



## **HPL Electric & Power Limited**

CIN : L74899DL1992PLC048945

Corporate Office : Windsor Business Park, B-1D, Sector-10,  
Noida - 201301 (U.P.) | Tel.: +91-120-4656300 | Fax. +91-120-4656333  
E-mail : [hpl@hplindia.com](mailto:hpl@hplindia.com) | website: [www.hplindia.com](http://www.hplindia.com)

28<sup>th</sup> September, 2018

The Manager,  
Listing Department,  
**National Stock Exchange of India Ltd.**  
"Exchange Plaza", C-1, Block G,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai – 400 051  
**Symbol: HPL**

**BSE Limited**  
25<sup>th</sup> Floor, New Trading Ring, Rotunda  
Building, Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001  
**Scrip Code: 540136**

### **Sub:- Voting Results of the 26<sup>th</sup> Annual General Meeting alongwith the Consolidated Scrutinizers Report of HPL Electric & Power Limited**

Dear Sir,

In reference with the captioned subject, we are submitting herewith the Voting Results of the 26<sup>th</sup> Annual General Meeting (AGM) of the Company held on 27<sup>th</sup> September, 2018 alongwith the Consolidated Scrutinizers Report dated 28<sup>th</sup> September, 2018, in terms of Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your kind information and record.

Thanking You

Yours Faithfully  
For HPL ELECTRIC & POWER LIMITED

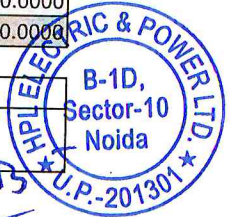
Vivek Kumar  
Company Secretary

Encl: As above

Date of the AGM/EGM	HPL ELECTRIC & POWER LIMITED
Total number of shareholders on record date	27-09-2018
No. of shareholders present in the meeting either in person or through proxy:	48221
Promoters and Promoter Group:	
Public:	10
No. of Shareholders attended the meeting through Video Conferencing	92
Promoters and Promoter Group:	
Public:	Not Applicable
	Not Applicable

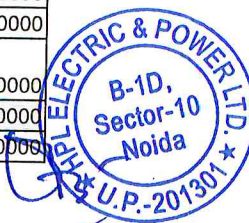
Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46,391,699	46,391,699	100.0000	46,391,699	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		46,391,699	100.0000	46,391,699	0	0.0000	0.0000
Public- Institutions	E-Voting	4,374,353	3,877,376	88.6388	3,877,376	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,877,376	88.6388	3,877,376	0	0.0000	0.0000
Public- Non Institutions	E-Voting	13,534,434	211,043	1.5593	211,043	0	100.0000	0.0000
	Poll		1,072	0.0079	1,072	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		212,115	1.5672	212,115	0	0.0000	0.0000
	Total	64,300,486	50,481,190	78.5083	50,481,190	0	100.0000	0.0000

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To declare final dividend of Re. 1.00 per equity share for the Financial Year ended 31st March, 2018.							



Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46,391,699	46,391,699	100.0000	46,391,699	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		46,391,699	100.0000	46,391,699	0	100.0000	0.0000
Public- Institutions	E-Voting	4,374,353	3,877,376	88.6388	3,877,376	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,877,376	88.6388	3,877,376	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13,534,434	212,043	1.5667	212,043	0	100.0000	0.0000
	Poll		1,072	0.0079	1,072	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		213,115	1.5746	213,115	0	100.0000	0.0000
Total	Total	64,300,486	50,482,190	78.5098	50,482,190	0	100.0000	0.0000

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Vinod Ratan Gupta (DIN: 07401017), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46,391,699	46,391,699	100.0000	46,391,699	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		46,391,699	100.0000	46,391,699	0	100.0000	0.0000
	E-Voting		3,877,376	88.6388	3,877,376	0	100.0000	0.0000

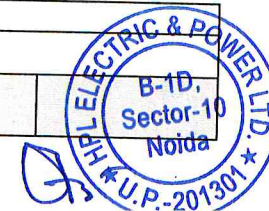




Public- Institutions	Poll	4,374,353	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,877,376	88.6388	3,877,376	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13,534,434	212,043	1.5667	204,568	7,475	96.4747	3.5252
	Poll		1,072	0.0079	1,072	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		213,115	1.5746	205,640	7,475	96.4925	3.5075
	Total	64,300,486	50,482,190	78.5098	50,474,715	7,475	99.9852	0.0148

