



**एनएचपीसी लिमिटेड**  
(भारत सरकार का एक नवरत्न उद्यम)  
**NHPC Limited**  
(A Government of India Navratna Enterprise)

फोन/Phone: 0129-2278018

संदर्भ सं./Ref. No. NH/CS/199

Corporate Relationship Department/ कॉर्पोरेट संबंध विभाग, <b>M/s BSE Limited/ बीएसई लिमिटेड,</b> Phiroze Jeejeebhoy Towers / फिरोज जीजीभोय टावर्स, Dalal Street, /दलाल स्ट्रीट, Mumbai/ मुंबई -400 001 <b>Scrip Code: 533098</b>	Listing Department/ लिस्टिंग विभाग, <b>M/s National Stock Exchange of India Limited/ नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड,</b> Exchange Plaza, Bandra Kurla Complex/ एक्सचेंज प्लाजा, बांद्रा कुर्ला कॉम्प्लेक्स, Bandra (E)/ बांद्रा (ई), Mumbai/ मुंबई - 400 051 <b>Scrip Code: NHPC</b>
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ISIN No. INE848E01016

**Sub: Voting results of 49<sup>th</sup> Annual General Meeting (AGM) along with scrutinizer's report**

**विषय: 49वीं वार्षिक आम बैठक (एजीएम) के मतदान का परिणाम और संवीक्षक की रिपोर्ट**

Sirs/ महोदय,

In compliance to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results of 49<sup>th</sup> AGM of NHPC Limited held on 30<sup>th</sup> August, 2025 at 11:00 A.M. (IST) through Video Conference (VC)/ Other Audio Visual Means (OAVM) along with consolidated scrutinizer's report.

It is to inform that all resolutions set out in the notice of 49<sup>th</sup> AGM were duly approved by shareholders with requisite majority. The voting results along with scrutinizer's report is also being uploaded on the website of the Company at <https://www.nhpcindia.com/welcome/page/78> and website of e-voting service provider i.e. National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

This is for your information and record.

सेबी [सूचीबद्धता (लिस्टिंग) बाध्यताएँ और प्रकटीकरण अपेक्षाएँ] विनियम, 2015 के विनियम 44(3) के अनुपालन में, वीडियो कॉन्फ्रेंस (वीसी)/ अन्य ऑडियो विजुअल मीन्स (ओएवीएम) के माध्यम से 30 अगस्त, 2025 को अपराह्न 11:00 बजे (भारतीय समयानुसार) आयोजित एनएचपीसी लिमिटेड की 49वीं एजीएम के वोटिंग परिणाम और समेकित संवीक्षक रिपोर्ट संलग्न हैं।

यह सूचित किया जाता है कि 49वीं एजीएम के नोटिस में निर्धारित सभी प्रस्तावों को शेयरधारकों द्वारा अपेक्षित बहुमत के साथ विधिवत अनुमोदित किया गया है। संवीक्षक रिपोर्ट के साथ वोटिंग परिणाम कंपनी की वेबसाइट पर <https://www.nhpcindia.com/welcome/page/78> तथा ई-वोटिंग सेवा प्रदाता यानी नेशनल सिक्योरिटीज डिपॉजिटरी लिमिटेड की वेबसाइट [www.evoting.nsdl.com](http://www.evoting.nsdl.com) पर अपलोड किए जा रहे हैं।

यह आपकी जानकारी और रिकॉर्ड के लिए है।

धन्यवाद।

भवदीय,

संलग्न: उपरोक्त अनुसार

(रूपा देब)  
कंपनी सचिव

पंजीकृत कार्यालय : एनएचपीसी ऑफिस कॉम्प्लेक्स, सेक्टर-33, फरीदाबाद - 121003, हरियाणा

Regd. Office : NHPC Office Complex, Sector - 33, Faridabad - 121003, Haryana

CIN:L40101HR1975GOI032564; Website: www.nhpcindia.com

E-mail : webmaster@nhpc.nic.in; EPABX No. : 0129-2588110 / 2588500

बिजली से संबंधित शिकायतों के लिए 1912 डायल करें | Dial 1912 for Complaints on Electricity

