



**NTPC Limited**

(A Govt. of India Enterprises)  
Corporate Centre

Ref. No.: 01: SEC: LA  
Dated: 25/9/2020

To

General Manager  
Department of Corporate Services  
BSE Limited  
Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai-400 001

Manager  
National Stock Exchange of India  
Limited  
Exchange Plaza  
Bandra-Kurla Complex  
Bandra(E)  
Mumbai-400 051

**Sub.: Compliance under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir,

In compliance with the provisions of the Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing voting results in respect of items of business transacted at the 44<sup>th</sup> Annual General Meeting of the Company held on 24<sup>th</sup> September, 2020 at 10:30 AM through Video Conferencing / Other Audio Visual Means alongwith the report of the scrutinizers.

Thanking you.

Yours faithfully,



*Nandini Sarkar*  
(Nandini Sarkar)  
Company Secretary &  
Compliance Officer

**Scrutinizer's Report**

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

To,

**Mr. Gurdeep Singh**

**The Chairman**

44<sup>th</sup> Annual General Meeting of the Equity Shareholders of

**NTPC Limited**

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

**Sub: Scrutinizer's Report on e-voting (voting at AGM)/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) Amendment Rules, 2014 as amended, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 44<sup>th</sup> Annual General Meeting (AGM) of NTPC Limited held on Thursday, 24<sup>th</sup> September, 2020 at 10:30 A.M. (IST).**

Dear Sir,

Please refer to your email dated 6<sup>th</sup> August, 2020, appointing me as a Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting 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 Ranjeet Pandey**, proprietor of **M/s Ranjeet Pandey & Associates**, Company Secretaries, having office at A-62, LGF, Defence Colony, New Delhi- 110024, submit our report as under:

1. As required under Section 101 and 108 of the Companies Act, 2013, notice of the 44<sup>th</sup> Annual General Meeting of the Equity Shareholders of NTPC Limited ("**the Company**"), scheduled to be held on Thursday, 24<sup>th</sup> September, 2020 at 10:30 A.M. through video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") was sent to the members.
2. The Shareholders holding shares as on the "cut off" date i.e. September 17, 2020, were entitled to vote on the proposed resolutions (13 items as set out in the Notice of the 44<sup>th</sup> AGM of NTPC Limited).
3. Detailed instructions relating to e-voting 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, Jansatta (Hindi Daily), Financial Express (English Daily) and in the Indian Express (English Daily) on 2<sup>nd</sup> September, 2020.



5. The remote e-voting period commenced on Monday, 21<sup>st</sup> September, 2020 at 9 A.M. and concluded on Wednesday, 23<sup>rd</sup> September, 2020, at 5:00 P.M. (IST) for the purpose of Annual General Meeting scheduled to be held on 24<sup>th</sup> September, 2020.
6. After the time fixed for closing of the e-voting by the Chairman during the Annual General Meeting, the electronic system recording the e-voting was locked in my presence under my instructions.
7. The e-votes were reconciled with the records maintained by the Registrar and Transfer Agents of the Company, M/s Alankit Assignments Limited and the authorizations / proxies lodged with the Company.
8. The members have also casted their vote through remote e-voting facility provided by the Central Depository Services(India) Limited ("**the CDSL**") on the designated website <https://www.evotingindia.com>
9. I have monitored the process of remote e-voting through the scrutinizer's secured link provided by the CDSL on the designated website.
10. No members, who have used the facility of remote e-voting, have casted their vote in the Annual General Meeting of the Company.
11. The votes, made through remote e-voting facility, were unblocked after the conclusion of voting at the Annual General Meeting on Thursday, 24<sup>th</sup> September, 2020 at 11.34 A.M. in the presence of 2 (two) witnesses Mr. Amit Kaushal and Mr. Nishant Chauhan, 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. Amit Kaushal

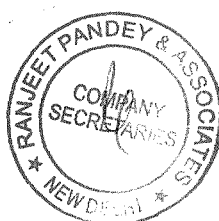


Name: Mr. Nishant Chauhan

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 (including remote e-voting) on the below mentioned resolution is as under:

**(a) To consider and adopt.**

- i. the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2020, the reports of the Board of Directors and Auditors thereon; and
- ii. the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2020 and the report of the Auditors thereon.



