



HPL Electric & Power Limited

CIN : L74899DL1992PLC048945

Corporate Office: 76-B, Phase-IV, Sector-57, HSIIDC Industrial Estate,
Kundli-131028, Sonapat, Haryana INDIA.

Tel.: +91-130-350 3958, 350 3437 | E-mail: hpl@hplindia.com

Website: www.hplindia.com

30th September, 2024

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
25th Floor, New Trading Ring, Rotunda
Building, PhirozeJeejeebhoy Towers, Dala
Street, Fort,
Mumbai – 400 001
Scrip Code: 540136

Sub:- Proceedings of the 32nd Annual General Meeting of HPL Electric & Power Limited

Dear Sir,

In reference with the captioned subject, we are submitting herewith the Gist of the Proceedings of the 32nd Annual General Meeting (AGM) of the Company held on 30th September, 2024 in terms of Regulation 30 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



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GIST OF THE PROCEEDINGS OF THE 32nd ANNUAL GENERAL MEETING

The 32nd Annual General Meeting (AGM) of the Members of HPL Electric & Power Limited ('the Company') was held on **Monday, 30th September, 2024 at 11.30 A.M.** through video conferencing (VC)/Other Audio Visual Means (OAVM).

Total 189 Members attended the meeting through Video Conferencing.

Directors and KMP's present through Video Conferencing:

1. Mr. Lalit Seth, Chairman and Whole-time Director
2. Mr. Rishi Seth, Managing Director
3. Mr. Gautam Seth, Joint Managing Director & CFO
4. Mr. Hargovind Sachdev, Independent Director, Chairman of Audit Committee and Stakeholders' Relationship Committee and Member of Nomination & Remuneration Committee
5. Dr. Rashmi Vij, Independent Director, Member of Audit Committee, Nomination and Remuneration Committee and CSR Committee
6. Mr. Vivek Kumar, Company Secretary & Compliance Officer

Apart from them, Ms. Sakshi Kharabanda, Statutory Auditor; Mr. Vinod Gupta, Secretarial Auditor; Mr. Deepak Kukreja and Mrs. Monika Kohli, Scrutinizers were present through VC.

Due to technical reasons, Mr. Dhruv Goyal, Independent Director and Chairman of Nomination & Remuneration Committee could not have joined the meeting.

BRIEF DETAILS OF DELIBERATIONS AT THE MEETING:

The Company Secretary welcomed all the shareholders on behalf of the board of HPL Electric & Power Limited. He informed the shareholders that the soft copy of the Annual Report 2023-24 was sent to all the members holding shares whose email addresses were available either with the Depository Participants or are registered with the Company's RTA for communication purpose. Thereafter, he introduced the Directors present through VC.

Thereafter Mr. Gautam Seth, Joint Managing Director & CFO took over the proceedings and declared that the requisite quorum was present and called the Meeting to order. Thereafter, he delivered the speech on behalf of the Chairman of the Company.

With the consent of the members, the Notice convening the Annual General Meeting and the Financial Statements for the financial year ended 31st March, 2024 and Auditors Report thereon, as circulated were taken as read. Since there were no qualifications or observations or comments on the financial transactions or matters having any adverse effect on the functioning of the Company in the Auditor's report on the financial statements of the company and the Secretarial Auditor's report, the same were not required to be read.

The Company Secretary then opened the 'Questions & Answers' (Q&As) session for the members who had registered themselves as 'speaker' to ask questions or express their views. The moderator called the names of the shareholders in the sequence of their registration done, who had registered themselves as registered speakers to express their views and queries. Questions/ clarifications were duly answered by the Joint Managing Director & CFO of the Company. The members expressed their satisfaction on the performance of the Company.



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The Company Secretary further informed the members that the Company had provided the remote e-voting facility to the members which commenced at 9.00 A.M. on 27th September, 2024 and ended at 5.00 P.M. on 29th September, 2024 to cast their votes on all the resolutions set forth in the AGM Notice. Members, who were participating in the meeting and had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting facility provided at the meeting through VC.

The Company Secretary explained the process of voting through e-voting mechanism of Kfin Technologies Limited. It was further informed that the Board of Directors had appointed Mr. Deepak Kukreja, Partner DMK Associates as the Scrutinizer and Mrs. Monika Kohli, Partner DMK Associates as the Alternate Scrutinizer, to scrutinize the e-voting in a fair and transparent manner.

Thereafter the E-voting Mechanism was activated by the moderator for 15 minutes for the members to cast their vote on the following resolutions:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2024 together with the Reports of the Board of Directors and Auditors thereon. (ordinary resolution)
2. To declare final dividend of Rs. 1.00 per equity share of face of Rs. 10/- each for the financial year ended 31st March, 2024. (ordinary resolution)
3. To appoint a director in place of Mr. Rishi Seth (DIN: 00203469), who retires by rotation and being eligible, offers himself for re-appointment. (ordinary resolution)

Special Business:

4. Ratification of Remuneration of the Cost Auditors (ordinary resolution)
5. Re-appointment of Mr. Lalit Seth (DIN: 00312007) as the Chairman and Whole-time Director of the Company and fixation of remuneration (special resolution)
6. Re-appointment of Mr. Rishi Seth (DIN: 00203469) as the Managing Director of the Company and fixation of remuneration (special resolution)
7. Re-appointment of Mr. Gautam Seth (DIN: 00203405) as the Joint Managing Director of the Company and fixation of remuneration (special resolution)

After the completion of 15 minutes, the voting process was ended and the Company Secretary informed that the results will be declared within statutory timelines. Thereafter the meeting was concluded at 12:22 PM with a vote of thanks to all the members for attending and participating in the meeting.

For HPL Electric & Power Limited

Vivek Kumar
Company Secretary