<b>General information about company</b>	
Scrip code	533098
NSE Symbol	NHPC
MSEI Symbol	NOTLISTED
ISIN	INE848E01016
Name of the company	NHPC Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-08-2025
Start time of the meeting	11:00 AM
End time of the meeting	12:05 PM



<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Shri Amit Kaushal
Firms Name	M/s A. Kaushal & Associates
Qualification	CS
Membership Number	F6230
Date of Board Meeting in which appointed	26-06-2025
Date of Issuance of Report to the company	30-08-2025



<b>Voting results</b>	
Record date	23-08-2025
Total number of shareholders on record date	3767825
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	178
No. of resolution passed in the meeting	13
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the report of Board of Directors, Auditors Report thereon and Comments of the Comptroller & Auditor General of India.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public-Institutions	E-Voting	2039200102	1834104493	89.9424	1831330438	2774055	99.8488	0.1512
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1834104493	89.9424	1831330438	2774055	99.8488
Public- Non Institutions	E-Voting	1235688245	2570716	0.208	2373868	196848	92.3427	7.6573
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2615534	0.2117	2418686	196848	92.4739
Total		10045034805	8606866485	85.6828	8603895582	2970903	99.9655	0.0345
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm the payment of interim dividend and declare final dividend for the financial year 2024-25.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public- Institutions	E-Voting	2039200102	1835363445	90.0041	1835363445	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1835363445	90.0041	1835363445	0	100
Public- Non Institutions	E-Voting	1235688245	2569011	0.2079	2382221	186790	92.7291	7.2709
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2613829	0.2115	2427039	186790	92.8538
Total		10045034805	8608123732	85.6953	8607936942	186790	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Shri Mohammad Afzal, Joint Secretary (Hydro), Ministry of Power, Govt. Nominee Director (DIN: 09762315), who retires by rotation and, being eligible, offers himself for re-appointment at the pleasure of the nominating authority.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public-Institutions	E-Voting	2039200102	1830104565	89.7462	1372729310	457375255	75.0082	24.9918
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1830104565	89.7462	1372729310	457375255	75.0082
Public- Non Institutions	E-Voting	1235688245	2564476	0.2075	2097839	466637	81.8038	18.1962
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2609294	0.2112	2142657	466637	82.1164
Total		10045034805	8602860317	85.6429	8145018425	457841892	94.678	5.322
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Shri Uttam Lal, Director (Personnel) (DIN: 10194925), who retires by rotation and, being eligible, offers himself for re-appointment for remaining term at the pleasure of the President of India.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public- Institutions	E-Voting	2039200102	1835319276	90.0019	1762556885	72762391	96.0354	3.9646
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1835319276	90.0019	1762556885	72762391	96.0354
Public- Non Institutions	E-Voting	1235688245	2563518	0.2075	2247913	315605	87.6886	12.3114
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2608336	0.2111	2292731	315605	87.9001
Total		10045034805	8608074070	85.6948	8534996074	73077996	99.1511	0.8489
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To authorize Board of Directors of the Company to fix the remuneration of the Joint Statutory Auditors for the financial year 2025-26.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public- Institutions	E-Voting	2039200102	1835363445	90.0041	1824005553	11357892	99.3812	0.6188
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1835363445	90.0041	1824005553	11357892	99.3812
Public- Non Institutions	E-Voting	1235688245	2533006	0.205	2251137	281869	88.8722	11.1278
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2577824	0.2086	2295955	281869	89.0656
Total		10045034805	8608087727	85.695	8596447966	11639761	99.8648	0.1352
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(6)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To ratify the remuneration of the Cost Auditors for the financial year 2025-26.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public-Institutions	E-Voting	2039200102	1833017029	89.889	1833017029	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1833017029	89.889	1833017029	0	100
Public- Non Institutions	E-Voting	1235688245	2536170	0.2052	2257917	278253	89.0286	10.9714
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2580988	0.2089	2302735	278253	89.2191
Total		10045034805	8605744475	85.6716	8605466222	278253	99.9968	0.0032
