



A. Mohan Kumar, B.A., B.L., F.C.S., ACMA.,
Practising Company Secretary

COMBINED SCRUTINIZER REPORT POSTAL BALLOT CUM E-VOTING

OF

ORIENT GREEN POWER COMPANY LIMITED

To,
THE MANAGING DIRECTOR
ORIENT GREEN POWER COMPANY LIMITED,
Sigappi Achi Building, 4th floor,
18/3, Rukmani Lakshmi pathy salai
Egmore Chennai

Dear Sir,

SUB: PASSING OF RESOLUTIONS THROUGH POSTAL BALLOT IN TERMS OF SEC 110 OF
THE COMPANIES ACT 2013

I, A. Mohan Kumar, Practising Company Secretary, Chennai – 91, have been appointed as a Scrutinizer by the Board of Directors at their meeting held on January 24, 2018 for the purpose of ascertaining the postal ballot process for passing Ordinary/Special Resolutions in respect of items mentioned elsewhere in this 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 and e voting) received from the members of the Company, I submit hereunder:

1.1	The Company on February 05, 2018 completed the dispatch of postal ballot Forms along with self addressed postage pre paid envelope to its members whose e mail ids are not registered with the Company but whose names appeared on the Register of members/ List of beneficiaries as on January 26, 2018 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 email 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 Ltd (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 February 06, 2018 in English Newspaper "Trinity Mirror" & in Tamil Newspaper "Makkal Kural"



Handwritten signature of A. Mohan Kumar

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1.3	In terms of the Public Notice, the last date and time fixed to received the postal Ballot Forms form the members was not later than close of working hours on March 07, 2018 . In case of E voting, members were requested to cast their votes electronically on or before March 07, 2018.
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 January 26, 2018 as maintained by the Company. Votes cast by e voting were matched with 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 March 07, 2018 after Duplicate votes detected were invalidated.
1.7	All Postal ballot forms received and voted cast through e-voting up to 5.00PM on March 07, 2018 , the last date and time fixed by the company for receipt of the forms, were considered for my scrutiny.
1.8	No Envelope contain postal ballot forms were received after 5.00PM on March 07, 2018
1.9	As Per the information provided by the company and 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 resolutions
1	To approve the Issue of Equity Shares of Rs. 10/- each for an amount not exceeding Rs. 13.71 Crores to M/s. SREI Infrastructure Finance Limited on a preferential basis.	Special
2	To ratify and approve the contract and/ or arrangements entered with the SVL Limited during the period for Rs. 28,61,39,797 as Intercorporate Borrowing.	Ordinary
3	To approve the Related Party Transaction of SVL limited value of Rs.10,00,00,000 as inter corporate borrowings	Ordinary

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:



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RESOLUTION 1:

Particulars		Voter count	No of votes	% of voting to the total valid votes
Postal Ballot	Invalid	6	9,081	
	In favour	81	31,684	
	Against	4	2,338	
E - voting	Invalid	0	0	
	In favour	108	54,27,73,150	
	Against	16	6,651	
Total	Invalid	6	9,081	
	In favour	189	54,28,04,834	99.8761%
	Against	20	8,989	0.0017%

Since 54,28,04,834 votes were in favour of aforesaid Special Resolution constituting 99.8761% 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.



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RESOLUTION 2:

Particulars		Voter count	No of votes	% of voting to the total valid votes	
Postal Ballot	Invalid	9	9,506		
	In favour	78	31,439		
	Against	4	2,338		
E - voting	Invalid	0	0		
	In favour	98	27,61,31,423		
	Against	20	11,745		
Total	Invalid	9	9,506		
	In favour	176	27,61,62,862		99.97096%
	Against	24	14,803		0.00536%

Since 27,61,62,862 votes were in favour of aforesaid ordinary Resolution constituting 99.97096 % of the total number net valid votes cast as per summary above (constituting more than 50% majority), I hereby report that the above said resolution is passed as ordinary resolution.



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RESOLUTION 3:

Particulars		Voter count	No of votes	% of voting to the total valid votes
Postal Ballot	Invalid	9	9,506	
	In favour	77	31,139	
	Against	5	2,638	
E - voting	Invalid	0	0	
	In favour	99	27,61,37,623	
	Against	20	11,745	
Total	Invalid	9	9,506	
	In favour	176	27,61,68,762	99.9948%
	Against	25	14,383	0.0052%

Since 27,61,68,762 votes were in favour of aforesaid ordinary Resolution constituting 99.9948 % of the total number net valid votes cast as per summary above (constituting more than 50% majority), I hereby report that the above said resolution is passed as ordinary 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 super vise the postal ballot process.

4. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You.

Yours Faithfully,



A. MOHAN KUMAR
PRACTICING COMPANY SECRETARY
C.P. No. 19145

