



**ORIENT GREEN POWER COMPANY LIMITED**

6<sup>th</sup> August 2019

**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, 5<sup>th</sup> Floor,  
Bandra-Kurla Complex,  
Mumbai-400 051.  
Scrip Code: GREENPOWER**

Dear Sir/ Madam,

**Sub: Submission of Scrutinizer Report for the 12th Annual General Meeting of the Company and Intimation under Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, we hereby submit the Scrutinizer Report of Ms. B Chandra, Partner M/s. B Chandra & Associates, Practising Company Secretaries for the remote e- voting and also through ballot conducted at the 12th Annual General Meeting of the Company, held on Monday, August 05, 2019 at 10.05 a.m. at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai 600017.

The details of consolidated voting results of both the 'physical ballot' and the 'remote e-voting' by the shareholders on all the resolutions as set out in the Notice of the 12<sup>th</sup> AGM is also enclosed in the prescribed format under Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

We request you to kindly take the same on record and oblige.

Thanking you.

Yours faithfully,  
For Orient Green Power Company Limited

**P Srinivasan  
Company Secretary & Compliance Officer**



Encl: as above

FORM NO. MGT - 13

Report of the Scrutinizer(s) [Pursuant to rule section 108 & 109 of the Companies Act, 2013  
and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014 as  
amended upto date

06<sup>TH</sup> August 2019

To

The Chairman,

of the Annual General Meeting of M/s. Orient Green Power Company Limited held on 05<sup>th</sup>  
August, 2019 at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam  
Road, T.Nagar, Chennai, Tamil Nadu 600017 at 10:05 AM.

**Subject:** Voting at Annual General Meeting – Ordinary resolutions under different  
provisions of the Companies Act, 2013 read with Rules made there under– Voting  
through electronic means in terms of Section 108 & 109 of the Companies Act,  
2013 read with Rule 20 read with Rule 21 of the Companies (Management &  
Administration) Rules, 2014 as amended till date.

Dear Sir,

I, B Chandra, Practising Company Secretary, having my office at AG3, Ragamalika, No.26  
Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizer as per  
the Board resolution passed on 29<sup>th</sup> April 2019, for the purpose of remote e- voting and  
through ballot, at the Annual General Meeting of M/s.Orient Green Power Company  
Limited held on 05<sup>th</sup> August, 2019 at Kamakoti Hall, Sri Krishna Gana Sabha, 20,  
Maharajapuram Santhanam Road, T.Nagar, Chennai, Tamil Nadu 600017 at 10:05 AM on the  
below mentioned resolutions, hereby submit my report as under:

- |    |   |
|----|---|
| a. | Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended upto date, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 10 <sup>th</sup> July 2019 and to the other shareholders by registered post on the 11 <sup>th</sup> July 2019 and subsequently, the Notice convening the meeting was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL). |
|----|---|



*B Chandra*

b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Trinity Mirror" of wide circulation on 12 <sup>th</sup> July 2019 and in a vernacular newspaper " Makkal Kural" on the same date.
c.	The remote e-voting period commenced on 02.08.2019 at 10:00 A.M. and ended on 04.08.2019 at 05:00 P.M.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 04.08.2019 at 05:00 P.M, the CDSL portal was blocked for voting.
e.	The List of shareholders who cast their votes through remote e-voting were unblocked in the presence of two witnesses on August 05, 2019.
f.	The Corporate members who had participated in the remote e-voting and had provided the scanned copy of the resolution passed at their Board /Power of Attorney for authorization to exercise their votes through e-voting have been taken into account.

At the Annual General Meeting held at the scheduled time, date and venue, the Chairman announced a poll through ballot, taking into account the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date.

The polling papers in **Form MGT-12** as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the one ballot box kept at convenient locations in the Venue.

1. At the time fixed for closing of the poll by the Chairman the ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid.



*B. Chandrasekhar*



The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	To consider and adopt the Audited Financial Statements (Standalone and Consolidated Financial Statements), of the Company for the Financial Year ended 31 <sup>st</sup> March, 2019, and reports of the Board of Directors and Auditors thereon.	Ordinary
2	To approve re-appointment of Mr. P Krishna Kumar as a director liable to retire by rotation.	Ordinary
3	To appoint Ms. Chandra Ramesh as an Independent Director of the company.	Ordinary

On the conclusion of the Annual General Meeting, the votes cast through remote e-voting was unblocked and were available for viewing by the undersigned. The votes cast through e-voting and through ballot in the venue of the Annual General Meeting were duly considered after ignoring duplicates votes cast, if any, pursuant to the extant rules.

A register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.

The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.No	Number of members who cast their votes either by e-voting/ poll in the AGM		Number of members who cast their Votes which were valid	Number of members who cast their Votes which were invalid
	ASSENT	DISSENT		
1	44	3	47	1
2	21	26	47	1
3	42	5	47	1



*B. Chandra*

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below.

E VOTING & POLL						
Resolution S.No	No of votes cast in favour	No of votes cast against	Total – Invalid Votes	Assent %	Dissent %	Passed with requisite majority/Not Passed
1	381686248	2475	2	99.9994	0.0006	Passed as ordinary resolution
2	379318534	2370189	2	99.3790	0.6210	Passed as ordinary resolution
3	381685948	2775	2	99.9993	0.0007	Passed as ordinary resolution

Since the number of votes cast in favour exceeded the number of votes cast against in respect of resolutions in S No 1 to 3, We hereby report that the above resolutions were duly passed with requisite majority.

