



एनएचपीसी लिमिटेड

(भारत सरकार का उद्यम)

NHPC Limited

(A Government of India Enterprise)

फोन/Phone :_		
दिनांक /Date :	22.09.2016	

संदर्भ सं./Ref. N&H/CS/199

Manager
The Listing Department,
M/s BSE Limited,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai-400001

मैनेजर, लिस्टिंग विभाग, त्रीएसई लिमिटेड पि.जे. टावर्स,दलाल स्ट्रीट, मुंबई- 400 001 Scrip Code: 533098 General Manager
The Listing Department
M/s National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex, Bandra (E),
Mumbaí- 400051

महाप्रबंधक, लिस्टिंग विभाग, नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड एक्सचेंज प्लाजा, बांद्रा कुर्ला कॉम्प्लेक्स, बांद्रा (ई), मुंबई - 400 051 Scrip Code: NHPC EQ

Sub: Proceeding and disclosure of Voting Result of 40th Annual General Meeting विषय: 40 वीं वार्षिक आम बैठक के कृति और मतदान के परिणाम के प्रकटीकरण के संदर्भ में। Sirs/महोदय,

This is to inform that the 40th Annual General Meeting of NHPC Limited held today i.e. 22nd September, 2016 at 11:00 A.M. at MCF Auditorium, NIT, Near B.K. Chowk, Faridabad, Haryana – 121 001. In terms of Regulation 30 of SEBI(Listing Obligations and Disclosure Requirements), Regulation, 2015 (Listing Regulations), proceeding of the 40th Annual General Meeting of Company is hereby submitted as Annexure- I. Further, in terms of Regulation 44(3) of SEBI(Listing Regulation) details regarding voting results in the specified format is submitted herewith in Annexure-II along with scrutinizer reports.

In addition to above, it is to inform that all resolutions set out in the Notice of 40th Annual General Meeting were duly approved by shareholders with requisite majority except agenda No. 13.which was withdrawn vide public advertisement given in Business Standard- English and Hindi dated 7th September, 2016.

It is requested to kindly disseminate the same on your websites.

आप को यह सूचित किया जाता है कि एनएचपीसी लिमिटेड की 40वीं वार्षिक आम बैठक आज यानी दिनांक 22 सितंबर 2016 को मुबह 11:00 बजे एम. सी. एफ. ऑडिटोरियम, बीके चौंक के नजदीक, फरीदाबाद हरियाणा -121001 में हुई | सेबी (लिस्टिंग दायित्वों और प्रकटीकरण आवश्यकताओं), विनियमन, 2015 के नियमन 30 के अनुसार बैठक की proceedings अनुतग्नक – । में संतग्न है | इसके अलावा सेबी (लिस्टिंग दायित्वों और प्रकटीकरण आवश्यकताओं), विनियमन, 2015 के नियमन 44(3) के अनुसार मतदान के परिणाम निर्धारित प्रारूप में अनुतग्नक – ॥ में संवीक्षक (scrutinizer) की रिपोर्ट के साथ संलग्न है |

इसके अलावा यह भी सूचित किया जाता है कि 40वीं वार्षिक आम बैठक के नोटिस में निर्धारित सभी प्रस्तावों (प्रस्ताव संख्या 13 के अतिरिक्त) को शेयरधारकों द्वारा विधिवत अपेक्षित बहुमत के साथ अनुमोदित किया गया । प्रस्ताव संख्या 13 को 7 सितंबर, 2016 के Businees Sandard (अंग्रेजी और हिन्दी) समाचार पत्र में दिए गए विज्ञापन के अनुसार वापिस ले लिए गया था।

कृपया यह सूचना अपनी वैबसाइट पर प्रसारित करें |

धन्यवाद,

भवदीय (विजय गुप्ता) कंपनी सचिव

CIN: L40101HR1975GOI032564; Website: www.nhpcindia.com; E-mail: webmaster@nhpc.nic.in; Fax: 0129-2277941; EPABX No.: 0129-2588110/2588500



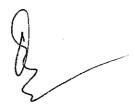
NHPC Limited

(A Government of India Enterprise) NHPC Office Complex, Sector-33, Faridabad- 121 003 CIN- L40101HR1975GOI32564

Proceedings of the 40th Annual General Meeting held on Thursday, the 22nd September, 2016 at 11:00 A.M at Municipal Corporation Auditorium, NIT, Near B.K Chowk, Faridabad-121001.

125 Members present, in person, marked their attendance. These include one Nominee of Government of India holding 74.60% shares of the Company.

- Company Secretary welcomed the shareholders, auditors and introduced CMD & Directors to the shareholders.
- II. Company Secretary confirmed the presence of quorum to chairman, who declared meeting to be in order.
- III. Company Secretary read out the Notice of the meeting. Further, Company Secretary read out all the 14 resolutions proposed in the notice to be passed at the meeting. Company Secretary informed that resolution no. 13 has been withdrawn vide public advertisement given in Business Standard-English and Hindi dated 7th September, 2016.
- IV. Chairman & Managing Director addressed the shareholders and Directors.
- V. Chairman & Managing Director informed shareholders that the statutory and proxy registers were available for inspection of members during the meeting.
- VI. Thereafter, Directors' Report and Statement of Accounts were taken as read with the consent of members present in the meeting.
- VII. Chairman & Managing Director also informed shareholders that the Company has provided remote e-voting facility to members as on the cut-off date i.e 15th September, 2016 for a period of 4 days from 09:00 A.M on 18th September, 2016 to 05:00 P.M on 21st September, 2016 to enable them to cast their vote electronically on the items mentioned in the notice of AGM dated 4th August, 2016. He also explained the voting arrangements made through ballot paper at the venue of AGM and apprised that M/s Savita Jyoti Associates, Company Secretaries, has been appointed as Scrutinizer for the purpose of e-voting and physical voting process.
- VIII. It was informed that the result of the polling process along with the e-voting process shall be posted on the website of the company, after its approval by the Chairman & Managing Director subsequent to due process of scrutinization of the voting by scrutinizer M/s Savita Jyoti Associates, Company Secretaries.
 - IX. Then the Chairman & Managing Director requested Independent Auditors to read their report and Company Secretary to read Secretarial Auditors' Report.
 - X. With the consent of members present in the meeting the Independent Auditors' Report and Secretarial Auditors' Report were taken as read.
 - XI. On invitation of the Company Secretary Members raised queries and made observations pertaining to the Annual Report and performance of the Company.
- XII. The Chairman & Managing Director and Director (Finance) replied to the queries, observations and provided necessary clarifications sought by members on various issues which inter-alia includes performance of Company, future plans, issues relating to financial statements and the major initiatives of the Company.



XIII. The following resolutions proposed as per the notice of the meeting were passed at the AGM with regulaite majority:

ORDINARY BUSINESS:

- To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended on 31st March, 2016, together with the Board's Report, the Report of Auditors' thereon and Comments of the Comptroller & Auditor General of India.
- 2. To note the payment of interim dividend and declare final dividend for the financial year 2015-16.
- To appoint a Director in place of Shri Jayant Kumar (DIN 03010235), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India.
- 4. To appoint a Director in place of Shri Radheshyam Mina (DIN 00149956), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India.
- 5. To authorize the Board of Directors of the Company to fix the remuneration of the Joint Statutory Auditors for the financial year 2016-17.

SPECIAL BUSINESS:

- 6. To ratify the remuneration of the Cost Auditors for the financial year 2016-17.
- 7. To appoint Shri Krishna Mohan Singh (DIN 02223301), as Chairman and Managing Director of the Company.
- 8. To appoint Shri Ratish Kumar (DIN 06852735), as Director (Projects) of the Company.
- 9. To appoint Shri Balraj Joshi (DIN 07449990), as Director (Technical) of the Company.
- 10. To appoint Shri Satya Prakash Mangal (DIN 01052952), as an Independent Director of the Company.
- 11. To appoint Prof. Arun Kumar (DIN 07346292), as an Independent Director of the Company.
- 12. To appoint Prof. Kanika T. Bhal (DIN 06944916), as an Independent Director of the Company.
- 13. To appoint Shri, Farooq Khan (DIN 07348921), as an Independent Director of the Company, #
- 14. To consider issue of secured/unsecured, redeemable, non-convertible debentures/bonds aggregating upto Rs. 4500 crore through private placement.
 - # Resolution withdrawn vide public advertisement given in Business Standard- English and Hindi dated 7th September, 2016.
- XIV. Thereafter the Chairman & Managing Director declared the closure of the meeting.
- XV. The proceedings of the meeting concluded at 11:50 A.M with the vote of thanks.

