

CONSOLIDATED REPORT OF THE SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended)

To,

The Chairperson,
Orient Green Power Company Limited,
Bascon Futura SV, 4th Floor, No.10/1,
Venkatanarayana Road,
T.Nagar,
Chennai - 600017

Sub: Consolidated Scrutinizer's Report of the Remote E-Voting and E-Voting conducted at the 14th Annual General Meeting (AGM) of Orient Green Power Company Limited, held on Wednesday, September 22, 2021 at 11:00 AM held through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).

1. I, **M. Alagar, Practising Company Secretary (COP No.8196)**, have been appointed as the Scrutinizer by the Board of Directors of **Orient Green Power Company Limited ("the Company") for the Annual General meeting held on Wednesday, September 22, 2021 at 11:00 AM held through Video Conferencing / Other Audio Visual Means**, pursuant to Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of SEBI (LODR) Regulations, 2015 to conduct the Remote E-Voting for passing the items on the agenda as contained in the AGM Notice dated May 28, 2021 of the 14th Annual General Meeting ("**AGM**") of the Equity Shareholders of the Company.
2. In view of the continuing COVID-19 global pandemic, the Ministry of Corporate Affairs vide its Circular No.20/2020 dated May 05, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No.17/2020 dated April 13, 2020 followed by Circular No.02/2021 dated January 13, 2021 (collectively referred to as "**MCA Circulars**") has permitted conducting of Annual General Meeting of the Company through Video Conferencing ("**VC**") or Other Audio Visual Means ("**OAVM**") without the physical presence of the members for the meeting at a common venue. Since the AGM is held in pursuance of the above-mentioned circulars, the physical presence of the members has been dispensed with and the facility for appointment of proxies by the members was also dispensed with.

Members attended the meeting through VC or OAVM had been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
3. The management of the Company is responsible to ensure compliance with the requirements of the following for conducting the AGM of the Company through VC / OAVM:



- i. The Companies Act, 2013 and the rules made thereunder and the Circulars published by Ministry of Corporate Affairs (MCA) in this regard.
 - ii. SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to Remote E-Voting and E-Voting at the AGM on the resolutions contained in the Notice calling the AGM.
4. The Company had availed the voting facility offered by Central Depository Securities Limited (CDSL), for conducting Remote E-voting and E-voting at the AGM, to enable the members to exercise their right to vote by electronic means.
 5. My Responsibility as a scrutinizer for the voting process is restricted to preparing a Scrutinizer Report on the votes cast "in favour" or "against" the resolution(s) based on the reports generated from the E-Voting system provided by the Central Depository Services (India) Limited, (CDSL).
 6. The Shareholders of the Company holding shares as on the "**Cut-off**" date of (i.e. on Thursday, 16th September 2021) were entitled to vote on the resolution as set out in the AGM Notice.
 7. The remote E-Voting commenced on Saturday, 18th September 2021 at 10.00 A.M. and ended on Tuesday, 21st September 2021 at 5:00 PM (IST) and the CDSL E-Voting platform was closed in due time. After declaration of voting by the Chairperson, the shareholders present at the AGM through VC / OAVM voted through e-voting facility provided by CDSL at the AGM.
 8. The shareholders who had voted by remote e-voting through the facility provided by CDSL had been blocked and only those members who were present at the AGM through VC and who had not voted on remote E-Voting were allowed to cast their votes through E-Voting system during the AGM.
 9. After closure of E-Voting at the AGM, the votes cast through E-Voting at the AGM and through remote E-Voting prior to the date of AGM were unblocked in the presence of two witnesses, who are not in the employment of the company. The e-voting data/results downloaded from the e-voting system of CDSL were scrutinized and reviewed, the votes were counted, and the results were prepared.
 10. Based on the data downloaded from CDSL e-voting system, the total votes cast in "favour" or "against" on all the resolutions proposed in the Notice of the AGM are submitted by me as under:

Resolution No.1

To consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, the Report of the Auditors thereon and Report of the Board of Directors (**Ordinary Resolution**)

| S.No | Particulars | Total | Assent | Dissent |
|------|------------------------------|-----------|-----------|---------|
| 1. | Number of members voting | 352 | 317 | 35 |
| 2. | Number of votes cast by them | 399560332 | 397752143 | 1808189 |
| 3. | % of votes cast | 100 | 99.55 | 0.45 |



RESULT:

I report that the Ordinary Resolution with regard to Resolution No.1 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.

Resolution No.2

To appoint a Director in the place of Mr. R Sundararajan, (DIN: 00498404) who retires by rotation and being eligible offers himself for re-appointment. **(Ordinary Resolution)**

| S.No | Particulars | Total | Assent | Dissent |
|------|------------------------------|-----------|-----------|---------|
| 1. | Number of members voting | 351 | 263 | 88 |
| 2. | Number of votes cast by them | 399555589 | 397667343 | 1888246 |
| 3. | % of votes cast | 100 | 99.53 | 0.47 |

RESULT:

I report that the Ordinary Resolution with regard to Resolution No.2 as set out in the Notice of the AGM has been passed by members through E-Voting at the AGM and remote e-voting with requisite majority.

You may accordingly declare the result of the remote E-Voting and E-Voting during the AGM.

Voting details as required under Regulation 44 of SEBI LODR is enclosed as **Annexure I** of this report.

The Electronic data and relevant records relating to Remote e-voting/E-voting at the AGM shall remain in our safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Thanking you,

Yours truly,

For **M.Alagar & Associates**



M.Alagar

F.C.S. - 7488

C.P No. 8196

UDIN: F007488C000986477



Date: September 22, 2021

Place: Chennai