



**Sterlite Power Transmission Limited**

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**Declaration of results of e-voting including remote e-voting at the 6<sup>th</sup> Annual General Meeting of Sterlite Power Transmission Limited held on September 29, 2021**

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, the Company provided e-voting including remote e-voting (*collectively referred to as “e-voting”*) at the 6<sup>th</sup> Annual General Meeting held on September 29, 2021 (“**Annual General Meeting**”) in respect of the resolutions contained in the Notice of Annual General Meeting dated August 30, 2021, for seeking the approval of the shareholders of the Company.

The Board of Directors had appointed Ms. Mehak Gupta, proprietor of M/s Mehak Gupta & Associates, Practicing Company Secretaries, as a Scrutinizer to scrutinize the process of e-voting in a fair and transparent manner.

Based on the Scrutinizer’s report dated October 01, 2021, the details of voting on the following resolutions as set out in the Notice, are furnished as under:

S. No.	Agenda item	No. of votes in favor	No. of votes against	Nature of resolution
1.	(a) To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 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, 2021 and the report of the Auditors thereon.	4,66,50,674	284	Ordinary
2.	To appoint a director in place of Mr. Pravin Agarwal, who retires by rotation and being eligible offers himself for re-appointment.	4,66,50,529	429	Ordinary
3.	Confirmation of interim dividend paid on equity shares as final dividend.	4,66,50,674	284	Ordinary
4.	To consider and approve re-appointment of Statutory Auditors for a	4,66,50,674	284	Ordinary

	period of 4 years			
5.	To consider and approve the remuneration of the Cost Auditors for financial year 2022	4,66,50,674	284	Ordinary
6.	To consider and approve for conversion of loan into equity share capital of the Company	4,66,40,449	10,409	Special
7.	To consider and approve payment of remuneration by way of commission to Independent Directors of the Company.	4,66,48,501	2,397	Special

Therefore, all the resolutions stated above have been duly approved by the Shareholders of the Company with the requisite majority and the results of the e-voting/remote e-voting held at the Annual General Meeting was declared on October 01, 2021.

We are enclosing herewith the report submitted by the Scrutinizer in accordance with section 110 of the Companies Act, 2013 read with Rules made thereunder, as amended from time to time.

Thanking you,

Yours Sincerely,

**For Sterlite Power Transmission Limited**

**Sd/-**  
**Pravin Agarwal**  
**Chairman**  
**DIN: 00022096**

Enclosure: As above

# *Mehak Gupta & Associates*

COMPANY SECRETARIES

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Karol Bagh, New Delhi - 110005

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## 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)

4th Floor, Godrej Millennium

9 Koregaon Road,

Pune, Maharashtra-411001

**Sub: Submission of Consolidated Report on Remote E-voting and E-Voting at the Sixth Annual General Meeting ("AGM") of the Equity Shareholders of Sterlite Power Transmission Limited ("the Company") held on Wednesday, September 29, 2021 at 16:00 hours (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 have been appointed by the Board of Directors of **Sterlite Power Transmission Limited ("the Company")** as the Scrutinizer in the meeting held on August 30, 2021, 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 and pursuant to the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ; and the e-voting done by the members of the Company at the 6<sup>th</sup> Annual General Meeting of the Company held on Wednesday, September 29, 2021 at 04.00 pm ("**AGM**") through video conferencing / other audio visual means (**VC/OAVM**).

The AGM was held through VC/OAVM pursuant to the General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021 respectively, issued by Ministry of Corporate Affairs, Government of India. (hereinafter collectively referred to as "**Applicable Circulars**").

