

## 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,**  
4th Floor, Sigappi Achi Building,  
18/3 Rukmini Lakshmi pathi Road,  
Egmore,  
**Chennai-600008.**

**Sub: Consolidated Scrutinizer's Report of the Remote E-Voting and E-Voting conducted at the 13<sup>th</sup> Annual General Meeting (AGM) of Orient Green Power Company Limited held on Friday, September 25, 2020 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 Friday, September 25, 2020 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 August 11, 2020 of the 13<sup>th</sup> 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 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 Friday, September 18, 2020) were entitled to vote on the resolution as set out in the AGM Notice.
  7. The remote E-Voting commenced on Tuesday, 22<sup>nd</sup> September, 2020, 10:00 AM (IST) and ended on Thursday, 24<sup>th</sup> September, 2020 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 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 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 Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, 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	123	108	15
2.	Number of votes cast by them	418542114	418399149	142965
3.	% of votes cast	<b>100%</b>	<b>99.97%</b>	<b>0.03%</b>

**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. T. Shivaraman (DIN: 01312018) 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	123	81	42
2.	Number of votes cast by them	418542114	415957169	2584945
3.	% of votes cast	<b>100%</b>	<b>99.38%</b>	<b>0.62%</b>

**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.

**Resolution No.3**

Re-appointment of Mr.N.Rangachary (DIN:00054437) as Independent Director - **(Special Resolution)**

S.No	Particulars	Total	Assent	Dissent
1.	Number of members voting	123	82	41
2.	Number of votes cast by them	418542114	415959169	2582945
3.	% of votes cast	<b>100%</b>	<b>99.38%</b>	<b>0.62%</b>



**RESULT:**

I report that the Special Resolution with regard to Resolution No.3 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 at 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: F007488B000777785



**Date: September 26, 2020**  
**Place: Chennai**

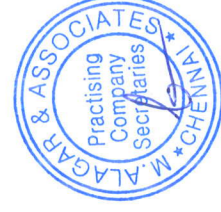
## Orient Green Power Company Limited

1 - Adoption of the standalone and consolidated audited financial statements for the year ended 31st March 2020.

Resolution Required : (Ordinary)

Whether promoter/ promoter group are interested in the agenda/resolution?

Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$
Promoter and Promoter Group	E-Voting	365812640	365812640	100.0000	365812640	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>365812640</b>	<b>100.0000</b>	<b>365812640</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	46870729	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	338040608	52729474	15.5986	52586509	142965	99.7289	0.2711
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>52729474</b>	<b>15.5986</b>	<b>52586509</b>	<b>142965</b>	<b>99.7289</b>	<b>0.2711</b>
<b>Total</b>		<b>750723977</b>	<b>418542114</b>	<b>55.7518</b>	<b>418399149</b>	<b>142965</b>	<b>99.9658</b>	<b>0.0342</b>



## Orient Green Power Company Limited

Resolution Required : (Ordinary)									
2 - Re-appointment of Mr. T. Shivaraman (DIN: 01312018) as Director.									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$	
Promoter and Promoter Group	E-Voting		365812640	100.0000	365812640	0	100.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	365812640							
	<b>Total</b>		<b>365812640</b>	<b>100.0000</b>	<b>365812640</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	46870729							
	<b>Total</b>								
Public Non Institutions	E-Voting		52729474	15.5986	50144529	2584945	95.0977	4.9023	
	Poll		0	0.0000	0	0	0.0000	0.0000	
	Postal Ballot	338040608							
	<b>Total</b>		<b>52729474</b>	<b>15.5986</b>	<b>50144529</b>	<b>2584945</b>	<b>95.0977</b>	<b>4.9023</b>	<b>0.0000</b>
<b>Total</b>		<b>750723977</b>	<b>418542114</b>	<b>55.7518</b>	<b>415957169</b>	<b>2584945</b>	<b>99.3824</b>	<b>0.6176</b>	



## Orient Green Power Company Limited

Resolution Required : (Special)										
3 - Re-appointment of Mr. N. Rangachary (DIN: 00054437) as an Independent Director.										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No. of shares held [1]	No. of votes polled [2]	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes – in favour [4]	No. of Votes –Against [5]	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$		
Promoter and Promoter Group	E-Voting		365812640	100.0000	365812640	0	100.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	365812640	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>365812640</b>	<b>100.0000</b>	<b>365812640</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Institutions	E-Voting		0	0.0000	0	0	0.0000	0.0000		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	46870729	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0.0000</b>	
Public Non Institutions	E-Voting		52729474	15.5986	50146529	2582945	95.1015	4.8985		
	Poll		0	0.0000	0	0	0.0000	0.0000		
	Postal Ballot	338040608	0	0.0000	0	0	0.0000	0.0000		
	<b>Total</b>		<b>52729474</b>	<b>15.5986</b>	<b>50146529</b>	<b>2582945</b>	<b>95.1015</b>	<b>4.8985</b>	<b>4.8985</b>	
<b>Total</b>		<b>750723977</b>	<b>418542114</b>	<b>55.7518</b>	<b>415959169</b>	<b>2582945</b>	<b>99.3829</b>	<b>0.6171</b>		

