



HPL Electric & Power Limited

CIN : L74899DL1992PLC048945

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

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

Website: www.hplindia.com

July 03, 2025

The Manager,
Listing Department,
National Stock Exchange of India Ltd.
"Exchange Plaza", C-1, Block G,
Bandra-Kurla Complex, Bandra (E),
Mumbai – 400 051

The Secretary
BSE Limited
25th Floor, New Trading Ring, Rotunda
Building, PhirozeJeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400 001

Symbol: HPL

Scrip Code: 540136

Sub: Submission of Voting Results along with Scrutinizer's Report of Postal Ballot

Dear Sir/Ma'am,

In furtherance to our communication dated June 02, 2025 regarding Notice of Postal Ballot dated May 22, 2025 and pursuant to Regulation 44 & other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results along with the Scrutinizer's Report on the resolution for which approval of Shareholders was sought through Postal Ballot notice by means of remote e-Voting system ("E-voting").

The resolution, as proposed in the Notice of Postal Ballot, has been passed by the Shareholders on Wednesday, July 02, 2025, being last date of E-voting.

The Voting Results along with the Scrutinizer's Report shall also be made available on the website of the Company at www.hplindia.com and on the website of KFin Technologies Limited at <https://evoting.kfintech.com>

This is for your kind information and record please.

Thanking You,

For **HPL Electric & Power Limited**

Vivek Kumar
Company Secretary

Encl: As stated above

DMK ASSOCIATES

COMPANY SECRETARIES



SCRUTINIZER'S REPORT

[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

The Chairperson
HPL Electric & Power Limited
CIN: L74899DL1992PLC048945
1/20 Asaf Ali Road, New Delhi-110002

SUB: SCRUTINIZER REPORT ON POSTAL BALLOT HELD THROUGH REMOTE E-VOTING ON THE RESOLUTION SET OUT IN THE POSTAL BALLOT NOTICE DATED MAY 22, 2025

Dear Sir/Ma'am,

The Board of Directors of HPL Electric & Power Limited (hereinafter referred as "**the Company**") at its meeting held on Thursday, 22 May, 2025 has appointed us as the Scrutinizer pursuant to Section 108 & 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, ("**the Rules**"), as amended from time to time, and all other provisions as applicable to scrutinize the Postal Ballot process held through remote e-voting only ("**remote e-voting**") in a fair and transparent manner, on the Special Resolution as proposed in the postal ballot notice dated May 22, 2025 ("**Postal Ballot Notice**") relating to **Appointment of Mr. Ajit Sood (DIN: 08458007) as an Independent Director of the Company.**

WE SUBMIT OUR REPORT AS UNDER:

1. In compliance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard, the latest being Circular no. 09/2024 dated September 19, 2024 issued by the Ministry of Corporate Affairs ("**MCA Circulars**"), the Postal Ballot Notice was sent by e-mail to all Members of the Company, whose names appeared in the Register of Members/ List of Beneficiaries and who have registered their e-mail addresses with the



Company/Registrar and Share Transfer Agent of the Company/Depositories as on Friday, May 30, 2025 ("the cut-off date").

2. In compliance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI Listing Regulations**") and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules framed thereunder and the MCA Circulars, the manner of voting on the resolutions was restricted only to e-voting i.e., by casting votes electronically instead of submitting physical postal ballot form. Accordingly, the Postal Ballot Notice and instructions for e-voting were sent only through electronic mode and no hard copy of Postal Ballot Notice, Postal Ballot Forms and pre-paid business reply envelope were sent to the members. Accordingly, communication of the assent or dissent of the members were taken place through remote e-Voting only.
3. The company has engaged KFin Technologies Limited ("**KFIN**") as the service provider, for extending the facility of remote e-voting to the Members of the Company.
4. The remote e-voting period was commenced on Tuesday, June 03, 2025 at 09:00 A.M. (IST) and end on Wednesday, July 02, 2025 at 05:00 P.M. (IST).
5. As on cut-off date, there were 1,44,328 members of the Company who were entitled to vote on the resolutions proposed for the approval of Members of the Company through Postal Ballot by means of remote e-voting.
6. We have scrutinized and reviewed the remote e-voting provided to Members and votes cast therein based on the data downloaded from the KFIN e-voting system.
7. On completion of e-voting, the votes cast through remote e-voting facility were unblocked by us in the presence of two witnesses, who were not in the employment of the Company. We have downloaded the e-voting report from the website of KFIN in respect of Members, who voted through remote e-voting and votes were counted.



