

**Consolidated Scrutiniser's Report on remote e-voting and e-voting at 27th AGM
(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management and Administration) Rules, 2014 (as amended) and
Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements)
Regulations 2015 (as amended)**

To,
The Chairman of
27th Annual General Meeting of
Jaiprakash Power Ventures Limited
Complex of Jaypee Nigrie Super Thermal Power Plant,
Nigrie, Tehsil Sarai, District Singrauli – 486669
Madhya Pradesh

Sub. : Consolidated Report of the Scrutiniser and Alternate Scrutiniser on remote e-voting carried out during Wednesday, 21st September, 2022 (09:00 A.M.) to Friday 23rd September, 2022 (05:00 P.M.) and e -voting at AGM conducted at 27th Annual General Meeting of Jaiprakash Power Ventures Limited held on Saturday, 24th September, 2022 at 11:30 A.M. through Video Conferencing (VC)/Other Audio Visual Means (OAVM), pursuant to MCA Circular dated 05th May, 2020 read with Circular dated 08th April, 2020, 13th April, 2020. Circular dated 5th May 2020, 13th January, 2021 and 5th May, 2022 respectively issued by Ministry of Corporate Affairs (MCA) (collectively referred to as "MCA Circulars"), Government of India and SEBI Circular dated 12th May, 2020, 15th January, 2021 and 13th May, 2022 and pursuant to the provisions of Sections 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir,

1. We, Vishal Lochan Aggarwal, Practising Company Secretary (Membership No. FCS 7241) and Amit Agrawal, Practising Company Secretary (Membership No. FCS 5311) were appointed as Scrutiniser and Alternate Scrutiniser respectively by the Board of Directors of Jaiprakash Power Ventures Limited ("the Company") for the purpose of:
 - (i) Scrutinising the voting through remote e-voting process 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 ("Rules") and



Vishal Aggarwal



Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

- (ii) Scrutinising the e-voting at the AGM in the fair and transparent manner under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, on the resolutions contained in the notice to the 27th Annual General Meeting (“AGM”) of the Members of the Company, held on 24th September, 2022 through Video Conferencing / Other Audio Visual Means at 11:30 A.M.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to remote e-voting and e-voting at AGM on the resolutions contained in the Notice to the 27th AGM of the Members of the Company.
3. Our responsibility as a Scrutiniser and Alternate Scrutiniser for the remote e-voting process and for e-voting at the AGM is restricted to make a Scrutiniser’s report of the votes cast in “Favour” or “Against” the resolutions stated in notice of the AGM, based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting conducted at the 27th AGM.
4. In terms of Section 47 of the Companies Act, 2013, where the dividend in respect of a class of preference shares has not been paid for a period of two years or more, such class of preference shareholders shall have a right to vote on all the resolutions placed before the company. Accordingly, the Notice was also sent to the members holding preference shares of the Company alongwith the notices sent to the equity shareholders. Further the voting of preference shareholders is also counted for ascertaining whether the resolution has been passed.
5. Further for the above, we submit our report as under:
 - (i) The notice dated 09 August, 2022, convening the 27th AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated 05th May, 2020 read with Circular dated 08th April, 2020, 13th April, 2020. Circular dated 5th May 2020, 13th January, 2021 and 5th May, 2022 respectively issued by Ministry of Corporate Affairs



(MCA) (collectively referred to as “**MCA Circulars**”), Government of India and SEBI Circular dated 12th May, 2020, 15th January, 2021 and 13th May, 2022.

(ii) The Company had availed the e-voting facility offered by Central Depository Services (India) Limited (CDSL) for conducting remote e-voting and e-voting at AGM by the Shareholders of the Company.

(iii) The voting period for remote e-voting commenced on Wednesday, 21st September, 2022 (09:00 A.M.) and ended on Friday, 23rd September, 2022 (05:00 P.M.) and the CDSL e-voting platform was disabled thereafter.

(iv) The Company had also provided e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not casted their vote earlier.