The result of voting will be intimated to the Stock exchanges in the specified format under Regulation 44(3) of LODR, 2015 within prescribed time along with scrutinizers report and the details of the said results will also be uploaded on the website of the Company as well as e-voting agency.

It is hereby confirmed that the meeting was called, convened, held and concluded as per the provisions of the Companies Act, 2013, the rules notified there under and secretarial standards of ICSI.

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0.0000	100.0000	0	18025	0.0014	18025	1245066657	Poll	Public- Non Institutions
0.0008	99.9991	4209	521608497	41.8944	521612706		E-Voting	
0.0866	99.9134	1165698	1345088996	85.9118	1346254694	1567020058	Total	
0.0000	0.0000	0	00	0.0000	0		applicable)	
0.0000	0.0000	0	00	0.0000	0	1567020058	Poll	Public- Institutions
0.0865	99.9134	1165698	1345088996	85.9118	1346254694		E-Voting	
0	100	0	8258581781	100	8258581781	8258581781	Total	
0.0000	0.0000	0	00	0.0000	0		applicable)	
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	<u></u>	0	8258581781	100.0000	8258581781		E-Voting	
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against on votes	on votes	***************************************		standing		•		
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		alls of Arthritis growing and makes are standards to be about all the fact through managers of Arthritis and t		disclosure	Agenda Wise dis			
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					Not Applicable			-Promoters and Promoter Group:
						erencing	hrough Video Confu	No. of Shareholders attended the meeting through Video Conferencing
					124			, ,
					المسر			-Promoters and Promoter Group:
						through proxy:	either in person or	No. of shareholders present in the meeting either in person or through proxy:
				***************************************	849937	***************************************	ń	Total number of shareholders on record date
					22-09-2016			Date of the AGM/EGM
				Ğ	NMPCLIMITED			

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		No. of Votes against (5)
% of Votes in favour on votes polled (6)=[(4)/(2)]*100 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0.0000 0 0 0 0 0.0000 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	% of Vot favour o polled (6)=[(4)/	% of Vot favour o polled (6)=[(4)/

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Agenda No. 3	To appoint a Director in place of Shri Jayant Kumar (DIN 03010235),	or in place of Shri	Jayant Kumar (DIN		tires by rotation an	id being eligible, of	who retires by rotation and being eligible, offers himself for re-appointment for	appointment for
	the remaining term at the pleasure of the President of India.	at the pleasure of	the President of I	9 53				MOG 11
Resolution required: (Ordinary/ Special)				ORDINARY	NARY			
Whether promoter/ promoter group are				2)			
interested in the agenda/resolution?				ONI	C			
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		8258581781	100.0000	8258581781	0	100.0000	0.0000
	Poll	0)50501701	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	10/1000270						ACT ON ATT AN
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	8258581781	8258581781	100	8258581781	0	100	0
	E-Voting		1347924409	86.0183	1139682581	208241828	84.5509	15.4490
	Poll	156700050	0	0.0000	00	0	0,0000	0.0000
	Postal Ballot (if	SCOOM ACT						
Public- Institutions	applicable)		0	0.0000	00	0	0,0000	0.0000
	Total	1567020058	1347924409	86.0183	1139682581	208241828	84.5509	15,4491
	E-Voting		521619343	41.8949	521607264	12079	99.9976	0.0023
	Poll	41,000,000	18025	0.0014	18025	0	100.0000	0.0000
	Postal Ballot (if	7.000007						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1245066657	521637368	41.8963	521625289	12079	99.9977	0.0023
	Ota	110706 <u>6</u> 8496	10128143558	91.48628704	1596886166	208253907	97.94380968	2.056190316

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Agenda No. 4	To appoint a Direc	tor in place of Shri	Radheshyam Mina	(DIN 00149956), w	ho retires by rotati	on and being eligibl	To appoint a Director in place of Shri Radheshyam Mina (DIN 00149956), who retires by rotation and being eligible, offers himself for re-appointment	r re-appointment
	for the remaining	for the remaining term at the pleasure of the President of India	e of the President	of India				**************************************
Resolution required: (Ordinary/ Special)				ORDI	ORDINARY			The state of the s
Whether promoter/ promoter group are				7	No			
interested in the agenda/resolution?					~		The state of the s	
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	~	(1)]* 100 favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		8258581781	0000.00t	8258581781	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	19/1909079						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	8258581781	8258581781	100	8258581781	0	100	
THE PARTY OF THE P	E-Voting		1347924409	86.0183	1101485725	246438684	81.7171	18.2828
	Poll	17070000	0	0.0000	00	0	0.0000	0,0000
	Postal Ballot (if	9C0070700CT						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1567020058	1347924409	86.0183	1101485725	246438684	81.7172	18,2828
	E-Voting		521619058	41.8949	521604337	14721	99.9971	0.0028
	Poll	4	18025	0.0014	17925	100	99,4452	0.5547
	Postal Ballot (if	1245066657						
Public- Non Institutions	applicable)		0	0.0000	00		0.0000	0,0000
	Total	1245066657	521637083	41.8963	521622262	14821		
	Total	11,970,668496	10128143273	91.48628447	9881689768	246453505	97.56664674	2,433353265

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Agenda No. 5	To authorize Board of Directors of the company to fix the remune	of Directors of the	e company to fix th	e remuneration of	the Joint Statutory	Auditors for the fin	ration of the Joint Statutory Auditors for the financial year 2016-17	
Resolution required: (Ordinary/ Special)				ORD	ORDINARY			
Whether promoter/ promoter group are					5			
interested in the agenda/resolution?				-	Ö			
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes - in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	(1)]* 100 favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		8258581781	100.0000	8258581781	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	19/1909079						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	8258581781	8258581781	00T	8258581781	0	100	
	E-Voting		1347851817	86.0137	1296191407	51660410	96.1672	3.8327
	Poll	1 56 7000050	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	100/02000						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1567020058	1347851817	86.0137	1296191407	51660410		3.8328
	E-Voting		521620888	41.8950	521608896	11992	99.9977	0.0022
	Poll	10 AEACCCE 3	18025	0.0014	18025	0	100.0000	0.0000
	Postal Ballot (if	7.00000007.1						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
		1245066657	521638913	41.8964			99.9977	0.0023
	Total	N1070668496	10128072511	91,48564529	10076400109	51672402	99,48981011	0.51018989

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Resolution required: (Ordinary/ Special)				ORDI	ORDINARY			
Whether promoter/ promoter group are				2	5			
interested in the agenda/resolution?								
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				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	1		against (5)	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		8258581781	1,00,000	3581781	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
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Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	8258581781	8258581781	oor	8258581781	0	100	0
	E-Voting		1347851817	86.0137	1339252459	8599358	99.3619	0.6380
	Poll	100000000000000000000000000000000000000	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	9cnn7n/act						
Public- Institutions	applicable)		. 0	0.0000	00	0	0.0000	
	Jotal	1567020058	1347851817	86.0137	1339252459	8599358	99.362	0.638
	E-Voting		521620751	41.8950	521608857	11894	99.9977	0.0022
	Poll		18025		18025	0	100.0000	0.0000
	Postal Ballot (if	1245066657						
Public- Non Institutions	applicable)		0	0.0000	00			
The state of the s	Total	1245066657	521638776	41.8964	521626882	11894	99.9977	Ī.
	Total	№ 1070668496	10128072374	91.48564405	10119461122	8611252	99.9149764	0.085023603
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		Public- Non Institutions	E YYA T ETWETT				Public- Institutions	T STATE	a			Promoter and Promoter Group				Category					interested in the agenda/resolution?	Whether promoter/ promoter group are	Resolution required: (Ordinary/ Special)	Agenda No. 7
		ons										xter Group									nda/resolution?	promoter group are	(Ordinary/ Special)	
Total	Total	applicable)	Postal Ballot (if	Poll	E-Voting	Total	applicable)	Postal Ballot (if	Pall	E-Voting	Total	applicable)	Postal Ballot (if	Poll	E-Voting	Mode of Voting								To appoint Shri Kri
11070668496	1245066657		1.243000007	124506665		1567020058		SCOUZOCT	11777777		8258581781		10/10/0/20	0750501701		held (1)	No. of shares							shna Mohan Singh
10127465627	521637283	0		18025	521619258	1347246563	0		0	1347246563	8258581781	0		0	8258581781	polled (2)	No. of votes							To appoint Shri Krishna Mohan Singh (DIN 02223301), as Chairman and Managing Director of the Company.
91.48016338	41,8963	0.0000		0.0014	41.8949	85.9751	0.0000		0.0000	85.9751	100	0.0000		0,0000	100.0000	(3)=[(2)/(1)]* 100	shares	on outstanding	% of Votes Polled			No	ORDINARY	Chairman and Ma
10049234191	521623374	00		18025	521605349	1269029036	8		00	1269029036	8258581781	00		00	8258581781	(1)]* 100 favour (4)	No. of Votes - in					0	NARY	naging Director of t
78231436	13909			0	13909	78217527	0		0	78217527	0	0		0	0	against (5)	No. of Votes -		Maratin Markowski	**************************************				he Company.
99.22753195				100.0000					0.0000	9		0.0000		0.0000	100.0000	(6)=[(4)/(2)]*100	polled	favour on votes	% of Votes in					
0.772468048				0.0000					0.0000			0.0000		0.0000	0.0000	(7)=((5)/(2))*100	polled	against on votes	% of Votes					

