



HPL Electric & Power Ltd

Corporate Office : Windsor Business Park, B-1D, Sector-10,

Noida, U.P. - 201301, INDIA. Tel.: +91-120-4656300

E-mail : hpl@hplindia.com

CIN No. : U74899DL1992PLC048945

September 29, 2017

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, Phiroze
Jeejeebhoy Towers, Dalal Street,
Fort,
Mumbai – 400 001
Scrip Code: 540136

Sub:- Voting Results of the 25th Annual General Meeting alongwith the Consolidated Scrutinizers Report of HPL Electric & Power Limited

Dear Sir,

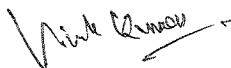
In reference with the captioned subject, we are submitting herewith the Voting Results of the 25th Annual General Meeting (AGM) of the Company held on September 28, 2017 alongwith the Consolidated Scrutinizers Report dated September 29, 2017, in terms of Regulation 44(3) of SEBI (Listing Obligations 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

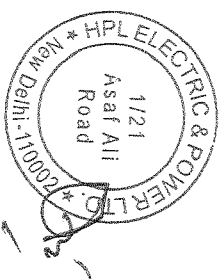


Encl: As above

Company Name	HPL ELECTRIC & POWER LIMITED	
Date of the AGM/EGM	28.09.2017	
Total number of shareholders on record date	47321	
No. of shareholders present in the meeting either in person or Promoters and Promoter Group:	10	
Public:	39	
No. of Shareholders attended the meeting through Video Promoters and Promoter Group:	0	
Public:	0	

Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	ORDINARY - To receive, consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements of the Company for								
	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	46391699	46391699	100.0000	46391699	0	100.0000	0.0000	
	Poll	46391699	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000	
Promoter and Promoter Group	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000	
	Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000	
	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000	
Public- Institutions	E-Voting	12758917	39696	0.3111	39596	100	99.7480	0.2519	
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000	
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000	
Public- Non Institutions	Total	64300486	51095156	79.4631	51095056	100	99.9998	0.0002	

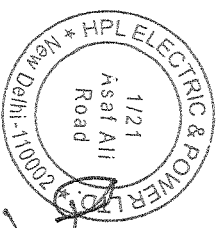
Resolution required: (Ordinary/ Special) Whether promoter/ promoter group are interested in the agenda/resolution?	ORDINARY - To declare final dividend of Rs. 1.50 per equity share for the financial year ended March 31, 2017.								
	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes 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	46391699	46391699	100.0000	46391699	0	100.0000	0.0000	
	Poll	46391699	0	0.0000	00	0	0.0000	0.0000	
	Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000	
Promoter and Promoter Group	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000	
	Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000	



Public- Institutions	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
	E-Voting	12758917	39696	0.3111	39596	100	99.7480	0.2519
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
Total	64300486	51095156	79.4631	51095056	100	99.9998	0.0002	

Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?								
Yes								
Public- Institutions	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
	E-Voting	12758917	39696	0.3111	39526	170	99.5717	0.4282
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
Total	64300486	51095156	79.4631	51094986	170	99.9997	0.0003	

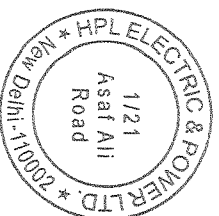
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?								
No								
Public- Institutions	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
	E-Voting	12758917	39696	0.3111	39586	110	99.7228	0.2772
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
Total	64300486	51095156	79.4631	51094986	110	99.7228	0.2772	



Public- Non Institutions	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
	Total	64300486	51095156	79.4631	51095046	110	99.9998	0.0002

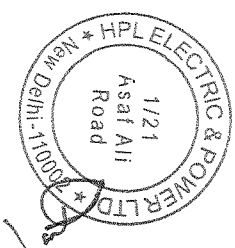
ORDINARY- Ratification of Remuneration to the Cost Auditors for the financial year 2017-18									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding 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	No	E-Voting	46391699	46391699	100.0000	46391699	0	100.0000	0.0000
		Poll	46391699	0	0.0000	00	0	0.0000	0.0000
		Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	No	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000
		Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000
		Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	No	E-Voting	12758917	39696	0.3111	39584	112	99.7178	0.2821
		Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
		Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
		Total	64300486	51095156	79.4631	51095044	112	99.9998	0.0002

