

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

Date: 27.09.2019

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 26th September 2019

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 25th Annual General Meeting held on 26th September 2019 at 11.00 A.M. at A, 5th 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

Krithika
Krithika D Thakkar
Company Secretary





**SUDHARSAN ABHISHEK & COMPANY
CHARTERED ACCOUNTANTS**

**FORM NO. MGT.13
SCRUTINIZER'S REPORT**

**[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

To,

The Chairman
OPERATIONAL ENERGY GROUP INDIA LIMITED

I, S. SUDHARSAN, a practicing Chartered Accountant was having office at 7/8 & 9, G1, Jayarams Apts., Baroda 3rd Street, West Mambalam, Chennai – 600 033, appointed as 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 25th Annual General Meeting held on Thursday, 26th September, 2019 at the Registered Office of the company A, 5th Floor, Gokul Arcade, No. 2&2A Sardar Patel Road, Adyar, Chennai – 600 020 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 (CDSI), authorised 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-Fifth Annual General Meeting of the shareholders of the Company.
2. The e-voting period remained open from 23rd September, 2019 at 9.00 A.M. (IST) and ended at 5.00 P.M. on 25th September, 2019.
3. The member holding shares on the "Cut-Off" date i.e., 18th September, 2019 were entitled to vote on the resolutions (Item No. 1 to 3) as set out in the notice of the 25th Annual General Meeting of the Company.

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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 26th September, 2019 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 CDSL.
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, 2019 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	10	3151700	20	8689740	30	11841440	100 ^o o
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	10	3151700	20	8689740	30	11841440	100 ^o o

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	10	3151700	20	8689740	30	11841440	100 ^o o
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	10	3151700	20	8689740	30	11841440	100 ^o o

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Resolution No:3.

To Re-Appointment of Mr. S. Ramesh as the Managing Director

Particulars	No. of votes contained in						Percentage (%)
	Remote e-voting		Ballot Form		Total		
	No.	Votes	No.	Votes	No.	Votes	
Assent	10	3151700	20	8689740	30	11841440	100 ⁰ a
Dissent	-	-	-	-	-	-	-
Invalid	-	-	-	-	-	-	-
Total	10	3151700	20	8689740	30	11841440	100 ⁰ a

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 proceedings of Annual General Meeting.

Thanking You,
Yours Faithfully,



S. SUDHARSAN
Practicing Chartered Accountant
Membership No.: 242792
UDIN : 19242792AAAABH8218

Place: Chennai
Date: 26.09.2019