



ORIENT GREEN POWER COMPANY LIMITED

31<sup>st</sup> March 2020

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: Declaration of voting results of the Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

The Company had conducted Postal Ballot for passing of special resolutions pursuant to section 108, section 110 of the Companies Act, 2013, and other applicable sections, if any, read with the relevant rules forming part thereof. The last date for receipt of the postal ballot forms/e-votes was fixed at 30<sup>th</sup> March 2020, at 5.00 PM.

Ms. B Chandra, Practicing Company Secretary, appointed as scrutinizer for organizing and carrying out the Postal Ballot process, has submitted the Scrutinizer's report (*Annexure – 2*) on postal ballot forms received and the votes cast through Central Depository Services Limited (CDSL) platform till 30<sup>th</sup> March 2020, at 5.00 PM.

On the basis of the report received from the Scrutinizer, the Company declared that the resolutions as specified in the Postal Ballot Notice dated 30<sup>th</sup> January 2020, were passed with requisite majority.

Further to the above, we herewith enclose the results of the voting of the members of the company in the prescribed format under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), as *Annexure – 1*.

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

Yours faithfully,

**For Orient Green Power Company Limited**

**P Srinivasan**  
**Company Secretary & Compliance Officer**





**B.CHANDRA**

**PRACTISING COMPANY SECRETARY**

AG 3 RAGAMALIKA,  
No.26, Kumaran Colony Main Road,  
Vadapalani, Chennai – 600026  
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**SCRUTINIZER'S REPORT**

To

March 31, 2020

The Managing Director,  
ORIENT GREEN POWER COMPANY LIMITED  
Sigappi Achi Building,  
4<sup>th</sup> Floor, 18/3 Rukmini Lakshmi pathi Road,  
Egmore, Chennai-600008.

**Subject: Passing of resolution by means of Postal Ballot in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015, framed there under with regard to the Special Resolution of the Companies Act, 2013 (the Act)**

Dear Sir,

Please refer to your letter dated 31.1.2020 appointing me as the Scrutinizer for the purpose of ascertaining the result of the Postal Ballot process for passing Special Resolution in respect of items mentioned elsewhere in the report.

As per the information furnished to me by the Company and after carrying out the scrutiny of the Postal Ballot Forms (both by physical mode & e voting) received from the members of the Company, I hereby submit my report as under:

1.1	The Company on 29.02.2020 completed the dispatch of Postal Ballot Forms along with self-addressed postage prepaid envelope to its Members whose e mail ids are not registered with the Company but whose name(s) appeared on the Register of Members/list of beneficiaries as on 21.02.2020. In respect of those members whose e mail id is registered with the Company, the Postal ballot forms along with the Notice and Explanatory Statement were sent by e-mail on 28.02.2020 through M/s Link-In Time India Private Limited, the Registrar and Transfer agent of the Company. Members were also given the option to vote electronically on e-voting platform, provided by the Central Services Depository Limited (CDSL), as an alternate, to enable them to cast their votes electronically instead of dispatching Postal Ballot Form.
1.2	The Public Advertisement with respect to dispatch of postal ballot was published on 2 <sup>nd</sup> March 2020 in English Newspaper "Trinity Mirror" & in Tamil Newspaper "Makkal Kural".

Bc

1.3	In terms of the Public Notice, the last date and time fixed to receive the Postal Ballot Forms from the members was not later than close of working hours on Monday, 30 <sup>th</sup> March 2020 (5.00 P.M). In case of E voting, members were requested to cast their votes electronically on or before Monday, 30 <sup>th</sup> March 2020 (5.00 P.M)
1.4	Particulars of all the postal ballot forms received from the Members physically and votes cast electronically have been entered in a register separately maintained for the purpose.
1.5	Copies of the postal ballot forms ( scan copies of which were received from the RTA as the physical ballots could not be despatched to the undersigned due to the nation wide lockdown) were kept under my safe custody.
1.6	The scan copies of the postal ballot forms were duly examined by the undersigned and scrutinized and the shareholding was matched / confirmed with the Register of Members of the company/list of beneficiaries as on 21.2.2020 as maintained by the RTA/Company. Votes cast by e voting were matched with the Register of Members of the company/ list of beneficiaries and checked for duplication viz, voting by both physical and electronic mode. The votes downloaded from the e-Voting system were collated on 30.03.2020 after 5 P.M.
1.7	Copies of all the postal ballot forms received and votes cast through e-voting upto 5.00 PM on 30.03.2020, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
1.8	No Envelope containing postal ballot forms were received after 5.00 PM on 30.03.2020. 2789 emails bounced. However due to corona outbreak and that employees of RTA are working from home, it was not possible to ascertain the details of postal ballots returned undelivered.
1.9	As per the information provided by the Company and the Registrar and Transfer Agent, there were no defaced or mutilated ballot papers.

