



## SUMMARY OF PROCEEDINGS OF THE 27<sup>th</sup> ANNUAL GENERAL MEETING OF OPERATIONAL ENERGY GROUP INDIA LIMITED UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The 27<sup>th</sup> Annual General meeting of the Company was held on Thursday, 16<sup>th</sup> September 2021 at 11.00 A.M. through two-way Video Conference (VC).

The Meeting commenced at 11.00 A.M. and Mr. S. Ramesh, Executive Chairman & Managing Director of the Company, Chaired the Meeting.

The Company Secretary informed the Members that the meeting was being conducted through Video Conference (VC) due to COVID-19 pandemic prevailing across the globe and social distancing norms being implemented, as per the directions issued by Ministry of Corporate Affairs and SEBI vide their respective circulars.

Company Secretary informed the members that the Statutory Registers under the Companies Act, 2013 are available for inspection by the Members.

The Chairman informed that the requisite quorum for the Meeting was present and declared the Meeting in order. The Quorum was present throughout the Meeting. He informed that the Company had taken all feasible steps to ensure that the shareholders are provided an opportunity to participate in the AGM and vote. He further informed that since there is no physical attendance of the members, the requirement of appointing proxies is not applicable.

The Chairman introduced the Directors and the Auditors. The meeting was attended by all the Directors (including Chairman of Audit Committee, Stakeholders Relationship Committee and Nomination & Remuneration Committee). Mr. G. Vivekanathan- Statutory Auditors, Mr. N. Srinivasan - Internal Auditor, Mr. V. K. Shankaramann - Secretarial Auditor & Mr. S. Sudharsan - Scrutinizer were present at the Meeting. Mr. S. V. Natarajan, the Chief Financial Officer and Ms. Krithika. D. Thakkar, Company Secretary were also present at the Meeting.

The Chairman informed that the Notice along with the Annual Report for the year 2020-21 was already sent to all the shareholders through electronic means on their email IDs registered with the Company. The shareholders were informed that the Auditor's Report & Secretarial Audit Report were unmodified. Notice of the Meeting along with the Report of the Statutory Auditor and Secretarial Auditor were taken as read with the permission of the Members present.

The Chairman gave an overview of the financial and overall performance of the Company for the financial year 2020-21 along with the impact of COVID-19 on the business and operations of the Company. The Chairman also briefed the Members on the industry structure and future outlook.



Registered Office :  
A, 5th Floor, Gokul Arcade - East Wing,  
No. 2 & 2A, Sardar Patel Road, Adyar, Chennai - 600 020.  
Tel. : 044 - 4394 9300 (50 Lines)  
Fax : +91 - 44 - 2442 4156 [www.oegindia.com](http://www.oegindia.com)  
CIN : L40100TN1994PLC028309



The following items of business as set out in the Notice convening the Meeting were taken up for the consideration and approval of the Members:

**Ordinary Business:**

1. To receive, consider and adopt:
  - a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and the Auditors thereon; and
  - b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of Auditors thereon. (Ordinary Resolution)
2. To appoint a Director in place of Mrs. Usha Ramesh who retires by rotation and being eligible, offers herself for re-appointment.

Since the Chairman was interested in Item No. 2 he entrusted the conduct of the proceeding of the above said item to Mr. B. Viswanathan and thereafter resumed the Chair.

**Special Business:**

3. To reappoint Mr. P. Swaminathan as an Independent Director for a second term to hold office for a term of five consecutive years from 16.09.2021 to 15.09.2026, not liable to retire by rotation.
4. To reappoint Mr. B. Viswanathan as an Independent Director for a second term to hold office for a term of one year from 16.09.2021 to 15.09.2022, not liable to retire by rotation.
5. To pay commission as a percentage of net profits to Mr. S. Ramesh, Executive Chairman & Managing Director.

Since the Chairman was interested in Item No. 5 he entrusted the conduct of the proceeding of the above said item to Mr. B. Viswanathan and thereafter resumed the Chair.

The Company Secretary informed the Members present that pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rules made thereunder and the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Members to cast their votes electronically. The remote e-voting commenced at 09.00 A.M. on 13<sup>th</sup> September 2021 and ended at 05.00 P.M. on 15<sup>th</sup> September 2021.





The Company Secretary informed that the Company has also provided the facility of e-voting on all the resolutions during AGM only for the shareholders who had joined the meeting through Video Conference and had not cast vote earlier through remote e-voting. She informed that Mr. S. Sudharsan, Practicing Chartered Accountant, has been appointed as Scrutinizer to conduct the remote e-voting and e-voting during the AGM in a fair and transparent manner. She said that the Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide remote e-voting facility and e-voting during the meeting.

Thereafter, the Company Secretary announced that the results of remote e-voting and e-voting during the meeting along with scrutinizer's report will be placed on the Company's website and the same would be communicated to the Stock Exchanges within 48 hours from the conclusion of the Meeting.

The Company Secretary informed that the Company had provided the shareholders with the facility to register themselves as the speaker to seek any clarification on the resolutions or raise queries through e-mails and that the Company had not received any speaker registrations. Accordingly, there was no question and answer session.

The Meeting concluded at 11.24 A.M. with a vote of thanks to the Chair and to the Members present.

This is for your information and records.

**For Operational Energy Group India Limited.**

*Krithika*  
**Krithika D Thakkar**  
Company Secretary



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