



GE VERNOVA

## Annexure A

### Resolution No. 1:

To approve payment of additional remuneration to Mr. Prashant Chiranjive Jain (DIN: 06828019), Managing Director of the Company for FY 2023-24 in case of no profits/ inadequate profits

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve payment of additional remuneration to Mr. Prashant Chiranjive Jain (DIN: 06828019), Managing Director of the Company for FY 2023-24 in case of no profits/ inadequate profits				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46102083	46102083	100.0000	46102083	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	46102083	46102083	100.0000	46102083	0	100.0000	0.0000
Public- Institutions	E-Voting	2658553	1900000	71.4674	0	1900000	0.0000	100.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2658553	1900000	71.4674	0	1900000	0.0000	100.0000
Public- Non Institutions	E-Voting	18466835	71738	0.3885	52341	19397	72.9613	27.0387
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	18466835	71738	0.3885	52341	19397	72.9613	27.0387
Total		67227471	48073821	71.5092	46154424	1919397	96.0074	3.9926
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	



GE VERNOVA

## Resolution No. 2

To approve payment of remuneration to Mr. Prashant Chiranjive Jain (DIN: 06828019), Managing Director of the Company for a period of three (3) years from FY 2024-25 to FY 2026-27 in case of no profits/ inadequate profits

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve payment of remuneration to Mr. Prashant Chiranjive Jain (DIN: 06828019), Managing Director of the Company for a period of three (3) years from FY 2024-25 to FY 2026-27 in case of no profits/ inadequate profits				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		46102083	100.0000	46102083	0	100.0000	0.0000
	Poll	46102083	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	46102083	46102083	100.0000	46102083	0	100.0000	0.0000
Public- Institutions	E-Voting		1900000	71.4674	0	1900000	0.0000	100.0000
	Poll	2658553	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2658553	1900000	71.4674	0	1900000	0.0000	100.0000
Public- Non Institutions	E-Voting		71738	0.3885	55838	15900	77.8360	22.1640
	Poll	18466835	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	18466835	71738	0.3885	55838	15900	77.8360	22.1640
Total		67227471	48073821	71.5092	46157921	1915900	96.0147	3.9853
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

**SCRUTINIZER'S REPORT**

To,

**The Chairman**

**GE Power India Limited**

Regus Magnum Business Centers Pvt Ltd, 11th floor,  
Platina, Block G, Plot C-59 BKC, Bandra(E),  
Mumbai, Maharashtra, India, 400051

**Subject: Scrutinizer's Report on Postal Ballot Results (e-voting) conducted in terms of the provisions of Section 108 & 110 of the Companies Act, 2013 ('the Act'), Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 ('the Rules') and other applicable provisions of the Act and Rules made thereunder (including any statutory modification or re-enactment thereof for the time being in force).**

Sir,

I, Hemant Kumar Singh, Partner of Hemant Singh & Associates, Practicing Company Secretaries, was appointed by the Board of Directors of **GE Power India Limited** ("the Company") as Scrutinizer for the purpose of scrutinizing postal ballot voting process, conducted only by way of remote e-voting (hereinafter referred to as 'e-voting') in fair and transparent manner for passing two (2) special resolutions, as set out in the Postal Ballot Notice dated February 28, 2024 and as sent to the members of the Company via email, in terms of inter-alia General Circular No. 20/2020 dated 05 May, 2020 read with General Circular no. 14/2020 dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020 read with other relevant circulars and in continuation with General Circular No. 09/2023 issued by the Ministry of Corporate Affairs ('MCA') on September 25, 2023 and other circulars issued in this respect (collectively referred to as "MCA Circulars"), SEBI circular BI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated 07 October 2023 and Regulation 44 of Listing Regulations, Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment thereof for the time being in force and as amended from time to time)

We hereby submit our report as under:

1. The Company has informed us that, the Company completed the dispatch of the Postal Ballot Notice dated February 28, 2024 by email on February 28, 2024 to the Members whose email IDs were registered with the Company / Registrar & Share Transfer Agent / Depository / Depository Participants and whose names appeared in the Register of Members/List of Beneficial Owners as on Friday, February 23, 2024 (cut-off date) received from the Depositories/ Registrar and Share Transfer Agents.
2. The Company had appointed KFin Technologies Limited (KFin), the Registrar and Transfer Agents of the Company, for the purpose of providing e-voting facility to all its members, as the Authorized Agency.
3. The Company published an advertisement regarding completion of dispatch of Postal Ballot Notice in newspapers viz. Mint (English), Free Press Journal (English) & Nav Shakti (Marathi) on February 29, 2024.



