

## JAIPRAKASH POWER VENTURES LIMITED

**DECLARATION OF RESULTS ON THE BASIS OF CONSOLIDATED REPORT OF THE SCRUTINISERS AFTER AGGREGATING THE RESULTS OF REMOTE E-VOTING AND E-VOTING AT AGM IN RESPECT OF THE RESOLUTIONS PASSED AT THE 25<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF “JAIPRAKASH POWER VENTURES LIMITED” HELD ON FRIDAY, 25<sup>TH</sup> SEPTEMBER, 2020 THROUGH VIDEO CONFERENCING (VC)/OTHER AUDIO VISUAL MEANS (OAVM) PURSUANT TO MCA CIRCULAR NO. 20/2020 DATED 05<sup>TH</sup> MAY, 2020 READ WITH CIRCULAR NOS. 14/2020 AND 17/2020 DATED 08<sup>TH</sup> APRIL, 2020 AND 13<sup>TH</sup> APRIL, 2020 RESPECTIVELY (COLLECTIVELY REFERRED TO AS “MCA CIRCULARS”) AND SEBI CIRCULAR NO. SEBI/HO/CFD/CMD1/CIR /P/2020/79, DATED 12<sup>TH</sup> MAY, 2020 PURSUANT TO THE PROVISIONS OF SECTIONS 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.**

On the basis of the report submitted by Shri D.P. Gupta, Practising Company Secretary (Membership No. FCS 2411) as Scrutiniser and Shri Vishal Lochan Aggarwal, Practising Company Secretary (Membership No. FCS 7241) as an Alternate Scrutiniser appointed by the Board of Directors for the purpose of scrutinising the remote e-voting process, which was started on Tuesday, 22<sup>nd</sup> September, 2020 at 9:00 A.M. and ended on Thursday, 24<sup>th</sup> September, 2020 at 5:00 P.M. and e-voting at AGM, which was conducted on 25<sup>th</sup> September, 2020, at the 25<sup>th</sup> Annual General Meeting of the Company, I declare the result of the voting (Remote e-voting and e-voting at AGM) on the resolutions as contained in the Notice dated 27<sup>th</sup> July, 2020 passed by the Members of the Company at 25<sup>th</sup> Annual General Meeting held on 25<sup>th</sup> September, 2020 as follows:

### **Resolution No. 1 (Ordinary)**

**TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2020, AUDITORS’ REPORT THEREON TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS.**

Total votes	684,04,51,092
Total valid votes cast	277,34,68,078
Total votes cast in favour of the Resolution	276,39,17,505
Total votes cast against the Resolution	95,50,573
%age of valid votes cast in favour of the Resolution	99.66%
%age of valid votes cast against the Resolution	0.34%



Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 1 has been passed as an **Ordinary Resolution**.

**Resolution No. 2 (Ordinary)**

**RE-APPOINTMENT OF SHRI MANOJ GAUR (DIN: 00008480), WHO RETIRES BY ROTATION.**

Total votes	<b>684,04,51,092</b>
Total valid votes cast	<b>277,34,67,978</b>
Total votes cast in favour of the Resolution	<b>277,32,63,494</b>
Total votes cast against the Resolution	<b>2,04,484</b>
%age of valid votes cast in favour of the resolution	<b>99.99%</b>
%age of valid votes cast against the Resolution	<b>0.01%</b>

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 2 has been passed as an **Ordinary Resolution**.

**Resolution No. 3 (Ordinary)**

**RE-APPOINTMENT OF MS. SUNITA JOSHI (DIN: 00025720), WHO RETIRES BY ROTATION.**

Total votes	<b>684,04,51,092</b>
Total valid votes cast	<b>277,34,67,478</b>
Total votes cast in favour of the Resolution	<b>277,32,92,953</b>
Total votes cast against the Resolution	<b>1,74,525</b>
%age of valid votes cast in favour of the resolution	<b>99.99%</b>
%age of valid votes cast against the Resolution	<b>0.01%</b>

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 3 has been passed as an **Ordinary Resolution**.

**Resolution No. 4 (Ordinary)**

**RATIFICATION OF THE REMUNERATION OF COST AUDITORS.**

Total votes	<b>684,04,51,092</b>
Total valid votes cast	<b>277,34,67,578</b>
Total votes cast in favour of the Resolution	<b>277,33,39,419</b>
Total votes cast against the Resolution	<b>1,28,159</b>
%age of valid votes cast in favour of the Resolution	<b>100%</b>
%age of valid votes cast against the Resolution	<b>0%</b>



Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 4 has been passed as an **Ordinary Resolution**.

