



ORIENT GREEN POWER COMPANY LIMITED

09th March 2018

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: 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 ordinary/ 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 07th March 2018, IST 17:00.

Mr. Mohan Kumar, 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 07th March 2018, IST 17:00.

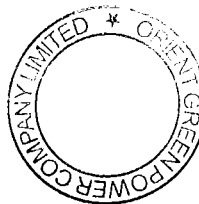
On the basis of the report received from the Scrutinizer, the Company declared that the resolutions as specified in the Postal Ballot Notice dated 24th January 2018, were passed with requisite majority.

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



Encl: as above



ORIENT GREEN POWER COMPANY LIMITED



General information about company	
Scrip code	533263
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)	07-03-2018
Start time of the meeting	
End time of the meeting	







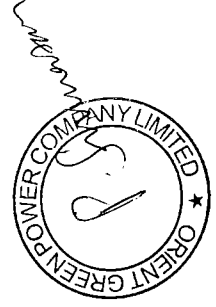
Voting results		
Record date	26-01-2018	
Total number of shareholders on record date	33923	
No. of shareholders present in the meeting either in person or through proxy		
a) Promoters and Promoter group		0
b) Public		0
No. of shareholders attended the meeting through video conferencing		
a) Promoters and Promoter group		0
b) Public		0
No. of resolution passed in the meeting		3
Disclosure of notes on voting results		



Resolution (1)									
Resolution required: (Ordinary / Special)				Special No					
Whether promoter/promoter group are interested in the agenda/resolution?				To approve the Issue of Equity Shares of Rs. 10/- each for an amount not exceeding Rs. 13.71 Crores to M/s. SRE Infrastructure Finance Limited on a preferential basis					
Description of resolution considered									
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		529080573	100.0000	529080573	0	100.0000	0.0000	
	Poll	529080573	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	529080573	529080573	100.0000	529080573	0	100.0000	0.0000	
Public- Institutions	E-Voting		13503000	26.9038	13503000	0	100.0000	0.0000	
	Poll	50189970	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	50189970	13503000	26.9038	13503000	0	100.0000	0.0000	
Public- Non Institutions	E-Voting		196228	0.0464	189577	6651	96.6106	3.3894	
	Poll	422592756	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		34022	0.0081	31684	2338	93.1280	6.8720	
	Total	422592756	230250	0.0545	221261	8989	96.0960	3.9040	
Total		1001863299	542813823	54.1804	542804834	8989	99.9983	0.0017	
Whether resolution is Pass or Not.						Yes			
Disclosure of notes on resolution									

* this fields are optional

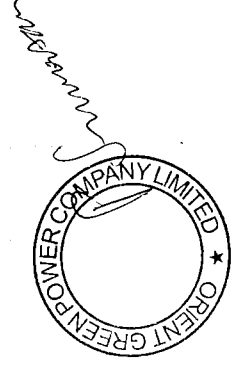
Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	9081



Resolution (2)									
Resolution required: (Ordinary / Special)					Ordinary Yes				
Whether promoter/promoter group are interested in the agenda/resolution?					To Ratify the Related Party Transaction				
Description of resolution considered									
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		262450150	49.6049	262450150	0	100.0000	0.0000	
	Poll	529080573	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	529080573	262450150	49.6049	262450150	0	100.0000	0.0000	
Public- Institutions	E-Voting		13503000	26.9038	13500000	3000	99.9778	0.0222	
	Poll	50189970	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	50189970	13503000	26.9038	13500000	3000	99.9778	0.0222	
Public- Non Institutions	E-Voting		190018	0.0450	181273	8745	95.3978	4.6022	
	Poll	422592759	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		33777	0.0080	31439	2338	93.0781	6.9219	
	Total	422592759	223795	0.0530	212712	11083	95.0477	4.9523	
Total		1001863302	276176945	27.5663	276162862	14083	99.9949	0.0051	
					Whether resolution is Pass or Not.				
					Disclosure of notes on resolution				
					Yes				

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	9506



Resolution (3)									
Resolution required: (Ordinary / Special)				Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?				Yes					
Description of resolution considered				To approve the Related Party Transaction					
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		262450150	49.6049	262450150	0	100.0000	0.0000	
	Poll	529080573	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	529080573	262450150	49.6049	262450150	0	100.0000	0.0000	
Public- Institutions	E-Voting		13503000	26.9038	13500000	3000	99.9778	0.0222	
	Poll	50189970	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	50189970	13503000	26.9038	13500000	3000	99.9778	0.0222	
Public- Non Institutions	E-Voting		196218	0.0464	187473	8745	95.5432	4.4568	
	Poll	422592759	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		33777	0.0080	31139	2638	92.1900	7.8100	
	Total	422592759	229995	0.0544	218612	11383	95.0508	4.9492	
Total		1001863302	276183145	27.5669	276168762	14383	99.9948	0.0052	
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	9506





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 Lakshmipathy 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, Practicing 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

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 Intercompany 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:



[Handwritten signature]

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.



Handwritten signature

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.



Handwritten signature

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