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(7)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s Akhil Rohatgi & Co., Company Secretaries as Secretarial Auditor of Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public- Institutions	E-Voting	2039200102	1835321336	90.002	1835321336	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1835321336	90.002	1835321336	0	100
Public- Non Institutions	E-Voting	1235688245	2541514	0.2057	2253907	287607	88.6836	11.3164
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2586332	0.2093	2298725	287607	88.8797
Total		10045034805	8608054126	85.6946	8607766519	287607	99.9967	0.0033
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(8)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Shri Suprakash Adhikari (DIN: 10738274), as Director (Technical) of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public- Institutions	E-Voting	2039200102	1835319276	90.0019	1163011523	672307753	63.3683	36.6317
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1835319276	90.0019	1163011523	672307753	63.3683
Public- Non Institutions	E-Voting	1235688245	2538940	0.2055	2306239	232701	90.8347	9.1653
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2583758	0.2091	2351057	232701	90.9937
Total		10045034805	8608049492	85.6946	7935509038	672540454	92.1871	7.8129
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(9)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Dr. Uday Sakharam Nirgudkar (DIN: 07592413), as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public- Institutions	E-Voting	2039200102	1835293149	90.0006	1268178869	567114280	69.0995	30.9005
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1835293149	90.0006	1268178869	567114280	69.0995
Public- Non Institutions	E-Voting	1235688245	2537339	0.2053	2249128	288211	88.6412	11.3588
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2582157	0.209	2293946	288211	88.8384
Total		10045034805	8608021764	85.6943	8040619273	567402491	93.4084	6.5916
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(10)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To re-appoint Shri Jiji Joseph (DIN: 09415941), as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public- Institutions	E-Voting	2039200102	1830078438	89.7449	1009499848	820578590	55.1616	44.8384
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1830078438	89.7449	1009499848	820578590	55.1616
Public- Non Institutions	E-Voting	1235688245	2530372	0.2048	2233539	296833	88.2692	11.7308
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2575190	0.2084	2278357	296833	88.4734
Total		10045034805	8602800086	85.6423	7781924663	820875423	90.458	9.542
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(11)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint Shri Anil Kumar Sood (DIN: 01376251), as an Independent Director of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public-Institutions	E-Voting	2039200102	1835319276	90.0019	1826932182	8387094	99.543	0.457
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1835319276	90.0019	1826932182	8387094	99.543
Public- Non Institutions	E-Voting	1235688245	2536843	0.2053	2225081	311762	87.7106	12.2894
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2581661	0.2089	2269899	311762	87.924
Total		10045034805	8608047395	85.6946	8599348539	8698856	99.8989	0.1011
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(12)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					To increase borrowing limit of the Company from Rs.50,000 Crore to Rs.60,000 Crore.			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public- Institutions	E-Voting	2039200102	1833017029	89.889	1833017029	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1833017029	89.889	1833017029	0	100
Public- Non Institutions	E-Voting	1235688245	2531819	0.2049	2226568	305251	87.9434	12.0566
	Poll		44818	0.0036	44803	15	99.9665	0.0335
	Postal Ballot (if applicable)							
	Total		1235688245	2576637	0.2085	2271371	305266	88.1525
Total		10045034805	8605740124	85.6716	8605434858	305266	99.9965	0.0035
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(13)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To create Mortgage and/or charge over the movable and immovable properties of the Company.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	6770146458	6770146458	100	6770146458	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		6770146458	6770146458	100	6770146458	0	100
Public-Institutions	E-Voting	2039200102	1833017029	89.889	1167734070	665282959	63.7056	36.2944
	Poll							
	Postal Ballot (if applicable)							
	Total		2039200102	1833017029	89.889	1167734070	665282959	63.7056
Public- Non Institutions	E-Voting	1235688245	2528080	0.2046	2220434	307646	87.8308	12.1692
	Poll		44818	0.0036	44818	0	100	0
	Postal Ballot (if applicable)							
	Total		1235688245	2572898	0.2082	2265252	307646	88.0428
Total		10045034805	8605736385	85.6715	7940145780	665590605	92.2657	7.7343
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





