



ORIENT GREEN POWER COMPANY LIMITED

6th August 2019

**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: Submission of Scrutinizer Report for the 12th Annual General Meeting of the Company and Intimation under Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, we hereby submit the Scrutinizer Report of Ms. B Chandra, Partner M/s. B Chandra & Associates, Practising Company Secretaries for the remote e- voting and also through ballot conducted at the 12th Annual General Meeting of the Company, held on Monday, August 05, 2019 at 10.05 a.m. at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai 600017.

The details of consolidated voting results of both the 'physical ballot' and the 'remote e-voting' by the shareholders on all the resolutions as set out in the Notice of the 12th AGM is also enclosed in the prescribed format under Regulation 44 (3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

We request you to kindly take the same on record and oblige.

Thanking you.

Yours faithfully,
For Orient Green Power Company Limited

**P Srinivasan
Company Secretary & Compliance Officer**



Encl: as above

FORM NO. MGT - 13

**Report of the Scrutinizer(s) [Pursuant to rule section 108 & 109 of the Companies Act, 2013
and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014 as
amended upto date**

06TH August 2019

To

The Chairman,

of the Annual General Meeting of M/s. Orient Green Power Company Limited held on 05th August, 2019 at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai, Tamil Nadu 600017 at 10:05 AM.

Subject: Voting at Annual General Meeting – Ordinary resolutions under different provisions of the Companies Act, 2013 read with Rules made there under– Voting through electronic means in terms of Section 108 & 109 of the Companies Act, 2013 read with Rule 20 read with Rule 21 of the Companies (Management & Administration) Rules, 2014 as amended till date.

Dear Sir,

I, B Chandra, Practising Company Secretary, having my office at AG3, Ragamalika, No.26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizer as per the Board resolution passed on 29th April 2019, for the purpose of remote e- voting and through ballot, at the Annual General Meeting of M/s.Orient Green Power Company Limited held on 05th August, 2019 at Kamakoti Hall, Sri Krishna Gana Sabha, 20, Maharajapuram Santhanam Road, T.Nagar, Chennai, Tamil Nadu 600017 at 10:05 AM on the below mentioned resolutions, hereby submit my report as under:

- | | |
|----|---|
| a. | Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended upto date, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 10 th July 2019 and to the other shareholders by registered post on the 11 th July 2019 and subsequently, the Notice convening the meeting was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL). |
|----|---|



B Chandra

b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Trinity Mirror" of wide circulation on 12 th July 2019 and in a vernacular newspaper " Makkal Kural" on the same date.
c.	The remote e-voting period commenced on 02.08.2019 at 10:00 A.M. and ended on 04.08.2019 at 05:00 P.M.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 04.08.2019 at 05:00 P.M, the CDSL portal was blocked for voting.
e.	The List of shareholders who cast their votes through remote e-voting were unblocked in the presence of two witnesses on August 05, 2019.
f.	The Corporate members who had participated in the remote e-voting and had provided the scanned copy of the resolution passed at their Board /Power of Attorney for authorization to exercise their votes through e-voting have been taken into account.

At the Annual General Meeting held at the scheduled time, date and venue, the Chairman announced a poll through ballot, taking into account the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date.

The polling papers in **Form MGT-12** as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the one ballot box kept at convenient locations in the Venue.

1. At the time fixed for closing of the poll by the Chairman the ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in our presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid.



B. Chandrasekhar

The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	To consider and adopt the Audited Financial Statements (Standalone and Consolidated Financial Statements), of the Company for the Financial Year ended 31 st March, 2019, and reports of the Board of Directors and Auditors thereon.	Ordinary
2	To approve re-appointment of Mr. P Krishna Kumar as a director liable to retire by rotation.	Ordinary
3	To appoint Ms. Chandra Ramesh as an Independent Director of the company.	Ordinary

On the conclusion of the Annual General Meeting, the votes cast through remote e-voting was unblocked and were available for viewing by the undersigned. The votes cast through e-voting and through ballot in the venue of the Annual General Meeting were duly considered after ignoring duplicates votes cast, if any, pursuant to the extant rules.

A register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights did not arise.

The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.No	Number of members who cast their votes either by e-voting/ poll in the AGM		Number of members who cast their Votes which were valid	Number of members who cast their Votes which were invalid
	ASSENT	DISSENT		
1	44	3	47	1
2	21	26	47	1
3	42	5	47	1



B Chandra

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General information about company

Scrip code	533263
NSE Symbol	GREENPOWER
MSEI Symbol	NA
ISIN	INE999K01014
Name of the company	ENT GREEN POWER COMPANY LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	05-08-2019
Start time of the meeting	10:05 AM
End time of the meeting	11:00 AM

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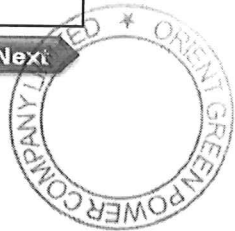
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Scrutinizer Details	
Name of the Scrutinizer	B CHANDRA
Firms Name	B CHANDRA & ASSOCIATES
Qualification	CS
Membership Number	7859
Date of Board Meeting in which appointed	29-04-2019
Date of Issuance of Report to the company	06-08-2019