The MCA Circulars provides relaxation to companies to hold its AGM through VC /OAVM including the manner of voting at the meeting, which was warranted on account of the outbreak of COVID-19 pandemic.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the **Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the **Rules**"). As the Scrutinizer, I have to scrutinize:



- a. process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("**remote e-voting**"); and
  - b. process of e-voting at the AGM through electronic voting system ("**e-voting**").
3. The Management of the Company is responsible to ensure compliances with requirements of the relevant provisions of:
    - (i) The Companies Act, 2013 and the rules made thereunder
    - (ii) In terms of the General Circular No. 14/2020, 17/2020, 20/2020 and 02/2021 dated April 8, 2020, April 13, 2020, May 5, 2020 and January 13, 2021
    - (iii) Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India

relating to the E-voting facility to the Shareholders during the Annual General Meeting and Remote E-Voting. 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 Members for the resolutions (Businesses) contained in the Notice dated August 30, 2021, through Remote E-voting and 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 KFinTech for my verification.

It was informed that Notice dated August 30, 2021 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 Members of the Company.

The Consolidated Report on Remote e-voting as well as E-Voting at the AGM done through E-Voting system by the members attended through VC / OAVM is submitted as follows:

- (a) The Company had appointed KFin Technologies Private Limited ("**KFinTech**") as the Service Provider for the purpose of extending the facility of Remote E-Voting and E-Voting system to the Members of the Company who participated in the AGM through VC /OAVM.
- (b) KFinTech had provided a system for recording the votes of the Members electronically on all the items of the business sought to be transacted at the AGM of the Company, which was held on Wednesday, September 29, 2021.
- (c) KFinTech had set up electronic voting facility (remote e-voting and e-voting at the AGM) on their website, <https://evoting.karvy.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 members to cast their vote through Remote E-Voting.
- (d) The Cut-off date for the purposes of identifying the Members who were entitled to vote on the resolutions placed for approval was Wednesday, September 22, 2021.
- (e) The remote e-voting period commenced from Sunday, September 26, 2021 (9:00 a.m. IST) and ended on Tuesday, September 28, 2021 (5:00 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 e-voting system provided on the KFinTech platform to all those members 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 e-voting system 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 Ms. Karuna Sharma 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)



(Karuna Sharma- Witness No 2)

- (h) For the purpose of considering the total votes cast by the Members, the votes cast through e-voting at the AGM were counted and thereafter, the votes cast through remote e-voting were tabulated through both the mode (remote e-voting and e-voting at the AGM).
- (i) The Register, all other papers and relevant records relating to electronic 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 e-voting, based on the reports generated by Kfintech 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 through remote e-voting and e-voting at the AGM.
- Thirty-seven (37) members were present at the Meeting, of which 1 (One) member voted through e-voting at the AGM. Further, 36 members had already voted through remote e-voting and accordingly, we have reported herein below the details in respect of the votes casted through remote e-voting and e-voting.

**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, 2021 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, 2021 and the report of the Auditors thereon**



Particulars	Votes cast in favour			Votes cast against			Abstain votes	
	No. of members	No. of votes	%age	No. of members	No. of votes	%age	No. of members	No. of votes
Remote E-voting	92	46650594	99.9992	3	284	0.0006	1	500
E-voting at the AGM	1	80	0.0002	-	-	-	-	-
<b>Total</b>	<b>93</b>	<b>46650674</b>	<b>99.9994</b>	<b>3</b>	<b>284</b>	<b>0.0006</b>	<b>1</b>	<b>500</b>

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. Pravin Agarwal (DIN No: 00022096), who retires by rotation and being eligible offers himself for re-appointment

Particulars	Votes cast in favour			Votes cast against			Abstain votes	
	No. of members	No. of votes	%age	No. of members	No. of votes	%age	No. of members	No. of votes
Remote E-voting	90	46650449	99.9989	5	429	0.0009	1	500
E-voting at the AGM	1	80	0.0002	-	-	-	-	-
<b>Total</b>	<b>91</b>	<b>46650529</b>	<b>99.9991</b>	<b>5</b>	<b>429</b>	<b>0.0009</b>	<b>1</b>	<b>500</b>

