

Sterlite Power

Sterlite Power Transmission Limited

Registered Office: 4th Floor, Godrej Millennium, 9, Koregaon Road, Pune, Maharashtra – 411001, India

Corporate office: DLF Cyber Park Tower-B, 9th Floor, Udyog Vihar Phase-III, Sector-20, Gurugram-122008, Haryana India

CIN: U74120PN2015PLC156643 | Phone: +91- 124 -4562 000

Email: secretarial.grid@sterlite.com | www.sterlitepower.com

September 28, 2022

Declaration of results of remote e-voting and e-voting at 7th Annual General Meeting of the Company held on September 26, 2022

(Annual General Meeting notice dated August 23, 2022)

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, from time to time, the Company provided remote e-voting and e-voting facilities (collectively referred to as “e-voting”) at the 7th Annual General Meeting of the Company held on September 26, 2022, for seeking approval of the Members/Shareholders of the Company, on the following matters and the result of the e-voting is as under:

Resolution No.	Matter proposed	No. of votes casted in favor	No. of votes casted against	Total valid votes	% of voting in favor	Result
1.	a. To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022, and the reports of the Board of Directors and Statutory Auditors thereon b. To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2022, and the report of the	46756449	319	46756768	99.9993	Passed by requisite majority as an Ordinary Resolution




	Statutory Auditors thereon					
2.	To appoint a director in place of Mr. Pratik Agarwal (DIN: 03040062), who retires by rotation and being eligible, offers himself for re-appointment as a Director, liable to retire by rotation	46756456	454	46756910	99.999	Passed by requisite majority as an Ordinary Resolution
3.	To consider and approve appointment of Mr. Manish Agrawal (DIN - 05298459) - Chief Executive Officer - Infrastructure & Solutions Business of the Company, as a Whole Time Director, for a period of 1 year effective from December 17, 2021, till December 16, 2022 and to fix his overall maximum remuneration	46756452	340	46756792	99.9993	Passed by requisite majority as a Special Resolution
4.	To consider and approve appointment of Ms. Kamaljeet Kaur (DIN - 09625188) - Chief Human Resources Officer of the Company, as a Whole Time Director for a period of 1 year effective from June 29, 2022, till June 28, 2023, and to fix her overall maximum Remuneration	46756547	365	46756912	99.9992	Passed by requisite majority as a Special Resolution
5.	To approve payment of commission to Ms. Haixia Zhao, Independent Director till March 31, 2022	46756214	444	46756658	99.9991	Passed by requisite majority as a Special Resolution
6.	To consider and approve payment of remuneration by way	46756233	1594	46757827	99.9966	Passed by requisite majority as a



	of commission to Independent Directors of the Company for the financial year 2022-23					Special Resolution
7.	To consider and approve the remuneration of the Cost Auditors for financial year 2022-23	46756606	316	46756922	99.9993	Passed by requisite majority as an Ordinary Resolution
8.	To consider and approve the issue of bonus shares out of reserves of the Company	46756669	256	46756925	99.9995	Passed by requisite majority as a Special Resolution

Hence, all the ordinary and special resolutions stated in the Annual General Meeting Notice dated August 23, 2022, have been duly approved by the Members/Shareholders of the Company with requisite majority and the result of e-voting is being declared on September 28, 2022. We are enclosing herewith the report submitted by the Scrutinizer in accordance with Section 108 of the Companies Act, 2013 read with Rules made thereunder, as amended, from time to time.

The result is also being uploaded on the website of the Company www.sterlitepower.com and on the website of our Registrar and Transfer Agent - KFIN Technologies Limited at <https://evoting.kfintech.com>.

This is for your information and records.

Thanking you,
Yours Sincerely,

For Sterlite Power Transmission Limited


Ashok Ganesan
Company Secretary
FCS - 5190



Enclosure: Scrutinizer report dated September 28, 2022

CC:

KFIN Technologies Limited
Selenium, Tower B, Plot no. 31 and 32,
Financial District, Nanakramguda, Serilingampally,
Rangareddi Hyderabad 500032, Telangana, India.