**Resolution No. 5 (Ordinary)**

**APPOINTMENT OF SHRI JAGMOHAN GARG (DIN: 00364981) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

Total votes	<b>684,04,51,092</b>
Total valid votes cast	<b>277,34,67,478</b>
Total votes cast in favour of the Resolution	<b>277,32,93,253</b>
Total votes cast against the Resolution	<b>1,74,225</b>
%age of valid votes cast in favour of the resolution	<b>99.99%</b>
%age of valid votes cast against the Resolution	<b>0.01%</b>

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 5 has been passed as an **Ordinary Resolution**.

**Resolution No. 6 (Ordinary)**

**APPOINTMENT OF SHRI JYOTI KUMAR AGARWAL AS NON – EXECUTIVE NON-INDEPENDENT DIRECTOR (DIN: 01911652) OF THE COMPANY**

Total votes	<b>684,04,51,092</b>
Total valid votes cast	<b>See the Note given below</b>
Total votes cast in favour of the Resolution	
Total votes cast against the Resolution	
%age of valid votes cast in favour of the Resolution	
%age of valid votes cast against the Resolution	

Note : As Shri Jyoti Kumar Agarwal, Non Executive Non – Independent Director resigned w.e.f. 15<sup>th</sup> September, 2020, with the consent of members, the resolution was dropped and votes cast through e-voting were nullified.





**Resolution No. 7 (Ordinary)**

**APPOINTMENT OF SMT. BINATA SENGUPTA (DIN: 08779205) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

Total votes	<b>684,04,51,092</b>
Total valid votes cast	<b>277,34,67,478</b>
Total votes cast in favour of the Resolution	<b>277,33,39,779</b>
Total votes cast against the Resolution	<b>1,27,699</b>
%age of valid votes cast in favour of the Resolution	<b>100%</b>
%age of valid votes cast against the Resolution	<b>0%</b>

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 7 has been passed as an **Ordinary Resolution**.

**Resolution No. 8 (Ordinary)**

**APPOINTMENT OF DR. VANDANA RAKESH SINGH (DIN: 03556920) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

Total votes	<b>684,04,51,092</b>
Total valid votes cast	<b>277,34,67,473</b>
Total votes cast in favour of the Resolution	<b>277,33,40,010</b>
Total votes cast against the Resolution	<b>1,27,463</b>
%age of valid votes cast in favour of the Resolution	<b>100%</b>
%age of valid votes cast against the Resolution	<b>0%</b>

Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 8 has been passed as an **Ordinary Resolution**.

**Resolution No. 9 (Ordinary)**

**APPOINTMENT OF SHRI ANUPAM LAL DAS (DIN: 08812375) AS AN INDEPENDENT DIRECTOR OF THE COMPANY.**

Total votes	<b>684,04,51,092</b>
Total valid votes cast	<b>277,34,67,373</b>
Total votes cast in favour of the Resolution	<b>277,31,24,374</b>
Total votes cast against the Resolution	<b>3,42,999</b>
%age of valid votes cast in favour of the Resolution	<b>99.99%</b>
%age of valid votes cast against the Resolution	<b>0.01%</b>



Since the votes cast in favour of the above Resolution are more than the votes cast against the Resolution, I hereby declare that Resolution No. 9 has been passed as an **Ordinary Resolution..**

Based on the Consolidated Report of the Scrutiniser and Alternate Scrutiniser dated 25<sup>th</sup> September, 2020, all Resolutions as set out in the Notice of the 25<sup>th</sup> Annual General Meeting have been duly approved by the members with requisite majority and such resolutions are deemed to be passed as on the date of the Annual General Meeting of the Company i.e. 25<sup>th</sup> September, 2020. The Results along with the Scrutiniser's Report shall be available on the Company's Website, [www.jppowerventures.com](http://www.jppowerventures.com) and Notice board of the Company, alongwith the Report of the Scrutinisers. The result shall also be posted at CDSL's Website and the same shall be intimated to NSE & BSE.

