA Circulars, the Company is allowed to send Postal Ballot Notice in electronic form only and hard copy of the Postal Ballot Notice along with the Postal Ballot Forms and pre-paid business envelope is not required to be sent to the shareholders for the Postal Ballot undertaken up to 31st December 2022. However, since the declaration of the result of the proposed Postal Ballot would extend beyond 31st December 2022, the Company, as a matter of good governance, is sending the Postal Ballot Notice to those shareholders whose name appear on the Register of Members as on Friday, 16th December 2022, being the cut-off date for the purpose, in electronic form to those shareholders whose email address is registered with Cameo Corporate Services Limited ("Cameo"), the Company's Registrar and Share Transfer Agent or Depository Participants, and in physical form to those shareholders whose email address is not so registered.

The members are requested to carefully read the instructions given in the Notice and return the Postal Ballot Form duly completed in all respects in the enclosed self-addressed postage pre-paid envelope, so as to reach the scrutinizer at the Office of the RTA on or before the close of working hours on 30th January 2023. Ballots received after the close of working hours on 30th January 2023 shall be treated as if the reply from the shareholders has not been received.

As required under the provisions of Sections 108, 110 and other applicable provisions, if any, of the Act and the rules as applicable in that regard and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing e-voting facility through Central Depository Services (India) Limited (CDSL). Accordingly, instead of returning Postal Ballot Form, members may choose to cast their vote electronically through the CDSL e-voting platform, Instructions on e-voting are enumerated as part of the Notice. Members opting for e-voting are requested to cast their vote before 5.00 PM on 30th January 2023 as CDSL will disable e-voting on the resolutions thereafter.

The Board of Directors of your Company at its meeting held on November 02, 2022, has appointed M/s. M Alagar & Associates, Practising Company Secretaries, Chennai as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

The voting period begins on Saturday, December 31, 2022 (10.00 a.m. IST) and ends on Monday, January 30, 2023 (5.00 p.m. IST). The Scrutinizer will submit the report to Mr. T Shivaraman, Managing Director & CEO or Ms. M Kirithika, Company Secretary of the Company upon completion of the scrutiny of the votes cast through physical and remote e-voting. The results of the Postal Ballot will be announced on or before 5.00 p.m. (IST) on Wednesday, February 01, 2023.

The said results along with the Scrutinizer's Report would be intimated to BSE Limited and National Stock Exchange of India Limited, where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website <https://www.orientgreenpower.com> and on the website of Central Depository Services Limited ("CDSL") www.evotingindia.com.

SPECIAL BUSINESS:

1. To appoint Mr. K S Sripathi as an Independent Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and 161 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and pursuant to the recommendation of the Nomination and Remuneration Committee, the consent of the members of the Company be and is hereby accorded to appoint Mr. K S Sripathi (DIN: 02388109), who has submitted a declaration that he meets the criteria of Independence under Section 149 of the Companies Act, 2013 and who qualifies for being appointed as an Independent Director of the Company, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for 3 (three) consecutive years commencing from November 03, 2022 up to November 02, 2025."

By order of the Board of Directors

M Kirithika

Company Secretary

Membership No. F9811

November 02, 2022
Chennai

Notes:

1. The relative explanatory statements pursuant to Section 102(1) of the Companies Act, 2013 in respect of the Special Business set out in the notice is annexed hereto.
2. The Board has appointed M/s. M Alagar & Associates, Practising Company Secretary, Chennai as the Scrutinizer for conducting the postal ballot through remote e-voting process in accordance with the law and in a fair and transparent manner.
3. This Postal Ballot Notice is being through electronic mode to those Members whose e-mail addresses are registered with the Depositories and through physical mode to those mail ids are not registered with the depositories.
4. Members who have still not registered their email IDs are requested to do so at the earliest as under Please follow below instructions for registration of e-mail address for login details for remote e-voting, visit the link: <https://investors.cameoindia.com> and follow the registration process as guided therein.

The members are requested to provide details such as Name, Folio Number, Certificate number, PAN, mobile number and e-mail address and also upload the image of share certificate in PDF or JPEG format (upto 1 MB). In case of any query, a member may send an e-mail to Registrar & Share Transfer Agent (RTA) at investor@cameoindia.com.

5. The Cut-Off Date ie. Friday, December 16, 2022 is for determining the eligibility to receive this Notice and to vote by physical and electronic means. Only a person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off Date shall be entitled to vote. A person who is not a Member as on the Cut-Off Date should treat this Notice for information purpose only.
6. E-voting shall commence on Saturday, December 31, 2022 (10.00 a.m. IST) and ends on Monday, January 30, 2023 (5.00 p.m. IST). The e-voting module shall be disabled by CDSL for voting thereafter. The results of the Postal Ballot shall be declared on or before Wednesday, February 01, 2023 along with the Scrutinizer's Report.
7. The Company has engaged CDSL (hereinafter referred to as "CDSL" or "Service Provider") for facilitating remote e-voting to enable the Members to cast their votes electronically.
8. **The instructions for remote e-voting are as under:**