Mehak Gupta & Associates

COMPANY SECRETARIES

Head Office :304, 6A/1, Ganga Chamber, W.E.A.,

Karol Bagh, New Delhi - 110005

Phone Number:- 9953488844, 25710134

Email: mhkgupta18@gmail.com

Website: <https://www.csmehakgupta.in>



SCRUTINIZER'S REPORT

[Pursuant to Section 109 of the Companies Act, 2013 read with Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
Sterlite Power Transmission Limited (CIN: U74120PN2015PLC156643)
DLF Cyber Park Tower-B,
9th Floor, Udyog Vihar Phase-III,
Sector-20, Gurugram-122008, Haryana, India

Sub: Submission of Consolidated Report on Remote E-voting and E-voting at the 7th (Seventh) Annual General Meeting ("AGM") of the Equity Shareholders of Sterlite Power Transmission Limited ("the Company") held on Monday, September 26, 2022, at 3:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Respected Sir,

1. I, CS Mehak Gupta, Company Secretary in Practice (FCS: 10703) and Proprietor of M/s Mehak Gupta & Associates, Company Secretaries, New Delhi has been appointed by the Board of Directors of **Sterlite Power Transmission Limited ("the Company")** as the Scrutinizer in its meeting held on August 23, 2022, to scrutinize the remote e-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(ix) of the Companies (Management and Administration) Rules, 2014 (including the statutory modification and re-enactment(s) thereof ('**Remote e-voting**')); and the e-voting done by the Shareholders of the Company at the 7th Annual General Meeting ("**AGM**") of the Company ('**InstaPoll**') (hereinafter collectively referred to as "**E-voting**") held on Monday, September 26, 2022 at 3:00 P.M. (IST) through video conferencing / other audio visual means ("**VC/OAVM**").

The AGM was held through VC/OAVM pursuant to the General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, and May 05, 2022, respectively, issued by Ministry of Corporate Affairs, Government of India (hereinafter collectively referred to as "**Applicable Circulars**"). The Applicable Circulars provide relaxation to companies to hold its AGM through VC/OAVM including the manner of voting at the meeting.

2. The Scrutinizer is appointed under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, from time to time. As the Scrutinizer, I had scrutinized:



- a. The process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM; and
 - b. InstaPoll at the AGM through electronic voting system.
3. The Management of the Company is responsible to ensure compliance with requirements of the relevant provisions of:
- (i) The Companies Act, 2013 and the rules made thereunder;
 - (ii) The General Circular No. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 02/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021, and May 05, 2022 issued by the Ministry of Corporate Affairs;
 - (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India

relating to the E-voting facility provided to the Shareholders. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

4. My responsibility as a Scrutinizer is restricted to give a consolidated report on votes cast by the Shareholders for the resolutions (businesses) contained in the Notice dated August 23, 2022, through E-voting facility during the AGM; based on the reports generated from the E-voting system provided by the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide E-voting facility and attendant papers/documents furnished to me electronically by the Company and/or KFin Technologies Limited ("**KFin Tech**" or "**Service Provider**") for my verification.

It was informed that Notice dated August 23, 2022, convening the Annual General Meeting along with the statement setting out material facts under Section 102 of the Companies Act, 2013 were sent electronically to the Shareholders of the Company.

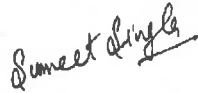
The Consolidated Report on E-voting done through E-voting system by the Shareholders attended through VC/OAVM is submitted as follows:

- (a) The Company had appointed KFin Tech as the Service Provider for the purpose of extending the facility of E-voting system to the Shareholders of the Company who participated in the AGM through VC /OAVM.
- (b) KFin Tech had provided a system for recording the votes of the Shareholders electronically on all the items of the business sought to be transacted at the AGM of the Company.
- (c) KFin Tech had set up electronic voting facility (Remote e-voting and InstaPoll) on their website, <https://evoting.kfintech.com>. The Company had uploaded the AGM notice setting out all the items of the business to be transacted at the meeting, on the website of the Company and on the Service Provider to facilitate their Shareholders to cast their vote through Remote e-voting.
- (d) The Cut-off date for the purposes of identifying the Shareholders who were entitled to vote on the resolutions placed for approval was Monday, September 19, 2022.
- (e) The Remote e-voting period commenced from Thursday, September 22, 2022 (09:00 A.M. IST) and ended on Sunday, September 25, 2022 (05:00 P.M. IST), thereafter, the Remote e-voting module was disabled by the Service Provider.
- (f) On the proposed resolutions at the AGM of the Company, the Chairman allowed to vote electronically through InstaPoll provided on the KFin Tech platform to all those shareholders



who attended the AGM through VC/OAVM but could not cast their votes through Remote e-voting facility.