SPECIAL - Revision of Remuneration payable to Mr. Chandra Prakash Jain (DIN: 00311643), Whole Time Director of the Company.									
Resolution required: (Ordinary/ Special)	Whether promoter/ promoter group are interested in the agenda/resolution?	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	No	E-Voting	46391699	46391699	100.0000	46391699	0	100.0000	0.0000
		Poll	46391699	0	0.0000	00	0	0.0000	0.0000
		Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	No	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000
		Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000
		Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	No	E-Voting	12758917	39626	0.3106	39396	230	99.4195	0.5804
		Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
		Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000



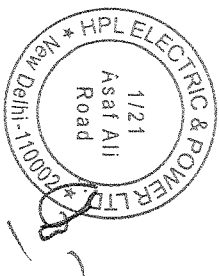
Resolution required: (Ordinary/Special)	Total	64300486	51095086	79,4630	51094856	230	99,9995	0.0005
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	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	46391699	46391699	100.0000	46391699	0	100.0000	0.0000
	Poll	46391699	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000
	Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000
	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12758917	39626	0.3106	39396	230	99.4195	0.5804
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
Total		64300486	51095086	79.4630	51094856	230	99.9995	0.0005

Resolution required: (Ordinary/Special)	Total	64300486	51095156	79,4631	51095050	106	99,9998	0.0002
Resolution required: (Ordinary/Special)	SPECIAL - Re-appointment of Mr. Jatinder Singh Sabharwal (DIN: 07364399) as an Independent Director of the Company for a second term.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held	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	46391699	46391699	100.0000	46391699	0	100.0000	0.0000
	Poll	46391699	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000
	Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000
	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12758917	39656	0.3111	39590	106	99.7329	0.2670
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
Total		64300486	51095156	79.4631	51095050	106	99.9998	0.0002



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	46391699	46391699	100.0000	46391699	0	100.0000	0.0000							
	Poll	46391699	0	0.0000	00	0	0.0000	0.0000							
	Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000							
Public- Institutions	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000							
	Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000							
	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000							
Public- Non Institutions	E-Voting	12758917	39696	0.3111	39590	106	99.7329	0.2670							
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000							
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000							
Total		64300486	51095156	79.4631	51095050	106	99.9998	0.0002							

Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Virender Kumar Bajaj (DIN: 07401106), as an Independent Director of the Company for a second term.														
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	46391699	46391699	100.0000	46391699	0	100.0000	0.0000							
	Poll	46391699	0	0.0000	00	0	0.0000	0.0000							
	Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000							
Public- Institutions	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000							
	Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000							
	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000							
Public- Non Institutions	E-Voting	12758917	39696	0.3111	39530	166	99.5818	0.4181							
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000							
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000							
Total		64300486	51095156	79.4631	51094990	166	99.9997	0.0003							
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mrs. Madhu Bala Nath (DIN: 01320110), as an Independent Director of the Company for a second term. (Special)														
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	46391699	46391699	100.0000	46391699	0	100.0000	0.0000
	Poll	46391699	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000
	Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000
	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12758917	39696	0.3111	39525	171	99.5692	0.4307
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
Total	Total	64300486	51095156	79.4631	51094985	171	99.9997	0.0003

Resolution required: (Ordinary/ Special) SPECIAL - Re-appointment of Mr. Jainul Haque (DIN: 00004762), as an Independent Director of the Company for a second term.

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	46391699	46391699	100.0000	46391699	0	100.0000	0.0000
	Poll	46391699	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	46391699	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	5149870	4412246	85.6768	4412246	0	100.0000	0.0000
	Poll	5149870	211000	4.0972	211000	0	100.0000	0.0000
	Postal Ballot (if applicable)	5149870	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12758917	39626	0.3106	39520	106	99.7324	0.2675
	Poll	12758917	40515	0.3175	40515	0	100.0000	0.0000
	Postal Ballot (if applicable)	12758917	0	0.0000	00	0	0.0000	0.0000
Total	Total	64300486	51095086	79.4630	51094980	106	99.9998	0.0002

FOR HPL ELECTRIC & POWER LTD.

