



ORIENT GREEN POWER COMPANY LIMITED

June 13, 2015

The BSE Limited,
Corporate Relations Department,
P.J. Towers,
Dalal Street,
Mumbai-400 001.

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

Dear Sirs,

Sub: Declaration of Results of Resolution passed through Postal Ballot pursuant to Clause 35A of the Listing Agreement.

With reference to the Postal Ballot Notice dated May 07, 2015, sent to the shareholders of the Company seeking their approval for issue of securities up to ₹ 5000 Million (Rupees Five Thousand Million Only) through Domestic/international offerings by way of Foreign Currency Convertible Bonds (FCCB) and any other instruments, to Indian or Foreign Institutional Investors/ Foreign Mutual Funds/ Overseas Corporate Bodies/Foreigners/other Foreign parties/ Indian Financial Institutions / Alternative Investment Funds / Qualified Institutional Buyers/Companies/individuals/other persons or investors, whether or not they are members of the Company, etc., pursuant to Section 62(1)(c) of the Companies Act, 2013.

The Scrutinizer Ms. B. Chandra, Practising Company Secretary, appointed by the Company for organising and carrying out the Postal Ballot process, has submitted her report (**Annexure – 1**) on postal ballot forms received and the votes cast through Central Depository Services Limited (CDSL) platform on June 12, 2015.

On the basis of the report received from the Scrutinizer, the Company declared that the Resolution for the above said subject is passed through postal ballot with majority of the shareholders voting in favour of the Resolution.

P. Srinivasan





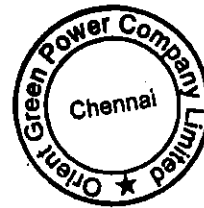
The detail of the results as per the format prescribed under Clause 35A of the Listing Agreement is enclosed (**Annexure – 2**).

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



Encl: as above

A2, Happy Home Apts,
#9, United India Colony,
4th Main Road, Kodambakkam,
Chennai - 24.

E-mail : bchandrac@gmail.com
H/P : 9840276313, 9840375053
Ph : 044 - 43587356

JUNE 12, 2015

SCRUTINIZER'S REPORT

To

The Company Secretary
M/S Orient Green Power Company Limited
Sigappi Achi Building, 1st Floor,
18/3 Rukmini Lakshmiipathi Road, Egmore
Chennai - 600008.

Subject: Special Resolution under Section 62 (1)(c) and other applicable provisions,
if any of the Companies Act 2013, empowering the Company to make
further issue of Securities.

Dear Sir,

Please refer to your letter dated 7th May 2015 appointing me as the Scrutinizer for the
purpose of ascertaining the result of the above said resolution(s) passed by means of Postal
Ballot process.

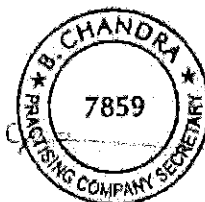
As per the information furnished to me by the Company and after carrying out the scrutiny
of the Postal Ballot Forms (both by physical mode & e voting) received from the members of
the Company, I hereby submit my report as under:

1.1	The Company, on 11 th May 2015 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 1 st May 2015. In respect of those members whose e mail id is registered with the Company, the Postal ballot forms along with the notice and the Statement were sent by e mail on the same date through the Registrar & Transfer Agent M/s Link InTime India Private Limited.
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	Members were also given the option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL), as an alternate, for its Members 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 13 th May 2015 in "TRINITY MIRROR" English Daily News Paper & "MAKKAL KURAL" Tamil Daily News Paper.
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(i.e. before 5.00 PM on Thursday, 11 th June 2015. In case of E voting, members were requested to cast their votes electronically before 5.00 P.M., Thursday, 11 th June 2015.
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	The postal ballot forms were kept under the safe custody in a sealed and tamper proof ballot box.
1.6	The ballots was opened on 11 th June 2015 at 5.00 P.M. in my presence.
1.7	The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched/ confirmed with the Register of Members of the company/list of beneficiaries as on 1 st May 2015 as maintained by the 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 11 th June 2015 at 5.00 P.M. No duplicate votes were however could be detected.
1.8	All postal ballot forms received and votes cast through e-voting upto 5.00 PM on 11 th June 2015, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
1.9	Envelopes containing postal ballot forms received after 5.00 PM on 11 th June 2015 were not considered for my scrutiny.
1.10	466 envelopes containing postal ballot form were returned undelivered.
1.11	I did not find any defaced or mutilated ballot papers.