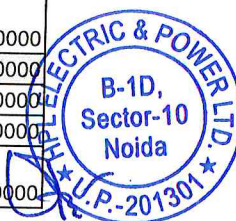
Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Ratification of Remuneration of the Cost Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46,391,699	46,391,699	100.0000	46,391,699	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		46,391,699	100.0000	46,391,699	0	100.0000	0.0000
Public- Institutions	E-Voting	4,374,353	3,877,376	88.6388	3,877,376	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,877,376	88.6388	3,877,376	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13,534,434	211,043	1.5593	204,568	6,475	96.9319	3.0680
	Poll		1,072	0.0079	1,072	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		212,115	1.5672	205,640	6,475	96.9474	3.0526
	Total	64,300,486	50,481,190	78.5083	50,474,715	6,475	99.9872	0.0128

Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Hargovind Sachdev (DIN: 08105319) as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							



Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46,391,699	46,391,699	100.0000	46,391,699	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		46,391,699	100.0000	46,391,699	0	100.0000	0.0000
Public- Institutions	E-Voting	4,374,353	3,877,376	88.6388	3,877,376	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,877,376	88.6388	3,877,376	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13,534,434	212,043	1.5667	212,043	0	100.0000	0.0000
	Poll		1,072	0.0079	1,072	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		213,115	1.5746	213,115	0	100.0000	0.0000
Total		64,300,486	50,482,190	78.5098	50,482,190	0	100.0000	0.0000

Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - Revision of Remuneration payable to Mr. Chandra Prakash Jain (DIN: 00311643), Whole- time Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46,391,699	46,391,699	100.0000	46,391,699	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		46,391,699	100.0000	46,391,699	0	100.0000	0.0000
Public- Institutions	E-Voting	4,374,353	3,877,376	88.6388	3,877,376	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000





	Total		3,877,376	88.6388	3,877,376	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13,534,434	211,043	1.5593	203,934	7,109	96.6314	3.3685
	Poll		1,072	0.0079	1,072	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		212,115	1.5672	205,006	7,109	96.6485	3.3515
	Total	64,300,486	50,481,190	78.5083	50,474,081	7,109	99.9859	0.0141

Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL - Revision of remuneration payable to Mr. Vinod Ratan Gupta (DIN: 07401017) Whole- time Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46,391,699	46,391,699	100.0000	46,391,699	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		46,391,699	100.0000	46,391,699	0	100.0000	0.0000
Public- Institutions	E-Voting	4,374,353	3,877,376	88.6388	3,877,376	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		3,877,376	88.6388	3,877,376	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13,534,434	212,043	1.5667	204,934	7,109	96.6473	3.3526
	Poll		1,072	0.0079	1,072	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		213,115	1.5746	206,006	7,109	96.6642	3.3358
	Total	64,300,486	50,482,190	78.5098	50,475,081	7,109	99.9859	0.0141

For HPL ELECTRIC & POWER LTD.

  
AUTHORISED SIGNATORY

CONSOLIDATED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING & VOTING  
THROUGH BALLOT PAPER  
FOR HPL ELECTRIC & POWER LIMITED

To,

The Chairman,  
HPL ELECTRIC & POWER LIMITED  
1/20, Asaf Ali Road ,  
New Delhi -110002

Sub: Consolidated Scrutinizer's Report in respect of passing of Resolution(s) through Remote e-voting and voting through ballot paper conducted at the 26<sup>th</sup> Annual General Meeting of HPL Electric & Power Limited (the Company) held on 27<sup>th</sup> day of September, 2018

Dear Sir,

The Board of Directors of the Company at its meeting held on Thursday, the August 2, 2018 had appointed Mr. Deepak Kukreja and Ms. Monika Kohli, Partners, DMK Associates as the Scrutinizer, pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and all other provisions as applicable, to scrutinize the remote e-voting and voting through ballot paper conducted at its 26<sup>th</sup> Annual General Meeting of the Company held on September 27, 2018 in a fair and transparent manner.

The Company had engaged Karvy Computershare Private Limited as the service provider, for extending the facility of remote e-voting to the shareholders of the Company. The remote e - voting process was commenced on Monday, the 24<sup>th</sup> day of September, 2018 from 10:00 A.M. till Wednesday, the 26<sup>th</sup> day of September, 2018 upto 5:00 P.M. The remote e-voting results were unblocked by us on 27<sup>th</sup> September, 2018. in the presence of two witnesses, not in employment of the company.



**DMK ASSOCIATES  
COMPANY SECRETARIES**

At the 26<sup>th</sup> Annual General Meeting of the Company held on September 27, 2018, the facility of voting through ballot paper was conducted for the members present in the meeting who could not cast their vote through remote e-voting.

As on September 20, 2018, the cut-off date there were 48221 shareholders of the Company which were entitled to vote on the resolutions placed for the approval of the shareholders through remote e- voting as well as voting through ballot paper conducted at the 26th Annual General Meeting of the Company. The Paid up Share Capital of the Company as on cut-off date was Rs. 643,004,860/- divided into 64,300,486 equity shares of Rs. 10/- each.