AUTHORISED SIGNATORY

[Signature]

COMBINED SCRUTINIZER'S REPORT FOR REMOTE E-VOTING & VOTING
THOROUGH BALLOT PAPER
FOR M/s HPL ELECTRIC & POWER LIMITED

To,

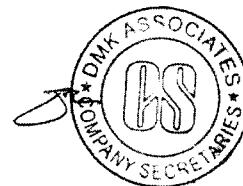
The Chairman,
HPL ELECTRIC & POWER LIMITED
1/21 Asaf Ali Road
New Delhi 110002

Sub: Combined Scrutinizer's Report in respect of passing of Resolution(s) through Remote e-voting and Voting through Ballot Paper conducted at the 25th Annual General Meeting of HPL Electric & Power Limited (the Company) held on 28th day of September, 2017

Dear Sir,

The Board of Directors of the Company at its meeting held on Monday the August 14, 2017 appointed Mr. Deepak Kukreja, Partner DMK Associates as Scrutinizer and Mrs. Monika Kohli as Alternate 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 provisions as applicable, to scrutinize the remote e-voting and voting through ballot paper conducted at the 25th Annual General Meeting of the Company held on September 28, 2017, in fair and transparent manner.

The Company has engaged the services of Karvy Computershare Private Limited, for extending the facility of remote e-voting to the shareholders of the Company. The remote e -voting process was commenced on Monday, the 25th day of September, 2017 from 10:00 A.M. to Wednesday, the 27th day of September, 2017 upto 5:00 P.M. The remote e-voting results were unblocked by us on 28th September, 2017 at 11:20 A.M. in the presence of two witnesses.



At the 25th Annual General Meeting of the Company held on 28th September , 2017, the facility of voting through ballot paper was conducted for the members present in the meeting who could not cast their vote through remote e-voting.

As on 21st September , 2017, the cut-off date, there were 47321 shareholders of the Company which were entitled to vote on the resolutions placed for the approval of the shareholders through remote e- voting as well as voting through ballot paper conducted at the 25th Annual General Meeting of the Company. The Paid up Share Capital of the Company as on cut-off date was Rs. 643,004,860/- divided into 64,300,486 equity shares of Rs. 10/- each.

The result of the remote e- voting together with that of the voting through ballot papers is as under:

ORDINARY BUSINESS

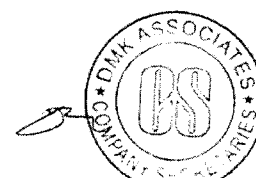
RESOLUTION NO. 1 – ORDINARY RESOLUTION

To receive, consider and adopt the Audited Financial Statement (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2017 together with the reports of the Board of Directors and Auditors thereon:

(I) VOTED IN FAVOR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
38	50843541	12	251515	51095056	99.9998	79.4629

(II) VOTED AGAINST THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
1	100	0	0	100	0.0002	0.0156

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	4	5003	5003

RESULT

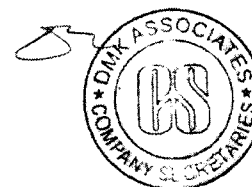
As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 2 – ORDINARY RESOLUTION

To declare final dividend of Rs. 1.50 per equity share for the financial year ended March 31, 2017:

(I) VOTED IN FAVOR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
38	50843541	12	251515	51095056	99.9998	79.4629



(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted-Ballot Paper	No. of votes cast (Shares)-Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
1	100	0	0	100	0.0002	0.0156

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted-Ballot Paper	No. of votes cast (Shares)-Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	4	5003	5003

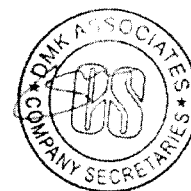
RESULT

As the number of votes cast in favor of the resolution were more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the 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 FAVOR OF THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
37	50843471	12	251515	51094986	100	79.4631

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
2	170	0	0	170	0.0003	0.0264

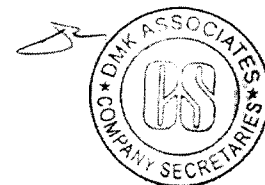
(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	4	5003	5003

RESULT

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

RESOLUTION NO. 4 – ORDINARY RESOLUTION



To appoint M/s. Kharbanda Associates, Chartered Accountants (Firm Reg. No. 003456N) as Statutory Auditors of the Company in place of retiring Auditors M/s. Sahni Mehra & Co., Chartered Accountants (Firm Reg. No. 000609N) to hold office from the conclusion of this Annual General Meetings till the conclusion of the thirtieth AGM of the company to be held in year 2022 (subject to ratification by members in every Annual General Meeting) at such remuneration as may be mutually agreed by the Board of Directors of the Company and the Statutory Auditors.

