



ORIENT GREEN POWER COMPANY LIMITED

7th September, 2017

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: 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 6th September, 2017, IST 17:00.


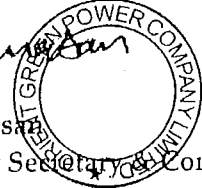
Mrs. B. Chandra, Practising Company Secretary, appointed as scrutinizer for organizing and carrying out the Postal Ballot process, has submitted the Scrutinizer's report on postal ballot forms received and the votes cast through Central Depository Services Limited (CDSL) platform till 6th September, 2017, IST 17:00.

On the basis of the report received from the Scrutinizer, the Company declared that the resolutions as specified in the Postal Ballot Notice dated 30th June, 2017 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).

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



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VOTING RESULTS (E-VOTING & POSTAL BALLOT)

Date of the AGM/EGM/Postal Ballot-	07 th September, 2017
Total number of shareholders on record date	29,434
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	
Present in person	Not Applicable
Present in Proxy	
Public:	
Present in person	Not Applicable
Present in Proxy	
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Not Applicable
Public	

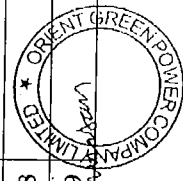


P. J. ...

Agenda - wise voting results are as below:

Resolution No. 1

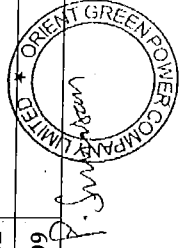
Resolution required: (Ordinary/ Special)		Special - To obtain approval for Disinvestment of 8 Subsidiaries of the Company to M/s. SVL Limited and/or its Subsidiaries/Associates						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of 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	E-Voting		0	0.00	0	0	0.00	0.00
	Poll (Not applicable)	529080573						
	Postal Ballot							
	Total	529080573	0	0.00	0	0	0.00	0.00
Public-Institutions	E-Voting		15715179	15.57	15715179	0	100.00	0.00
	Poll (Not applicable)	100929768						
	Postal Ballot		9958791	9.87	9958791	0	100.00	0.00
	Total	100929768	25673970	25.44	25673970	0	100.00	0.00
Public-Non Institutions	E-Voting		6417106	5.84	6411013	6093	99.91	0.09
	Poll (Not applicable)	109789334						
	Postal Ballot		40120838	36.54	40119344	1494	100.00	0.00
	Total	109789334	46537944	42.39	46530357	7587	99.98	0.02
Total		739799675	72211914	9.76	72204327	7587	99.99	0.01



Resolution No. 2



Resolution required: (Ordinary/ Special)		Special - To obtain approval for transfer of Narasingpur power undertaking of the Company on Slump Sale Basis to Biobjilee Green Power Limited and Subsequently to sell 100% equity stake held in M/s. Biobjilee Green Power Limited to M/s. SVL Ltd and/or its Subsidiaries/Associate						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of 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	E-Voting	529080573	0	0.00	0	0	0.00	0.00
	Poll (Not applicable)							
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	529080573	0	0.00		0	0.00	0.00
Public-Institutions	E-Voting		15715179	15.57	15715179	0	100.00	0.00
	Poll (Not applicable)							
	Postal Ballot	100929768	9958791	9.87	9958791	0	100.00	0.00
	Total	100929768	25673970	25.44	25673970	0	100.00	0.00
Public-Non Institutions	E-Voting		6417106	5.84	6411012	6094	99.91	0.09
	Poll (Not applicable)	109789334						
	Postal Ballot		40119438	36.54	40117744	1694	100.00	0.00
	Total	109789334	46536544	42.39	46528756	7788	0.02	0.02
Total		739799675	72210514	9.76	72202726	7788	99.99	0.01



September 07, 2017

SCRUTINIZER'S REPORT

To

The Managing Director,
ORIENT GREEN POWER COMPANY LIMITED
Sigappi Achi Building,
4th 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 Resolutions of the Companies Act, 2013 (the Act)

Dear Sir,

Please refer to your letter dated 3rd July 2017 appointing me as the Scrutinizer for the purpose of ascertaining the result of the Postal Ballot process for passing Special Resolutions 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 7 th August, 2017 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 28 th July, 2017. 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 the same date 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 11 th August 2017 in English Newspaper "Trinity Mirror" & in Tamil Newspaper "Makkal Kural".
1.3	In terms of the Public Notice, the last date and time fixed to receive the Postal Ballot

B. Chandra


	Forms from the members was not later than close of working hours on Wednesday, 6 th September 2017 (5.00 P.M). In case of E voting, members were requested to cast their votes electronically on or before Wednesday, 6 th September 2017 (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	The postal ballot forms were kept under my safe custody.
1.6	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 28 th July 2017 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 6 th September 2017 after 5 P.M. Duplicate votes detected were invalidated.
1.7	All postal ballot forms received and votes cast through e-voting upto 5.00 PM on 6 th September 2017, 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 6 th September 2017
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	Approval for Disinvestment in 8 Subsidiaries of the Company to M/s. SVL Limited and/or its Subsidiaries/Associates.	Special
2	Approval for transfer of Narasingpur power undertaking of the Company on Slump Sale Basis to Biobijlee Green Power Limited and Subsequently to sell 100% equity stake held in M/s. Biobijlee Green Power Limited to M/s. SVL Limited and/or its Subsidiaries/Associates.	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		Voter Count	No. of Votes	% of voting to total valid votes	
Postal ballot	Invalid	21	9175448		
	In favour	146	50078135		
	Against	18	1494		
E-voting	Invalid	6	23858936		
	In favour	82	22126192		
	Against	10	6093		
Total	Invalid	27	33034384		
	In favour	228	72204327		99.9895
	Against	28	7587		0.0105

B. Chandrasekhar


Since 72204327 votes were in favour of aforesaid Special Resolution constituting 99.9895 % of the total number 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.

RESOLUTION No 2 –


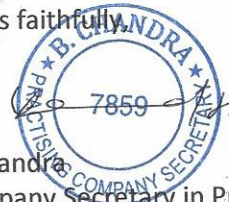
Particulars		Voter Count	No. of Votes	% of voting to total valid votes	
Postal ballot	Invalid	22	9176673		
	In favour	144	50076535		
	Against	19	1694		
E-voting	Invalid	6	23858936		
	In favour	81	22126191		
	Against	11	6094		
Total	Invalid	28	33035609		
	In favour	225	72202726		99.9892
	Against	30	7788		0.0108

Since 72202726 votes were in favour of aforesaid Special Resolution constituting 99.9892 % of the total number 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 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.

Thanking you,

Yours faithfully,



 B Chandra
 Company Secretary in Practice
 CP No. 7859