The result of the Remote e- voting together with that of the voting through ballot paper is as under:

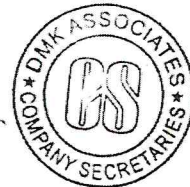
**ORDINARY BUSINESS**

**RESOLUTION NO. 1 – ORDINARY RESOLUTION**

To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March , 2018 together with the reports of the Board of Directors and Auditors thereon:

**(I) VOTED IN FAVOUR OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/P roxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
30	50480118	27	1072	50481190	100	78.51





**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
0	0	0	0	0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
1	1000	1	70	1070

**RESULT**

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

**RESOLUTION NO. 2 – ORDINARY RESOLUTION**

**To declare final dividend of Rs. 1.00 per equity share for the Financial Year ended 31<sup>st</sup> March, 2018:**

**(I) VOTED IN FAVOUR OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
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**DMK ASSOCIATES  
COMPANY SECRETARIES**

31	50481118	27	1072	50482190	100	78.51
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**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
0	0	0	0	0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

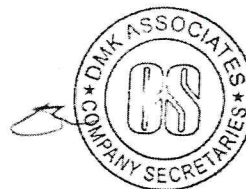
No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	1	70	70

**RESULT**

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO. 3 – ORDINARY RESOLUTION**

**To appoint a director in place of Mr. Vinod Ratan Gupta (DIN:07401017), who retires by rotation and being eligible, offers himself for re-appointment:**





**(I) VOTED IN FAVOUR OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
27	50473643	27	1072	50474715	99.99	78.50

**(II) VOTED AGAINST THE RESOLUTION:**

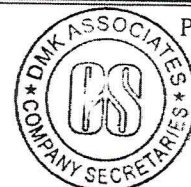
No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up share capital of the Company
4	7475	0	0	7475	0.01	0.01

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	1	70	70

**RESULT**

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**SPECIAL BUSINESS**

**RESOLUTION NO. 4 – ORDINARY RESOLUTION**

**Ratification of Remuneration of Cost Auditors.**

**(I) VOTED IN FAVOUR OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
27	50473643	27	1072	50474715	99.99	78.50

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up share capital of the Company
3	6475	0	0	6475	0.01	0.01

**(III) INVALID VOTES OF THE RESOLUTION:**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper





1	1000	1	70	1070
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### RESULT

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

### RESOLUTION NO. 5 – ORDINARY RESOLUTION

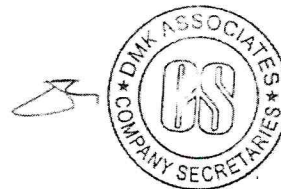
Appointment of Mr. Hargovind Sachdev (DIN:08105319) as an Independent Director.

#### (I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
31	50481118	27	1072	50482190	100	78.51%

#### (II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up share capital of the Company
0	0	0	0	0	0	0



(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	1	70	70

**RESULT**

As the number of votes cast in favour of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO. 6 – SPECIAL RESOLUTION**

Revision of Remuneration payable to Mr. Chandra Prakash Jain (DIN: 00311643), Whole Time Director of the Company.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Member s voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
25	50473009	27	1072	50474081	99.99	78.50



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up share capital of the Company
5	7109	0	0	7109	0.01	0.01

(III) INVALID VOTES OF THE RESOLUTION:

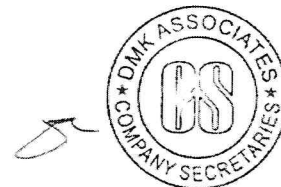
No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
1	1000	1	70	1070

**RESULT**

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

**RESOLUTION NO. 7 – SPECIAL RESOLUTION**

**Revision of Remuneration payable to Mr. Vinod Ratan Gupta (DIN: 07401017), Whole Time Director of the Company.**



(I) VOTED IN FAVOUR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
26	50474009	27	1072	50475081	99.99	78.50

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up share capital of the Company
5	7109	0	0	7109	0.01	0.01%

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E Voting	No. of Members/ Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	1	70	70

**RESULT**

As the number of votes cast in favour of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.






DMK ASSOCIATES  
COMPANY SECRETARIES

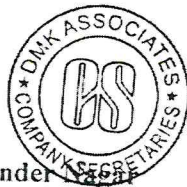
The relevant records relating to remote e -Voting and voting through Ballot paper were sealed and shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the Annual General Meeting and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you

Yours Sincerely

For DMK ASSOCIATES  
COMPANY SECRETARIES

  
DEEPAK KUKREJA  
(PARTNER)  
31/36, Basement, Old Rajinder Nagar  
Delhi - 110060  
FCS No: 4140  
CP No: 8265



Date : 28<sup>th</sup> September 2018  
Place : New Delhi

For HPL Electric & Power Ltd

  
Gautam Sethi  
(Authorized Representative of Chairman of the Meeting)



Date: 28<sup>th</sup> September 2018  
Place: New Delhi