

To,  
**The General Manager,**  
**National Stock Exchange of India Ltd.,**  
Exchange Plaza,  
Plot No.C/1, G Block  
Bandra-Kurla Complex, Bandra (E),  
Mumbai: 400051, Maharashtra, India.

**Symbol: ORIANA**  
**ISIN: INE0OUT01019**

**Sub.: Voting Results and Scrutinizer's Report on Voting of the Extraordinary General Meeting (EGM) held on Sunday, June 09, 2024.**

Respected Sir,

As per the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company had provided remote e-voting, e-voting facility (during EGM) to its members on the business transacted at the Extraordinary General Meeting of the Company held on Sunday, June 09, 2024, at 01:00 PM (IST) through Video Conferencing (VC)/Other Audio Video Means (OAVM) and further opportunity to members to cast or recast their votes on Agenda No. 02 of the Notice of EGM by sending their votes to Scrutnizer email id, [rassociatenoida@gmail.com](mailto:rassociatenoida@gmail.com).

The Company had appointed Rubina Vohra & Associates, Practicing Company Secretary, as the scrutinizer for the remote e-voting and e-voting facility at the EGM. As per the Scrutinizer's Report, all resolutions as set out in the Notice of Extraordinary General Meeting have been duly approved by the members of the Company.

Please find attached voting results and the Scrutinizer's Report on voting held through e-voting at the Extraordinary General Meeting of the Company.

This is for your information and record.

Thanking You,

Yours faithfully,  
**FOR ORIANA POWER LIMITED**

**Date: June 11,2024**

**Place: Noida**

**Tanvi Singh**  
**Company Secretary & Compliance Officer**  
**Membership No:A69061** ★



**ORIANA POWER LIMITED** (Formerly Known as Oriana Power Private Limited)

**CIN:** L35990DL2013PLC248685, **Website:** [www.orianapower.com](http://www.orianapower.com), **Tel:** +91-120-411-4695

**Registered Office:** Flat No. 412A, Building No. 43, Chiranjiv Tower, Nehru Place, New Delhi, South Delhi-110019.

**Corporate Office:** First Floor, C-103, Sector 2, Noida, Gautam Buddha Nagar, Uttar Pradesh-201301.

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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 increase the Authorised Share Capital of the Company and consequent amendment in the MOA				
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	11780000	11780000	100.0000	11780000	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		11780000	11780000	100.0000	11780000	0	100.0000
Public-Institutions	E-Voting	234500	234500	100.0000	234500	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		234500	234500	100.0000	234500	0	100.0000
Public- Non Institutions	E-Voting	1342450	1342450	100.0000	1342000	450	99.9665	0.0335
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1342450	1342450	100.0000	1342000	450	99.9665
<b>Total</b>		13356950	13356950	100.0000	13356500	450	99.9966	0.0034
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve issuance of upto 1338950 equity shares on Preferential basis to the public				
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	11780000	11780000	100.0000	11780000	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		11780000	11780000	100.0000	11780000	0	100.0000
Public- Institutions	E-Voting	234500	234500	100.0000	234500	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		234500	234500	100.0000	234500	0	100.0000
Public- Non Institutions	E-Voting	1342450	1342450	100.0000	1340800	1650	99.8771	0.1229
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1342450	1342450	100.0000	1340800	1650	99.8771
<b>Total</b>		13356950	13356950	100.0000	13355300	1650	99.9876	0.0124
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To increase the limits of giving loans, making investments or proving securities or guarantee upto 1000 Crores				
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	11780000	11780000	100.0000	11780000	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		11780000	11780000	100.0000	11780000	0	100.0000
Public-Institutions	E-Voting	234500	234500	100.0000	234500	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		234500	234500	100.0000	234500	0	100.0000
Public- Non Institutions	E-Voting	1342450	1342450	100.0000	1341550	900	99.9330	0.0670
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1342450	1342450	100.0000	1341550	900	99.9330
<b>Total</b>		13356950	13356950	100.0000	13356050	900	99.9933	0.0067
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To increase the limit of borrowing of funds upto Rs 1000 Crores				
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	11780000	11780000	100.0000	11780000	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		11780000	11780000	100.0000	11780000	0	100.0000
Public- Institutions	E-Voting	234500	234500	100.0000	234500	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		234500	234500	100.0000	234500	0	100.0000
Public- Non Institutions	E-Voting	1342450	1342450	100.0000	1342000	450	99.9665	0.0335
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1342450	1342450	100.0000	1342000	450	99.9665
<b>Total</b>		13356950	13356950	100.0000	13356500	450	99.9966	0.0034
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve for Creation of Charge/Security on the assets of the Company				
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	11780000	11780000	100.0000	11780000	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		11780000	11780000	100.0000	11780000	0	100.0000
Public- Institutions	E-Voting	234500	234500	100.0000	234500	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		234500	234500	100.0000	234500	0	100.0000
Public- Non Institutions	E-Voting	1342450	1342450	100.0000	1342000	450	99.9665	0.0335
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1342450	1342450	100.0000	1342000	450	99.9665
<b>Total</b>		13356950	13356950	100.0000	13356500	450	99.9966	0.0034
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

