



ORIENT GREEN POWER COMPANY LIMITED

November 03, 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 Sir / Madam,

Sub: Intimation pursuant to Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is with reference to our letter dated September 24, 2022, we have submitted an intimation pursuant to Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in the matter further this is to inform you that the Board of Directors at its meeting held on November 02, 2022, has considered and approved the request received from **M/s. SEPC Limited** for reclassification from “**Promoter**” to “**Public**” Category.

The approval of the Board towards the above mentioned reclassification is subject to the approval of the regulatory authority, in terms of Regulation 31A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, however, the approval of members of the Company is not required as the percentage of **M/s. SEPC Limited** is not more than one percent of the total voting rights in the listed entity.

We herewith enclose the certified extract of the minutes of the board meeting held on November 02, 2022 for your kind reference.

Please take the above intimation on records.

Thanking you,
Yours faithfully,
For Orient Green Power Company Limited

M. Kirithika
Company Secretary & Compliance Officer



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Certified True Copy of the Board Resolution passed at the Eighty Eighth Board Meeting of Orient Green Power Company Limited held on Wednesday, the 02nd November 2022 at 12:30 PM at Bascon Futura SV, 4th Floor, No.10/1, Venkatanarayana Road, T. Nagar, Chennai 600 017 by Video Conferencing or Other Audio-Visual Means

Approval for Re-classification of SEPC Limited from "Promoter Category" to "Public Category"

The Chairman informed the Board that SEPC Limited is categorized as one of the Promoter in our Company and presently holding 3,86,526 equity shares, comprising 0.05% in the paid up share capital of the Company. SEPC vide their letter dated September 24, 2022 had requested that they would be classified as Public Category from the Promoter Category.

The Chairman further informed the Board that, as contained in their letter dated September 24, 2022, SEPC had submitted a resolution plan to the Lead banker for restructuring of Debts including the change in management and control was approved by the lead banker under Para 10 of RBI circular dated June 07, 2019 on "Prudential Framework for Resolution of Stressed Assets" and accordingly M/s. Mark AB LLC has subscribed to the extent of Rs. 350 Crores comprising of 26.48 % of the paid up capital of SEPC. Further under the RBI Circular dated June 07, 2019, M/s. Mark AB LLC which is holding 26 % in SEPC has become the Promoter and single largest shareholder of SEPC consequent to which the entire Board members of SEPC had resigned and new Board members had been inducted.

In view of the fact that the new management/promoter ie. Mark AB LLC has taken over the management and control of SEPC under Section 2(27) of the Companies Act, 2013, their letter dated September 24, 2022 has to be considered and approved by the Board. Also in view of the fact that they satisfies all the conditions specified in sub-clause (i) to (vii) of clause (b) of sub-regulation (3) of Regulation 31A of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and also declared that at all times from the date of such reclassification, shall continue to comply with conditions as mentioned Regulation 31A of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 post reclassification from Promoter Category to Public Category.

The Chairman further informed that, since the Promoter seeking reclassification, does not hold more than 1% percent of the total voting rights in the listed entity, approval for the shareholders is not required as per Regulation 31A of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.





The Board considered the re-classification based on the letter from SEPC Limited and accordingly it was ...

“RESOLVED THAT pursuant to Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, the approval of the Board be and is hereby accorded, to make relevant application to BSE Limited and National Stock Exchange of India Limited (“Stock Exchanges”), and such other authorities as may be required and pursuant to other laws and regulations, as may be applicable from time to time (including any statutory modifications or re-enactments thereof for the time being in force), for re-classification of SEPC Limited from Promoter Category to Public Category in the Shareholding of the Company.

RESOLVED FURTHER THAT the Company shall give effect for such re-classification in the Statement of Shareholding pattern from immediate succeeding quarter as required under Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also to comply with the required regulation under Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011, Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and other applicable provisions, after obtaining the approval from BSE Limited and National Stock Exchange of India Limited.

RESOLVED FURTHER THAT Mr. T Shivaraman, Managing Director & CEO, Ms. J Kotteswari, Chief Financial Officer and Ms. M Kirithika, Company Secretary of the Company, be and are hereby severally authorized to make necessary application in the prescribed format and perform and execute all such acts, deeds, matters and things including but not limited to making intimation/filings to stock exchange(s), seeking approvals from BSE Limited and National Stock Exchange of India Limited and such other authorities as may be required and to execute all other documents required to be filed in connection with the above and to settle all such questions, difficulties or doubts whatsoever which may arise and amend such details and to represent before such authorities as may be required and to take all such steps and decisions in this regard to give full effect to the aforesaid resolutions."

//Certified True Copy//

For Orient Green Power Company Limited


M Kirithika

Company Secretary

FCS : 9811