8. The management of the Company is responsible to ensure the compliance with the requirements of (i) the Act and Rules made thereunder; (ii) MCA Circulars and (iii) the SEBI Listing Regulations, relating to postal ballot process through remote e-voting.
9. Our responsibility as Scrutinizer for e-voting process is restricted to making Scrutinizer's Report of the votes cast "in favor" or "against" the resolution contained in the Postal Ballot Notice, based on the report generated from the e-voting system provided by KFIN.
10. We now submit our report as under on the result of the remote e- voting in respect of the said resolution.

RESOLUTION NO. 1 - SPECIAL RESOLUTION

**APPOINTMENT OF MR. AJIT SOOD (DIN: 08458007) AS AN INDEPENDENT
DIRECTOR OF THE COMPANY**

(I) VOTED IN FAVOUR THE RESOLUTION:

No. of Members voted through E-voting	Total no. of votes cast through E-voting	% of total number of valid votes cast
355	4,68,40,498	99.9983

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted through E-voting	Total no. of votes cast through E-voting	% of total number of valid votes cast
16	786	0.0017

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast through E- Voting
0	0



**DMK ASSOCIATES
COMPANY SECRETARIES**

RESULT

As the number of votes cast in favor of the resolution were more than three times of the number of votes cast against the resolution, hence, we report that the special resolution with regard to Item no. 1 as set out in the Postal Ballot Notice is duly passed.

11. The electronic data and other relevant records relating to remote e-voting are under our safe custody until the Chairperson considers, approves and sign the minutes and the same will be handed over to the Company Secretary/Director authorized by the Board for safe keeping.

12. You may accordingly declare the result of the e-voting of Postal Ballot Process.

Date: July 03, 2025
Place: New Delhi
UDIN No:F004140G000701925



**FOR DMK ASSOCIATES
COMPANY SECRETARIES**

**DEEPAK KUKREJA
PARTNER
FCS, LLB., ACIS (UK), IP.
CP No. 8265
FCS No. 4140
Peer Review No. 6896/2025**

For HPL ELECTRIC & POWER LIMITED

**LALIT SETHI
CHAIRMAN AND WHOLE TIME DIRECTOR
DIN: 00312007**

General information about company

Scrip code	540136
NSE Symbol	HPL
MSEI Symbol	NOTLISTED
ISIN	INE495S01016
Name of the company	HPL Electric & Power Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	02-07-2025
Start time of the meeting	
End time of the meeting	

Scrutinizer Details

Name of the Scrutinizer	DEEPAK KUKREJA
Firms Name	DMK ASSOCIATES
Qualification	CS
Membership Number	4140
Date of Board Meeting in which appointed	22-05-2025
Date of Issuance of Report to the company	03-07-2025

Voting results

Record date	30-05-2025
Total number of shareholders on record date	144328
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	

Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Ajit Sood (DIN: 08458007) 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	46718829	46718829	100	46718829	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		46718829	46718829	100	46718829	0	100
Public- Institutions	E-Voting	816043	81397	9.9746	81397	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		816043	81397	9.9746	81397	0	100
Public- Non Institutions	E-Voting	16765614	41058	0.2449	40272	786	98.0856	1.9144
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16765614	41058	0.2449	40272	786	98.0856
Total		64300486	46841284	72.8475	46840498	786	99.9983	0.0017
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Details of Invalid Votes

Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0