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Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve loans, investments, guarantee or security under section 185 of Companies Act, 2013				
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	11780000	11780000	100.0000	11780000	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		11780000	11780000	100.0000	11780000	0	100.0000
Public- Institutions	E-Voting	234500	234500	100.0000	234500	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		234500	234500	100.0000	234500	0	100.0000
Public- Non Institutions	E-Voting	1342450	1342450	100.0000	1341550	900	99.9330	0.0670
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>		1342450	1342450	100.0000	1341550	900	99.9330
<b>Total</b>		13356950	13356950	100.0000	13356050	900	99.9933	0.0067
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



# RUBINA VOHRA & ASSOCIATES

## COMPANY SECRETARIES

### SCRUTINIZER'S REPORT

To,  
Rupal Gupta  
Managing Director  
Oriana Power Limited  
Corp. Office: First Floor, C-103, Sector-2, Noida  
Noida, Uttar Pradesh-201301

**Sub: Scrutinizer's Report on Remote e-Voting conducted for Extraordinary General Meeting held on Sunday, June 09, 2024, at 01.00 PM (IST) in pursuant to the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.**

I, Rubina Vohra, Prop. of M/s Rubina Vohra & Associates, Practicing Company Secretary, was appointed as Scrutinizer by the Board of Directors of **Oriana Power Limited [CIN: L35990DL2013PLC248685]**, for the purpose of scrutinizing the voting process i.e. remote e-voting and e-voting, pertaining to the Extra-Ordinary General Meeting ("EGM") of the Company, under the provisions of Section 108 of the Act, read with the Rules made thereunder and MCA General Circular No. 14/2020 dated 8th April, 2020, MCA Circular No. 17 /2020 dated 13th April, 2020, MCA Circular No. 22/2020 dated 15th June, 2020, MCA Circular No. 33/2020 dated 28th September, 2020, MCA Circular No. 39/2020 dated 31<sup>st</sup> December, 2020, MCA Circular No. 10/2021 dated 23rd June, 2021, MCA Circular No. 20/2021 dated 8th December, 2021, MCA Circular No. 3/2022 dated 5th May, 2022 and MCA Circular No. 09/2023 dated 25th September, 2023 (collectively referred as "MCA Circulars") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and other applicable laws and regulations (including any statutory modifications/ re-enactment



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thereof, for the time being in force) in respect of the resolution as mentioned in EGM notice dated May 18, 2024, for Extraordinary General Meeting of the Company which was held on Sunday, June 09, 2024 through Video Conferencing/ Other Audio Visual Means ("VC/ OAVM").

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of EGM dated May 18, 2024. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated E-voting System provided by the National Securities Depository Limited (NSDL) the authorized agency to provide remote e-voting facilities and engaged by the Company for that purpose.

We submit our report as under:

1. The Company had completed dispatch of the Notice of E-voting through electronic mode on 18<sup>th</sup> May, 2024 to its members, whose name(s) appeared on the Register of Members / list of beneficiaries as on the cut off date, i.e., Monday, June 03, 2024.
2. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorized Agency to provide secured system for E-voting process.
3. The e-voting period remained open from Thursday, June 06, 2024, 09:00 AM (IST) to Saturday, June 08, 2024, 05:00 PM (IST).
4. The shareholders holding shares as on the "cut off date, i.e., Monday, June 03, 2024 were entitled to vote on the proposed resolutions as mentioned in the Notice of E-voting dated 18<sup>th</sup> May, 2024.
5. The Advertisement about the dispatch of E-voting Notice was released in financial express (English edition) and Janata (Hindi edition) on May 20, 2024.



