



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 | website: www.hplindia.com

30th September, 2023

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, Dalal
Street, Fort,
Mumbai - 400 001
Scrip Code: 540136

Sub:- Voting Results of the 31ST 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 31st Annual General Meeting (AGM) of the Company held on 30th September, 2023 alongwith the Consolidated Scrutinizers Report dated 30th September, 2023, 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

	HPL ELECTRIC AND POWER LIMITED
Date of the AGM/EGM	30-09-2023
Total number of shareholders on record date	74701
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	12
Public:	137

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, 2023 together with the Reports of the Board of Directors and Auditors thereon.
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Whether promoter/ promoter group are interested in the agenda/resolution?	No
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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	4,67,18,829	4,65,97,329	99.7399	4,65,97,329	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		4,65,97,329	99.7399	4,65,97,329	0	100.0000	0.0000
Public- Institutions	E-Voting	5,677	0	0.0000	0	0	0.0000	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
Public- Non Institutions	E-Voting	1,75,75,980	45,146	0.2569	45,075	71	99.8427	0.1572
	Poll		76	0.0004	76	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45,222	0.2573	45,151	71	99.8430	0.1570
Total		6,43,00,486	4,66,42,551	72.5384	4,66,42,480	71	99.9998	0.0002

Resolution No. - 2

Resolution required: (Ordinary/ Special)	ORDINARY - To declare final dividend of Rs. 1.00 per equity share of face value of Rs. 10/- each for the financial year ended 31st March, 2023.
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Whether promoter/ promoter group are interested in the agenda/resolution?	No
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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	4,67,18,829	4,65,97,329	99.7399	4,65,97,329	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		4,65,97,329	99.7399	4,65,97,329	0	100.0000	0.0000
Public- Institutions	E-Voting	5,677	0	0.0000	0	0	0.0000	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
	E-Voting		45,146	0.2569	44,775	371	99.1782	0.8217

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	Poll		76	0.0004	76	0	100.0000	0.0000
	Postal Ballot (if applicable)	1,75,75,980	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	Total		45,222	0.2573	44,851	371	99.1796	0.8204
	Total	6,43,00,486	4,66,42,551	72.5384	4,66,42,180	371	99.9992	0.0008

Resolution No. - 3

Resolution required: (Ordinary/ Special) ORDINARY - To appoint a director in place of Mr. Gautam Seth (DIN: 00203405), who retires by rotation and being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

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	4,67,18,829	4,65,97,329	99.7399	4,65,97,329	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		4,65,97,329	99.7399	4,65,97,329	0	100.0000	0.0000
Public- Institutions	E-Voting	5,677	0	0.0000	0	0	0.0000	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
Public- Non Institutions	E-Voting	1,75,75,980	45,146	0.2569	45,075	71	99.8427	0.1572
	Poll		76	0.0004	76	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45,222	0.2573	45,151	71	99.8430	0.1570
	Total	6,43,00,486	4,66,42,551	72.5384	4,66,42,480	71	99.9998	0.0002

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	4,67,18,829	4,65,97,329	99.7399	4,65,97,329	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		4,65,97,329	99.7399	4,65,97,329	0	100.0000	0.0000
Public- Institutions	E-Voting	5,677	0	0.0000	0	0	0.0000	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
Public- Non Institutions	E-Voting	1,75,75,980	45,146	0.2569	45,070	76	99.8316	0.1683
	Poll		76	0.0004	76	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		45,222	0.2573	45,146	76	99.8319	0.1681
	Total	6,43,00,486	4,66,42,551	72.5384	4,66,42,475	76	99.9998	0.0002

Gautam Seth

DMK ASSOCIATES

COMPANY SECRETARIES



CONSOLIDATED SCRUTINIZER'S REPORT HPL ELECTRIC & POWER LIMITED

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

To,
The Chairman,
HPL ELECTRIC & POWER LIMITED
CIN-L74899DL1992PLC048945
1/20 Asaf Ali Road
New Delhi-110002

SUB: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time for the 31st Annual General Meeting of HPL Electric & Power Limited ("Company") held on Saturday, September 30, 2023, at 11:00 A.M. through video conferencing ("VC") / other audio visual means ("OAVM").