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

## 3. Item No. 3 of the Notice (As an Ordinary Resolution)

Confirmation of interim dividend paid on equity shares as final dividend

Particulars	Votes cast in favour			Votes cast against			Abstain votes	
	No. of members	No. of votes	%age	No. of members	No. of votes	%age	No. of members	No. of votes
Remote E-voting	92	46650594	99.9992	3	284	0.0006	1	500
E-voting at the AGM	1	80	0.0002	-	-	-	-	-
<b>Total</b>	<b>93</b>	<b>46650674</b>	<b>99.9994</b>	<b>3</b>	<b>284</b>	<b>0.0006</b>	<b>1</b>	<b>500</b>

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



4. Item No. 4 of the Notice (As an Ordinary Resolution)

To consider and approve re-appointment of Statutory Auditors for a period of 4 years

Particulars	Votes cast in favour			Votes cast against			Abstain votes	
	No. of members	No. of votes	%age	No. of members	No. of votes	%age	No. of members	No. of votes
Remote E-voting	92	46650594	99.9992	3	284	0.0006	1	500
E-voting at the AGM	1	80	0.0002	-	-	-	-	-
<b>Total</b>	<b>93</b>	<b>46650674</b>	<b>99.9994</b>	<b>3</b>	<b>284</b>	<b>0.0006</b>	<b>1</b>	<b>500</b>

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

**SPECIAL BUSINESS:**

5. Item No. 5 of the Notice (As an Ordinary Resolution)

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

Particulars	Votes cast in favour			Votes cast against			Abstain votes	
	No. of members	No. of votes	%age	No. of members	No. of votes	%age	No. of members	No. of votes
Remote E-voting	92	46650594	99.9992	3	284	0.0006	1	500
E-voting at the AGM	1	80	0.0002	-	-	-	-	-
<b>Total</b>	<b>93</b>	<b>46650674</b>	<b>99.9994</b>	<b>3</b>	<b>284</b>	<b>0.0006</b>	<b>1</b>	<b>500</b>

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 for conversion of loan into equity share capital of the Company**

Particulars	Votes cast in favour			Votes cast against			Abstain votes	
	No. of members	No. of votes	%age	No. of members	No. of votes	%age	No. of members	No. of votes
Remote E-voting	86	46640449	99.9777	8	10329	0.0222	2	600
E-voting at the AGM	-	-	-	1	80	0.0001	-	-
<b>Total</b>	<b>86</b>	<b>46640449</b>	<b>99.9777</b>	<b>9</b>	<b>10409</b>	<b>0.0223</b>	<b>2</b>	<b>600</b>

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

**7. Item No. 7 of the Notice (As a Special Resolution)**

**To consider and approve payment of remuneration by way of commission to Independent Directors of the Company**

Particulars	Votes cast in favour			Votes cast against			Abstain votes	
	No. of members	No. of votes	%age	No. of members	No. of votes	%age	No. of members	No. of votes
Remote E-voting	82	46648421	99.9947	12	2397	0.0051	2	560
E-voting at the AGM	1	80	0.0002	-	-	-	-	-
<b>Total</b>	<b>83</b>	<b>46648501</b>	<b>99.9949</b>	<b>12</b>	<b>2397</b>	<b>0.0051</b>	<b>2</b>	<b>560</b>

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

All the Resolutions mentioned in the Notice of the AGM as per the details above, stand passed through remote e-voting and e-voting by the members 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 remote e-voting and e-voting done by the members of the Company at the Annual General Meeting.





All the relevant records relating to remote e-voting and e-voting at the AGM 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 Chairman / Company Secretary of the Company for safe keeping.

Thanking you,  
Yours Faithfully,

Place: New Delhi

Date & Time 01.10.2021 at 05:00 P.M.



(Mehak Gupta)

FCS 10703

COP 15013

For Mehak Gupta & Associates

Company Secretaries

Scrutinizer

UDIN: F010703C001067352

Counter sign by Ashok Ganesan – Company Secretary

[in terms of the requirements of Rule 20(4) (xii).]