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Saturday, 31st December 2022 at 10.00 am IST and ends on Monday 30th January 2023 at 5.00 pm IST. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 16th December 2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/ retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular **no. SEBI/HO/CFD/CMD/CIR/P/2020/242** dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
<p>Individual Shareholders holding securities in Demat mode with CDSL Depository</p>	<p>Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi.</p> <p>After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL, so that the user can visit the e-Voting service providers' website directly.</p> <p>If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<p>If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.</p> <p>If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp</p> <p>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on "SUBMIT" tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

- (ix) Click on the EVSN for Orient Green Power Company Limited on which you choose to vote.
- (x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) **Additional Facility for Non - Individual Shareholders and Custodians -For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cDSLindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; complianceofficer@orientgreenpower.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cDSLindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds,

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

Please follow all the steps from S. No. (i) to S. No. (xvii) to cast vote mentioned above.

- (i) The Company is providing the facility of ballot form in terms of Rule 22 of the Companies (Management & Administration) Rules, 2014, to those shareholders, who do not have access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this Notice. The Ballot form along with the postage prepaid envelope and the instructions is enclosed along with the Postal Ballot Notice. The last date for receiving the ballot form will be January 30, 2023 (Monday) (5.00 p.m.). Ballot forms received after this date shall not be considered.
- (ii) In case of any difficulty in voting, the Equity Shareholder may contact Ms. M Kirithika, Company Secretary at phone no. 044-49015678 or email at complianceofficer@orientgreenpower.com or helpdesk.evoting@cdslindia.com.

By order of the Board of Directors

M Kirithika

Company Secretary
Membership No. F9811

November 02, 2022
Chennai

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

The following explanatory statement sets out all material facts relating to the special business mentioned in the accompanying notice dated November 02, 2022 and shall be taken as forming part of the notice.

ITEM NO. 1

The Board of Directors ("Board"), on the recommendation of the Nomination and Remuneration Committee, appointed Mr. K S Sripathi (DIN: 02388109) Additional (Independent) Director, Chairman of the Company, not liable to retire by rotation, effective from November 03, 2022. Pursuant to the provisions of Section 161 of the Act and the Articles of Association of the Company subject to the approval of Members and any other approval as may be required from time to time.

Pursuant to amendment (effective from 1st January 2022) to Regulation 17(1C) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, Mr. K S Sripathi shall hold office upto the date of next Annual General Meeting or for a period of three months from the date of appointment, whichever is earlier.

The Company has received a declaration from Mr. K S Sripathi, being eligible for appointment as Independent Director providing his consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, as amended from time to time. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013, as amended from time to time.

The Company has also received a declaration from Mr. K S Sripathi confirming the criteria of Independence as prescribed under Section 149(6) of the Companies Act, 2013, under the Regulation 16(b) of the SEBI Listing Regulations, as amended from time to time.

In the opinion of the Board, Mr. K S Sripathi fulfils the conditions as specified in the Act and the Rules made thereunder for such appointment and is independent of the Management of the Company. The Board considers that his association would be of immense benefit to the Company, and it is desirable to avail services of Mr. K S Sripathi as an Independent Director. The resolution at item no. 1 seeks the approval of the Members in terms of Sections 149,150,152,161 and other applicable provisions of the Act, read with Schedule IV of the Act and the Rules made thereunder, for appointment of Mr. K S Sripathi as an Independent Director of the Company for a period commencing from November 03, 2022 up to November 02, 2025.

A copy of the draft letter of appointment of Mr. K S Sripathi as an Independent Director setting out the terms and conditions is available for inspection without any fee payable by the Members at the Registered Office of the Company during the normal business hours on working days up to the date of the declaration of result.

The Board recommends the passing of the Special Resolution at Item No. 1 of the accompanying Notice for Members approval.

None of the Director(s) and/or Key Managerial Personnel of the Company or their respective relatives, except Mr. K S Sripathi, to whom the resolution relates, are concerned or interested in the resolution mentioned at item No. 1 of the Notice.

By order of the Board of Directors

November 02, 2022
Chennai

M Kirithika
Company Secretary
Membership No. F9811

Details of Directors seeking appointment (Pursuant to Regulation 36 (3) of the SEBI (LODR) Regulations, 2015)

Profile of the Director who are proposed to be appointed is as below:

Mr. K S Sripathi (DIN: 02388109)

Mr. K S Sripathi holds Post Graduate in Science and Master of Business Administration. Having entered the Indian Administrative Service in 1975 he retired as the Chief Secretary of the Government of Tamilnadu in the year 2010. He had worked with the Government of India as Director and the Joint Secretary in the Ministry of Urban Development. In those capacities, he had lead Indian delegations to several international conferences. Under Tamilnadu, before becoming the Chief Secretary he was the State Vigilance Commissioner which position he held till his retirement in April 2015. He served as Secretary to the Government of Tamilnadu in several departments. Notable among them were Forests and Environment, Sports, urban infrastructure, Higher Education, Planning, Special Programs and Finance.

