



ORIENT GREEN POWER COMPANY LIMITED

28<sup>th</sup> March 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, 5<sup>th</sup> Floor,  
Bandra-Kurla Complex,  
Mumbai-400 051  
Scrip Code: GREENPOWER

Dear Sir/Madam,

**Sub: Declaration of voting results of the Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.**

The Company had conducted Postal Ballot for passing of special resolutions pursuant to section 108, section 110 of the Companies Act, 2013, and other applicable sections, if any, read with the relevant rules forming part thereof. The last date for receipt of the postal ballot forms/e-votes was fixed at 26<sup>th</sup> March 2019, IST 17:00.

Ms. B Chandra, Practicing Company Secretary, appointed as scrutinizer for organizing and carrying out the Postal Ballot process, has submitted the Scrutinizer's report (*Annexure – 2*) on postal ballot forms received and the votes cast through Central Depository Services Limited (CDSL) platform till 26<sup>th</sup> March 2019, IST 17:00.

On the basis of the report received from the Scrutinizer, the Company declared that the resolutions as specified in the Postal Ballot Notice dated 24<sup>th</sup> January 2019, were passed with requisite majority.

Further to the above, we herewith enclose the results of the voting of the members of the company in the prescribed format under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), as *Annexure – 1*.

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

Yours faithfully,

**For Orient Green Power Company Limited**

**P Srinivasan**  
**Company Secretary & Compliance Officer**





## ORIENT GREEN POWER COMPANY LIMITED

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### General information about company

Scrip code	533263
NSE Symbol	GREENPOWER
MSEI Symbol	NA
ISIN	INE999K01014
Name of the company	Orient Green Power Company Limited
Type of meeting	Postal Ballot
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	27-03-2019
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details	
Name of the Scrutinizer	Mrs B. Chandra
Firms Name	
Qualification	CS
Membership Number	7859
Date of Board Meeting in which appointed	24-01-2019
Date of Issuance of Report to the company	27-03-2019

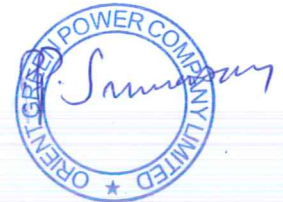
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Voting results	
Record date	15-02-2019
Total number of shareholders on record date	33462
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of resolution passed in the meeting</b>	<b>3</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)														
Resolution required: (Ordinary / Special)														
Special														
Whether promoter/promoter group are interested in the agenda/resolution? No														
Description of resolution considered To Approve for continuation of current term of Mr. N Rangachary as a Chairman, Independent, Non-Executive Director.														
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													
	Poll	365812640	365812640	365812640	365812640	100.0000	365812640	365812640	0	0	100.0000	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0	0	0.0000	0	0	0	0	0	0	0	
	Total	365812640	365812640	365812640	365812640	100.0000	365812640	365812640	0	0	100.0000	100.0000	0.0000	
Public- Institutions	E-Voting													
	Poll	71696217	13500000	13500000	18.8294	0.0000	13500000	13500000	0	0	100.0000	100.0000	0.0000	
	Postal Ballot (if applicable)	0	0	0	0	0.0000	0	0	0	0	0	0	0	
	Total	71696217	13500000	13500000	18.8294	0.0000	13500000	13500000	0	0	100.0000	100.0000	0.0000	
Public- Non Institutions	E-Voting													
	Poll	313215119	2680258	2680258	0.8557	0.0000	2662462	2662462	17796	17796	99.3360	99.3360	0.6640	
	Postal Ballot (if applicable)	0	0	0	0.0000	0.0000	0	0	0	0	0	0	0	
	Total	313215119	2714318	2714318	0.8666	0.0109	31085	2693547	2975	20771	91.2654	91.2654	8.7346	
Total	750723976	382026958	382026958	50.8878	382006187	20771	99.9946	0.0054	0.0054	99.9946	99.9946	0.0054		
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	
Public Institutions	19859871
Public- Non Institutions	7260



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Resolution (2)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
Special									
No									
To Approve re-appointment of Maj. Gen. A L Suri (Retd.) as an Independent Non-Executive Director									
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	0.0000	0	0	0	0	
	Total	365812640	365812640	100.0000	365812640	0	100.0000	0.0000	
Public- Institutions	E-Voting		13500000	18.8294	13500000	0	100.0000	0.0000	
	Poll	71696217	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	71696217	13500000	18.8294	13500000	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		2680258	0.8557	26242	2654016	0.9791	99.0209	
	Poll	313215119	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		33460	0.0107	30435	3025	90.9594	9.0406	
	Total	313215119	2713718	0.8664	56677	2657041	2.0885	97.9115	
Total	Total	750723976	382026358	50.8877	379369317	2657041	99.3045	0.6955	
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	
Public Institutions	19859871
Public - Non Institutions	7610





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Resolution (3)									
Resolution required: (Ordinary / Special)									
Whether promoter/promoter group are interested in the agenda/resolution?									
								Special	
								No	
Description of resolution considered									
Category	Mode of voting	No. of shares held	No. of votes polled	(3)=[(2)/(1)]*100	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)	(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	18.8294	13500000	0	100.0000	0.0000	
	Poll	71696217	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0	0	
	Total	71696217	13500000	18.8294	13500000	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		2680258	0.8557	34832	2645426	1.2996	98.7004	
	Poll	313215119	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)	33460	33460	0.0107	30535	2925	91.2582	8.7418	
	Total	313215119	2713718	0.8664	65367	2648351	2.4088	97.5912	
Total	Total	750723976	382026358	50.8877	379378007	2648351	99.3068	0.6932	
Whether resolution is Pass or Not.									
Disclosure of notes on resolution									
Yes									
Add Notes									