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No. of Votes in the agenda/resolution? No. of Votes Polled Pollicable Polli	Agenda No. &	To appoint Shri Ra	To appoint Shri Ratish Kumar (DIN 06852735), as Director (Projects) of the Company	852735), as Directo	or (Projects) of the	Company.	1. 1.		
Are	Resolution required: (Ordinary/ Special)				ORD	NARY			
Mode of Voting No. of shares No. of votes N	Whether promoter/ promoter group are					5			
Mode of Voting No. of shares No. of votes N	interested in the agenda/resolution?			-					
Mode of Voting Mo. of shares Mo. of votes Polled Mode of Voting Mode of Voting Mode of Voting Mode of Votes Polled Mode of Voting Mode of Votes Polled Mode of Votes Mode of Votes Polled Mode of Votes Mode of Votes Polled Mode of Votes Mode of Votes Mode of Votes Polled Mode of Votes Mode of Votes Mode of Votes Mode of Votes Polled Mode of Votes Mode of Votes Mode of Votes Polled Mode of Votes Mode of Votes Mode of Votes Polled Mode of Votes Polled Mode of Votes Mode of Votes					% of Votes Polled				% of Votes
No. of shares No. of votes No.					on outstanding				against on votes
Mode of Voting held (1) polled (2) (3)=([2)/(1)]*100 favour (4) against (5) (6)=([4)/(2)]*100 (7)=(5)/(2) E-Voting 8258581781 8258581781 100.0000 8258581781 0 100.0000 0 <td></td> <td></td> <td>No. of shares</td> <td>No. of votes</td> <td>shares</td> <td>No. of Votes – in</td> <td>1</td> <td></td> <td>polled</td>			No. of shares	No. of votes	shares	No. of Votes – in	1		polled
E-Voting 8258581781 100.0000 8258581781 0 0.0000 Poll 8258581781 0 0.0000 0.0000 0 0 0 0	Category	Mode of Voting	held (1)	polled (2)		favour (4)	against (5)	I	(7)=[(5)/(2)]*100
Poll 8258581781 0 0.0000 00 0.0000 0 0.0000 Postal Ballot (if applicable) 8258581781 0 0.0000 0.		E-Voting		8258581781	100.000		0		0.0000
Postal Ballot (if applicable) 8258581781 0 0.0000 00 0.0000 0 0.0000 Total 8258581781 8258581781 100 8258581781 0 400		Poll		0				0.0000	0.0000
applicable) 0 0.0000 00 0.0000 Total 8258581781 8258581781 100 8258581781 0 100 E-Voting 1347851817 86.0137 1090994545 256857272 80.9432 0 Poll 1567020058 1347851817 86.0137 1090994545 256857272 80.9432 0 Applicable) 1567020058 1347851817 86.0137 1090994545 256857272 80.9432 0 E-Voting 1567020058 1347851817 86.0137 1090994545 256857272 80.9432 80.9432 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0.0000 0 0 0 0 0.0000 0		Postal Ballot (if	18/1969678						
Total 8258581781 8258581781 100 8258581781 0 100 100	romoter and Promoter Group	applicable)		0				0.0000	0.0000
E-Voting 1347851817 86,0137 109094545 256857272 80,9432 100000 100		Total	8258581781	8258581781				100	0
Poll 1567020058 0 0.0000 0 0 0.0000 0		E-Voting		1347851817	86.		•	80.9432	19.0567
Postal Ballot (if applicable) 1567020058 0.0000 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0 0.0000 0		Poll	15070050	0		-		0.0000	0.0000
Applicable App		Postal Ballot (if	oronzo,oct						
Total 1567020058 1347851817 86.0137 1090994545 256857272 80.9432 E-Voting E-Voting 521619558 41.8949 521605799 13759 99.9973 Poll 1245066657 18025 0.0014 18025 0 100.0000 tions applicable) 1245066657 521637583 41.8963 521623824 13759 99.9974 Total 11070668496 10128071181 91.48563327 9871200150 256871031 97.46377147 2.536	Public- Institutions	applicable)		0	0.0000			0.0000	0.0000
E-Voting 521619558 41.8949 521605799 13759 99.9973 Poll 1245066657 18025 0.0014 18025 0 100.0000 Postal Ballot (if applicable) 1245066657 0 0.0000 0 0 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.000		Total	1567020058	1347851817		LuA			19.0568
Poil 1245066657 18025 0.0014 18025 0 100.000 Postal Ballot (if applicable) 1245066657 0 0.0000 0 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0 0.0000 0.0000 0 0.0000 <td></td> <td>E-Voting</td> <td></td> <td>521619558</td> <td></td> <td></td> <td></td> <td></td> <td>0.0026</td>		E-Voting		521619558					0.0026
Postal Ballot (if 1,245066657 0 0.0000 0 0.0000 0 0.0000 applicable) 1245066657 521637583 41,8963 521623824 13759 99.9974 Total 11070868496 10128071181 91,48563327 9871200150 256871031 97,46377147 2.536.		Poll	· · · · · · · · · · · · · · · · · · ·	18025				100.0000	0.0000
applicable) 0 0.0000 0 0 0.0000 Total 12450668496 10128071181 91.48563327 9871200150 256871031 97.46377147 2.536.		Postal Ballot (if	// // // // // // // // // // // // //						
Total 1245066657 521637583 41.8963 521623824 13759 99.9974 Total 11070868496 10128071181 91.48563327 9871200150 256871031 97.46377147 2.536	Public- Non Institutions	applicable)		0					0.0000
1107/0868496 10128071181 91.48563327 9871200150 256871031 97.46377147		Total	1245066657						0.0026
		Total	11070668496		16				2.536228532