# A. KAUSHAL & ASSOCIATES

COMPANY SECRETARIES

A-160, Basement, Defence Colony, New Delhi-110024

## SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014]

To

**The Chairman**

Annual General Meeting of the Equity Shareholders of

**NHPC Limited**

**NHPC Office Complex, Sector-33, Faridabad**

**Haryana-121003**

Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

**Sub: Consolidated Scrutinizer's Report on voting through e-voting (voting during the AGM) and remote e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 49<sup>th</sup> Annual General Meeting (AGM) of the NHPC Limited held on Saturday, the 30<sup>th</sup> August, 2025 at 11:00 A.M. (IST).**

Dear Sir,

Please refer to your letter dated 17<sup>th</sup> July, 2025 for appointing me as a Scrutinizer for the purpose of scrutinizing the voting through e-voting system and remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on voting through e-voting system and remote e-voting carried out as per the provision of **Section 108** of the Companies Act, 2013 read with **Rule 20** of the Companies (Management and Administration) Rules, 2014.

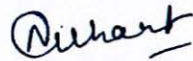
I, **CS Amit Kaushal**, proprietor of **M/s A. Kaushal & Associates**, Company Secretaries, having office at A-160, Basement, Defence Colony, New Delhi- 110024, submit my report as under:

1. As required under Section 101 and 108 of the Companies Act, 2013, notice of the Annual General Meeting ("AGM") of the Equity Shareholders of NHPC Limited ("**the Company**"), scheduled to be held on Saturday, the 30<sup>th</sup> August, 2025 at 11:00 A.M. (IST) through VC/OAVM was sent to the members;
2. The Members holding shares as on the "cut off" date i.e. Saturday, 23<sup>rd</sup> August, 2025, were entitled to vote on the proposed resolutions (13 items as set out in the Notice of the AGM of NHPC Limited).
3. Detailed instructions relating to e-voting during the AGM and remote e-voting facility along with other details were duly provided to all the members;
4. The Company has also published the information relating to remote e-voting in newspapers namely, Business Standard (Hindi Daily) and Business Standard (English Daily) on Saturday, 09<sup>th</sup> August, 2025.
5. The remote e-voting period commenced on Wednesday, 27<sup>th</sup> August, 2025 at 09:00 A.M. (IST) and concluded on Friday, 29<sup>th</sup> August, 2025 at 05:00 P.M. (IST) for the purpose of AGM scheduled to be held on 30<sup>th</sup> August, 2025.

Mobile: 9810050390; Ph: 011-46074119; E-mail: aka\_pcs@yahoo.com



6. After the closure of e-voting during the AGM, the report on voting done at the AGM (e-voting) and the votes cast through remote e-voting facility prior to AGM were unblocked and counted.
7. The e-votes were reconciled with the records maintained by the Registrar and Transfer Agent of the Company, M/s KFin Technologies Limited ("KFin") and the authorizations lodged with the Company.
8. The members have casted their vote through e-voting and remote e-voting facility provided by the National Securities Depositories Limited ("the NSDL") on the designated website <https://www.evoting.nsdl.com>.
9. I have monitored the process of remote e-voting through the scrutinizer's secured link provided by the NSDL on the designated website.
10. No members, who have used the facility of remote e-voting, have casted their vote in the AGM of the Company through e-voting system.
11. The votes, made through remote e-voting facility, were unblocked after the conclusion of voting at the AGM on **Saturday, 30<sup>th</sup> August, 2025** at 12:21 PM in the presence of 2 (two) witnesses Mr. Nishant Chauhan and Ms. Ritika Gupta who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.



Name: Mr. Nishant Chauhan



Name: Ms. Ritika Gupta

12. The e-voting data was scrutinized by me for verification of votes cast in favour and against of the resolution.
13. The result of e-voting systems (including remote e-voting) on the below mentioned resolutions are as under:

**ITEM NO. 1 OF NOTICE: ORDINARY RESOLUTION**

TO RECEIVE, CONSIDER AND ADOPT AUDITED STANDALONE & CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2025, TOGETHER WITH THE REPORT OF BOARD OF DIRECTORS, AUDITORS' REPORT THEREON AND COMMENTS OF THE COMPTROLLER & AUDITOR GENERAL OF INDIA.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,68,21,667	8,60,38,50,764	99.965	29,70,903	0.035
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,68,66,485</b>	<b>8,60,38,95,582</b>	<b>99.965</b>	<b>29,70,903</b>	<b>0.035</b>