4. The poll papers and all other relevant records have been sealed and kept under the safe custody of the undersigned, and that they will be handed over to the Chairman of the company, once the Minutes are approved and signed.

Thanking you,  
Yours faithfully,



B CHANDRA  
Company Secretary in Practice  
CP No 7859



Encl: Polling Papers 4 in number.

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### General information about company

Scrip code	533263
NSE Symbol	GREENPOWER
MSEI Symbol	NA
ISIN	INE999K01014
Name of the company	ENT GREEN POWER COMPANY LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	05-08-2019
Start time of the meeting	10:05 AM
End time of the meeting	11:00 AM

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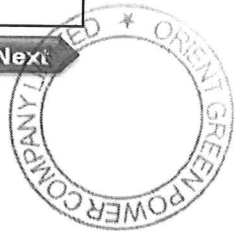
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Scrutinizer Details	
Name of the Scrutinizer	B CHANDRA
Firms Name	B CHANDRA & ASSOCIATES
Qualification	CS
Membership Number	7859
Date of Board Meeting in which appointed	29-04-2019
Date of Issuance of Report to the company	06-08-2019

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*P. Srinivasan*



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Voting results	
Record date	30-07-2019
Total number of shareholders on record date	32800
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	4
b) Public	1242
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>3</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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## Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?		No				
Description of resolution considered		Board of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled			
		(1)	(2)			
		(3)=[(2)/(1)]*100	(4)			
		(5)	(6)=[(4)/(2)]*100			
		(7)=[(5)/(2)]*100				
Promoter and Promoter Group	E-Voting	365812640	365812640	0	100.0000	0.0000
	Poll	0	0	0	0.0000	0
	Postal Ballot (if applicable)	0	0	0	0.0000	0
	Total	365812640	365812640	0	100.0000	0.0000
Public- Institutions	E-Voting	13500000	13500000	0	100.0000	0.0000
	Poll	0	0	0	0.0000	0
	Postal Ballot (if applicable)	0	0	0	0.0000	0
	Total	69634709	13500000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2373881	2373506	375	99.9842	0.0158
	Poll	2202	102	2100	4.6322	95.3678
	Postal Ballot (if applicable)	0	0	0	0.0000	0
	Total	315276628	2376083	2475	99.8958	0.1042
	Total	750723977	381688723	2475	99.9994	0.0006
		Whether resolution is Pass or Not.		Yes		
		Disclosure of notes on resolution		Add Notes		

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	2



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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						
Category	Mode of voting	No. of shares held	No. of votes polled			
		(1)	(2)			
		(3)=[(2)/(1)]*100	(4)			
		(5)	(6)=[(4)/(2)]*100			
		(7)=[(5)/(2)]*100				
Promoter and Promoter Group	E-Voting	365812640	365812640	0	100.0000	0.0000
	Poll	0	0	0	0.0000	0
	Postal Ballot (if applicable)	0	0	0	0.0000	0
	Total	365812640	365812640	0	100.0000	0.0000
Public- Institutions	E-Voting	13500000	13500000	0	100.0000	0.0000
	Poll	0	0	0	0.0000	0
	Postal Ballot (if applicable)	0	0	0	0.0000	0
	Total	69634709	13500000	0	100.0000	0.0000
Public- Non Institutions	E-Voting	2373881	5792	2368089	0.2440	99.7560
	Poll	2202	102	2100	4.6322	95.3678
	Postal Ballot (if applicable)	0	0	0	0	0
	Total	315276628	2376083	2370189	0.2481	99.7519
Total		750723977	379318534	2370189	99.3790	0.6210
Whether resolution is Pass or Not.			Yes			
Disclosure of notes on resolution			Add Notes			

To approve re-appointment of Mr. P Krishna Kumar as a director liable to retire by rotation.

\* this fields are optional

## Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	2



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## Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary													
Whether promoter/promoter group are interested in the agenda/resolution?		No													
Description of resolution considered		To appoint Ms. Chandra Ramesh as an Independent Director of the company.													
Category	Mode of voting	No. of shares held	No. of votes polled	(1)	(2)	(3)=[(2)/(1)]*100	No. of votes – in favour	(4)	No. of votes – against	(5)	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	(7)=[(5)/(2)]*100	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting														
	Poll	365812640	365812640			100.0000	365812640		0		100.0000		0.0000		
	Postal Ballot (if applicable)	0	0			0.0000	0		0		0		0		
	Total	365812640	365812640			100.0000	365812640		0		100.0000		0		
Public- Institutions	E-Voting														
	Poll	69634709	13500000			19.3869	13500000		0		100.0000		0.0000		
	Postal Ballot (if applicable)	0	0			0.0000	0		0		0		0		
	Total	69634709	13500000			19.3869	13500000		0		100.0000		0		
Public- Non Institutions	E-Voting														
	Poll	315276628	2373881			0.7530	2373206		675		99.9716		0.0284		
	Postal Ballot (if applicable)	0	2202			0.0007	102		2100		4.6322		95.3678		
	Total	315276628	2376083			0.7537	2373308		0		99.8832		0.1168		
	Total	750723977	381688723			50.8428	381685948		2775		99.9993		0.0007		
														Whether resolution is Pass or Not.	
														Yes	
														Add Notes	

Disclosure of notes on resolution

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	2