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

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 1<br>(as Ordinary Resolution) | Remote E-voting | 9170687368        | 99.9396        | 5540046          | 0.0604        | NIL           |
|                                        | E-voting        | 90428             | 100.0000       | 0                | 0.0000        | NIL           |
|                                        | <b>Total</b>    | <b>9170777796</b> | <b>99.9396</b> | <b>5540046</b>   | <b>0.0604</b> | <b>NIL</b>    |

**(b) To confirm payment of interim dividend and declare final dividend for the year 2019-20.**

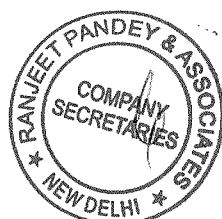
Voted in "Favour" or "Against" of the resolution:

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 2<br>(as Ordinary Resolution) | Remote E-voting | 9185134333        | 99.9999        | 8141             | 0.0001        | NIL           |
|                                        | E-voting        | 90428             | 100            | 0                | 0.0000        | NIL           |
|                                        | <b>Total</b>    | <b>9185224761</b> | <b>99.9999</b> | <b>8141</b>      | <b>0.0001</b> | <b>NIL</b>    |

**(c) To fix the remuneration of the Statutory Auditors for the year 2020-21.**

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

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 3<br>(as Ordinary Resolution) | Remote E-Voting | 9176040533        | 99.9041        | 8807197          | 0.0959        | Nil           |
|                                        | E-voting        | 90428             | 100.0000       | 0                | 0.0000        | NIL           |
|                                        | <b>Total</b>    | <b>9176130961</b> | <b>99.9041</b> | <b>8807197</b>   | <b>0.0959</b> | <b>NIL</b>    |



**(d) To appoint Shri Anil Kumar Gautam (DIN: 08293632), as Director (Finance) of the Company.**

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

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 4<br>(as Ordinary Resolution) | Remote E-Voting | 8480817458        | 92.3967        | 697885865        | 7.6033        | NIL           |
|                                        | E-voting        | 89670             | 99.1618        | 758              | 0.8382        | NIL           |
|                                        | <b>Total</b>    | <b>8480907128</b> | <b>92.3968</b> | <b>697886623</b> | <b>7.6032</b> | <b>NIL</b>    |

**(e) To appoint Shri Ashish Upadhyaya (DIN: 06855349), as Government Nominee Director.**

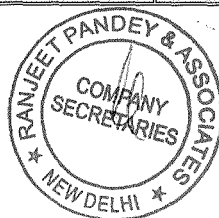
Voted in "Favour" or "Against" of the resolution:

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |                | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|----------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age           | Nos.          |
| Item No. 5<br>(as Ordinary Resolution) | Remote E-Voting | 8237433923        | 89.7482        | 940945272        | 10.2518        | NIL           |
|                                        | E-voting        | 90428             | 100.0000       | 0                | 0.0000         | NIL           |
|                                        | <b>Total</b>    | <b>8237524351</b> | <b>89.7483</b> | <b>940945272</b> | <b>10.2517</b> | <b>NIL</b>    |

**(f) To appoint Shri Dillip Kumar Patel (DIN: 08695490), as Director (Human Resources) of the Company.**

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

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 6<br>(as Ordinary Resolution) | Remote E-Voting | 8480573102        | 92.3940        | 698129981        | 7.6060        | NIL           |
|                                        | E-voting        | 89670             | 100.0000       | 0                | 0.0000        | NIL           |
|                                        | <b>Total</b>    | <b>8480662772</b> | <b>92.3941</b> | <b>698129981</b> | <b>7.6059</b> | <b>NIL</b>    |



- (g) To appoint Shri Ramesh Babu V (DIN: 08736805), as Director (Operations) of the Company.

