

39th Annual General Meeting held on Wednesday, 23rd September, 2015

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

As per the provisions of the Companies Act, 2013 and Clause 35B of the Listing Agreement 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 39th Annual General Meeting (AGM) dated 07th August, 2015. The e-voting was open from 09:00 AM on Saturday, 19th September, 2015 to 05:00 PM on Tuesday, 22nd September, 2015.

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 39th AGM, voting was conducted by means of e voting (including remote e voting) poll.

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 Tuesday, 22nd September, 2015 and poll received till the conclusion of the meeting and submitted her report on 23rd September, 2015.

The consolidated Results, as per the Scrutinizers' Report dated 23rd September, 2015, are as follows:

Resolution No.	Particulars	% of Votes in Favour	% of Votes in Against	% of Votes in Abstain
1.	Resolution No.1: Ordinary Resolution To receive, consider and adopt the Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31 st March, 2015, including Audited Balance Sheet as at 31 st March, 2015 and the Statement of Profit & Loss for the year ended on that date together with report of the Board of Directors and Auditors' thereon.	99.9999	0.0001	Negligible
2.	Resolution No.2: Ordinary Resolution To confirm payment of interim dividend and declare final dividend for the financial	99.9999	0.0001	Negligible

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	year 2014-15.			
3.	Resolution No.3: Ordinary Resolution To appoint a Director in place of Shri R. S. Mina (DIN 00149956), who retires by rotation and being eligible, offers himself for re-appointment for the remaining / extended term at the pleasure of the President of India.	98.7992	1.2008	Negligible
4.	Resolution No.4: Ordinary Resolution To fix remuneration of the Joint Statutory Auditors for the financial year 2015-16.	99.8291	0.1709	Negligible
5.	Resolution No.5: Ordinary Resolution Ordinary resolution for ratification of the remuneration of the Cost Auditors for the financial year 2015-16 appointed by the Board.	99.9854	0.0146	Negligible
6.	Resolution No.6: Ordinary Resolution Ordinary resolution for appointment of Shri Jayant Kumar (DIN 03010235), as Director of the Company.	98.8677	1.1323	Negligible
7.	Resolution No.7: Special Resolution Special resolution for consideration of issue of secured / unsecured redeemable non-convertible debentures / bonds aggregating up to Rs. 2500 crore.	99.9998	0.0002	Negligible

Based on the Consolidated Report of Scrutinizer, all the resolutions as set out in the Notice of 39th AGM have been duly approved by the shareholders with requisite majority.

For NHPC Limited

Date : 23-09-2015
Place: FARIDABAD



(R.S.T.Sai)
Chairman & Managing Director