



# RUBINA VOHRA & ASSOCIATES

## COMPANY SECRETARIES

### CONSOLIDATED SCRUTINIZER REPORT

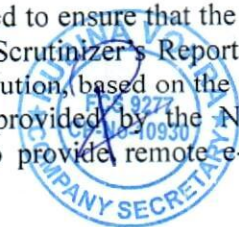
To,  
Rupal Gupta  
Managing Director  
Oriana Power Limited  
*(Formerly known as Oriana Power Private Limited)*  
Corp. Office: Third Floor, Plot No. 19 and 20, Sector-125, Noida  
Amity University, Gautam Buddha Nagar, Dadri,  
Uttar Pradesh, India-201313

**Sub: Consolidated Scrutinizer's Report on Remote E-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended for the 11th Annual General Meeting of Oriana Power Limited (Formerly known as Oriana Power Private Limited), held on Friday, September 27, 2024 at 01:00 P.M. (IST) through video conferencing/ other audio-visual means**

I, Rubina Vohra, Company Secretary in Whole Time Practice, have been appointed as scrutinizer by the Board of Director of the Company vide resolution dated 04/09/2024 for the purpose of scrutinizing the Voting Process in a fair and transparent manner i.e. remote e-voting and e-voting during the 11<sup>th</sup> Annual General Meeting (AGM) under the provision of Section 108 of the Companies Act ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 (as amended from time to time) and in terms of MCA 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 31st 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 Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by SEBI on the resolution mentioned in Notice dated 04/09/2024 for the 11<sup>th</sup> AGM of the Company held on 27<sup>th</sup> Day of September 2024 at 01:00 PM through Video Conferencing / Other Audio Visual Means (OAVM) facility.


The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules thereof including MCA Circulars relating to remote e-voting and e-voting during the 11th Annual General Meeting.

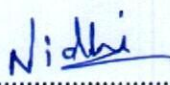
My responsibility as a scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make Scrutinizer's Report of the votes cast in favour or against and invalid votes on the above resolution, based on the reports generated from the Remote E-Voting and 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.

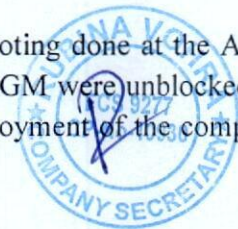


I hereby submit my report as under:

1. The AGM Notice was circulated by the Company to the shareholders whose email addresses are registered with the Company/Depositories as on cut-off date **Friday, 20<sup>th</sup> September, 2024** for convening of AGM of the Company on **Friday, 27<sup>th</sup> September, 2024 at 01:00 P.M. (IST)** through VC / OAVM to transact the business, as set out in the AGM Notice, as stated above, in compliance with the applicable provisions of the Companies Act, 2013 and Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as provided in MCA & SEBI Circular. The dispatch of the Notice of AGM through e-mails was completed on Wednesday, 04<sup>th</sup> September 2024.
2. As prescribed in clause IV of the Circular dated 5th May 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company had released an advertisement prior to sending Notice of AGM to the Members which was published in English in 'Financial Express' and Hindi in 'Jansatta' Newspaper, dated 04<sup>th</sup> September 2024 having wide circulation. The Notice of AGM contained the required information as provided under clause IV (a) to {f) of the said circular.
3. The remote e-voting period commenced on **Tuesday, September 24 2024 at 09:00 A.M. and ended on Thursday, September 26<sup>th</sup>, 2024 at 05:00 P.M.** via e-voting platform on the designated website of National Securities Depository Limited (NSDL), Authorized Agency to provide e- voting facility viz. [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
4. The Advertisement about the dispatch of Notice was released in Financial Express (English edition) and Jansatta (Hindi edition) on 04<sup>th</sup> September 2024.
5. The Company had also provided e-voting facility to the Members present during the AGM to enable those Members to cast their votes, if they had not cast their vote earlier through remote e-voting.
6. The members of the Company whose name were recorded in the Register of Member or in the register of Beneficial owners maintained in the depositories as on the Cut-off date for E-voting **i.e., 20<sup>th</sup> September 2024** were entitled to avail the facility of remote e-voting as well as e-voting at the AGM on the proposed resolution(s) as set out in the Notice dated 04<sup>th</sup> September 2024.
7. On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two witnesses who were not in the employment of the company and were counted.

  
.....  
(Signature of witness)  
(Dipti)

  
.....  
(Signature of witness)  
(Nidhi)



8. The details containing the list of the shareholders who casted their votes through remote e-voting and e-voting during the AGM on each of the resolutions was downloaded from the e-voting website of NSDL (<http://www.evoting.nsdl.com>).
9. I have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
10. No members have voted through both modes i.e., remote e-voting as well as e-voting in the AGM.
11. The results of Remote E-Voting together with the e-voting conducted during the AGM by way of electronic means are as under:

• **Resolution 1: Ordinary Resolution**

To receive, consider and adopt:

- (a) the audited Standalone financial statements of the Company for the financial year ended 31st March, 2024, together with the reports of the Board of Directors and Auditors thereon.
- (b) audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2024, together with the Report of the Auditors thereon.

I. Voted in favour of the Resolution:

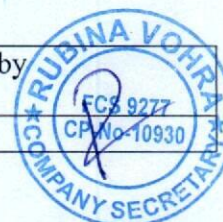
Numbers of Members who casted their votes	Number of votes cast by Them	% of Total number of valid votes cast
41	11454700	100

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
0	0	0

III. Invalid votes:

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



• **Resolution 2: Ordinary Resolution**

To approve the re-appointment of Mr. Parveen Kumar (DIN: 08003302), who retires by rotation and being eligible, offers himself for reappointment as a director 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
40	7677900	100

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
0	0	0

III. **Invalid** votes:

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

• **Resolution 3: Ordinary Resolution**

To ratify the remuneration payable to cost auditors of the company for the financial year ending on 31<sup>st</sup> March 2025.

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
39	11453350	99.98821

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	1350	0.011785

III. **Invalid** votes:

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



• **Resolution 4: Special Resolution**

To approve alteration of main object Clause of the memorandum of Association 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
41	11454700	100

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
0	0	0

III. **Invalid** votes:

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

5. All relevant records and other electronic data and particulars of shareholders related to remote e-voting and e-voting at the AGM will remain in my safe custody until the managing director Consider, approve and signs the minutes of the AGM and the same shall be handed over to the Company Secretary of the Company for safe keeping.

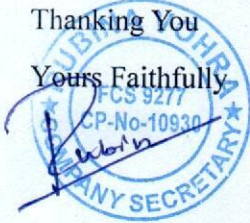


**RESULT**

All the Resolutions mentioned in the AGM Notice dated 04<sup>th</sup> September 2024 as per the details above stands passed under Remote E-voting and voting conducted at AGM electronically with the requisite majority and hence deemed to be passed as on the date of the AGM.

Thanking You

Yours Faithfully



(Rubina Vohra)  
Company Secretary in Whole Time Practice  
FCS-9277  
COP No. 10930  
UDIN: F009277F001364224

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

**Date: 28/09/2024**  
**Place: Noida**

Accepted by:

For Oriana Power Limited

(Rupal Gupta)  
Managing Director