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

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 7<br>(as Ordinary Resolution) | Remote E-Voting | 8480740608        | 92.3958        | 697962715        | 7.6042        | NIL           |
|                                        | E- voting       | 90428             | 100.0000       | 0                | 0.0000        | NIL           |
|                                        | <b>Total</b>    | <b>8480831036</b> | <b>92.3959</b> | <b>697962715</b> | <b>7.6041</b> | <b>NIL</b>    |

- (h) To appoint Shri Chandan Kumar Mondol (DIN: 08535016), as Director (Commercial) of the Company.

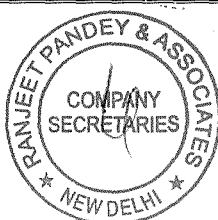
Voted in "Favour" or "Against" of the resolution:

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 8<br>(as Ordinary Resolution) | Remote E-Voting | 8480740417        | 92.3958        | 697962890        | 7.6042        | NIL           |
|                                        | E- voting       | 87719             | 100.0000       | 0                | 0.0000        | NIL           |
|                                        | <b>Total</b>    | <b>8480828136</b> | <b>92.3959</b> | <b>697962890</b> | <b>7.6041</b> | <b>NIL</b>    |

- (i) To appoint Shri Ujjwal Kanti Bhattacharya (DIN: 08734219), as Director (Projects) of the Company.

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

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 9<br>(as Ordinary Resolution) | Remote E-Voting | 8480729402        | 92.3958        | 697963011        | 7.6042        | NIL           |
|                                        | E- voting       | 90423             | 99.9945        | 5                | 0.0055        | NIL           |
|                                        | <b>Total</b>    | <b>8480819825</b> | <b>92.3959</b> | <b>697963016</b> | <b>7.6041</b> | <b>NIL</b>    |



**(j) To alter Objects Clause of Memorandum of Association of the Company.**

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

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 10<br>(as Special Resolution) | Remote E-Voting | 9149249849        | 99.6096        | 35855832         | 0.3904        | NIL           |
|                                        | E- voting       | 87714             | 99.9943        | 5                | 0.0057        | NIL           |
|                                        | <b>Total</b>    | <b>9149337563</b> | <b>99.6096</b> | <b>35855837</b>  | <b>0.3904</b> | <b>NIL</b>    |

**(k) To alter Articles of Association of the Company.**

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

| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 11<br>(as Special Resolution) | Remote E-Voting | 9183333125        | 99.9807        | 1772484          | 0.0193        | NIL           |
|                                        | E- voting       | 87714             | 99.9943        | 5                | 0.0057        | NIL           |
|                                        | <b>Total</b>    | <b>9183420839</b> | <b>99.9807</b> | <b>1772489</b>   | <b>0.0193</b> | <b>NIL</b>    |

**(l) To ratify the remuneration of the Cost Auditors for the financial year 2020-21.**

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

| Item No. of Notice                      | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|-----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                         |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 12<br>(as Ordinary Resolution) | Remote E-Voting | 9175922728        | 99.9669        | 3038411          | 0.0331        | NIL           |
|                                         | E- voting       | 87714             | 99.9943        | 5                | 0.0057        | NIL           |
|                                         | <b>Total</b>    | <b>9176010442</b> | <b>99.9669</b> | <b>3038416</b>   | <b>0.0331</b> | <b>NIL</b>    |



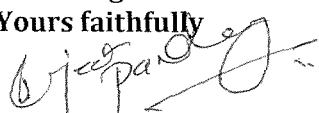
**(m) To raise funds up to Rs. 15,000 Crore through issue of Bonds/Debentures on Private Placement basis.**