Mr. K S Sripathi was the Chairman and Managing Director of two State Public Sector Undertakings. He was on the Boards of several SPSUs as also on the Boards of two private sector undertakings as the Government nominee and the Central Silk Board of the Government of India. He was instrumental in introducing office automation as early as in 1986 when the IT sector was still in its nascent stage.

Age: 71 years

Qualifications: Post Graduate in Science and Master of Business Administration

He was first appointed as an Additional Director with effect from 03.11.2022.

Directorship and the membership of Committees of the board of other Listed Companies

S. No.	Name of the Company	Position	Committee Details	
			Chairmanship	Membership
1	Trigyn Technologies Limited	Director	-	Audit Committee

Disclosure of relationships between directors inter-se: Nil

No. of meetings of the board attended during the year: Not Applicable

Shareholding in the Company: Nil



Orient Green Power Company Limited

Corporate Identity Number: L40108TN2006PLC061665

Registered Office: Bascon Futura SV, 4th Floor, No.10/1, Venkatanarayana Road,
T.Nagar, Chennai - 600017, Ph: 044-49015678, Website: www.orientgreenpower.com

POSTAL BALLOT FORM

1.	Name and Registered Addresses of the / first named members	:	
2.	Name(s) of the joint members, if any	:	
3.	Registered Folio No. / DP ID No. & Client ID No	:	
4.	Number of shares held	:	
5.	I/We hereby exercise my/our vote in respect of the Special Resolutions to be passed through Postal Ballot for the business stated in the Notice of the Company by sending my/our assent or dissent to the said Resolution by placing tick (✓) mark at the appropriate box below.		

Item No	Description	No. of Shares being voted	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	To appoint Mr. K S Sripathi as an Independent Director of the Company			

Place:

Date:

(Signature of the Shareholder)

ELECTRONIC VOTING PARTICULARS

Electronic Voting Sequence Number (EVSN)	*Default PAN / Sequence No.
221223004	USE YOUR PAN

Note: Please read carefully the instructions overleaf before exercising your vote.

*Only those Members who have not updated their PAN with the Company / Depository Participant shall use "Default PAN" in the field PAN.

INSTRUCTIONS

1. A member desiring to exercise vote by Postal Ballot should complete the Postal Ballot Form in all respects and send it to the Scrutinizer in the attached self-addressed postage pre-paid envelope which shall be properly sealed with adhesive or adhesive tape. The members residing outside India should stamp the envelope appropriately. The envelope containing Postal Ballot Form, if sent by courier or by Registered Post at the expense of the member will also be accepted. The Postal Ballot Form may also be deposited personally at the address provided on the attached envelope.
2. The self-addressed postage pre-paid envelope is addressed to the Scrutinizer at the Registered Office of the Company.
3. The voting period commences on Saturday, December 31, 2022 and ends on Monday, January 30, 2023. The Postal Ballot Form duly completed and signed (as per specimen signature registered with the Company) should be sent to the Scrutinizer appointed by the Company on or before the close of the working hours i.e. by the February 01, 2023.
4. Postal Ballot(s) received after this date will be treated as if the reply from the member has not been received and the same will not be considered.
5. In case shares are jointly held, this Form should be completed and signed by the first named member and in his/her absence, by the next named member.
6. In case of shares held by companies, trusts, societies etc. the duly completed Postal Ballot Form should be accompanied by a certified copy of the Board Resolution/Authority Letter together with attested specimen signature(s) of the authorized signatory/ies, giving requisite authority to the person voting on the Postal Ballot Form.
7. The voting rights shall be reckoned on the paid up value of Equity Shares registered in the name of Shareholders as on December 16, 2022.
8. Members are requested not to send any paper (other than the resolution/authority letter/copy of nomination/power of attorney as mentioned in instruction No. 6 above) along with the Postal Ballot Form in the enclosed business reply self-addressed postage pre-paid envelope as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer.
9. A tick (✓) mark should be placed in the relevant box signifying assent / dissent for the resolution, as the case may be, before mailing the Postal Ballot Form. Postal Ballot Form bearing tick (✓) mark in both the columns will render the same invalid.
10. A member, including the member who has opted to receive the documents electronically may seek duplicate Postal Ballot Form from the registered office of the Company. However, the duly filled in and signed duplicate Postal Ballot Form should reach the Scrutinizer not later than the time and date specified at instruction No.1.
11. The vote in this Postal Ballot cannot be exercised through proxy.
12. Incomplete, unsigned, improperly or incorrectly tick marked Postal Ballot Form will be rejected.
13. The Scrutinizer's decision on the validity or otherwise of the Postal Ballot will be final.
14. A member can opt only one mode for voting i.e. either by Physical Ballot or e-voting. In case you are opting for e-voting, then do not vote by Physical Ballot and vice versa. However, in case member(s) cast their vote both by Physical Ballot and e-voting, then the voting done through physical Ballot shall prevail and voting done by e- voting will be treated as invalid.