



एनटीपीसी लिमिटेड  
(भारत सरकार का उद्यम)

**NTPC Limited**  
(A Govt. of India Enterprise)

केन्द्रीय कार्यालय/ Corporate Centre

Ref. No.: 01:SEC:AGM-43

Dated: 21.08.2019

<b>Manager</b> National Stock Exchange of India Limited Exchange Plaza Bandra-Kurla Complex Bandra (E), Mumbai-400 051	<b>General Manager</b> Department of Corporate Services Bombay Stock Exchange Limited Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street Mumbai-400 001
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Sub.: Proceedings of 43<sup>rd</sup> Annual General Meeting of the Company held on 21.08.2019

Dear Sir,

As per the requirement of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the summary of proceedings of 43<sup>rd</sup> Annual General Meeting of the Company held on 21<sup>st</sup> August 2019.

The above is for information and record.

Thanking you,

Yours faithfully,

*Nandini Sarkar*

(Nandini Sarkar)  
Company Secretary &  
Compliance Officer

Encl: as above



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## **SUMMARY OF PROCEEDINGS OF 43<sup>rd</sup> ANNUAL GENERAL MEETING OF NTPC LIMITED**

43<sup>rd</sup> Annual General Meeting of the Company was held on Wednesday, 21<sup>st</sup> August 2019 at 10:30 a.m. at Manekshaw Centre, Parade Road, New Delhi-110010.

Shri Gurdeep Singh, Chairman & Managing Director chaired the Meeting. All the Directors attended the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. The Chairman then delivered his speech. With the consent of all the Members present, the Notice of AGM and the Directors' Report were taken as read. Company Secretary read the Auditors' Report.

The Chairman informed the Members that pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company had offered remote e-voting facility to its Members to exercise their right to vote by electronic means from Sunday, 18<sup>th</sup> August 2019 (9:00 AM IST) to Tuesday, 20<sup>th</sup> August 2019 (5:00 PM IST). Those Members who could not exercise their vote through remote e-voting process, were provided the facility to vote at the Annual General Meeting through electronic voting system i.e. TAB voting arranged through NSDL.

The Company Secretary proposed items of business for approval of shareholders and CMD explained objective and implications of the resolutions enlisted in the AGM Notice and addendum to the Notice dated 18<sup>th</sup> July 2019 which were as under:

Item No.	Business Item	Resolution
<b>ORDINARY BUSINESS</b>		
1.	(a) Adoption of audited Standalone Financial Statements of the Company for the year ended March 31, 2019 together with the report of the Board and Auditors thereon. (b) Adoption of audited consolidated Financial Statements of the Company for the year ended March 31, 2019 together with the report of the Auditors thereon.	Ordinary
2.	Confirmation of payment of interim dividend and declaration of final dividend for the year 2018-19	Ordinary
3.	Re-appointment of Shri Anand Kumar Gupta (DIN: 07269906), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary

पंजीकृत कार्यालय : एनटीपीसी भवन, स्कोप कॉम्प्लेक्स, 7, इंस्टीट्यूशनल एरिया, लोधी रोड नई दिल्ली-110003

कार्पोरेट पहचान नम्बर : L40101DL1975GOI007966, टेलीफोन नं.: 011-24387333, फैक्स नं.: 011-24361018, ईमेल: ntpccc@ntpc.co.in, वेबसाइट: www.ntpc.co.in

Registered Office : NTPC Bhawan, SCOPE Complex, 7 Institutional Area, Lodi Road, New Delhi-110003

Corporate Identification Number : L40101DL1975GOI007966, Telephone No.: 011-24387333, Fax No.: 011-24361018, E-mail : ntpccc@ntpc.co.in

Website : www.ntpc.co.in

Item No.	Business Item	Resolution
4.	Authorization to the Board of Directors to fix the remuneration of the Statutory Auditors for the Financial Year 2019-20	Ordinary
<b>SPECIAL BUSINESS</b>		
5.	Appointment of Dr. Gauri Trivedi (DIN: 06502788) as Independent Director of the Company.	Special
6.	Enhancing the borrowing limits of the Company from Rs. 1,50,000 crore to Rs. 2,00,000 crore.	Special
7.	Creation of mortgage and/ or charge over the movable and immovable properties of the Company.	Special
8.	Ratification of remuneration of the Cost Auditors for the financial year 2019-20.	Ordinary
9.	Raising of funds upto Rs. 15,000 crore through issue of Bonds/ debentures on Private Placement basis.	Special

Company Secretary informed the Members that Shri Amit Kaushal, Practising Company Secretary was appointed as the Scrutinizer to scrutinize the remote e-voting process as well as e-voting at the AGM. It was informed that counting of the votes would take some time, the result of the e-voting would be hosted on website of the Company, Alankit Assignments Limited, RTA and both the Stock Exchanges on or before 22.08.2019.

Members present were given the opportunity to ask questions and seek clarifications. The Chairman responded to the questions raised. Thereafter, Director (HR) offered the vote of thanks to the Shareholders.

The meeting concluded at 11.30 A.M.

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013, the rules notified thereunder and Secretarial Standards issued by the ICSI.

*Nandini Sarkar*

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