

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108, 109 of the Companies Act, 2013 and Rule 20 and 21 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,
The Chairman
GE T&D India Limited
CIN: L31102DL1957PLC193993
A-18, First Floor, Okhla Industrial Area,
Phase II, New Delhi – 110020

For 62nd (Sixty Second) Annual General Meeting (“AGM”) of members of the Company held on Wednesday, 25th July, 2018, at 09:30 A.M. at Air Force Auditorium, Subroto Park, New Delhi – 110010

Dear Sir,

I, Vineet K Chaudhary, partner of M/s VKC & Associates, Practicing Company Secretary (Membership No. F5327) was appointed as Scrutinizer to scrutinize the remote e-voting process and also voting by means of Poll at the AGM and for ascertaining the requisite majority on remote e-voting and also on poll through electronic voting system (“Insta-Poll”) carried out for the resolutions proposed to be passed under the provisions of Section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21 of Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on the resolutions mentioned in notice of AGM dated May 23, 2018 for 62nd (Sixty Second) AGM of the members of the Company held on Wednesday, 25th July, 2018, at 09:30 A.M. at Air Force Auditorium, Subroto Park, New Delhi – 110010.

1. The remote e-voting period remained open from Sunday, 22nd July, 2018 (09:00A.M.) to Tuesday, 24th July, 2018 till (05:00 PM) on the designated website <https://www.evoting.nsdl.com/of> National Securities Depository Limited (NSDL).

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Branch Office:

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2. The Company has appointed National Securities Depository Limited (NSDL), as the service provider, for providing the facility of remote e-voting as well as for Insta-Poll to the members of the Company. The service provider has provided a system for recording the votes of the shareholders electronically on all the items of the businesses (both Ordinary and Special businesses) sought to be transacted at the 62nd (Sixty Second) AGM of the Company.
3. The Members of the Company as on the "Cut -off date" i.e. 18th July, 2018 were entitled to avail the facility of remote e-voting as well as voting at the AGM on the proposed resolutions (Item nos. 1 to 7) as set out in the notice dated May 23, 2018.
4. In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by Ministry of Corporate Affairs, voting by show of hands was not permitted at the General Meeting as remote e-voting had been offered to the members. Therefore, the Chairman ordered for poll through electronic voting system (Insta-Poll) at AGM as per Rules 20 & 21 of Companies (Management and Administration) Rules, 2014 as amended. Insta-Poll was provided at the venue of AGM through National Securities Depository Limited (NSDL) which was successfully conducted.
5. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 of 62nd (Sixty Second) AGM of the Company. My responsibilities as scrutinizer are restricted to make a Scrutinizer's Report on the votes casted "For" or "Against" the resolutions as stated in the notice of AGM.
6. After completion of Insta-Poll at the AGM votes casted by the Members were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company.
7. Thereafter the votes casted through remote e-voting were unblocked, in the presence of two witnesses, Mr. Mohit Dixit and Mr. Akshit Arora, who are not in the employment of the Company.
8. After scrutinizing the system generated report of remote e-voting and report of Insta-Poll by National Securities Depository Limited (NSDL), I hereby submit the consolidated result of remote e-voting and Insta - Poll as under:

Resolution 01-Ordinary Resolution

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2018, together with reports of the Board of Directors and Auditors thereon.

Mode	No. of e-voters	No. of Shares held	Invalid		Favour		Against	
			E-voters	No. of votes	E-voters	No. of votes	E-voters	No. of votes
Remote e-voting	135	212,272,205	-	-	134	212,272,005	1	200
Insta-poll	64	16,545,824	-	-	64	16,545,824	0	0
TOTAL	199	228,818,029	-	-	198	228,817,829	1	200

Total Valid Votes (Total Shares less Invalid Votes) = 228,818,029

Votes in Favour (% of Total Valid Shares) = 99.9999

Votes Against (% of Total Valid Shares) = 0.0001

Resolution 02 -Ordinary Resolution

To declare a dividend of Rs 1.80 (Rupee one and eighty paise only) per equity share for the financial year ended on March 31, 2018.

Mode	No. of e-voters	No. of Shares held	Invalid		Favour		Against	
			E-voters	No. of votes	E-voters	No. of votes	E-voters	No. of votes
Remote e-voting	136	212,272,218	-	-	135	212,272,018	1	200
Insta-poll	62	16,545,796	-	-	62	16,545,796	-	-
TOTAL	198	228,818,014	-	-	197	228,817,814	1	200

Total Valid Votes (Total Shares less Invalid Votes) = 228,818,014

Votes in Favour (% of Total Valid Shares) = 99.9999

Votes Against (% of Total Valid Shares) = 0.0001

Resolution 03 -Ordinary Resolution

To appoint a Director in place of Mr. Gaurav Manohar Negi (DIN:02835748), who retires by rotation and being eligible, offers himself for re-appointment.