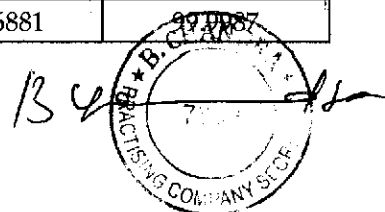
2. A summary of the postal ballot forms processed is given below:

S. No	Resolutions	Nature of Resolution
1	To approve the Reappointment of Mr. Venkatachalam Sesha Ayyar, as the Managing Director of the Company for further period of 3 years from 23.09.2019 till 22.09.2022	Special

The details of the number of postal ballots received, number of e-voting carried out by members and the valid / invalid votes in respect of the above said resolution are given below.

**RESOLUTION No 1 –**

Particulars		Votes Count	No of Votes	% of voting to total valid votes
Postal Ballot	Invalid	1	10	
	In favour	31	479827	99.5640
	Against	2	2101	0.4360
Evoting	Invalid			
	In favour	31	379326881	



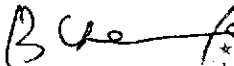
	<b>Against</b>	15	5070	0.0013
<b>Total</b>	<b>Invalid</b>	1	10	
	<b>In favour</b>	62	379806708	99.9981
	<b>Against</b>	17	7171	0.0019

Since 379806708 votes were in favour of aforesaid Special Resolution constituting 62 of the total number of net valid votes cast as per summary above (constituting more than three fourths majority), I hereby report that the above said resolution is passed as special resolution.

3. I have handed over the copies of the Postal Ballot Forms, the data sheet relating to e-voting and other related papers/registers, records for the safe custody to the Company Secretary, authorized by the Board to supervise the postal ballot process.
4. You may accordingly declare the result of the voting by Postal Ballot.
5. The Corporate members who had participated in the remote e-voting and had provided the scanned copy of the resolution passed at their Board and Power of Attorney for authorization to exercise their votes through e-voting have been taken into account.

Thanking you,

Yours faithfully,

  
 B Chandra  
 Company Secretary in Practice  
 CP No. 7859  
 UDIN A020879A000628420



## ANNEXURE 1

General information about company	
Scrip code	533263
NSE Symbol	GREENPOWER
MSEI Symbol	NOTLISTED
ISIN	INE999K01014
Name of the company	ORIENT GREEN POWER COMPANY LIMITED
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-03-2020
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details	
Name of the Scrutinizer	B CHANDRA
Firms Name	
Qualification	CS
Membership Number	A20879
Date of Board Meeting in which appointed	30-01-2020
Date of Issuance of Report to the company	31-03-2020

## ANNEXURE 1

Voting results	
Record date	21-02-2020
Total number of shareholders on record date	32943
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>1</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

**ANNEXURE 1**

**Resolution (1)**

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		To approve the Reappointment of Mr. Venkatachalam Sesha Ayyar, as the Managing Director of the Company for further period of 3 years from 23.09.2019 till 22.09.2022.						
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
<b>Promoter and Promoter Group</b>	E-Voting	365812640	365812640	100.0000	365812640	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		365812640	365812640	100.0000	365812640	0	100.0000
<b>Public-Institutions</b>	E-Voting	61585964	13500000	21.9206	13500000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		61585964	13500000	21.9206	13500000	0	100.0000
<b>Public- Non Institutions</b>	E-Voting	323325373	19311	0.0060	14241	5070	73.7455	26.2545
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		481928	0.1491	479827	2101	99.5640	0.4360
	<b>Total</b>		323325373	501239	0.1550	494068	7171	98.5693

**ANNEXURE 1**

<b>Total</b>	750723977	379813879	50.5930	379806708	7171	99.9981	0.0019
<b>Whether resolution is Pass or Not.</b>						Yes	
Disclosure of notes on resolution						<input type="button" value="Add Notes"/>	

\* this fields are optional

<b>Details of Invalid Votes</b>	
<b>Category</b>	<b>No. of Votes</b>
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	10