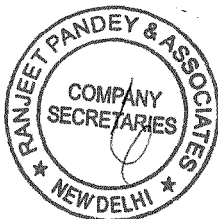
Voted in "Favour" or "Against" of the resolution:

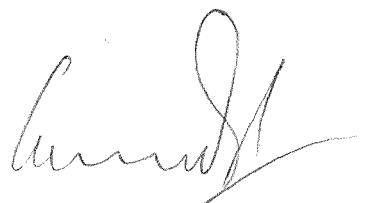
| Item No. of Notice                     | Voting Method   | Votes in assent   |                | Votes in dissent |               | Invalid Votes |
|----------------------------------------|-----------------|-------------------|----------------|------------------|---------------|---------------|
|                                        |                 | Nos.              | %age           | Nos.             | %age          | Nos.          |
| Item No. 13<br>(as Special Resolution) | Remote E-Voting | 9185084685        | 99.9998        | 20996            | 0.0002        | NIL           |
|                                        | E-voting        | 87719             | 100.0000       | 0                | 0.0000        | NIL           |
|                                        | <b>Total</b>    | <b>9185172404</b> | <b>99.9998</b> | <b>20996</b>     | <b>0.0002</b> | <b>NIL</b>    |

14. The votes (e-voting /remote e-voting) casted by the members of Company in favour of the resolution is 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 Annual General Meeting and thereafter the same shall be returned and handed over to the Company.

Thanking You.  
Yours faithfully

  
**CS RANJEET PANDEY**  
**RANJEET PANDEY & ASSOCIATES**  
**Company Secretaries**  
**FCS NO.5922**  
**CP NO.6087**  
**UDIN: - F005922B000768959**  
**Place: New Delhi**  
**Date: 24.09.2020**



  
**Mr. Gurdeep Singh**  
**Chairman**

# NTPC LTD AGM 2020

Date of the AGM: 24 th Sep 2020

Total number of shareholders on record date: '737958' No. of Shares: '9894557280'

No. of Shareholders present in the meeting either in person or through proxy:

|                                |     |                |            |
|--------------------------------|-----|----------------|------------|
| Promoters and Promoter Group : | 1   | No. of Shares: | 5048097508 |
| Public :                       | 289 | No. of Shares: | 4846459772 |

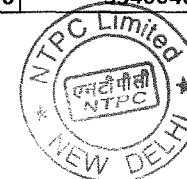
Detail of the Agenda:

| Promoter/Public | 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 |
|-----------------|----------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
|                 |                |                    |                     | (3)=                                    |                          |                        | (6)=                                 | (7)=                               |
|                 |                | ( 1 )              | ( 2 )               | [(2)/(1)]*100                           | ( 4 )                    | ( 5 )                  | [(4)/(2)]*100                        | [(5)/(2)]*100                      |

1. To consider and adopt Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended 31st March 2020, the reports of the board of Directors and Auditors thereon

## Ordinary Resolution

|                                |                               |            |            |        |            |         |        |      |
|--------------------------------|-------------------------------|------------|------------|--------|------------|---------|--------|------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508 | 5048097508 | 100.00 | 5048097508 | 0       | 100.00 | 0.00 |
|                                | Poll                          |            | 0          | 0.00   | 0          | 0       | 0.00   | 0.00 |
|                                | Postal Ballot (if applicable) |            | 0          | 0.00   | 0          | 0       | 0.00   | 0.00 |
|                                | Total                         |            | 5048097508 | 100.00 | 5048097508 | 0       | 100.00 | 0.00 |
| Public – Institutional holders | E-Voting                      | 4601119788 | 4124563058 | 89.64  | 4119029797 | 5533261 | 99.87  | 0.13 |
|                                | Poll                          |            | 0          | 0.00   | 0          | 0       | 0.00   | 0.00 |
|                                | Postal Ballot (if applicable) |            | 0          | 0.00   | 0          | 0       | 0.00   | 0.00 |
|                                | Total                         |            | 4124563058 | 89.64  | 4119029797 | 5533261 | 99.87  | 0.13 |
| Public-Others                  | E-Voting                      | 245339984  | 3657276    | 1.49   | 3650491    | 6785    | 99.81  | 0.19 |
|                                | Poll                          |            | 0          | 0.00   | 0          | 0       | 0.00   | 0.00 |
|                                | Postal Ballot (if applicable) |            | 0          | 0.00   | 0          | 0       | 0.00   | 0.00 |
|                                | Total                         |            | 3657276    | 1.49   | 3650491    | 6785    | 99.81  | 0.19 |
| GRAND TOTAL                    |                               | 9894557280 | 9176317842 | 92.74  | 9170777796 | 5540046 | 99.94  | 0.06 |