**ITEM NO. 2 OF NOTICE: ORDINARY RESOLUTION**

TO CONFIRM THE PAYMENT OF INTERIM DIVIDEND AND DECLARE FINAL DIVIDEND FOR THE FINANCIAL YEAR 2024-25.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,80,78,914	8,60,78,92,124	99.998	1,86,790	0.002
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,81,23,732</b>	<b>8,60,79,36,942</b>	<b>99.998</b>	<b>1,86,790</b>	<b>0.002</b>

**ITEM NO. 3 OF NOTICE: ORDINARY RESOLUTION**

TO APPOINT A DIRECTOR IN PLACE OF SHRI MOHAMMAD AFZAL, JOINT SECRETARY (HYDRO), MINISTRY OF POWER, GOVT. NOMINEE DIRECTOR (DIN: 09762315), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT AT THE PLEASURE OF THE NOMINATING AUTHORITY.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,28,15,499	8,14,49,73,607	94.678	45,78,41,892	5.322
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,28,60,317</b>	<b>8,14,50,18,425</b>	<b>94.678</b>	<b>45,78,41,892</b>	<b>5.322</b>

**ITEM NO. 4 OF NOTICE: ORDINARY RESOLUTION**

TO APPOINT A DIRECTOR IN PLACE OF SHRI UTTAM LAL, DIRECTOR (PERSONNEL) (DIN: 10194925), WHO RETIRES BY ROTATION AND, BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT FOR REMAINING TERM AT THE PLEASURE OF THE PRESIDENT OF INDIA.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,80,29,252	8,53,49,51,256	99.151	7,30,77,996	0.849
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,80,74,070</b>	<b>8,53,49,96,074</b>	<b>99.151</b>	<b>7,30,77,996</b>	<b>0.849</b>



**ITEM NO. 5 OF NOTICE: ORDINARY RESOLUTION**

TO AUTHORIZE BOARD OF DIRECTORS OF THE COMPANY TO FIX THE REMUNERATION OF THE JOINT STATUTORY AUDITORS FOR THE FINANCIAL YEAR 2025-26.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,80,42,909	8,59,64,03,148	99.865	1,16,39,761	0.135
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,80,87,727</b>	<b>8,59,64,47,966</b>	<b>99.865</b>	<b>1,16,39,761</b>	<b>0.135</b>

**ITEM NO. 6 OF NOTICE: ORDINARY RESOLUTION**

TO RATIFY THE REMUNERATION OF THE COST AUDITORS FOR THE FINANCIAL YEAR 2025-26.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,56,99,657	8,60,54,21,404	99.997	2,78,253	0.003
E-voting	44818	44818	100	0	0
<b>Total</b>	<b>8,60,57,44,475</b>	<b>8,60,54,66,222</b>	<b>99.997</b>	<b>2,78,253</b>	<b>0.003</b>

**ITEM NO. 7 OF NOTICE: ORDINARY RESOLUTION**

TO APPOINT M/S AKHIL ROHATGI & CO., COMPANY SECRETARIES AS SECRETARIAL AUDITOR OF COMPANY.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,80,09,308	8,60,77,21,701	99.997	2,87,607	0.003
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,80,54,126</b>	<b>8,60,77,66,519</b>	<b>99.997</b>	<b>2,87,607</b>	<b>0.003</b>



**ITEM NO. 8 OF NOTICE: ORDINARY RESOLUTION**

TO APPOINT SHRI SUPRAKASH ADHIKARI (DIN: 10738274), AS DIRECTOR (TECHNICAL) OF THE COMPANY.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,80,04,674	7,93,54,64,220	92.187	67,25,40,454	7.813
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,80,49,492</b>	<b>7,93,55,09,038</b>	<b>92.187</b>	<b>67,25,40,454</b>	<b>7.813</b>