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Agenda No. 9	To appoint Shri Ba	iraj Joshi (DIN 0744	To appoint Shri Bairaj Joshi (DIN 07449990), as Director (Technical) of the Company.	(Technical) of the C	ompany.			
Resolution required: (Ordinary/ Special)				ORDI	ORDINARY			
Whether promoter/ promoter group are				2"	3			
interested in the agenda/resolution?		A TOTAL OF THE PROPERTY OF THE						
								STEED
				% of Votes Polled				% of Votes
				on outstanding			favour on votes	against on votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	(1)]* 100 favour (4)	against (5)	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		8258581781	100,0000	8258581781	0	100.0000	0.0000
	Poll))	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	18/1808078						
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	8258581781	8258581781	100	8258581781	0	100	0
	E-Voting		1347851817	86.0137	1139765297	208086520	84.5616	15,4383
	Poll	47777775		0.0000	00	0	0.0000	0,0000
	Postal Ballot (if	OCOATOROT						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	
	Total	1567020058	1347851817	86,0137	1139765297	208086520	84.5616	15,4384
	E-Voting			41.8949	521605949	13609	99.9973	0.0026
	Poll	1		0.0014		0	100.0000	0.0000
	Postal Ballot (if	1.245066657						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	ი.0000
	Total	1245066657	521637583	41.8963	521623974	13609	99.5974	0.0026
	Total	/1000668496	10128071181	91.48563327	9919971052	208100129	97.94531332	2.054686675
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No. o o o o o o o o o o o o o o o o o o	Agenda No. 10 To appoint of Shri Satya Prakash Mangal (DIN 01052952), as an Independent Director of the Company.	sh Mangal (DIN 0	1052952), as a	ın independent	Director of the Co	mpany.		
group are Ition? Mode of Voting held E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total Postal Ballot (if applicable) Postal Ballot (if applicable)	Resolution required: (Ordinary/ Special)			ORDINARY	ARY			
Mode of Voting held E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) Postal Ballot (if applicable) Postal Ballot (if applicable) Postal Ballot (if applicable)	Whether promoter/ promoter group are	***************************************		No				,,,,,
Mode of Voting held E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total Postal Ballot (if applicable) Postal Ballot (if applicable)	interested in the agenda/resolution?				,			
Mode of Voting held E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) Fotal E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)		ensembasen.	шениге					
Mode of Voting held E-Voting Postal Ballot (if applicable) E-Voting Postal Ballot (if applicable) Fostal Ballot (if applicable) Postal Ballot (if applicable) Fostal Ballot (if applicable) Postal Ballot (if applicable)			% of	% of Votes Polled			% of Votes in	% of Votes
Mode of Voting held E-Voting Poll Postal Ballot (if applicable) Total Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Postal Ballot (if applicable)			on o	on outstanding			favour on votes	against on votes
Mode of Voting held E-Voting Poll Postal Ballot (if applicable) E-Voting Poll Postal Ballot (if applicable) Postal Ballot (if applicable) E-Voting Postal Ballot (if applicable) Postal Ballot (if applicable) Postal Ballot (if applicable)	No. of shares	es No. of votes		-	No. of Votes - in	No. of Votes -	polled	polled
E-Voting Poll Postal Ballot (if applicable) Total E-Voting Postal Ballot (if applicable) Total Postal Ballot (if applicable) Total Fostal Ballot (if applicable) Postal Ballot (if applicable)	Mode of Voting) (3)=[(2)/	(2)/(1)]* 100 favour (4)		against (5)	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	7)-[(5)/(2)]*100
Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Fostal Ballot (if applicable)	E-Voting	825	8258581781	100.0000	3581781	0	100.0000	0.0000
Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)		7	0	0.0000	00	0	0.0000	0.0000
applicable) Total E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)		79/190			\\\ \\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\			
E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)		***************************************	0	0.0000	00	0	0.0000	0.0000
E-Voting Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	BIOL	8258581781 825	8258581781	100	8258581781	0	100	0
Poll Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)	£-Voting	134	1347851817	86.0137	1342782048	5069769	99.6238	0.3761
Postal Ballot (if applicable) Total E-Voting Poll Postal Ballot (if applicable)		220250	0	0.0000	00	0	0.0000	0,0000
applicable) Total E-Voting Poll Postal Ballot (if applicable)		050070						
E-Voting Poll Postal Ballot (if applicable)			0	0.0000	00	0	0,0000	0.0000
Poll Postal Ballot (if applicable)	Total	1567020058 134	1347851817	86.0137	1342782048	5069769	99.6239	0.3761
Poil Postal Ballot (if applicable)	E-Voting	52	521619558	41.8949	521606074	13484		0.0025
Postal Ballot (if applicable)		000007	18025	0.0014	18025	0	100.0000	0.0000
applicable)		750000)
			Ů	0.0000	00	0		0,0000
		1245066657 52	521637583	41.8963	521624099	13484		0.0026
Tota 1107 / 668496	Total		10128071181	91,48563327	10122987928	5083253	99.94981026	0.050189/44

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0.015464534	99.98453547	1566259	10126504922	91,48563327	10128071181	11070668496	Total	
			521623691	41.8963	521637583	1245066657	Total	
			00	0.0000	0	. · · · · · · · · · · · · · · · · · · ·	Postal Ballot (if applicable)	Public- Non Institutions
0.0000	100.0000	0	18025	0.0014	18025	1245066657	Poll	
0.0026		13892	521605666	41.8949	521619558		E-Voting	
		15	1346299450		1347851817	1567020058	Total	
	0.0000		00	0.0000	0)- (C) - (C	Postal Ballot (if applicable)	Public- Institutions
0.0000	0.0000	0	00	0.0000	0	156703058	Poll	
	99.8848	1552367	1346299450	86.0137	1347851817		E-Voting	
	100	0		100	8258581781	8258581781	Total	
0.0000	0,0000	0	00	0.0000	0		applicable)	Promoter and Promoter Group
Ononia	0.0000	0	00	0,0000	0	8258581781	Poll	
0.000	100.000		82585817	100,0000	8258581781	-	E-Voting	
(7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100			(3)=[(2)/(1)]* 100 favour (4)	polled (2)	held (1)	Mode of Voting	Category
polled		No. of Votes - F	No. of Votes – in	shares	No. of votes	No. of shares		
% of Votes	% of Votes in	** •		% of Votes Polled			- Add	
								interested in the agenda/resolution?
			Q	V.				Whether promoter/ promoter group are
			VARY	ORDINARY				Resolution required: (Ordinary/ Special)
			f the Company.	pendent Director o	46292), as an Inde	To appoint Prof. Arun Kumär (DIN 07346292), as an Independent Director of the Company.	To appoint Prof. A	Agenda No. 11

the same

Agenda No. 12	To appoint Prof. Ka	To appoint Prof. Kanika T. Bhai (DIN 06944916), as an Independent Director of the Company.	6944916), as an Inc	dependent Directo	r of the Company.			±vanano.
Resolution required: (Ordinary/ Special)				ORDINARY	NARY			
Whether promoter/ promoter group are					3			
interested in the agenda/resolution?								
								- Localita Facility (N
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
Y		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled
Category	Wode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	(1)]* 100 favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		8258581781	100.000	8258581781	0	100.0000	0.0000
	10 ^d		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	18/1858578						-water Feedback
Promoter and Promoter Group	applicable)		0	0,000	00	0	0.0000	0.0000
	of a	8258581781	8258581781	100	8258581781	0	100	0
	E-Voting		1347851817	86.0137	1345460237	2391580	99.8225	0.1774
	Poll	4 F C 70000 0	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if	OCOUZOLOCT						
Public- Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	1567020058	1347851817	86.0137	ذسة	2391580	99.8226	0.1774
	E-Voting		521619843	41.8949	521606141	13702	99.9973	0.0026
	Poll	2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2	18025	0.0014	18025	0	100.0000	0.0000
	Postal Ballot (if	1245066657						
Public- Non Institutions	applicable)		0	0.0000	00	0	0.0000	0.0000
	Otal	1245066657	521637868	41.8963	521624166	13702	99.9974	0.0026
	Total	11070668496	/10128071466	91.48563585	10125666184	2405282	99.97625133	0.023748667
			1	1				

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15)			\$		
2	9		0	0	0	1245066657	Total	
0.0000	0		00	0.0000	0		applicable)	Public- Non Institutions
						124506665/	Postal Ballot (if	
100.0000		0	18025	0	0		Poll	
99.9970		15293		0	0		E-Voting	
0		0		0	9	1567020058	Total	
0.0000		0	00	0.0000	0		applicable)	Public- Institutions
						Scon70/9CT	Postal Ballot (if	
0.0000		0	00	0.0000	0	* 1 0 300000	Poll	
							E-Voting	
0		0				8258581781	Total	
0.0000		U	90	0.0000	0		applicable)	Promoter and Promoter Group
))))						02.0001.01	Postal Ballot (if	
0.0000		0	. 00	0.0000	0	0)50501701	Pall	
c		0	0	0	0		E-Voting	
2)]*100 (7)=[(5)/(2)]*100	(6)=[(4)/(2)]*100	against (5)	(1)]* 100 favour (4)	snares (3)=[(2)/(1)]* 100	No. of votes polled (2)	held (1) po	Mode of Voting	Category
	Salled Oil votes			on outstanding				
}	% of Votes in			% of Vates Polled				
								interested in the agenda/resolution?
			No					Whether promoter/ promoter group are
A CONTRACTOR OF THE PARTY OF TH			ORDINARY	ORDI				Resolution required: (Ordinary/ Special)
1 P. 1	s.	Hence, this resolution was treated as withdrawn.	Hence, this resolution was treated as withdrawn	er, 2016. Hence, tl	ted 7th Septemb	Business Standard- English and Hindi dated 7th September, 2016.	Business Standard	