- (g) The votes cast electronically through the InstaPoll provided by the Service Provider and the votes cast through Remote e-voting facility were simultaneously unblocked after the conclusion of the Meeting, by me as a Scrutinizer in the presence of Mr. Sumeet Singla and Mr. Kunal Gupta who acted as the witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20 of the Companies (Management & Administration) Rules, 2014. They are not in employment with the Company. They have signed below in confirmation of the votes being unblocked in their presence:



(Sumeet Singla - Witness No 1)



(Kunal Gupta- Witness No 2)

- (h) For the purpose of considering the total votes cast by the Shareholders, the votes cast through InstaPoll at the AGM were counted and thereafter, the votes cast through Remote e-voting were tabulated.
- (i) The Register, all other papers and relevant records relating to E-voting shall remain in our safe custody until the Chairman considers, approves and sign the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary of the Company for safe keeping.
- (j) I submit herewith the Consolidated Scrutinizer's Report on the results of the Remote e-voting and InstaPoll, based on the reports generated by KFin Tech the facilitator, scrutinized and relied upon by me as under:

Note:

- Percentage of votes cast in favour or against the resolutions are calculated based on the valid votes cast (excluding abstain votes) through E-voting.
- 48 (Forty eight) shareholders were present at the Meeting.

ORDINARY BUSINESS:

1. Item No. 1 of the Notice (As an Ordinary Resolution)

(a) To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2022 and the report of Board of Directors thereto and report of Auditors thereon.

(b) To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2022 and the report of the Auditors thereon.

Particulars	Votes cast in favour	Votes cast against	Total Valid Votes	Abstain votes	Less Voted



	No. of share holders	No. of votes	%age	No. of share holders	No. of votes	%age	No. of votes	%age	No. of shareholders	No. of votes	No. of Votes
Remote E-voting	179	46754 271	99.99 93	7	319	0.00 07	46754 590	100	5	1463	3
Insta Poll	5	2178	100	0	0	0	2178	100	0	0	0
Total	184	46756 449	99.99 93	7	319	0.00 07	46756 768	100	5	1463	3

Therefore, the resolution No.1 has been approved with requisite majority.

2. Item No. 2 of the Notice (As an Ordinary Resolution)

To appoint a director in place of Mr. Pratik Agarwal (DIN No: 03040062), who retires by rotation and being eligible offers himself for re-appointment as a Director.

Particulars	Votes cast In favour			Votes cast against			Total Valid Votes		Abstain votes		Less Voted
	No. of share holders	No. of votes	%age	No. of share holders	No. of votes	%age	No. of votes	%age	No. of shareholders	No. of votes	No. of Votes
Remote E-voting	177	46754 278	99.99 9	9	454	0.00 1	46754 732	100	5	1321	3
Insta Poll	5	2178	100	0	0	0	2178	100	0	0	0
Total	182	46756 456	99.99 9	9	454	0.00 1	46756 910	100	5	1321	3

Therefore, the resolution No. 2 has been approved with requisite majority.

SPECIAL BUSINESS:

3. Item No. 3 of the Notice (As a Special Resolution)

To consider and approve appointment of Mr. Manish Agrawal (DIN - 05298459) - Chief Executive Officer - Infrastructure & Solutions Business of the Company, as a Whole Time Director, for a period of 1 year effective from December 17, 2021, till December 16, 2022 and to fix his overall maximum remuneration.



Particulars	Votes cast In favour			Votes cast against			Total Valid Votes		Abstain votes		Less Voted
	No. of shareholders	No. of votes	%age	No. of shareholders	No. of votes	%age	No. of votes	%age	No. of shareholders	No. of votes	No. of Votes
Remote E-voting	177	46754 274	99.99 93	9	340	0.00 07	46754 614	100	5	1439	3
Insta Poll	5	2178	100	0	0	0	2178	100	0	0	0
Total	182	46756 452	99.99 93	9	340	0.00 07	46756 792	100	5	1439	3

Therefore, the resolution No. 3 has been approved with requisite majority.

4. Item No. 4 of the Notice (As a Special Resolution)

To consider and approve appointment of Ms. Kamaljeet Kaur (DIN - 09625188) - Chief Human Resources Officer of the Company, as a Whole Time Director for a period of 1 year effective from June 29, 2022, till June 28, 2023, and to fix her overall maximum remuneration.

Particulars	Votes cast In favour			Votes cast against			Total Valid Votes		Abstain votes		Less Voted
	No. of shareholders	No. of votes	%age	No. of shareholders	No. of votes	%age	No. of votes	%age	No. of shareholders	No. of votes	No. of Votes
Remote E-voting	177	46754 369	99.99 92	10	365	0.00 08	46754 734	100	4	1319	3
Insta Poll	5	2178	100	0	0	0	2178	100	0	0	0
Total	182	46756 547	99.99 92	10	365	0.00 08	46756 912	100	4	1319	3

Therefore, the resolution No.4 has been approved with requisite majority.