6. I have scrutinized, downloaded and counted the votes casted through remote e-voting facility and their particulars have been recorded in accordance with the Companies (Management and Administration) Rules, 2014; for the purpose of this report.
7. The details containing the list of the shareholders who casted their votes electronically on each of the resolutions was downloaded from the e-voting website of NSDL (<http://www.evoting.nsdl.com>).

**Based on above, I do and hereby submit my Report as under:**

- **Resolution 1: Special Resolution**

**To increase the authorised share capital of the company from Rs. 20,00,00,000 (Twenty Crores) to Rs. 24,50,00,000 (Twenty-Four Crores Fifty Lakhs) and consequent amendment in the memorandum of association**

**I. Voted in favour of the Resolution:**

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
52	13356500	99.9966%

**II. Voted against the Resolution:**

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
1	450	0.0034%



**III. Invalid votes:**

Numbers of Members whose votes were declared invalid	Number of votes cast by Them
Nil	Nil

**• Resolution 2: Special Resolution**

**To consider and approve issuance of upto 1338950 (Thirteen lakh Thirty-Eight Thousand Nine Hundred Fifty equity shares on preferential basis to the public.**

**I. Voted in favour of the Resolution:**

Numbers of Members who casted their votes	Number of votes cast by them	% of Total number of valid votes cast
51	13355300	99.9876%

**II. Voted against the Resolution:**

Numbers of Members who casted their votes	Number of votes cast by them	% of Total number of valid votes cast
2	1650	0.0124%

**III. Invalid votes:**

Numbers of Members whose votes were declared invalid	Number of votes cast by them
Nil	Nil



• **Resolution 3: Special Resolution**

**To increase the limits of giving loans(s), making investment(s) or providing security(ies) or guarantee(s) upto Rs. 1000 crores.**

I. Voted **in favour** of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by them	% of Total number of valid votes cast
51	13356050	99.9933%

II. Voted **against** the Resolution:

Numbers of Members who casted their votes	Number of votes cast by them	% of Total number of valid votes cast
2	900	0.0067%

III. **Invalid** votes:

Numbers of Members whose votes were declared invalid	Number of votes cast by them
Nil	Nil

• **Resolution 4: Special Resolution**

**To increase the limit of borrowing of funds upto Rs 1000 crores**

I. Voted **in favour** of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by them	% of Total number of valid votes cast
52	13356500	99.9966%

II. Voted **against** the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
1	450	0.0034%

III. **Invalid** votes:

Numbers of Members whose votes were declared invalid	Number of votes cast by them
Nil	Nil

• **Resolution 5: Special Resolution**

**To approve for creation of charge/security on the assets of the Company.**

I. Voted **in favour** of the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
52	13356500	99.9966%

II. Voted **against** the Resolution:

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
1	450	0.0034%

III. **Invalid** votes:

Numbers of Members whose votes were declared invalid	Number of votes cast by them
Nil	Nil



- **Resolution 6: Special Resolution**

**To approve loans, investments, guarantees or security under section 185 of the Companies Act, 2013.**

**I. Voted in favour of the Resolution:**

Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
51	13356050	99.9933%

**II. Voted against the Resolution:**

Numbers of Members whocasted their votes	Number of votes cast by Them	% of Total number of valid votes cast
2	900	0.0067%

**III. Invalid votes:**

Numbers of Members whose votes were declared invalid	Number of votes cast by them
Nil	Nil

**The proposed resolutions have therefore been passed with requisite majority by the Shareholders of the Company.**


The Electronic data and other relevant documents/registers/papers and records are under my safe custody and will be handed over to the Company Secretary for the safe custody once the Chairman consider, approve and sign the E-voting Minutes.



Based on the above remote e-voting, I confirm that the resolutions have been approved with the requisite majority, accordingly I request to the Chairman/ or other person authorized by him, to announce the voting result of E-voting.

Thanking You

Yours Faithfully



(Rubina Vohra)

Practicing Company Secretary

FCS-9277

COP No. 10930

UDIN: F009277F000555781

**Scrutinizer appointed by the Board of Directors for the Voting Process.**

**Date: 11.06.2024**

**Place: Noida**