Dear Sir,

- 1) The Board of Directors of the Company at its meeting held on Wednesday, August 09, 2023 have appointed us as Scrutinizer pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provision as applicable, to scrutinize the remote e-voting and e-voting conducted at its 31st Annual General Meeting ("AGM") in fair and transparent manner.
- 2) In accordance with General Circulars No. Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 2/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022 and 10/2022 dated December 28, 2022 issued by Ministry of Corporate Affairs, Government of India (hereinafter referred "MCA Circulars"), physical attendance of the shareholders to the AGM venue is not required and general meeting may be held through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").
- 3) The Company had engaged KFin Technologies Limited ("KFin") as the service provider, for extending the facility of electronic voting (Remote e-voting and e-voting facility provided during the AGM) to the shareholders of the Company.
- 4) The remote e-voting process was started on Wednesday, September 27, 2023 at 9:00 A.M. and ended on Friday, September 29, 2023 at 5:00 P.M.
- 5) We have monitored the process of e-Voting through the scrutinizer's secured link provided by KFin through its designated website.



**DMK ASSOCIATES
COMPANY SECRETARIES**

- 6) On completion of the e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by me in the presence of two witnesses who were not in the employment of the company and were counted and we have downloaded the e-voting report from the website of KFin in respect of the shareholders, who voted through the e-Voting.
- 7) We have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the KFin e-voting system.
- 8) As on September 23, 2023 i.e. the cut-off date, there were 74,701 shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through remote e-voting as well as e-voting facility provided at the 31st AGM of the Company.
- 9) The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of the Companies Act, 2013, the Rules including MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior to and e-voting during the AGM on the resolutions contained in the notice of the AGM ("Notice").
- 10) Our responsibility as a Scrutinizer for the e-voting process (Remote e-voting and e-voting facility provided during the AGM) is restricted to making Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by KFin.
- 11) We now submit the consolidated Report as under on the result of the remote e-voting and e-voting done during the 31st AGM in respect of the said resolutions.

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 31ST MARCH, 2023 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
214	4,66,42,480	99.9998



**DMK ASSOCIATES
COMPANY SECRETARIES**

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
2	71	0.0002

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution was more than number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the 31st 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 OF FACE VALUE OF RS. 10/- EACH FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
213	4,66,42,180	99.9992

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
3	371	0.0008



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COMPANY SECRETARIES**

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution was more than number of votes cast against the resolution, we report that the Ordinary Resolution with regard to item no. 2 as set out in the Notice of the 31st AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 3 -ORDINARY RESOLUTION

TO APPOINT A DIRECTOR IN PLACE OF MR. GAUTAM SETH (DIN: 00203405), WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
214	4,66,42,480	99.9998

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
2	71	0.0002

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0



**DMK ASSOCIATES
COMPANY SECRETARIES**

RESULT

As the number of votes cast in favor of the resolution was more than number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the 31st AGM is passed in favor of the resolution with requisite majority.

SPECIAL BUSINESS

RESOLUTION NO. 4 - ORDINARY RESOLUTION

RATIFICATION OF REMUNERATION OF THE COST AUDITORS

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
214	4,66,42,475	99.9998

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
3	76	0.0002

(III) INVALID VOTES OF THE RESOLUTION:

Number of Members whose votes were declared as invalid	No. of invalid votes Cast by them
0	0

RESULT

As the number of votes cast in favor of the resolution was more than number of votes cast against the resolution, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the 31st AGM is passed in favor of the resolution with requisite majority.



**DMK ASSOCIATES
COMPANY SECRETARIES**

- 12) The electronic data and other relevant records relating to e-voting & remote e-voting is under our safe custody until the chairman considers, approves and sign the minutes of AGM and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

Thanking you
Yours Sincerely

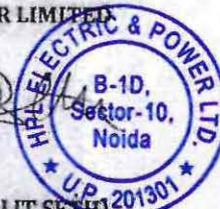
**FOR DMK ASSOCIATES
COMPANY SECRETARIES**

Date: 30.09.2023
Place : New Delhi
UDIN No.: F004140E001143289



(DEEPAK KUKREJA)
PARTNER
FCS, LLB., ACIS (UK), IP.
CP No. 8265
FCS No. 4140
Peer Review No. 779/2020

For HPL ELECTRIC & POWER LIMITED



(LALIT SETHI)
Chairman & Whole Time Director