



To  
Listing Department  
Metropolitan Stock Exchange of India Limited  
Vibgyor Towers, 4<sup>th</sup> Floor, Plot No C 62 G – Block,  
Opp. Trident Hotel, Bandrakurla Complex,  
Bandra (E)  
Mumbai – 400 098,  
India.

Date: 24.09.2018

Symbol: OEGIL

Dear Sir,

Sub: Compliance under Regulation 44 (iii) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Scrutinizer Report for AGM held on 21<sup>st</sup> September 2018

Pursuant to 108 of the companies Act, 2013 and rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 please find attached the Scrutinizer's Report for the 24<sup>th</sup> Annual General Meeting held on 21<sup>st</sup> September 2018 at A, 5<sup>th</sup> Floor, Gokul Arcade – East Wing, No 2 & 2A, Sardar Patel Road, Adyar, Chennai – 600 020.

This is for your information and records.

Thanking you,

For Operational Energy Group India Limited

  
S V Natarajan

Chief Executive Officer



**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 : U40100TN1994FLC028309





**MGT-13**

**SCRUTINIZER'S REPORT**

**[Pursuant to Section 108 of the Companies Act,2013 and Companies(Management and Administration)Rules,2014 as amended)**

To,

The Chairman  
OPERATIONAL ENERGY GROUP INDIA LIMITED

I K.KRISHNAMOORTHY, a Company Secretary in Practice having office at 3/7, Ramachandra Road, Pondy Bazaar, T.Nagar, Chennai - 600 017, Tamilnadu, India was appointed as a Scrutinizer by the Board of Directors of **OPERATIONAL ENERGY GROUP INDIA LIMITED** ("the Company") for the purpose of Scrutinizing the e-voting process (remote e-voting) and ballot process in a fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (and amendment Rules, 2015) in respect of resolution(s) proposed at 24<sup>th</sup> Annual General Meeting held on Friday, 21<sup>st</sup> day of September 2018 at the Registered office of the company A, 5<sup>th</sup> Floor, Gokul Arcade – East Wing, No.2& 2A, Sardar Patel Road, Adyar, Chennai – 600020 in the state of Tamil Nadu, India. I submit my report as under:

1. The Management of the Company is responsible to ensure the Compliance of the requirements of the Companies Act, 2013 and Rules relating to e-voting and voting through Ballot for the resolutions proposed in the Notice of the Company. My responsibility as a Scrutinizer is restricted to make a Scrutinizer's Report for the votes cast in "favour or "against" the resolution stated above, based on the reports generated from the e-voting system provided by Central Securities Depository Limited (CSDL), authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and votes casted through ballot forms at the venue of Annual General Meeting in respect of the resolutions considered at the Twenty Fourth Annual General Meeting of the shareholders of the Company.
2. The e-voting period remained open from 18<sup>th</sup> September 2018 at 9.00 A.M. (IST) and ends at 5.00 P.M. on 20<sup>th</sup> September 2018.
3. The member holding shares on the "Cut-Off" date i.e. 14<sup>th</sup> September, 2018 were entitled to vote on the resolutions (Item No. 1 to 4) as set out in the notice of 24<sup>th</sup> Annual General Meeting of the Company.
4. After the time fixed for closing of voting by poll, ballot box was opened in my presence and poll papers were diligently scrutinized. The Ballot papers were reconciled with



the records maintained by the Company/Registrar and Transfer Agents and the authorizations/proxies lodged with the Company. The Ballot papers, which were incomplete/defective have been treated as invalid and kept separately.

5. The votes for remote e-voting process were unblocked on 21<sup>st</sup> September, 2018 in the presence of two witnesses who are not in the employment of the Company. Thereafter, the details containing, inter alia list of equity shareholders, who voted "for" and "against" were downloaded from the e-voting website of CSDL.
6. I Submit the results of remote e-voting and poll as under:

**Resolution No:1**

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements for the financial year ended 31st March, 2018 and Reports of the Directors and Auditors thereon

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	3	2900100	33	9766240	36	12666340	100
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	3	2900100	33	9766240	36	12666340	100

**Resolution No:2**

To appoint a Director in place of Mrs. Usha Ramesh who retires by rotation and being eligible, offers herself for re -appointment.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	3	2900100	33	9766240	36	12666340	100
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	3	2900100	33	9766240	36	12666340	100



**Resolution No:3**

To appoint Statutory Auditors M/s. Padmanabhan Ramani & Ramanujam & fix their remuneration

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	3	2900100	33	9766240	36	12666340	100
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	3	2900100	33	9766240	36	12666340	100

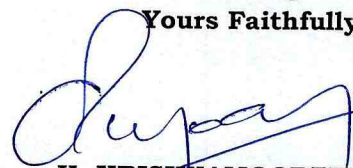
**Resolution No:4**

To Alter the Object Clause of the Memorandum of Association of the Company.

Particulars	No. of votes contained in						Percentage (%)
	Remote E-Voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	3	2900100	33	9766240	36	12666340	100
Dissent	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	3	2900100	33	9766240	36	12666340	100

The electronic data and all other relevant records relating to the e-voting and ballot papers were under my safe custody and will be handed over to the Chairman or Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the proceedings of the Annual General Meeting.

**Thanking You,  
Yours Faithfully,**



**K. KRISHNAMOORTHY**  
Practicing Company Secretary  
Membership No: FCS-3630

Place: Chennai  
Date: September 21, 2018