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11070658496 10		Public- Non Institutions applicable) 0 0	Postal Ballot (if	18025	E-Voting 521621106 41	Total 1347851817	Public- Institutions applicable) 0	Postal Ballot (if	0	E-Voting 1347851817 86.	Total 8258581781	Promoter and Promoter Group applicable) 0 0	Postal Ballot (if ozgada.rot		E-Voting 8258581781	Category Mode of Voting $held(1)$ polled(2) $(3)=[(2)/(1)$	No. of shares No. of votes shares	on outstanding	% of Votes Polled		interested in the agenda/resolution?	Whether promoter/ promoter group are	Resolution required: (Ordinary/ Special)	
10	.8964 521627750	.0000		0.0014 17925	.8950 521609825	86,0137 1347851817	0.0000		0.0000 00	.0137 1347851817		.0000	e e e e e e e e e e e e e e e e e e e	0000	100.0000 8258581781	(3)=[(2)/(1)]* 100 favour (4)	No. of Votes – in	Q1C)	led	and the same of th		No	SPECIAL	
11381	11381	0		100	11281		0		0	0	0			0	0	against (5)	No. of Votes -							
99,99988763	99.9978	0.0000		99.4452			0.0000		0.0000	100.0000		0.0		0.0000	100.0000	(6)=[(4)/(2)]*100		favour on votes	% of Votes in				- Address - Addr	
0.000112371	0.0022	***************************************		0.5547	0.0021		0.0000		0.0000	0.0000		0.0000		0.0000		(7)=[(5)/(2)]*100	polled	against on votes	% of Votes	www.				

All resolutions set out in the Notice of 40th Annual General Meeting were duly approved by shareholders with requisite majority except agenda No. 13.withdrawn vide public advertisement given in Busines Standard- English and Hindi dated 7th September, 2016.

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40th Annual General Meeting held on Thursday, 22rd September, 2016

Declaration of Results of E voting (including Remote e voting) and Poll

As per the provisions of the Companies Act, 2013 and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI), the Company had provided e-voting facility to the shareholders to enable them to cast their vote electronically on the resolutions proposed in the Notice of the 40th Annual General Meeting (AGM) dated 4th August, 2016. The e-voting was open from 09:00 AM on Sunday, 18th September, 2016 to 05:00 PM on Wednesday, 21st September, 2016.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by Ministry of Corporate Affairs (MCA), voting by show of hands was not permitted at the general meeting where e-voting has been offered to the shareholders. Therefore, at the 40th AGM, voting was conducted by means of e-voting ("remote e voting") and poll at the AGM.

Ms. Savita Jyoti, Practicing Company Secretary, M/s Savita Jyoti Associates was appointed by the Company as Scrutinizer for conducting e-voting and polling at AGM in fair and transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes, received up to 05:00 PM on Wednesday, 21st September, 2016 and poll received till the conclusion of the meeting and submitted her report on 22nd September, 2016.

The consolidated Results, as per the Scrutinizers' Report dated 22nd September, 2016, are as follows:

Resolution No.	Particulars	% of valid votes in Favour	% of valid votes in Against
1.	Resolution No.1: Ordinary Resolution To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31 st March, 2016, together with the Board's Report, the report of Auditors' thereon and Comments of the Comptroller & Auditor General of India.	99.9884	0.0116
2.	Resolution No.2: Ordinary Resolution To note the payment of interim dividend and declare final dividend for the financial year 2015-16.	100	Negligible

3.	Resolution No.3: Ordinary Resolution To appoint a Director in place of Shri Jayant Kumar (DIN 03010235), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India.	97.9438	2.0562
4.	Resolution No.4: Ordinary Resolution To appoint a Director in place of Shri Radheshyam Mina (DIN 00149956), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India	97.5666	2.4334
5.	Resolution No.5: Ordinary Resolution To authorize Board of Directors of the Company to fix the remuneration of the Joint Statutory Auditors for the financial year 2016-17	99.4898	0.5102
6.	Resolution No.6: Ordinary Resolution To ratify the remuneration of the Cost Auditors for the financial year 2016-17.	99.915	0.085
7.	Resolution No.7: Ordinary Resolution To appoint Shri Krishna Mohan Singh (DIN 02223301), as Chairman and Managing Director of the Company	99.2275	0.7725
8.	Resolution No. 8 : Ordinary Resolution To appoint Shri Ratish Kumar (DIN 06852735), as Director (Projects) of the Company.	97.4638	2.5362
9.	Resolution No. 9: Ordinary Resolution To appoint Shri Balraj Joshi (DIN: 07449990), as Director (Technical) of the Company.	97.9453	2.0547
10.	Resolution No. 10: Ordinary Resolution To appoint Shri Satya Prakash Mangal (DIN: 010529522), as an Independent director of the company.	99.9498	0.0502
11.	Resolution No. 11: Ordinary Resolution To appoint Prof. Arun Kumar (DIN: 07346292) as an Independent Director of the Company	99.9845	0.0155

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12.	Resolution No.12: Ordinary Resolution To appoint Prof. Kanika T. Bhal (DIN: 06944916), as an Independent Director of the Company.	99.9763	0.0237
13	Resolution No.13: Ordinary Resolution To appoint Shri Farooq Khan (DIN: 07348321), as an Independent Director of the Company Resolution was withdrawn vide addendum to the Notice dated 05.09.2016 (published in Business Standard (English and Hindi) on 07.09.2016)	NA	NA
14.	Resolution No.14: Special Resolution To consider issue of secured/unsecured, redeemable, non-convertible debentures/bonds aggregating up to Rs 4500 crore through Private Placement.	99.9999	0.0001

Based on the Consolidated Report of Scrutinizer, all the resolutions (except Resolution No. 13 withdrawn vide addendum to the Notice dated 05.09.2016) as set out in the Notice of 40th AGM have been duly approved by the shareholders with requisite majority.

> For NHPC Limited -Buran

(Jayant Kumar) 69/16 Director (Finance) DIN 03010235

Date: 22.09.2016 Place: Faridabad



CS, SAVITA JYOTI, 8.Com. FC S

FORM No. MGT-13 Report of Scrutiniser

[Pursuant to Section 108 and 109 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015]

To, Director (Finance) NHPC Limited Sector-33, Faridabad, Haryana – 121 003

The (40^{th}) Annual General Meeting of the Equity Shareholders of NHPC Limited (CIN L40101HR1975GOI032564) held on Thursday, the 22^{nd} day of September, 2016 at 11.00 A.M. at Municipal Corporation Auditorium, NIT, Near B.K. Chowk, Faridabad - 121001.

Dear Sir,

We, Savita Jyoti Associates, Company Secretaries, Hyderabad is appointed as Scrutinizer by the Chairman & Managing Director, who has been authorized by the Board of Directors of NHPC Limited (the Company), for the purpose of:

- Scrutinizing the e-voting process (remote e- voting) 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;
- (ii) Polling process through ballot papers under the provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of the Rules, on the resolutions contained in the notice of 40th Annual General Meeting (AGM) of the equity shareholders of the Company, held on 22nd September, 2016 at 11:00 A.M. at Municipal Corporation Auditorium, NIT, Near B.K. Chowk, Faridabad-121001.
- 1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling was locked in my presence with due identification mark.
- 2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinised. There were 5 poll papers found in the ballot box.
- 3. The remote e-voting period was open from 9.00 a.m. (IST) on 18th September, 2016 up to 5.00 p.m. (IST) on 21st September, 2016, after which the website of M/s Karvy Computershare Private Limited (M/s Karvy) for remote e-voting was closed.
- 4. The report on remote e-voting is based on the data downloaded from the e-voting platform provided by M/s Karvy.

5. The result of the remote e-voting resolution-wise is annexed herewith: Annexure A.

6. The result of the polling resolution-wise is annexed herewith: Annexure B.

SAVITA JYOTHI, FCS 3738

SAVITA JYOTI ASSOCIATES COMPANY SECRETARIES

CS. SAVITA JVOTI, B.Com., F.C.S.

- 7. The consolidated result resolution-wise of remote e-voting and polling is annexed herewith: Annexure C.
- 8. Soft Copy of the list of equity shareholders who voted "FOR"/"AGAINST" for each resolution have been e-mailed to the Company Secretary.
- 9. The results and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

for Savita Jyoti Associates
Company Secretaries

CS Savita Jyoti Scrutinizer FCS 3738; CP 1796

Place: Faridabad Dated: 22.09.2016

Counter signed by: For NHPC Limited

(Jayant Kumar) YV Director (Finance) DIN 03010235 SAVITA JYOTHI, FCS 3738

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ANNEXURE - A

REMOTE E-VOTING RESULTS

Resolution No. 1 - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended on 31st March, 2016, together with the Board's Report, the Report of Auditors' thereon and Comments of the Comptroller & Auditor General of India.