Mode	No. of e-voters	No. of Shares held	Invalid		Favour		Against	
			E-voters	No. of votes	E-voters	No. of votes	E-voters	No. of votes
Remote e-voting	134	212,271,125	-	-	128	212,270,090	6	1,035
Insta-poll	62	16,545,796	-	-	62	16,545,796	-	-
TOTAL	196	228,816,921	-	-	190	228,815,886	6	1035

Total Valid Votes (Total Shares less Invalid Votes) = 228,816,921

Votes in Favour (% of Total Valid Shares) = 99.9995

Votes Against (% of Total Valid Shares) = 0.0005

Resolution 04 -Ordinary Resolution

To ratify the remuneration of Cost Auditors for the financial year ending on March 31, 2019.

Mode	No. of e-voters	No of Shares held	Invalid		Favour		Against	
			E-voters	No. of votes	E-voters	No. of votes	E-voters	No. of votes
Remote e-voting	135	212,272,205	-	-	134	212,272,005	1	200
Insta-poll	62	16,545,796	-	-	62	16,545,796	-	-
TOTAL	197	228,818,001	-	-	196	228817801	1	200

Total Valid Votes (Total Shares less Invalid Votes) = 228,818,001

Votes in Favour (% of Total Valid Shares) = 99.9999

Votes Against (% of Total Valid Shares) = 0.0001

Resolution 05 –Ordinary Resolution

To re-appoint Mr. Gaurav Manohar Negi (DIN 02835748) as Whole-time Director & Chief Financial Officer.

Mode	No. of e-voters	No of Shares held	Invalid		Favour		Against	
			E-voters	No. of votes	E-voters	No. of votes	E-voters	No. of votes
Remote e-voting	135	212,272,205	-	-	129	212,271,170	6	1,035
Insta-poll	62	16,545,796	-	-	62	16,545,796	-	-
TOTAL	197	228,818,001	-	-	191	228,816,966	6	1,035

Total Valid Votes (Total Shares less Invalid Votes) = 228,818,001

Votes in Favour (% of Total Valid Shares) = 99.9995

Votes in Against (% of Total Valid Shares) = 0.0005

Resolution 06 –Ordinary Resolution

To re-appoint Mr. Nagesh Tilwani (DIN 07684746) as Whole-time Director & Head-HVS Business.

Mode	No. of e-voters	No of Shares held	Invalid		Favour		Against	
			E-voters	No. of votes	E-voters	No. of votes	E-voters	No. of votes
Remote e-voting	135	212,272,205	-	-	132	212,271,545	3	660
Insta-poll	62	16,545,796	-	-	62	16,545,796	-	-
TOTAL	197	228,818,001	-	-	194	228,817,341	3	660

Total Valid Votes (Total Shares less Invalid Votes) = 228,818,001

Votes in Favour (% of Total Valid Shares) = 99.9997

Votes Against (% of Total Valid Shares) = 0.0003

Resolution 07 – Special Resolution

To approve Directorship of Dr. Kirit S. Parikh as an Independent Director in terms of SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018.

Mode	No. of e-voters	No of Shares held	Invalid		Favour		Against	
			E-voters	No. of votes	E-voters	No. of votes	E-voters	No. of votes
Remote e-voting	135	212,272,205	--	-	130	212,271,035	5	1,170
Insta-poll	62	16,545,796	-	-	62	16,545,796	-	-
TOTAL	197	228,818,001	-	-	192	228,816,831	5	1,170

Total Valid Votes (Total Shares less Invalid Votes) = 228,818,001

Votes in Favour (% of Total Valid Shares) = 99.9994

Votes Against (% of Total Valid Shares) = 0.0006

- All the papers relating to voting by electronic means shall remain in the safe custody of the Scrutinizer until the Chairman, or any other person authorised by the Chairperson, considers, approves and signs the minutes of AGM and thereafter, the Scrutinizer shall hand over the related papers to the Company
- Based on the above voting, all resolutions carried on with requisite majority, accordingly we request the Chairman of the Sixty Second AGM, to announce the result of the meeting.

For VKC & Associates

(Company Secretaries)



CS Vineet K Chaudhary

Scrutinizer

Membership No:- 5327

C.P. No:- 4548

Dated: 25.07.2018

Place: Delhi


Signed by Chairman of the Meeting/Authorised Person