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

2.1 With reference to resolution proposed to be passed as a Special Resolution under Section 62(1)(c) of the Companies Act 2013 - Passing of resolution by means of Postal Ballot in terms of Section 110 read with Section 2(65) and all other applicable provisions of the Companies Act 2013 and Rules framed there under.

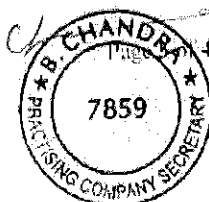


Particulars		No. of postal ballot forms	Total No. of votes
PHYSICAL			
(a)	Total postal ballot forms received	275	27,63,40,311
(b)	Less: Invalid postal ballot forms (as per register)	24	65,971
(c)	Net valid postal ballot forms/ No. of votes (as per register)	251	27,62,74,340
(d)	Postal ballot forms / No. of votes with assent to the Resolution	226	27,62,55,074
(e)	Postal ballot forms / No. of votes with dissent to the Resolution	25	19,266
E-VOTING			
Particulars		Voter Count	Vote Count
(a)	Total count	74	17,18,57,239
(b)	Invalid votes	3	81,28,137
(c)	Valid votes	71	16,37,29,102
(d)	Total votes - Assent to the resolution	63	16,37,24,640
(e)	Total votes - Dissent to the resolution	8	4,462

SUMMARY

Particulars	IN NOS. (Shares)	IN %
Total votes - Assent to the resolution	43,99,79,714	99.995%
Total votes - Dissent to the resolution	23,728	0.005%
TOTAL	44,00,03,442	100%

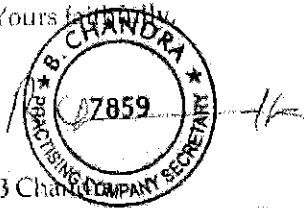
Since 43,99,79,714 being the no. of votes have given assent to the aforesaid Special Resolution constituting 99.995% of the total number of votes representing net valid votes cast as per summary above, I hereby report that the above said resolution be passed as Special resolution.



3. I have handed over the Postal Ballot Forms, the data sheet relating to e-voting and other related papers/registers, records for the safe custody to Mr. P. Srinivasan, Company Secretary of the Company, authorized by the Board to supervise the postal ballot process.
4. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you,

Yours faithfully,



B Chandra
Company Secretary in Practice
CP No. 7859

Sulha Shree
Name: Subhasree G
Address: A2, Happy Home Apts, #9,
4th Main Road, Kodambakkam, Ch-24.
Occupation: Whole time Practising Company Secretary.
Enclosures: Register of the Scrutinizer
Total Postal Ballot Forms 275 in numbers
Data sheet relating to e-voting

S. Sarmistha

Name: S. Sarmistha
Address: A2, Happy Home Apts, #9,
4th Main Road, Kodambakkam,
Ch-24
Occupation: Audit business



(Annexure – 2)

The requisite disclosures as per the Clause 35A of the Listing Agreement:

a) **Date of AGM/EGM/Passing resolution through Postal Ballot:** June 12, 2015.

b) **Total number of shareholders on record date:** 26108

c) **Details of the Agenda:**

Issue of securities up to ₹ 5000 Million (Rupees Five Thousand Million Only) through Domestic / international offerings by way of Foreign Currency Convertible Bonds (FCCB) and any other instruments, to Indian or Foreign Institutional Investors / Foreign Mutual Funds/ Overseas Corporate Bodies / Foreigners / other Foreign parties / Indian Financial Institutions / Alternative Investment Funds / Qualified Institutional Buyers / Companies/individuals/other persons or investors, whether or not they are members of the Company, etc., pursuant to Section 62(1)(c) of the Companies Act, 2013.

d) **Resolution required:** Special Resolution

e) **Mode of voting:** Postal Ballot / e-Voting

Table showing results of Postal Ballot

Promoter/ Public	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
Promoter and Promoter Group	426058596	426058596	100	426058596	0	100	0
Public - Institutional holders	52330712	8128137	15.53	0	0	0	0
Public-Others	89688941	13944846	15.55	13921118	23728	99.83	0.17
Total	568078249	448131579	78.89	439979714	23728	98.18	0.01

P. Srinivasan