(i) Voted in favour of the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
446	10125279274	99.9884

(ii) Voted against the resolution:

voted against the resolution.		Y
Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
8	1169907	0.0116

(iii) invalid votes / Abstained :

8.8	MORE ACCOLUMNATION .	
	Total number of members whose votes	Total number of votes cast by Them
	were declared invalid	
Г	9	1683184

Resolution No. 2 - Ordinary Resolution

To note the payment of interim dividend and declare final dividend for the financial year 2015-

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
454	10128124022	100

(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
6	4009	0

(iii) Invalid votes / Abstained:

Total number of members whose votes	Total number of votes cast by Them
were declared invalid	
2	4284

Resolution No. 3 - Ordinary Resolution

To appoint a Director in place of Shri Jayant Kumar (DIN 03010235), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India.

(i) Voted in favour of the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
355	9919871626	97.9438

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(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast	
101	208253907	2.0562	

(iii) Invalid votes / Abstained :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
7	6832

Resolution 4 - Ordinary Resolution

To appoint a Director in place of Shri Radheshyam Mina (DIN 00149956), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India.

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
328	9881671843	97.5666

(ii) Voted against the resolution:

1	Number of members voted by	Number of votes cast	% of total number of valid
	remote e-votina	by them	votes cast
	126	246453405	2.4334

(iii) Invalid votes / Abstained :

, ,	A PARIO A CALCADO A LABORATORIA COM.	
	Total number of members whose votes	Total number of votes cast by Them
	were declared invalid	
	8	7117

Resolution 5 - Ordinary Resolution

To authorize Board of Directors of the company to fix the remuneration of the Joint Statutory Auditors for the financial year 2016-17

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
410	10076382084	99.4898

(ii) Voted against the resolution:

1	Number of members voted by	Number of vote	s cast	% of total number of valid
	remote e-voting	by them		votes cast
	49	51672402		0.5102

(iii) Invalid votes / Abstained :

7	With a dico. I to double a .						
	Total number of members who	se votes	Total number of votes cast by Them				
	were declared invalid						
	S		5287				

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Resolution No. 6 - Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year 2016-17.

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
426	10119443097	99.915

(ii) Voted against the resolution:

•				
	Number of members voted by	Number of votes cast % of total number of valid	of votes cast	
	remote e-voting	by them votes cast		j
	31	8611252 0.085	2	ı

(iii) Invalid votes / Abstained :

•	COURSE CASSAS		•			
	Total	number	of	members	Total number of votes cast by Them	
	whose votes were declared invalid			alid		
	5				5424	

Resolution 7 - Ordinary Resolution

To appoint Shri Krishna Mohan Singh (DIN 02223301), as Chairman and Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
396	10049216166	99.2275

(ii) Voted against the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
58	78231436	0.7725

(iii) Invalid votes / Abstained :

	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,						
Total	number	of	members	whose	votes	Total number of votes cast by Them	
were	declared	inv.	alid				
9						612171	

Resolution 8 - Ordinary Resolution

To appoint Shri Ratish Kumar (DIN 06852735), as Director (Projects) of the Company.

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
328	9871182125	97.4638

(ii) Voted against the resolution:

**	too agamma the recursion.		
	Number of members voted by	Number of votes cast	% of total number of valid
Į	remote e-voting	by them	votes cast
	128	256871031	2.5362

F-86 Sainikpuri Secunderabad - 500 094. (Near Canara Bank) Ph 040-27110559 Mobile +91 98495 10559

L E-mail savitajyoti@yahoo com

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(iii) Invalid votes / Abstained :

		~~ , , , , , , ,					
Γ	Total r	number	Of	members	whose	votes	Total number of votes cast by Them
	were de	eclared i	inva	alid			
	7	,					6617

Resolution 9 - Ordinary Resolution

To appoint Shri Balraj Joshi (DIN 07449990), as Director (Technical) of the Company.

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
356	9919953027	97.9453

(ii) Voted against the resolution:

Stock addresses the recoverion.		
Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
100	208100129	2.0547

(iii) Invalid votes / Abstained :

Total number of members whose votes	Total number of votes cast by Them
were declared invalid	
7	6617

Resolution 10 - Ordinary Resolution

To appoint Shri Satya Prakash Mangal (DIN 01052952), as an Independent Director of the Company.

(i) Voted in favour of the resolution:

•	TOTAL BATTLE AND THE CONTROL OF THE		
	Number of members voted by	Number of votes cast	% of total number of valid
	remote e-voting	by them	votes cast
	430	10122969903	99.9498

(ii) Voted against the resolution:

Ų,	ted setsing the recomment.						
	Number of members voted by	Number of	votes	cast	% of total number of valid		
	remote e-voting	by them			votes cast		
i	25	5083253			0.0502		

(iii) Invalid votes / Abstained :

0	and votos i restantos.	
	Total number of members whose votes	Total number of votes cast by Them
	were declared invalid	
	7	6617

Resolution 11 - Ordinary Resolution

To appoint Prof. Arun Kumar (DIN 07346292), as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-yoting	by them	votes cast
430 -	10126486897	99.9845

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Practicing Company Secretary
Secunderabat - 500 094 (Near Canara Bank) Ph 040-27110559 Mobile +91 98495 10559
Sertificate of Practice NO. 1796 - E-mail savitalyoti@yahoo.com

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(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
26	1566259	0.0155

(iii) Invalid votes / Abstained :

Total number of members whose votes were declared invalid	Total number of votes cast by Them
7	6617

Resolution 12 - Ordinary Resolution

To appoint Prof. Kanika T. Bhal(DIN 06944916), as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted by	Number of votes cast	% of total number of valid
remote e-voting	by them	votes cast
431	10125648159	99.9763

(ii) Voted against the resolution:

	ber of members voted b	/ Number	of	votes	cast	% of total number of valid
rem	ote e-voting	by them				votes cast
26	M	2405282				0.0237

(iii) Invalid votes / Abstained:

Total number of members whose votes were declared invalid	Total number of votes cast by Them
6	6332

Resolution 13 - Ordinary Resolution

The Ordinary Resolution No. 13 for appointment of Shri Farooq Khan (DIN: 07348921) as an Independent Director of the Company was withdrawn by the Company vide addendum to the Notice dated 05.09.2016 (published in Business Standard (English and Hindi) on 07.09.2016).

Hence, this resolution was treated as withdrawn.

Resolution 14 - Special Resolution

To consider issue of secured/unsecured, redeemable, non-convertible debentures/bonds aggregating up to Rs. 4500 Crore through private placement.

(i) Voted in favour of the resolution:

Number of m	embers voted by	Number of votes cast	% of total number of valid
remote e-votir	ıg	by them	votes cast
440		10128043423	99.9999

(ii) Voted against the resolution:

Number of members voted by remote e-voting	Number of votes cast by them	% of total number of valid votes cast
18	11281	0.0001

F-86 Sainikpun Secunderabad - 500 094. (Near Canara Bank) Ph 040-27110559 Mobile +91 98495 10559

A E-mail savitalyoti@yahoo.com

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(iii) Invalid votes / Abstained :

•	MIN SOLOCI I MOCESIII MA			
	Total number of members	whose	votes	Total number of votes cast by Them
	were declared invalid			
	4			5069

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ANNEXURE - B

RESULTS OF BALLOT/POLLING AT THE AGM

Resolution No. 1 - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended on 31st March, 2016, together with the Board's Report, the Report of Auditors' thereon and Comments of the Comptroller & Auditor General of India.

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast	% of total number of valid
voting (in person or by proxy)	by them	votes cast
5	18025	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NA

(iii) Invalid votes / Abstained :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
NIL	NL

Resolution No. 2 - Ordinary Resolution

To note the payment of interim dividend and declare final dividend for the financial year 2015-

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast	% of total number of valid
voting (in person or by proxy)	by them	votes cast
5	18025	100

(ii) Voted against the resolution:

and majoritation and a construction		
Number of members present and voting (in person or by proxy)	I	% of total number of valid votes cast
NL	NL	NA

(iii) Invalid votes / Abstained :

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

Resolution No. 3 - Ordinary Resolution

To appoint a Director in place of Shri Jayant Kumar (DIN 03010235), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast	% of total number of valid
voting (in person or by proxy)	by them	votes cast
5	18025	100

F-86 Sainikpun Secunderabad - 500 094. (Near Canara Bank) Ph 040-27110559 Mobile +91 98495 10559

E-mail savitajyoti@yahoo.com

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CS. SAVITA JYOTI, B.Com., F.C.S.