(v) The shareholders of the Company holding shares as on the “**cut-off**” date of Friday, 16th September, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

(vi) After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

(vii) We have scrutinised and reviewed the remote e-voting prior to AGM and e-voting during the AGM and votes cast therein based on the data downloaded from the CDSL e-voting system.

(viii) We now submit our consolidated report as under on the result of the remote e-voting prior to the AGM and e-voting conducted during the AGM in respect of the said resolutions.

6. Thereafter, as per Rule 20 of Companies (Management and Administration) Rules, 2014, as amended, we submit herewith Consolidated Scrutinisers’ Report on the results of remote e-voting together with that of e-voting at AGM stating total votes cast, valid votes, invalid votes, votes in favour of the Resolutions (No. & %) and votes cast against the Resolutions (No. & %) as per “**Annexure-1**” annexed herewith.

7. The report has been issued at the request of the Company for submission to the Stock Exchanges, to be placed on the website of the Company and website of the RTA. This report is not to be used for any other purpose or to be distributed to any other parties.



Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

8. Based on the above results of voting, all the 8 (Eight) resolutions proposed in the Notice of 27thAGM were carried out with the requisite majority.
9. The relevant records relating e-voting shall remain in our safe custody until the Chairman considers, approves and sign the minutes of the 27thAGM and the same shall thereafter be handed over to the Company Secretary of the Company for safe keeping.

Thanking You,

Yours faithfully

Vishal Aggarwal

CS Vishal Lochan Aggarwal

(Scrutiniser)

C.P. No. 7622

Membership No. FCS 7241

UDIN:F007241D001037292



Amit Agrawal

CS Amit Agrawal

(Alternate Scrutiniser)

C.P. No. 3647

Membership No. FCS 5311

UDIN:F005311D001037232



Date: 24th September, 2022

Countersigned by the Chairman of the meeting

Manoj Gaur

(Manoj Gaur)

[DIN: 00008480]

ITEM 1.

ORDINARY RESOLUTION - TO RECEIVE, CONSIDER AND ADOPT THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022 TOGETHER WITH THE REPORT OF THE BOARD OF DIRECTORS AND THE AUDITORS REPORTS THEREON.

(i) Voted **in favour** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	1784	2,14,10,78,281	92.96
	Preference	3	1,39,35,00,000	100
E-Voting	Equity	20	1,45,502	99.91
	Preference	0	0	0.00
Total		1807	3,53,47,23,783	95.61

(ii) Voted **against** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	129	16,21,23,306	7.04
	Preference	0	0	0.00
E-Voting	Equity	1	126	0.09
	Preference	0	0	0.00
Total		130	16,21,23,432	4.39



(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM 2

ORDINARY RESOLUTION - TO APPOINT A DIRECTOR IN PLACE OF SHRI MANOJ GAUR (DIN: 00008480), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

(i) Voted **in favour** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	1680	2,26,76,23,529	98.01
	Preference	3	1,39,35,00,000	100
E-Voting	Equity	19	1,45,302	99.78
	Preference	0	0	0.00
Total		1702	3,66,12,68,831	98.75

(ii) Voted **against** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	225	4,60,28,528	1.99
	Preference	0	0	0.00



E-Voting	Equity	2	326	0.22
	Preference	0	0	0.00
Total		227	4,60,28,854	1.25

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM 3

ORDINARY RESOLUTION - TO APPOINT A DIRECTOR IN PLACE OF SHRI SUNIL KUMAR SHARMA (DIN:00008125), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

(i) Voted **in favour** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	1,683	2,26,88,57,710	98.04
	Preference	3	1,39,35,00,000	100.00
E-Voting	Equity	19	1,45,302	99.78
	Preference	0	0	0.00
Total		1705	3,66,25,03,012	98.77

(ii) Voted **against** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast



		proxy)		
Remote e-voting	Equity	221	4,52,77,166	1.96
	Preference	0	0	0.00
E-Voting	Equity	2	326	0.22
	Preference	0	0	0.00
Total		223	4,52,77,492	1.23

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM 4

ORDINARY RESOLUTION - TO RE-APPOINT AUDITORS AND FIX THEIR REMUNERATION.