5. Item No. 5 of the Notice (As a Special Resolution)

To approve payment of commission to Ms. Haixia Zhao, Independent Director.

Particulars	Votes cast In favour			Votes cast against			Total Valid Votes		Abstain votes		Less Voted
	No. of shareholders	No. of votes	%age	No. of shareholders	No. of votes	%age	No. of votes	%age	No. of shareholders	No. of votes	No. of Votes
Remote E-voting	173	46754036	99.9991	13	444	0.0009	46754480	100	5	1573	3
Insta Poll	5	2178	100	0	0	0	2178	100	0	0	0
Total	178	46756214	99.9991	13	444	0.0009	46756658	100	5	1573	3

Therefore, the resolution No. 5 has been approved with requisite majority.

6. Item No. 6 of the Notice (As a Special Resolution)

To consider and approve payment of remuneration by way of commission to Independent Directors of the Company for the financial year 2022-23.

Particulars	Votes cast In favour			Votes cast against			Total Valid Votes		Abstain votes		Less Voted
	No. of shareholders	No. of votes	%age	No. of shareholders	No. of votes	%age	No. of votes	%age	No. of shareholders	No. of votes	No. of Votes
Remote E-voting	175	46754055	99.9966	12	1594	0.0034	46755649	100	4	404	3
Insta Poll	5	2178	100	0	0	0	2178	100	0	0	0
Total	180	46756233	99.9966	12	1594	0.0034	46757827	100	4	404	3



Therefore, the resolution No. 6 has been approved with requisite majority.

7. Item No. 7 of the Notice (As an Ordinary Resolution)

To consider and approve the remuneration of the Cost Auditors for financial year 2022-23.

Particulars	Votes cast in favour			Votes cast against			Total Valid Votes		Abstain votes		Less Voted
	No. of shareholders	No. of votes	%age	No. of shareholders	No. of votes	%age	No. of votes	%age	No. of shareholders	No. of votes	No. of Votes
Remote E-voting	180	46754 428	99.99 93	8	316	0.00 07	46754 744	100	3	1309	3
Insta Poll	5	2178	100	0	0	0	2178	100	0	0	0
Total	185	46756 606	99.99 93	8	316	0.00 07	46756 922	100	3	1309	3

Therefore, the resolution No. 7 has been approved with requisite majority.

8. Item No. 8 of the Notice (As a Special Resolution)

To consider and approve the Issue of bonus shares out of reserves of the Company.

Particulars	Votes cast in favour			Votes cast against			Total Valid Votes		Abstain votes	
	No. of shareholders	No. of votes	%age	No. of shareholders	No. of votes	%age	No. of votes	%age	No. of shareholders	No. of votes
Remote E-voting	182	46754 491	99.99 95	6	256	0.00 05	46754 747	100	3	1309
InstaPoll	5	2178	100	0	0	0	2178	100	0	0
Total	187	46756 669	99.99 95	6	256	0.00 05	46756 925	100	3	1309

Therefore, the resolution No. 8 has been approved with requisite majority.

All the Resolutions mentioned in the Notice of the AGM as per the details above, stand passed through E-voting by the Shareholders of the Company at the AGM with the requisite majority and hence deemed to have been passed at the AGM.



I hereby confirm that, I have maintained the electronic voting data downloaded and made available by the Service Provider, in respect of the votes cast through E-voting by the Shareholders of the Company at the Annual General Meeting.

All the relevant records relating to E-voting will remain in my custody until the Chairman considers, approves and signs the minutes of the AGM and the same shall be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,
Yours Faithfully,

Place: New Delhi

Date & Time: September 28, 2022 at 03:00 P.M.



A handwritten signature in black ink, appearing to read "Mehak Gupta".

Mehak Gupta
FCS 10703
COP 15013

Peer Review No. 1643/2022
For Mehak Gupta & Associates
Company Secretaries
Scrutinizer
UDIN: F010703D001055208

A handwritten signature in black ink, appearing to read "Ashok Ganesan". To its right is a circular blue stamp with the text "TERLITE POWER TRANSMISSION LIMITED" around the perimeter.

Counter sign by Ashok Ganesan – Company Secretary
[in terms of the requirements of Rule 20(4) (xii).]

