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एसजेवीएन लिमिटेड

SJVN Limited

(A Joint Venture of GOI & GOHP)

A Mini Ratna & Schedule "A" Company

SJVN/CS/93/2013- 12017

Date : 24 September 2013

NSE Symbol: SJVN-EQ

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex,
Bandra East,
Mumbai-400051, India.

Sub: Proceedings/ Minutes of 25th Annual General Meeting of SJVN Limited

Sir

In compliance with **Clause 31** of Listing agreement we forward herewith a copy of proceedings/ minutes of the 25th Annual General Meeting of the Members of SJVN Limited which was held on 12th September 2013, Thursday, at Hotel Peterhoff, Chaura Maidan, Shimla – 171004, Himachal Pradesh.

This is for your kind information and record please.

Thanking you,

Yours faithfully,


(Soumendra Das)
Company Secretary

कंपनी सचिवालय / Company Secretariat, हिमफेड भवन, न्यू शिमला / Himfed Building, New Shimla - 171009
दूरभाष / Tel No. 0177-2670362, फैक्स / Fax 0177-2670737, ईमेल/ Email: psr.murthy@sjvn.nic.in
निगम मुख्यालय, हिमफेड भवन, न्यू शिमला / Corporate Headquarters: Himfed Building, New Shimla - 171009
ईपीबीएक्स / EPBX: 2670741, 2670064, 2670490, 2670521, फैक्स: 2670542, वेबसाइट/ Website : www.sjvn.nic.in

SJVN LIMITED

MINUTES OF 25th ANNUAL GENERAL MEETING

DATE	:	12 th September 2013
TIME	:	1500 HRS.,
VENUE	:	HOTEL PETERHOFF SHIMLA, H.P.

PRESENT- DIRECTORS

- | | | |
|-----|--------------------|--------------|
| 1. | Shri R.P.Singh | ... In Chair |
| 2. | Shri R.N.Misra | |
| 3. | Shri A.S.Bindra | |
| 4. | Shri N.L.Sharma | |
| 5. | Shri R.K.Bansal | |
| 6. | Shri G. Sai Prasad | |
| 7. | Shri K.S. Gill | |
| 8. | Shri S.M. Iodha | |
| 9. | Smt. Asha Swarup | |
| 10. | Shri Arun Mahajan | |
| 11. | Shri D.V. Dharmik | |

PRESENT – GOVERNMENT NOMINEES

- | | | |
|----|-------------------------------------|---------------------------------|
| 1. | Shri R.K. Gupta, Directors (H), MoP |Nominee President of India |
|----|-------------------------------------|---------------------------------|

PRESENT – OTHER SHARE HOLDERS

List Annexed

PRESENT – STATUTORY AUDITORS

Shri Pradeep Kumar - M/s Hingorani M. & Co.

PRESENT – CHAIRPERSON OF AUDIT COMMITTEE

Smt. Asha Swarup, Independent Director.

IN ATTENDANCE

- | | |
|----|---------------------------------------|
| 1. | Shri Soumendra Das, Company Secretary |
|----|---------------------------------------|

Shri R.P.Singh, Chairman & Managing Director of the Company, Chaired the meeting.

With the permission of the Chair, the Company Secretary welcomed the Directors and Members informed the details of nominees of the President of India and also introduced the Chairperson of the Audit Committee and Statutory Auditors present. It was also informed that the President's Nominee – Shri Rajiv Gupta present in the Meeting.

The Chairman after perusal of Attendance Report furnished by M/s Link In-time, Registrars & Transfer Agent, New Delhi, declared the presence of the quorum and the Company Secretary, with the permission of the Chair, read the Notice of the meeting.

Thereafter, the Chairman addressed the gathering and Chairman's statement was circulated to all the Members present in the meeting. In his address, inter alia, the Chairman informed the Members NJHPS's Operational, & Financial highlights for FY 2012-13 and for the 1st Quarter of FY 2013-14, Future Plans & Strategies, Corporate Social Responsibility & Sustainable Development and Corporate Governance etc.

Thereafter, the Listed business was taken up in the following order:

1. TO RECEIVE, CONSIDER AND ADOPT THE AUDITED BALANCE SHEET AS AT 31ST MARCH, 2013 AND STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH REPORTS OF BOARD OF DIRECTORS AND AUDITORS THEREON.