**2. To confirm payment of interim dividend and declare final dividend for the year 2019-20**

**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |             |               |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|-------------|---------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0           | 100.00        | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0           | 0.00          | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0           | 0.00          | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0           | 100.00        | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4133478218        | 89.84        | 4133478218        | 0           | 100.00        | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0           | 0.00          | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0           | 0.00          | 0.00        |
|                                | Total                         |                   | 4601119788        | 89.84        | 4133478218        | 0           | 100.00        | 0.00        |
| Public-Others                  | E-Voting                      | 245339984         | 3657176           | 1.49         | 3649035           | 8141        | 99.78         | 0.22        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0           | 0.00          | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0           | 0.00          | 0.00        |
|                                | Total                         |                   | 245339984         | 1.49         | 3649035           | 8141        | 99.78         | 0.22        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9185232902</b> | <b>92.83</b> | <b>9185224761</b> | <b>8141</b> | <b>100.00</b> | <b>0.00</b> |

**3. To fix the remuneration of the Statutory Auditors for the year 2020-21 .**

**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |                |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|----------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0              | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0              | 100.00       | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4133183494        | 89.83        | 4124386248        | 8797246        | 99.79        | 0.21        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 4601119788        | 89.83        | 4124386248        | 8797246        | 99.79        | 0.21        |
| Public-Others                  | E-Voting                      | 245339984         | 3657156           | 1.49         | 3647205           | 9951           | 99.73        | 0.27        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 245339984         | 1.49         | 3647205           | 9951           | 99.73        | 0.27        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9184938158</b> | <b>92.83</b> | <b>9176130961</b> | <b>8807197</b> | <b>99.90</b> | <b>0.10</b> |



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**4. To appoint Shri Anil Kumar Gautam (DIN: 08293632), as Director (Finance)**

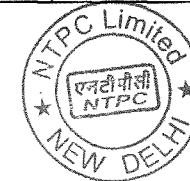
**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |                  |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|------------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4127039068        | 89.70        | 3429166330        | 697872738        | 83.09        | 16.91       |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 4601119788        | 89.70        | 3429166330        | 697872738        | 83.09        | 16.91       |
| Public-Others                  | E-Voting                      | 245339984         | 3657175           | 1.49         | 3643290           | 13885            | 99.62        | 0.38        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 245339984         | 1.49         | 3643290           | 13885            | 99.62        | 0.38        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9178793751</b> | <b>92.77</b> | <b>8480907128</b> | <b>697886623</b> | <b>92.40</b> | <b>7.60</b> |

**5. To appoint Shri Ashish Upadhyaya (DIN: 06855349), as Government Nominee Director5.**

**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |                  |              |              |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|------------------|--------------|--------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00         |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00         |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00         |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00         |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4126714940        | 89.69        | 3185796872        | 940918068        | 77.20        | 22.80        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00         |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00         |
|                                | Total                         |                   | 4601119788        | 89.69        | 3185796872        | 940918068        | 77.20        | 22.80        |
| Public-Others                  | E-Voting                      | 245339984         | 3657175           | 1.49         | 3629971           | 27204            | 99.26        | 0.74         |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00         |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00         |
|                                | Total                         |                   | 245339984         | 1.49         | 3629971           | 27204            | 99.26        | 0.74         |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9178469623</b> | <b>92.76</b> | <b>8237524351</b> | <b>940945272</b> | <b>89.75</b> | <b>10.25</b> |