  
(Manoj Gaur)  
**Chairman**  
**DIN: 00008480**



Place: New Delhi

Date: 25<sup>th</sup> September, 2020

**Consolidated Scrutiniser's Report on remote e-voting and e-voting at 25<sup>th</sup> AGM  
(Pursuant to 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**

To,  
The Chairman of  
25<sup>th</sup> Annual General Meeting of  
**Jaiprakash Power Ventures Limited**  
Complex of JaypeeNigrie Super Thermal Power Plant,  
Nigrie, Tehsil Sarai, District Singrauli – 486 669  
Madhya Pradesh

**Sub. : Consolidated Report of the Scrutiniser and Alternate Scrutiniser on remote e-voting carried out during Tuesday, 22<sup>nd</sup> September, 2020 (9:00 A.M.) to Thursday, 24<sup>th</sup> September, 2020 (5:00 P.M.) and e-voting at AGM conducted at 25<sup>th</sup> Annual General Meeting of Jaiprakash Power Ventures Limited held on Friday, 25<sup>th</sup> September, 2020 at 11:00 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM) pursuant to MCA Circular No. 20/2020 dated 05<sup>th</sup> May, 2020 read with Circular Nos. 14/2020 and 17/2020 dated 08<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 respectively issued by Ministry of Corporate Affairs (MCA) (collectively referred to as "MCA Circulars"), Government of India and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020 and pursuant to the provisions of Sections 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.**

Dear Sir,

1. We, D.P. Gupta, Practising Company Secretary (Membership No. FCS 2411) and Vishal Lochan Aggarwal, Practising Company Secretary (Membership No. FCS 7241) were appointed as Scrutiniser and Alternate Scrutiniser respectively by the Board of Directors of Jaiprakash Power Ventures Limited ("**the Company**") for the purpose of:
  - (i) Scrutinising the voting through remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies



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(Management and Administration) Rules, 2014, as amended (“Rules”) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

- (ii) Scrutinising the e-voting at the AGM in the fair and transparent manner under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended,

on the resolutions contained in the notice to the 25<sup>th</sup> Annual General Meeting (“AGM”) of the Members of the Company, held on 25<sup>th</sup> September, 2020 through Video Conferencing /Other Audio Visual Means at 11:00 A.M.

2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting at AGM on the resolutions contained in the Notice to the 25<sup>th</sup>AGM of the Members of the Company.
3. Our responsibility as a Scrutiniser and Alternate Scrutiniser for the remote e-voting process and for e-voting at the AGM is restricted to make a Scrutiniser’s report of the votes cast in “Favour” or “Against” the resolutions stated in notice of the AGM, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting conducted at the 25<sup>th</sup> AGM.
4. Further for the above, we submit our report as under:
- (i) The notice dated 27<sup>th</sup> July, 2020, convening the 25<sup>th</sup> AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular No. 20/2020 dated 05<sup>th</sup> May, 2020 read with Circular Nos. 14/2020 and 17/2020 dated 08<sup>th</sup> April, 2020 and 13<sup>th</sup> April, 2020 respectively (collectively referred to as “MCA Circulars”) and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May, 2020.
- (ii) The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting and e-voting at AGM by the Shareholders of the Company.



*Vishal Aggarwal*

- (iii) The voting period for remote e-voting commenced on Tuesday, 22<sup>nd</sup> September, 2020 (9:00 A.M.IST) and ended on Thursday, 24<sup>th</sup> September, 2020 (5:00 P.M. IST) and the CDSL e-voting platform was disabled thereafter.
- (iv) The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not casted their vote earlier.
- (v) The shareholders of the Company holding shares as on the “cut-off” date of Friday, 18<sup>th</sup> September, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.
- (vi) After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.
- (vii) We have scrutinised and reviewed the remote e-voting prior to AGM and e-voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.
- (viii) We now submit our consolidated report as under on the result of the remote e-voting prior to the AGM and e-voting conducted during the AGM in respect of the said resolutions.
5. Thereafter, as per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, we submit herewith Consolidated Scrutinisers’ Report on the results of remote e-voting together with that of e-voting at AGM stating total votes cast, valid votes, invalid votes, votes in favour of the Resolutions (No. & %) and votes cast against the Resolutions (No. & %) as per **Annexure-1** annexed herewith.
6. The report has been issued at the request of the Company for submission to the Stock Exchanges, to be placed on the website of the Company and website of the RTA. This report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.
7. Based on the above results of voting, all the nine resolutions proposed in the Notice of 25<sup>th</sup> AGM were carried out with the requisite majority.