**ITEM NO. 9 OF NOTICE: SPECIAL RESOLUTION**

TO RE-APPOINT DR. UDAY SAKHARAM NIRGUDKAR (DIN: 07592413), AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,79,76,946	8,04,05,74,455	93.408	56,74,02,491	6.592
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,80,21,764</b>	<b>8,04,06,19,273</b>	<b>93.408</b>	<b>56,74,02,491</b>	<b>6.592</b>

**ITEM NO. 10 OF NOTICE: SPECIAL RESOLUTION**

TO RE-APPOINT SHRI JIJI JOSEPH (DIN: 09415941), AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,27,55,268	7,78,18,79,845	90.458	82,08,75,423	9.542
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,28,00,086</b>	<b>7,78,19,24,663</b>	<b>90.458</b>	<b>82,08,75,423</b>	<b>9.542</b>



**ITEM NO. 11 OF NOTICE: SPECIAL RESOLUTION**

TO APPOINT SHRI ANIL KUMAR SOOD (DIN: 01376251), AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,80,02,577	8,59,93,03,721	99.899	86,98,856	0.101
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,80,47,395</b>	<b>8,59,93,48,539</b>	<b>99.899</b>	<b>86,98,856</b>	<b>0.101</b>

**ITEM NO. 12 OF NOTICE: SPECIAL RESOLUTION**

TO INCREASE BORROWING LIMIT OF THE COMPANY FROM ₹50,000 CRORE TO ₹60,000 CRORE.

Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,56,95,306	8,60,53,90,055	99.996	3,05,251	0.004
E-voting	44,818	44,803	99.967	15	0.033
<b>Total</b>	<b>8,60,57,40,124</b>	<b>8,60,54,34,858</b>	<b>99.996</b>	<b>3,05,266</b>	<b>0.004</b>

**ITEM NO. 13 OF NOTICE: SPECIAL RESOLUTION**

TO CREATE MORTGAGE AND/OR CHARGE OVER THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY.

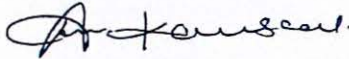
Voted in "Favour" or "Against" of the resolution:

Mode	Total Valid Votes	Votes in Favour		Votes Against	
	No. of Votes	No. of Votes	Voting %	No. of Votes	Voting %
Remote E-voting	8,60,56,91,567	7,94,01,00,962	92.266	66,55,90,605	7.734
E-voting	44,818	44,818	100	0	0
<b>Total</b>	<b>8,60,57,36,385</b>	<b>7,94,01,45,780</b>	<b>92.266</b>	<b>66,55,90,605</b>	<b>7.734</b>



14. The votes (e-voting /remote e-voting) casted by the members of Company in favour of the resolution(s) are more than the requisite majority, and therefore, the resolutions are deemed to be passed. The Chairman may declare the result accordingly.
15. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the AGM and thereafter the same shall be returned and handed over to the Company.

**For A. Kaushal & Associates  
Company Secretaries**



**CS Amit Kaushal  
Scrutinizer  
FCS No.: 6230; C.P. No.: 6663  
Peer Review No.: 7166/2025  
UDIN: F006230G001120266**

**Place: New Delhi  
Date: 30/08/2025**




**Countersigned by  
For NHPC LIMITED**



**Shri Rajendra Prasad Goyal,  
Chairman & Managing Director &  
Director (Finance)  
DIN: 08645380**





**49<sup>th</sup> Annual General Meeting held on Saturday, 30<sup>th</sup> August, 2025 at 11:00 AM (IST)  
Declaration of results of remote e-voting and e-voting during the AGM**

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 49<sup>th</sup> Annual General Meeting (AGM) dated 07<sup>th</sup> August, 2025. The remote e-voting was open from 09:00 AM (IST) on Wednesday, 27<sup>th</sup> August, 2025 to 05:00 PM (IST) on Friday, 29<sup>th</sup> August, 2025. The Company also provided e-voting facility during the AGM to the members who did not cast their vote through remote e-voting.

The Board of Directors had appointed Shri Amit Kaushal failing him Shri Alok Kumar Tripathi, Practicing Company Secretary of M/s. A. Kaushal & Associates, New Delhi as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. Shri Amit Kaushal has carried out the scrutiny of all the electronic votes, received through remote e-voting up to 05:00 PM on Friday, 29<sup>th</sup> August, 2025 and electronic votes received during AGM and submitted his report on 30<sup>th</sup> August, 2025.