(i) Voted **in favour** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	1,712	2,31,39,19,379	99.98
	Preference	3	1,39,35,00,000	100.00
E-Voting	Equity	20	1,45,502	99.91
	Preference	0	0	0.00
Total		1735	3,70,75,64,881	99.98

(ii) Voted **against** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in	Number of votes cast by them	% of total number of valid votes cast
----------------	----------------	--	------------------------------	---------------------------------------



		person or by proxy)		
Remote e-voting	Equity	192	4,15,839	0.02
	Preference	0	0	0.00
E-Voting	Equity	1	126	0.09
	Preference	0	0	0.00
Total		193	4,15,965	0.01

* Percentage of votes cast against the Resolution are negligible

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM 5

ORDINARY RESOLUTION - RATIFICATION OF REMUNERATION OF COST AUDITORS.

(i) Voted **in favour** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	1,754	2,31,40,44,263	99.99
	Preference	3	1,39,35,00,000	100.00
E-Voting	Equity	20	1,45,502	99.91
	Preference	0	0	0.00
Total		1777	370,76,89,765	99.99

(ii) Voted **against** of the resolution:

Mode of Voting	Type of Shares	Number of members present and	Number of votes cast by them	% of total number of valid votes
----------------	----------------	-------------------------------	------------------------------	----------------------------------



		voting (in person or by proxy)		cast
Remote e-voting	Equity	151	2,95,973	0.01
	Preference	0	0	0.00
E-Voting	Equity	1	126	0.09
	Preference	0	0	0.00
Total		152	2,96,099	0.01

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM 6

SPECIAL RESOLUTION - RE-APPOINTMENT OF SHRI JAGMOHAN GARG AS AN INDEPENDENT DIRECTOR OF THE COMPANY

(i) Voted **in favour** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	1,627	2,13,71,90,956	92.35
	Preference	3	1,39,35,00,000	100.00
E-Voting	Equity	18	1,45,297	99.78
	Preference	0	0	0.00
Total		1,648	3,53,08,36,253	95.22

(ii) Voted **against** of the resolution:

Mode of	Type of Shares	Number of	Number of	% of total
---------	----------------	-----------	-----------	------------



Voting		members present and voting (in person or by proxy)	votes cast by them	number of valid votes cast
Remote e-voting	Equity	274	17,71,48,656	7.65
	Preference	0	0	0.00
E-Voting	Equity	2	326	0.22
	Preference	0	0	0.00
Total		276	17,71,48,982	4.78

(iii) **Invalid votes :**

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM 7

SPECIAL RESOLUTION - REMUNERATION OF SHRI SUREN JAIN, MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER.

(i) Voted **in favour** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	1,688	2,31,08,62,361	99.88
	Preference	3	1,39,35,00,000	100.00
E-Voting	Equity	19	1,45,302	99.78
	Preference	0	0	0.00
Total		1,710	3,70,45,07,663	99.92



(ii) Voted **against** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	211	27,48,981	0.12
	Preference	0	0	0.00
E-Voting	Equity	2	326	0.22
	Preference	0	0	0.00
Total		213	27,49,307	0.08

* Percentage of votes cast against the Resolution are negligible

(iii) **Invalid** votes :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

ITEM 8

SPECIAL RESOLUTION - REMUNERATION OF SHRI PRAVEEN KUMAR SINGH, WHOLE-TIME DIRECTOR

(i) Voted **in favour** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	1,689	2,31,07,97,253	99.86
	Preference	3	1,39,35,00,000	100.00
E-Voting	Equity	18	1,45,202	99.71



	Preference	0	0	0.00
Total		1710	3,70,44,42,455	99.91

(ii) Voted **against** of the resolution:

Mode of Voting	Type of Shares	Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
Remote e-voting	Equity	212	31,91,385	0.14
	Preference	0	0	0.00
E-Voting	Equity	3	426	0.29
	Preference	0	0	0.00
Total		215	31,91,811	0.09

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
0	0