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**6. To appoint Shri Dillip Kumar Patel (DIN: 08695490), as Director (Human Resources)**

**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |                  |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|------------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4127039068        | 89.70        | 3428921332        | 698117736        | 83.08        | 16.92       |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 4601119788        | 89.70        | 3428921332        | 698117736        | 83.08        | 16.92       |
| Public-Others                  | E-Voting                      | 245339984         | 3656177           | 1.49         | 3643932           | 12245            | 99.67        | 0.33        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 245339984         | 1.49         | 3643932           | 12245            | 99.67        | 0.33        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9178792753</b> | <b>92.77</b> | <b>8480662772</b> | <b>698129981</b> | <b>92.39</b> | <b>7.61</b> |

**7. To appoint Shri Ramesh Babu V (DIN: 08736805), as Director (Operations)**

**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |                  |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|------------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4127039068        | 89.70        | 3429087580        | 697951488        | 83.09        | 16.91       |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 4601119788        | 89.70        | 3429087580        | 697951488        | 83.09        | 16.91       |
| Public-Others                  | E-Voting                      | 245339984         | 3657175           | 1.49         | 3645948           | 11227            | 99.69        | 0.31        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 245339984         | 1.49         | 3645948           | 11227            | 99.69        | 0.31        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9178793751</b> | <b>92.77</b> | <b>8480831036</b> | <b>697962715</b> | <b>92.40</b> | <b>7.60</b> |



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**8. To appoint Shri Chandan Kumar Mondol (DIN: 08535016), as Director (Commercial)**

**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |                  |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|------------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100          | 5048097508        | 0                | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0            | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0            | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4127039068        | 89.70        | 3429087580        | 697951488        | 83.09        | 16.91       |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 4601119788        | 89.70        | 3429087580        | 697951488        | 83.09        | 16.91       |
| Public-Others                  | E-Voting                      | 245339984         | 3654450           | 1.49         | 3643048           | 11402            | 99.69        | 0.31        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 245339984         | 1.49         | 3643048           | 11402            | 99.69        | 0.31        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9178791026</b> | <b>92.77</b> | <b>8480828136</b> | <b>697962890</b> | <b>92.40</b> | <b>7.60</b> |

**9. To appoint Shri Ujjwal Kanti Bhattacharya (DIN: 08734219), as Director (Projects)**

**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |                  |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|------------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0                | 100.00       | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4127039068        | 89.70        | 3429087580        | 697951488        | 83.09        | 16.91       |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 4601119788        | 89.70        | 3429087580        | 697951488        | 83.09        | 16.91       |
| Public-Others                  | E-Voting                      | 245339984         | 3646265           | 1.49         | 3634737           | 11528            | 99.68        | 0.32        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0                | 0.00         | 0.00        |
|                                | Total                         |                   | 245339984         | 1.49         | 3634737           | 11528            | 99.68        | 0.32        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9178782841</b> | <b>92.77</b> | <b>8480819825</b> | <b>697963016</b> | <b>92.40</b> | <b>7.60</b> |



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**10. To alter Objects Clause of Memorandum of Association of the Company**

**Special Resolution**

|                                |                               |                   |                   |              |                   |                 |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|-----------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0               | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0               | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0               | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 5048097508   | 100.00            | 5048097508      | 0            | 100.00      |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4133441425        | 89.84        | 4097597008        | 35844417        | 99.13        | 0.87        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0               | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0               | 0.00         | 0.00        |
|                                | Total                         |                   | 4601119788        | 4133441425   | 89.84             | 4097597008      | 35844417     | 99.13       |
| Public-Others                  | E-Voting                      | 245339984         | 3654467           | 1.49         | 3643047           | 11420           | 99.69        | 0.31        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0               | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0               | 0.00         | 0.00        |
|                                | Total                         |                   | 245339984         | 3654467      | 1.49              | 3643047         | 11420        | 99.69       |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9185193400</b> | <b>92.83</b> | <b>9149337563</b> | <b>35855837</b> | <b>99.61</b> | <b>0.39</b> |