(I) VOTED IN FAVOR OF THE RESOLUTION:

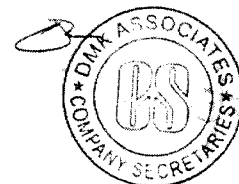
No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
38	50843531	12	251515	51095046	99.9998	79.4629

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
1	110	0	0	110	0.0002	0.0171

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper



0	0	4	5003	5003
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*One member holding 12 shares voted in favor of the resolution for 2 shares and against the resolution for 10 shares.

RESULT

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

SPECIAL BUSINESS

RESOLUTION NO. 5 – ORDINARY RESOLUTION

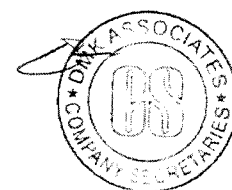
Ratification of Remuneration of M/s Bikram Jain & Associates, Cost Accountants (Firm Registration No. 101610), Cost Auditors of the Company for the financial year 2017-18.

(I) VOTED IN FAVOR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/P roxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
37	50843529	12	251515.00	51095044	99.9998	79.4629

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/P roxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
2	112	0	0	112	0.0002	0.0174



(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	4	5003	5003

RESULT

As the number of votes cast in favor of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

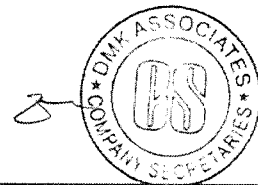
RESOLUTION NO. 6 – SPECIAL RESOLUTION

Revision of Remuneration payable to Mr. Chandra Prakash Jain (DIN: 00311643), Whole Time Director of the Company.

(I) VOTED IN FAVOR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast (shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
36	50843341	12	251515.00	51094856	99.9995	79.4626

(II) VOTED AGAINST THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
2	230	0	0	230	0.0005	0.0358

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
1	70	4	5003	5073

*One member holding 12 shares voted in favor of the resolution for 6 shares and against the resolution for 6 shares.

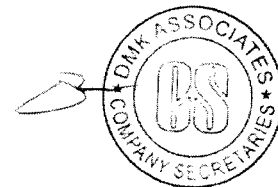
RESULT

As the number of votes cast in favor of the resolution were three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 7 – SPECIAL RESOLUTION

Revision of Remuneration payable to Mr. Vinod Ratan Gupta (DIN: 07401017), Whole Time Director of the Company.

(I) VOTED IN FAVOR OF THE RESOLUTION:



**DMK ASSOCIATES
COMPANY SECRETARIES**

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
36	50843341	12	251515	51094856	99.9995	79.4626

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
2	230	0	0	230	0.0005	0.0358

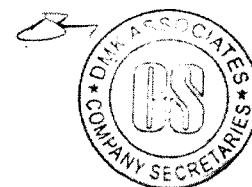
(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
1	70	4	5003	5073

*One member holding 12 shares voted in favor of the resolution for 6 shares and against the resolution for 6 shares.

RESULT

As the number of votes cast in favor of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.



RESOLUTION NO. 8 – SPECIAL RESOLUTION

Re-appointment of Mr. Jatinder Singh Sabharwal (DIN: 07364399) as an Independent Director of the Company for a second term for a period of three years from January 14, 2018 until January 13, 2021.

(I) VOTED IN FAVOR OF THE RESOLUTION:

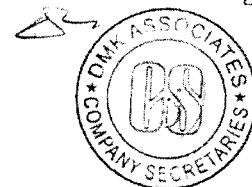
No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
38	50843535	12	251515	51095050	99.9998	79.4629

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
1	106	0	0	106	0.0002	0.0165

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	4	5003	5003



*One member holding 12 shares voted in favor of the resolution for 6 shares and against the resolution for 6 shares.

RESULT

As the number of votes cast in favor of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 8 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 9 – SPECIAL RESOLUTION

Re-appointment of Mr. Tarun Sehgal (DIN: 07384592), as an Independent Director of the Company for a second term for a period of three years from January 14, 2018 until January 13, 2021.