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	19859871
Public - Non Institutions	7610





**B.CHANDRA**  
PRACTISING COMPANY SECRETARIES

AG3 RAGAMALIKA,  
No.26, Kumaran Colony Main Road,  
Vadapalani,  
Chennai - 600026  
REGN NO P2017TN065700

E-mail: bchandra1@gmail.com  
bchandracosecy@gmail.com  
H/P: 9840276313, 9840375053

MARCH 27, 2019

**SCRUTINIZER'S REPORT**

To

The Managing Director,  
ORIENT GREEN POWER COMPANY LIMITED  
Sigappi Achi Building,  
4<sup>th</sup> Floor, 18/3 Rukmini Lakshmi pathi Road,  
Egmore, Chennai-600008.

**Subject: Passing of resolution by means of Postal Ballot in terms of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Amendment Rules, 2015, framed there under with regard to the Special Resolutions of the Companies Act, 2013 (the Act)**

Dear Sir,

Please refer to your letter dated 24.01.2019 appointing me as the Scrutinizer for the purpose of ascertaining the result of the Postal Ballot process for passing Special Resolutions in respect of items mentioned elsewhere in the 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 mode & e voting) received from the members of the Company, I hereby submit my report as under:

1.1	The Company on 23.02.2019 completed the dispatch of Postal Ballot Forms along with self-addressed postage prepaid envelope to its Members whose e mail ids are not registered with the Company but whose name(s) appeared on the Register of Members/list of beneficiaries as on 15.02.2019. 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 e-mail on 22.02.2019 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
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*B. Chandra*







	Depository Limited (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 25 <sup>th</sup> February 2019 in English Newspaper "Trinity Mirror" & in Tamil Newspaper "Makkal Kural".
1.3	In terms of the Public Notice, the last date and time fixed to receive the Postal Ballot Forms from the members was not later than close of working hours on Tuesday, 26 <sup>th</sup> March 2019 (5.00 P.M). In case of E voting, members were requested to cast their votes electronically on or before Tuesday, 26 <sup>th</sup> March 2019 (5.00 P.M)
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 15.2.2019 as maintained by the Company. Votes cast by e voting were matched with the 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 26.03.2019 after 5 P.M. Duplicate votes detected were invalidated.
1.7	All postal ballot forms received and votes cast through e-voting upto 5.00 PM on 26.03.2019, the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
1.8	No Envelope containing postal ballot forms were received after 5.00 PM on 26.03.2019. 37 postal ballot forms were returned undelivered and 2537 emails bounced.
1.9	As per the information provided by the Company and the 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 Resolution
1	To Approve for continuation of current term of Mr. N Rangachary as a Chairman, Independent, Non-Executive Director.	Special
2	To Approve re-appointment of Maj. Gen. A L Suri (Retd.) as an Independent Non-Executive Director	Special
3	To Approve re-appointment of Mr. R Ganapathi as an Independent Non-Executive Director	Special

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.

B. Chandrasekhar  
  


**RESOLUTION No 1 –**

Particulars		Voter Count	No. of Votes	% of voting to total valid votes
Postal ballot	Invalid	4	7260	NA
	In favour	45	31085	91.2654
	Against	5	2975	8.7346
E-voting	Invalid	2	19859871	NA
	In favour	94	381975102	99.9953
	Against	10	17796	0.0047
Total	Invalid	6	19867131	0.0054
	In favour	139	382006187	99.9946
	Against	15	20771	100


Since 382006187 votes were in favour of aforesaid Special Resolution constituting 139 of the total number of 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.

**RESOLUTION No 2 –**

Particulars		Voter Count	No. of Votes	% of voting to total valid votes
Postal ballot	Invalid	6	7610	NA
	In favour	42	30435	90.9593
	Against	6	3025	9.0407
E-voting	Invalid	2	19859871	NA
	In favour	53	379338882	99.3052
	Against	51	2654016	0.6948
Total	Invalid	8	19867481	NA
	In favour	95	379369317	99.3045
	Against	57	2657041	0.6955

Since 379369317 votes were in favour of aforesaid Special Resolution constituting 95 of the total number of 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.

*B. Chandra*



RESOLUTION No 3 –



Particulars		Voter Count	No. of Votes	% of voting to total valid votes
Postal ballot	Invalid	6	7610	NA
	In favour	43	30535	91.2582
	Against	5	2925	8.7418
E-voting	Invalid	2	19859871	NA
	In favour	52	379347472	99.3074
	Against	52	2645426	0.6926
Total	Invalid	<b>8</b>	<b>19867481</b>	NA
	In favour	<b>95</b>	<b>379378007</b>	<b>99.3068</b>
	Against	<b>57</b>	<b>2648351</b>	<b>0.6932</b>

Since 379378007 votes were in favor of aforesaid Special Resolution constituting 95 of the total number of 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.

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 supervise the postal ballot process.
4. You may accordingly declare the result of the voting by Postal Ballot.
5. The Corporate members who had participated in the remote e-voting and had provided the scanned copy of the resolution passed at their Board and Power of Attorney for authorization to exercise their votes through e-voting have been taken into account.

Thanking you,

Yours faithfully,

B Chandra  
Company Secretary in Practice  
CP No. 7859