**11. To alter Articles of Association of the Company**

**Special Resolution**

|                                |                               |                   |                   |              |                   |                |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|----------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0              | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 5048097508   | 100.00            | 5048097508     | 0            | 100.00      |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4133441425        | 89.84        | 4131679936        | 1761489        | 99.96        | 0.04        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 4601119788        | 4133441425   | 89.84             | 4131679936     | 1761489      | 99.96       |
| Public-Others                  | E-Voting                      | 245339984         | 3654395           | 1.49         | 3643395           | 11000          | 99.70        | 0.30        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 245339984         | 3654395      | 1.49              | 3643395        | 11000        | 99.70       |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9185193328</b> | <b>92.83</b> | <b>9183420839</b> | <b>1772489</b> | <b>99.98</b> | <b>0.02</b> |



**12. To ratify the remuneration of the Cost Auditors for the financial year 2020-21**

**Ordinary Resolution**

|                                |                               |                   |                   |              |                   |                |              |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|----------------|--------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0              | 100.00       | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0              | 100.00       | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4127296999        | 89.70        | 4124269428        | 3027571        | 99.93        | 0.07        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 4127296999        | 89.70        | 4124269428        | 3027571        | 99.93        | 0.07        |
| Public-Others                  | E-Voting                      | 245339984         | 3654351           | 1.49         | 3643506           | 10845          | 99.70        | 0.30        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0              | 0.00         | 0.00        |
|                                | Total                         |                   | 3654351           | 1.49         | 3643506           | 10845          | 99.70        | 0.30        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9179048858</b> | <b>92.77</b> | <b>9176010442</b> | <b>3038416</b> | <b>99.97</b> | <b>0.03</b> |

**13. To raise funds up to Rs. 15,000 Crore through issue of Bonds/Debentures on Private Placement basis**

**Special Resolution**

|                                |                               |                   |                   |              |                   |              |               |             |
|--------------------------------|-------------------------------|-------------------|-------------------|--------------|-------------------|--------------|---------------|-------------|
| Promoter and Promoter Group    | E-Voting                      | 5048097508        | 5048097508        | 100.00       | 5048097508        | 0            | 100.00        | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0            | 0.00          | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0            | 0.00          | 0.00        |
|                                | Total                         |                   | 5048097508        | 100.00       | 5048097508        | 0            | 100.00        | 0.00        |
| Public – Institutional holders | E-Voting                      | 4601119788        | 4133441425        | 89.84        | 4133441425        | 0            | 100.00        | 0.00        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0            | 0.00          | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0            | 0.00          | 0.00        |
|                                | Total                         |                   | 4133441425        | 89.84        | 4133441425        | 0            | 100.00        | 0.00        |
| Public-Others                  | E-Voting                      | 245339984         | 3654467           | 1.49         | 3633471           | 20996        | 99.43         | 0.57        |
|                                | Poll                          |                   | 0                 | 0.00         | 0                 | 0            | 0.00          | 0.00        |
|                                | Postal Ballot (if applicable) |                   | 0                 | 0.00         | 0                 | 0            | 0.00          | 0.00        |
|                                | Total                         |                   | 3654467           | 1.49         | 3633471           | 20996        | 99.43         | 0.57        |
| <b>GRAND TOTAL</b>             |                               | <b>9894557280</b> | <b>9185193400</b> | <b>92.83</b> | <b>9185172404</b> | <b>20996</b> | <b>100.00</b> | <b>0.00</b> |