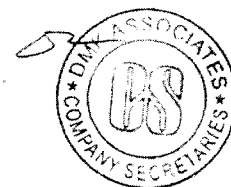
(I) VOTED IN FAVOR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
38	50843535	12	251515	51095050	99.9998	79.4629

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
1	106	0	0	106	0.0002	0.0165

(III) INVALID VOTES OF THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	4	5003	5003

*One member holding 12 shares voted in favor of the resolution for 6 shares and against the resolution for 6 shares.

RESULT

As the number of votes cast in favor of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 9 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

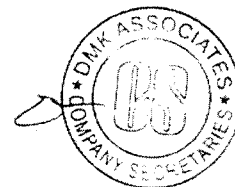
RESOLUTION NO. 10 – SPECIAL RESOLUTION

Re-appointment of Mr. Virender Kumar Bajaj (DIN: 07401106), as an Independent Director of the Company for a second term for a period of three years from January 14, 2018 until January 13, 2021.

(I) VOTED IN FAVOR OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
38	50843475	12	251515	51094990	99.9997	79.4628

(II) VOTED AGAINST THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
1	166	0	0	166	0.0003	0.0258

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	4	5003	5003

*Two members voted in part for their holding for and against the resolution.

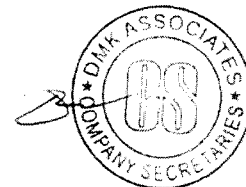
RESULT

As the number of votes cast in favor of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 10 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 11 – SPECIAL RESOLUTION

To Re-appointment of Mrs. Madhu Bala Nath (DIN: 01320110), as an Independent Director of the Company for a Second term for a period of three years from January 14, 2018 until January 13, 2021.

(I) VOTED IN FAVOR OF THE RESOLUTION:



No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
38	50843470	12	251515	51094985	99.9997	79.4628

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
1	171	0	0	171	0.0003	0.0266

(III) INVALID VOTES OF THE RESOLUTION:

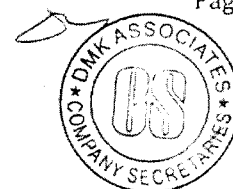
No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
0	0	4	5003	5003

* Two members voted in part for their holding for and against the resolution.

RESULT

As the number of votes cast in favor of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 11 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

RESOLUTION NO. 12 – SPECIAL RESOLUTION



Re-appointment of Mr. Jainul Haque (DIN: 00004762), as an Independent Director of the Company for a second term for a period of three years from January 14, 2018 until January 13, 2021.

(I) VOTED IN FAVOR OF THE RESOLUTION:

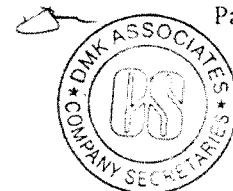
No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
37	50843465	12	251515	51094980	99.9998	79.4628

(II) VOTED AGAINST THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast(shares) through E-voting and Ballot Paper	% of total number of valid votes cast	% age of paid - up shares of the Company
1	106	0	0	106	0.0002	0.0165

(III) INVALID VOTES OF THE RESOLUTION:

No. of Members voted in E-voting	No. of votes Cast (Shares)-E voting	No. of Members/Proxies voted – Ballot Paper	No. of votes cast (Shares) – Ballot Paper	Total no. of votes cast through E-voting and Ballot Paper
1	70	4	5003	5073



*One member holding 12 shares voted in favor of the resolution for 6 shares and against the resolution for 6 shares.

RESULT

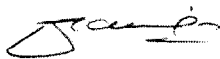
As the number of votes cast in favor of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item no. 12 as set out in the Notice of the AGM is passed in favor of the resolution with requisite majority.

The relevant records relating to remote e- voting and voting through ballot paper were sealed and shall remain in my safe custody until the Chairman consider, approves and signs the minutes of the Annual General Meeting 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



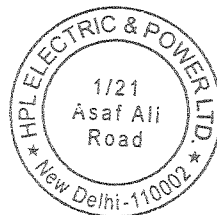
DEEPAK KUKREJA
(PARTNER)
31/36, Basement, Old Rajinder Nagar
Delhi - 110060
FCS No: 4140
CP No: 8265



For HPL Electric & Power limited



Mr. Gautam Seth
(Authorised Representative of Chairman of the Meeting)



Date : September 29, 2017
Place : New Delhi