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*Handwritten signature: Vishal Aggarwal*



8. The relevant records relating e-voting shall remain in our safe custody until the Chairman considers, approves and sign the minutes of the 25<sup>th</sup> AGM and the same shall thereafter be handed over to the Company Secretary of the Company for safe keeping.

**Thanking You,**

Yours faithfully



**CS D.P. Gupta**

(Scrutiniser)

C.P. No.1509

Membership No. FCS 2411

UDIN: F002411B000772774

Date: 25<sup>th</sup> September, 2020



*Vishal Aggarwal*

**CS Vishal Lochan Aggarwal**

(Alternate Scrutiniser)

C.P. No. 7622

Membership No. FCS 7241

UDIN: F007241B000772711

Countersigned by the Chairman of the meeting

*Manoj Gaur*

**(Manoj Gaur)**

**[DIN: 00008480]**



**CONSOLIDATE SUMMARY OF VOTES CAST FOR AGM (DATED 25th SEPTEMBER, 2020)**
**(Based on e-voting + voting at Video Conferencing)**

S. No.	Item No.	Description	Total Votes Cast		Invalid Vote		Total Valid Votes Cast E=(B-D)	In Favour			Against		
			No. of Voters	No. of Shares	No. of Voters	No. of Shares		No. of Voters	No. of Shares	%age	No. of Voters	No. of Shares	%age
			A	B	C	D		F	G	H=G/E%	I	J	K=J/E%
1	1	To receive, consider and adopt the Audited Financial Statements (including audited consolidated financial statements) of the Company for the financial year ended on March 31, 2020 and the Report of Board of Directors of the Company and Auditors thereon.(O.R.)	305	2,773,468,078	-	-	2,773,468,078	285	2,763,917,505	99.66%	20	9,550,573	0.34%
2	2	To appoint a Director in place of Shri Manoj Gaur (DIN 00008480), who retires by rotation and being eligible, offers himself for re-appointment.(O.R.)	304	2,773,467,978	-	-	2,773,467,978	274	2,773,263,494	99.99%	30	204,484	0.01%
3	3	To appoint a Director in place of Ms. Sunita Joshi (DIN: 00025720), who retires by rotation and being eligible, offers herself for re-appointment.(O.R.)	303	2,773,467,478	-	-	2,773,467,478	274	2,773,292,953	99.99%	29	174,525	0.01%
4	4	To ratify the remuneration of Rs. 1,50,000/- (excluding applicable taxes and out of pocket expenses) payable to Cost Auditors M/s Kabra & Associates, Cost Accountant for FY 2020-21.(O.R.)	304	2,773,467,578	-	-	2,773,467,578	278	2,773,339,419	100.00%	26	128,159	0.00%
5	5	To approve appointment of Shri Jagmohan Garg (DIN 00364981) as an Independent Director of the Company for a period of Three years w.e.f. 16th October, 2019.(O.R.)	303	2,773,467,478	-	-	2,773,467,478	276	2,773,293,253	99.99%	27	174,225	0.01%
6	6	To approve appointment of Shri Jyoti Kumar Agarwal (DIN 019111652) as a Non Executive Non Independent Director, office of which shall be liable to retire by rotation.(O.R.)	291	2,773,393,526	-	-	2,773,393,526	259	2,773,049,207	99.99%	32	344,319	0.01%
7	7	To approve appointment of Smt. Binata Sengupta (DIN 08779205) as an Independent Director of the Company for a period of Three years w.e.f. 2nd July, 2020.(O.R.)	303	2,773,467,478	-	-	2,773,467,478	275	2,773,339,779	100.00%	28	127,699	0.00%
8	8	To approve appointment of Dr. Vandana R. Singh (DIN 3556920) as an Independent Director of the Company for a period of Three years w.e.f. 27th July, 2020.(O.R.)	303	2,773,467,473	-	-	2,773,467,473	275	2,773,340,010	100.00%	28	127,463	0.00%
9	9	To approve appointment of Shri Anupam Lal Das (DIN 08812375) as an Independent Director of the Company for a period of Three years w.e.f. 28th July, 2020.(O.R.)	302	2,773,467,373	-	-	2,773,467,373	275	2,773,124,374	99.99%	27	342,999	0.01%

**Note: Total number of votes of the company are 684,04,51,092.**
**O.R. = ORDINARY RESOLUTION**

*Vishal Aggarwal*