(ii) Voted against the resolution:

Nu an		Number of votes cast by them	% of total number of valid votes cast
NI	L.	NIL	NA

(iii) Invalid votes / Abstained :

	Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
ľ	NL	NIL

Resolution 4 - Ordinary Resolution

To appoint a Director in place of Shri Radheshyam Mina (DIN 00149956), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India.

(i) Voted in favour of the resolution:

V (V) V V V V V V V V V		
Number of members present and	Number of votes cast	% of total number of valid
voting (in person or by proxy)	by them	votes cast
4	17925	99.4452

(ii) Voted against the resolution:

Number of members present and voting (in person or by		% of total number of valid votes cast
proxy)	100	0.5548

(iii) Invalid votes / Abstained:

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

Resolution 5 - Ordinary Resolution

To authorize Board of Directors of the company to fix the remuneration of the Joint Statutory Auditors for the financial year 2016-17

(i) Voted in favour of the resolution:

CO CO 111 100 1 C C C C C C C C C C C C C C C		
Number of members present and	Number of votes cast	% of total number of valid
voting (in person or by proxy)	by them	votes cast
5	18025	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NA

(iii) Inva

alid votes / Abstained :		
Total number of members (in person or by	Total number of votes cast by Them	
proxy) whose votes were declared invalid	f	
NIL	NIL O IT JYOX	

VITA JYOTHI, FCS 3738

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Resolution No. 6 - Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year 2016-17.

(i) Voted in favour of the resolution:

Number of members present and voting (in person or by proxy)	Number by them	of	votes	cast	% of total number of valid votes cast
5	18025				100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NA

(iii) Invalid votes / Abstained:

1 CT I CT O CO O I I SEED ON DECEMBER 1	
Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
NL	NL

Resolution 7 - Ordinary Resolution

To appoint Shri Krishna Mohan Singh (DIN 02223301), as Chairman and Managing Director of the Company.

(i) Voted in favour of the resolution:

DEC		
Number of members present and	Number of votes cast	% of total number of valid
voting (in person or by proxy)	by them	votes cast
5	18025	100

(ii) Voted against the resolution:

w	ico against the resolution.				
	Number of members present and voting (in person or by proxy)		% of total number of valid votes cast		
	NIL	NIL	NA		

(iii) Invalid votes / Abstained :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
NL	NIL

Resolution 8 - Ordinary Resolution

To appoint Shri Ratish Kumar (DIN 06852735), as Director (Projects) of the Company.

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast	% of total number of valid
voting (in person or by proxy)	by them	votes cast
5	18025	100

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NA

F-86 Sainikpun Secunderabad - 500 094. (Near Canara Bank) Ph 040-27110559 Mobile +91 98495 10559 E-mail savitajyoti@yahoo.com

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(iii) Invalid votes / Abstained:

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

Resolution 9- Ordinary Resolution

To appoint Shri Balraj Joshi (DIN 07449990), as Director (Technical) of the Company.

(i) Voted in favour of the resolution:

Number of members present and	Number of votes cast	% of total number of valid
voting (in person or by proxy)	by them	votes cast
5	18025	100

(ii) Voted against the resolution:

•	tod against the resolution.			
	Number of members present	,	l	
		them	votes cast	
	proxy)	2111	NIA .	
	NIL	NIL	NA	

(iii) Invalid votes / Abstained:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
NIL	NIL.

Resolution 10- Ordinary Resolution

To appoint Shri Satya Prakash Mangal (DIN 01052952), as an Independent Director of the Company.

(i) Voted in favour of the resolution:

•	24 to 11 to 1 to 2 to 2 to 2 to 2 to 2 to			
	Number of members present and	Number of votes cast	% of total number of valid	
	voting (in person or by proxy)	by them	votes cast	
	5	18025	100	

(ii) Voted against the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
NIL	NIL	NA

(iii) Invalid votes / Abstained :

valle votes / Apstanieu .	
Total number of members (in person or by	Total number of votes cast by Them
proxy) whose votes were declared invalid	
NIL.	NIL

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Resolution 11- Ordinary Resolution

To appoint Prof. Arun Kumar (DIN 07346292), as an Independent Director of the Company.

(i) Voted in favour of the resolution:

	Number of members present and	Number	Of	votes	cast	% of total number of valid
	voting (in person or by proxy)	by them				votes cast
ľ	5	18025				100

SAVITA JYOTI ASSOCIATES COMPANY SECRETARIES

CS. SAVITA JYOTI, 9.Com FCS

(ii) Voted against the resolution:

	co against ne resolution.		
	Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
- 1	1		D / 4
	NIL	NIL	NA

(iii) Invalid votes / Abstained :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
NIL .	NIL

Resolution 12- Ordinary Resolution

To appoint Prof. Kanika T. Bhal (DIN 06944916), as an Independent Director of the Company.

(i) Voted in favour of the resolution:

	Number of members present and voting (in person or by proxy)	Number of vot	es cast	% of total number of valid votes cast
	5	18025		100

(ii) Voted against the resolution:

occu agames and resolution.		
Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
NIL	NIL	NA

(iii) Invalid votes / Abstained :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
NL	NIL

Resolution 13- Ordinary Resolution

The Ordinary Resolution No. 13 for appointment of Shri Farooq Khan (DIN: 07348921) as an Independent Director of the Company was withdrawn by the Company vide addendum to the Notice dated 05.09.2016 (published in Business Standard (English and Hindi) on 07.09.2016).

Hence, this resolution was treated as withdrawn.

Resolution 14- Special Resolution

To consider issue of secured/unsecured, redeemable, non-convertible debentures/bonds aggregating up to Rs. 4500 Crore through private placement.

(i) Voted in favour of the resolution:

Number of members present and	1	
voting (in person or by proxy)	by them	votes cast
4	17925	99.4452

(ii) Voted against the resolution:

ocou againer are recovered.	William Committee of the Committee of th	/na
Number of members present and voting (in person or by proxy)		% of total number of valid votes cast
1	100	0.5548

E-86 Salnikpun Securiderahad - 500 094. (Near Canara Bank) Ph. 040-27110559 Mobile +91 98495 10559
E-mail savitajyoti@yahoo com

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(iii) Invalid votes / Abstained :

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
NIL	NIL.

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Practicing Company Secretary
Certificate of Practice No.1796

CS. SAVITA JYOTI, 8.Com FC S.

ANNEXURE C

Consolidated Results

Based on the result of remote e-voting and voting by poll paper(s) at the 40th Annual General Meeting, consolidated results of each item of the agenda as set out in the Notice dated 4th August, 2016 is as given below:

Consolidated Results of Item No. 1 - Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended on 31st March, 2016, together with the Board's Report, the Report of Auditors' thereon and Comments of the Comptroller & Auditor General of India.

Particulars	Numbe			
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	10125279274	18025	10125297299	99.9884
Dissent	1169907	NIL	1169907	0.0116
Invalid/Abstained	1683184	NIL	1683184	Bill innernin Benime Arrive New Yorks of Wydd B moreoniae
Total	10128132365	18025	10128150390	

Thus, the Ordinary Resolution as contained in Item No. 1 of the Notice dated 4th August, 2016, is passed with requisite majority.

Consolidated Results of Item No. 2 - Ordinary Resolution

To note the payment of interim dividend and declare final dividend for the financial year 2015-16.

Particulars	Numbe			
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	10128124022	18025	10128142047	100
Dissent	4009	NIL	4009	Negligible
Invalid/Abstained	4284	NIL	4284	
Total	10128132315	18025	10128150340	······································

Thus, the Ordinary Resolution as contained in Item No. 2 of the Notice dated 4th August, 2016 is passed with requisite majority.

F-86 Sainikoun Secunderabad 500 094. (Near Canara Bank) Ph 040-27110559 Mobile +91 98495 10559

E-mail savitajyoti@yahoo.com

SAVITA JYOTHI, FCS 3738

SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

CS. SAVITA JVOTI, B.Com., F.C.S.