The consolidated results, as per the Scrutinizers' Report dated 30<sup>th</sup> August, 2025 are as follows:

Resolution No.	Particulars	No. of Votes in favour	% of votes in favour	No. of Votes against	% of votes against	Invalid Votes
<b>Ordinary Business</b>						
1.	<b>Resolution No.1: Ordinary Resolution</b> To receive, consider and adopt Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the report of Board of Directors, Auditors' Report thereon and Comments of the Comptroller & Auditor General of India.	8,60,38,95,582	99.965	29,70,903	0.035	NIL
2.	<b>Resolution No.2: Ordinary Resolution</b> To confirm the payment of interim dividend and declare final dividend for the financial year 2024-25.	8,60,79,36,942	99.998	1,86,790	0.002	NIL
3.	<b>Resolution No.3: Ordinary Resolution</b> To appoint a director in place of Shri Mohammad Afzal, Joint Secretary (Hydro), Ministry of Power, Govt. Nominee Director (DIN: 09762315), who retires by rotation and, being eligible, offers himself for re-appointment at the pleasure of the nominating authority.	8,14,50,18,425	94.678	45,78,41,892	5.322	NIL
4.	<b>Resolution No.4: Ordinary Resolution</b> To appoint a director in place of Shri Uttam Lal, Director (Personnel) (DIN: 10194925), who retires by rotation and, being eligible, offers himself for re-appointment for remaining term at the pleasure of the President of India.	8,53,49,96,074	99.151	7,30,77,996	0.849	NIL
5.	<b>Resolution No.5: Ordinary Resolution</b>					



	To authorize Board of Directors of the Company to fix the remuneration of the Joint Statutory Auditors for the financial year 2025-26.	8,59,64,47,966	99.865	1,16,39,761	0.135	NIL
<b>Special Business</b>						
6.	<b>Resolution No.6: Ordinary Resolution</b> To ratify the remuneration of the Cost Auditors for the financial year 2025-26.	8,60,54,66,222	99.997	2,78,253	0.003	NIL
7.	<b>Resolution No.7: Ordinary Resolution</b> To appoint M/s Akhil Rohatgi & Co., Company Secretaries as Secretarial Auditor of Company.	8,60,77,66,519	99.997	2,87,607	0.003	NIL
8.	<b>Resolution No.8: Ordinary Resolution</b> To appoint Shri Suprakash Adhikari (DIN: 10738274), as Director (Technical) of the Company	7,93,55,09,038	92.187	67,25,40,454	7.813	NIL
9.	<b>Resolution No.9: Special Resolution</b> To re-appoint Dr. Uday Sakharam Nirgudkar (DIN: 07592413), as an Independent Director of the Company.	8,04,06,19,273	93.408	56,74,02,491	6.592	NIL
10.	<b>Resolution No.10: Special Resolution</b> To re-appoint Shri Jiji Joseph (DIN: 09415941), as an Independent Director of the Company	7,78,19,24,663	90.458	82,08,75,423	9.542	NIL
11.	<b>Resolution No.11: Special Resolution</b> To appoint Shri Anil Kumar Sood (DIN: 01376251), as an Independent Director of the Company	8,59,93,48,539	99.899	86,98,856	0.101	NIL
12.	<b>Resolution No.12: Special Resolution</b> To increase borrowing limit of the Company from ₹50,000 crore to ₹60,000 crore.	8,60,54,34,858	99.996	3,05,266	0.004	NIL
13.	<b>Resolution No.13: Special Resolution</b> To create Mortgage and/or charge over the movable and immovable properties of the Company.	7,94,01,45,780	92.266	66,55,90,605	7.734	NIL



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Based on the consolidated report of Scrutinizer, all the resolutions as set out in the Notice of 49<sup>th</sup> AGM have been duly approved by the shareholders with requisite majority.



**Date: 30.08.2025**  
**Place: Faridabad**

**For NHPC Limited**

**(Rajendra Prasad Goyal)**  
**Chairman & Managing Director**  
**and Director (Finance)**  
**DIN: 08645380**