The members were explained the financial performance for the year 2012-13. The Members were also informed that Statutory Auditors and the Comptroller & Auditor General of India, have made NIL Qualification / Comments on the Accounts for the stated period .

The Members were asked to raise questions, if any, on the subject proposal. There being no questions from Members, the proposal was put for approval by informing that Shri Rajiv K Gupta, GOI Nominee, proposed the motion and is seconded by Shri R.N. Misra.

The Members noted the same and raised hands in support of the Motion and unanimously passed the following resolution:-

"Resolved that the Audited Balance Sheet as at 31st March 2013 and Statement of Profit and Loss for the year ended on that date together with the Directors' and Auditors Report thereon hereby received and adopted."

2. TO DECLARE FINAL DIVIDEND FOR THE FINANCIAL YEAR 2012-13

The Members were informed that Board of Directors in its 221st meeting held on 29th May 2013 have recommended final dividend of Rs.0.96 paise per equity share subject to the approval of shareholders. The Members were asked to raise questions, if any, on the subject proposal.

The proposal was put for approval by informing that the Motion is proposed by Shri N.L. Sharma and seconded by Shri A.K. Mukherjee.

The Members approved the motion and unanimously passed the following Resolution:-

"Resolved that approval for payment of dividend @ Rs. 0.96 per share, amounting to Rs. 397.12 Crore plus dividend tax as applicable for the Financial Year 2012-13 be and is hereby accorded."

3. TO APPOINT A DIRECTOR IN PLACE OF SMT. ASHA SWARUP, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT

The Members were informed that as per the provisions of Articles of Association, Smt. Asha Swarup, Independent Director retires by rotation and being eligible offers herself for Re-Appointment.

Smt. Asha Swarup's brief bio-data was read out. The Members were asked to raise questions, if any, on the proposal. There being no questions from Members, the proposal was put for approval by informing that the Motion is proposed by Shri A.K. Singh and seconded by Shri S.L. Sharma.

The Members noted the same and unanimously passed the following resolution approving the re-appointment:-

"Resolved that approval be and is hereby accorded for Re-Appointment of Smt. Asha Swarup, Independent Director, on the Board of SJVN Limited."

4. TO APPOINT A DIRECTOR IN PLACE OF SHRI ARUN MAHAJAN, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT

The Members were informed that as per the provisions of Articles of Association, Shri Arun Mahajan, Independent Director retires by rotation and being eligible offers himself for Re-Appointment.

Shri Arun Mahajan's brief bio-data was read out. The Members were asked to raise questions, if any, on the proposal. There being no questions from Members, the proposal was put for approval by informing that the Motion is proposed by Dr. Rajani Kant Pandey and seconded by Shri Pawan Varma.

The Members noted the same and unanimously passed the following resolution approving the Re-Appointment:-

"Resolved that approval be and is hereby accorded for Re-Appointment of Shri Arun Mahajan, Independent Director, on the Board of SJVN Limited."

5. TO APPOINT A DIRECTOR IN PLACE OF SHRI D.V. DHARMIK, WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HIMSELF FOR RE-APPOINTMENT

The Members were informed that as per the provisions of Articles of Association, Shri D.V. Dharmik, Independent Director retires by rotation and being eligible offers himself for Re-Appointment.

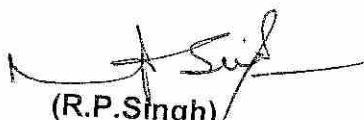
Shri D.V. Dharmik's brief bio-data was read out. The Members were asked to raise questions, if any, on the proposal. There being no questions from Members, the proposal was put for approval by informing that the Motion is proposed by Shri Ajay Sharma and seconded by Shri A.M. Jha.

The Members noted the same and unanimously passed the following resolution approving the Re-Appointment:-

"Resolved that approval be and is hereby accorded for Re-Appointment of Shri D.V. Dharmik, Independent Director, on the Board of SJVN Limited."

The Chairman, in his concluding remarks thanked all the Members for their support and assured all the Investors for better returns in the times to come.

Thereafter the Meeting ended with Vote of Thanks to the Chair.


(R.P.Singh)
Chairman & Mg. Director

Date: 23rd September 2013