Consolidated Results of Item No. 3 - Ordinary Resolution

To appoint a Director in place of Shri Jayant Kumar (DIN 03010235), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India.

Particulars	Numbe			
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	9919871626	18025	9919889651	97,9438
Dissent	208253907	NIL	208253907	2.0562
Invalid/Abstained	6832	NIL	6832	
Total	10128132365	18025	10128150390	

Thus, the Ordinary Resolution as contained in Item No. 3 of the Notice dated 4th August, 2016, is passed with requisite majoriy

Consolidated Results of Item No. 4 - Ordinary Resolution

To appoint a Director in place of Shri Radheshyam Mina (DIN 00149956), who retires by rotation and being eligible, offers himself for re-appointment for the remaining term at the pleasure of the President of India.

Particulars	Numbe			
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	9881671843	17925	9881689768	97.5666
Dissent	246453405	100	246453505	2.4334
Invalid/Abstained	7117	NIL	7117	
Total	10128132365	18025	10128150390	
		l L	1	

Thus, the Ordinary Resolution as contained in Item No. 4 of the Notice dated 4th August, 2016, is passed with requisite majority.

SAVITA JYOTHĬ, FCS 3738

CS. SAVITA JVOTI, 8.Com . FC S.

Consolidated Results of Item No. 5 - Ordinary Resolution

To authorize Board of Directors of the company to fix the remuneration of the Joint Statutory Auditors for the financial year 2016-17.

Particulars	Numbe			
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	10076382084	18025	10076400109	99.4898
Dissent	51672402	NIL	51672402	0.5102
Invalid/Abstained	5287	NIL	5287	
Total	10128059773	18025	10128077798	

Thus, the Ordinary Resolution as contained in Item No. 5 of the Notice dated 4th August, 2016, is passed with requisite majority.

Consolidated Results of Item No. 6 - Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year 2016-17.

Particulars	Numbe			
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	10119443097	18025	10119461122	99.915
Dissent	8611252	NIL	8611252	0.085
Invalid/Abstained	5424	NIL	5424	
Total	10128059773	18025	10128077798	

Thus, the Ordinary Resolution as contained in Item No. 6 of the Notice dated 4th August, 2016, is passed with requisite majority.

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CS. SAVITA JVOTI, B.Com., F.C.S.

Consolidated Results of Item No. 7 - Ordinary Resolution

To appoint Shri Krishna Mohan Singh (DIN 02223301), as Chairman and Managing Director of the Company

Numbe			
Remote e-Votes	Votes by Poli at AGM	Total	Percentage
10049216166	18025	10049234191	99.2275
78231436	NIL	78231436	0.7725
612171	NIL	612171	
10128059773	18025	10128077798	
	Remote e-Votes 10049216166 78231436 612171	Remote e-Votes Votes by Poll at AGM 10049216166 18025 78231436 NIL 612171 NIL	at AGM 10049216166 18025 10049234191 78231436 NIL 78231436 612171 NIL 612171

Thus, the Ordinary Resolution as contained in Item No. 7 of the Notice dated 4th August, 2016, is passed with requisite majority.

Consolidated Results of Item No. 8 - Ordinary Resolution

To appoint Shri Ratish Kumar (DIN 06852735), as Director (Projects) of the Company.

Particulars	Numbe	ed in		
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	9871182125	18025	9871200150	97.4638
Dissent	256871031	NIL	256871031	2.5362
Invalid/Abstained	6617	NIL	6617	MATERIAL MAT
Total	10128059773	18025	10128077798	

Thus, the Ordinary Resolution as contained in Item No. 8 of the Notice dated 4th August, 2016, is passed with requisite majority.

Consolidated Results of Item No. 9 - Ordinary Resolution

To appoint Shri Balraj Joshi (DIN 07449990), as Director (Technical) of the Company.

Particulars Number of Votes cont		r of Votes containe	ed in		
	Remote e-Votes	Votes by Poli at AGM	Total	Percentage	
Assent	9919953027	18025	9919971052	97.9453	
Dissent	208100129	NIL	208100129	2.0547	Junt
Invalid/Abstained	6617	NIL	6617	SAVITA	
Total	10128059773	18025	10128077798	Practicin	Company Secreta of Practice No.
		<u> </u>		Certificate	of Practice No.

Thus, the Ordinary Resolution as contained in Item No. 9 of the Notice dated 4th August, 2016, is passed with requisite majority

SAVITA JYOTI ASSOCIATES COMPANY SECRETARIES

CS. SAVITA JYOTI, 8.Com., FCS.

Consolidated Results of Item No. 10 - Ordinary Resolution

To appoint Shri Satya Prakash Mangal (DIN 01052952), as an Independent Director of the Company.

Particulars	Numbe			
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	10122969903	18025	10122987928	99,9498
Dissent	5083253	NIL	5083253	0.0502
Invalid/Abstained	6617	NIL	6617	
Total	10128059773	18025	10128077798	

Thus, the Ordinary Resolution as contained in Item No. 10 of the Notice dated 4th August, 2016, is passed with requisite majority

Consolidated Results of Item No. 11 - Ordinary Resolution

To appoint Prof. Arun Kumar (DIN 07346292), as an Independent Director of the Company.

Particulars	Numbe			
	Remote e-Votes	Votes by Poll at AGM	Total	Percentage
Assent	10126486897	18025	10126504922	99.9845
Dissent	1566259	NIL	1566259	0.0155
Invalid/Abstained	6617	NIL	6617	
Total	10128059773	18025	10128077798	INDIANA MARIA MARI

Thus, the Ordinary Resolution as contained in Item No. 11 of the Notice dated 4th August, 2016, is passed with requisite majority

Consolidated Results of Item No. 12 - Ordinary Resolution

To appoint Prof. Kanika T. Bhal (DIN 06944916), as an Independent Director of the Company.

Numbe			
Remote e-Votes	Votes by Poll at AGM	Total	Percentage
10125648159	18025	10125666184	99.9763
2405282	NIL	2405282	0.0237
6332	NIL	6332	
10128059773	18025	10128077798	
	Remote e-Votes 10125648159 2405282 6332	Remote e-Votes Votes by Poll at AGM 10125648159 18025 2405282 NIL 6332 NIL	at AGM 10125648159 18025 10125666184 2405282 NIL 2405282 6332 NIL 6332

Thus, the Ordinary Resolution as contained in Item No. 12 of the Notice dated 4th August, 2016 is passed with requisite majority.

E-86 Sainikpun Secunderabad 500 094. (Near Canara Bank) Ph. 040-27110559 Mobile +91 98495 10559

SAVITA JYOTHI, FCS 3738

Practicing Company Secretary

Certificate of Practice No.1796

SAVITA JYOTI ASSOCIATES

COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

Consolidated Results of Item No. 13- Ordinary Resolution

The Ordinary Resolution No. 13 for appointment of Shri Farooq Khan (DIN: 07348921) as an Independent Director of the Company was withdrawn by the Company vide addendum to the Notice dated 05.09.2016 (published in Business Standard (English and Hindi) on 07.09.2016).

Hence, this resolution was treated as withdrawn.

Consolidated Results of Item No. 14 - Special Resolution

To consider issue of secured/unsecured, redeemable, non-convertible debentures/bonds aggregating up to Rs. 4500 Crore through private placement.

Number of Votes contained in			
Remote e-Votes	Votes by Poll at AGM	Total	Percentage
10128043423	17925	10128061348	99.9999
11281	100	11381	0.0001
5069	NIL	5069	NAME AND RESIDENCE ASSESSMENT OF THE PROPERTY
10128059773	18025	10128077798	
	10128043423 11281 5069	Remote e-Votes Votes by Poll at AGM 10128043423 17925 11281 100 5069 NIL	Remote e-Votes Votes by Poll at AGM Total 10128043423 17925 10128061348 11281 100 11381 5069 NIL 5069

Thus, the Special Resolution as contained in Item No. 14 of the Notice dated 4th August, 2016, is passed with requisite majority

Thanking you,

Yours faithfully,

for Savita Jyoti Associates **Company Secretaries**

CS Savita Jyoti

Practicing Company Secretary

FCS 3738; CP 1796

Place: Faridabad

Dated: 22.09.2016

SAVITA JYOTHI, FCS 3738

Practicing Company Secretary

Certificate of Practice No.1796

Witness:

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