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P. Srinivasan



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Voting results	
Record date	30-07-2019
Total number of shareholders on record date	32800
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	4
b) Public	1242
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	3
Disclosure of notes on voting results	Add Notes

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Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?		No							
Description of resolution considered		Board of Directors and Auditors thereon							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes 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		365812640	100.0000	365812640	0	100.0000	0.0000	
	Poll	365812640	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0	
	Total	365812640	365812640	100.0000	365812640	0	100.0000	0.0000	
Public- Institutions	E-Voting		13500000	19.3869	13500000	0	100.0000	0.0000	
	Poll	69634709	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0	
	Total	69634709	13500000	19.3869	13500000	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		2373881	0.7530	2373506	375	99.9842	0.0158	
	Poll	315276628	2202	0.0007	102	2100	4.6322	95.3678	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0	
	Total	315276628	2376083	0.7537	2373608	2475	99.8958	0.1042	
	Total	750723977	381688723	50.8428	381686248	2475	99.9994	0.0006	
		Whether resolution is Pass or Not.					Yes		
		Disclosure of notes on resolution					Add Notes		

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	2



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Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary												
Whether promoter/promoter group are interested in the agenda/resolution?		No												
Description of resolution considered														
Category	Mode of voting	No. of shares held	No. of votes polled	(1)	(2)	(3)=[(2)/(1)]*100	No. of votes – in favour	(4)	No. of votes – against	(5)	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	(7)=[(5)/(2)]*100	% of Votes against on votes polled
Promoter and Promoter Group	E-Voting		365812640		365812640	100.0000	365812640	365812640	0	0	100.0000	0.0000	0.0000	
	Poll		0	0	0	0.0000	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0.0000	0	0	0	0	0	0	0	
	Total		365812640	365812640	365812640	100.0000	365812640	365812640	0	0	100.0000	0.0000	0.0000	
Public- Institutions	E-Voting		13500000		13500000	19.3869	13500000	13500000	0	0	100.0000	0.0000	0.0000	
	Poll		0	0	0	0.0000	0	0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0.0000	0	0	0	0	0	0	0	
	Total		69634709	13500000	13500000	19.3869	13500000	13500000	0	0	100.0000	0.0000	0.0000	
Public- Non Institutions	E-Voting		2373881		2373881	0.7530	5792	5792	2368089	2368089	0.2440	99.7560	99.7560	
	Poll		2202	2202	2202	0.0007	102	102	2100	2100	4.6322	95.3678	95.3678	
	Postal Ballot (if applicable)		0	0	0	0.0000	0	0	0	0	0	0	0	
	Total		315276628	2376083	2376083	0.7537	5894	5894	2370189	2370189	0.2481	99.7519	99.7519	
Total		750723977	381688723	381688723	50.8428	379318534	379318534	2370189	2370189	99.3790	0.6210	0.6210		
Whether resolution is Pass or Not.														
Disclosure of notes on resolution														
Add Notes														

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	2



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Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary													
Whether promoter/promoter group are interested in the agenda/resolution?		No													
Description of resolution considered		To appoint Ms. Chandra Ramesh as an Independent Director of the company.													
Category	Mode of voting	No. of shares held	No. of votes polled	(1)	(2)	(3)=[(2)/(1)]*100	No. of votes – in favour	(4)	No. of votes – against	(5)	(6)=[(4)/(2)]*100	% of votes in favour on votes polled	(7)=[(5)/(2)]*100	% of Votes against on votes polled	
Promoter and Promoter Group	E-Voting		365812640		365812640	100.0000	365812640	365812640	0	0	100.0000	0.0000	0.0000		
	Poll		0		0	0.0000	0	0	0	0	0	0	0		
	Postal Ballot (if applicable)		0		0	0.0000	0	0	0	0	0	0	0		
	Total		365812640		365812640	100.0000	365812640	365812640	0	0	100.0000	0.0000	0.0000		
Public- Institutions	E-Voting		13500000		13500000	19.3869	13500000	13500000	0	0	100.0000	0.0000	0.0000		
	Poll		0		0	0.0000	0	0	0	0	0	0	0		
	Postal Ballot (if applicable)		0		0	0.0000	0	0	0	0	0	0	0		
	Total		69634709		13500000	19.3869	13500000	13500000	0	0	100.0000	0.0000	0.0000		
Public- Non Institutions	E-Voting		2373881		2373881	0.7530	2373206	2373206	675	675	99.9716	0.0284	0.0284		
	Poll		2202		2202	0.0007	102	102	2100	2100	4.6322	95.3678	95.3678		
	Postal Ballot (if applicable)		0		0	0.0000	0	0	0	0	0	0	0		
	Total		31527628		2376083	0.7537	2373308	2373308	2775	2775	99.8832	0.1168	0.1168		
	Total		750723977		381688723	50.8428	381685948	381685948	2775	2775	99.9993	0.0007	0.0007		
														Whether resolution is Pass or Not.	
														Yes	
														Disclosure of notes on resolution	
														Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	2