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4. Particulars of Postal Ballot votes (e-voting) received from the members have been entered in the Register maintained separately for the purpose.
5. The list of members who had cast their votes, their holding details and details of vote cast on the resolutions, based on the reports generated by KFin Technologies Limited (KFin), (agency for providing the remote e-voting platform), are kept in our safe custody.
6. Members holding shares of the Company as on Friday, February 23, 2024, ("**the cut-off date**"), were entitled to vote on the two (2) special resolutions as set out in the Postal Ballot Notice dated February 28, 2024.
7. The e-voting facility was kept open from Thursday, February 29, 2024 (0900 hours IST) till Friday, March 29, 2024 (1700 hours IST), both days inclusive.
8. All votes on the resolutions set out in the notice of postal ballot dated February 28, 2024, cast through e-voting platform (<https://evoting.kfintech.com/>) upto 1700 hours on March 29, 2024, were unblocked on March 29, 2024 after 1700 hours in the presence of two witnesses, who are not in the employment of the Company. The details containing the list of Members who voted "for" or "against" the resolution(s) was downloaded from the e-voting portal of KFin and same was considered for our scrutiny.
9. The results of Postal Ballot voting (e-voting) are as under:

**Resolution-1: Special Resolution**

**To approve payment of additional remuneration to Mr. Prashant Chiranjive Jain (DIN: 06828019), Managing Director of the Company for FY 2023-24 in case of no profits/inadequate profits**

- i) Voted **in favour** of the Resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	Percentage of total number of valid votes cast
Voted by Electronic mode	165	46154424	
<b>Total</b>	<b>165</b>	<b>46154424</b>	<b>96.0074</b>

- ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	Percentage of total number of valid votes cast
Voted by Electronic mode	66	1919397	
<b>Total</b>	<b>66</b>	<b>1919397</b>	<b>3.9926</b>

- iii) **Invalid** Votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
6*	5800

\*Abstained from Voting



**Resolution-2: Special Resolution**

**To approve payment of remuneration to Mr. Prashant Chiranjive Jain (DIN: 06828019), Managing Director of the Company for a period of three (3) years from FY 2024-25 to FY 2026-27 in case of no profits/inadequate profits.**

i) Voted **in favour** of the Resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	Percentage of total number of valid votes cast
Voted by Electronic mode	166	46157921	
<b>Total</b>	<b>166</b>	<b>46157921</b>	<b>96.0147</b>

ii) Voted **against** the Resolution:

Mode of Voting	Number of Members voted	Number of votes cast by them	Percentage of total number of valid votes cast
Voted by Electronic mode	65	1915900	
<b>Total</b>	<b>65</b>	<b>1915900</b>	<b>3.9853</b>

iii) **Invalid** Votes:

Total number of members whose votes declared invalid	Total number of votes cast by them
6*	5800

\*Abstained from Voting

10. Based on the above Postal Ballot voting (e-voting), Two (2) Special Resolutions as set out in the Postal Ballot notice dated February 28, 2024 have been approved by requisite majority. Accordingly, we request the Chairman/ Company Secretary to declare the result.

All the relevant records of voting will remain under our safe custody and we shall be handing over the same to the Chairman/Company Secretary of the Company for safe keeping.

For **Hemant Singh & Associates**  
(Company Secretaries)

**Hemant Kumar Singh**  
Partner  
FCS:-6033  
C.P. No. 6370  
UDIN:F006033E003650245



Date: 29.03.2024  
Place: Delhi

Countersigned by