



HPL Electric & Power Limited

CIN : L74899DL1992PLC048945

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

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

Website: www.hplindia.com

September 29, 2025

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

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

Scrip Code: HPL

Scrip Code: 540136

Sub: Voting Results of the 33rd Annual General Meeting alongwith the Consolidated Scrutinizers Report

Dear Sir/Ma'am,

Pursuant to Regulation 44 and other applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Voting Results along with the Scrutinizer's Report on the resolutions approved by the shareholders through remote e-voting and e- voting at the 33rd Annual General Meeting of the Company held on **Monday, September 29, 2025** at **11:30** a.m. (IST) via Video Conferencing ("**VC**") or Other Audio-Visual means ("**OAVM**").

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

This is for your kind information and record please.

Thanking You,
For **HPL Electric & Power Limited**

Vivek Kumar
Company Secretary

Encl: - As stated above

CONSOLIDATED SCRUTINIZER'S REPORT
HPL ELECTRIC & POWER LIMITED

To,
The Chairman,
HPL ELECTRIC & POWER LIMITED
CIN- L74899DL1992PLC048945
Regd. Off.: 1/20, Asaf Ali Road,
New Delhi - 110 002

Sub.: Consolidated Scrutinizer's Report on e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, for the 33rd Annual General Meeting of HPL Electric & Power Limited held on Monday, September 29, 2025 at 11.30 A.M. (IST) through Video Conferencing/Other Audio Visual Means.

Dear Sir,

- 1) The Board of Directors of HPL Electric & Power Limited (hereinafter referred as "**the Company**") at its meeting held on 13th August, 2025 has appointed us as the scrutinizer pursuant to section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and all other provision as applicable, to scrutinize the remote e-voting and e-voting conducted at Company's 33rd Annual General Meeting ("**AGM**") in fair and transparent manner.
- 2) In view of the Ministry of Corporate Affairs ("**MCA**") Circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and the subsequent circulars issued in this regard, the latest being Circular no. 09/2024 dated September 19, 2024 ("**MCA Circulars**") and other relevant circulars issued from time to time, the AGM was convened through Video Conferencing and the physical attendance of the Members to the AGM venue was not required.
- 3) The Company has engaged KFin Technologies Limited ("**KFin**") as the service provider, for extending the facility of electronic voting (remote e-voting and e-voting facility provided during the AGM) to the shareholders of the Company.
- 4) The remote e-voting process was started on Friday, September 26, 2025 at 09:00 A.M. and ended on Sunday, September 28, 2025 at 05.00 P.M.



- 5) As on September 22, 2025 i.e. the **cut-off date**, there were 1,41,792 Shareholders of the Company who were entitled to vote on the resolutions placed for the approval of the shareholders through remote e-voting as well as e- voting facility provided at the AGM of the Company.
- 6) On completion of e-voting during the AGM, the report on e-voting done at the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked by us in the presence of two witnesses who were not in the employment of the Company. We have downloaded the e-voting report from the website of KFin in respect of members, who voted through e-voting and votes were counted.
- 7) We have scrutinized and reviewed the remote e-voting and e-voting facility provided to shareholders during the AGM and votes cast therein based on the data downloaded from the KFin e-voting system.
- 8) The Management of the Company is responsible to ensure compliance with the requirements of the Act and Rules made thereunder including MCA circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting and e-voting during the AGM on the resolutions contained in the Notice of the AGM.
- 9) Our responsibility as Scrutinizer for e-voting process (remote e-voting and e-voting facility provided during the AGM) is restricted to making consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions contained in the Notice of AGM, based on the reports generated from the e-voting system provided by KFin.
- 10) We now submit our consolidated Report as under on the result of the remote e-voting and e-voting done during the AGM in respect of the said resolutions.

ORDINARY BUSINESS

RESOLUTION NO.1- ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS INCLUDING THE CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025 TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.



(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
226	4,69,82,148	99.9998

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
2	73	0.0002

(III) INVALID VOTES OF THE RESOLUTION:

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

RESULT

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

RESOLUTION NO.2 -ORDINARY RESOLUTION

TO DECLARE FINAL DIVIDEND OF RS. 1.00 PER EQUITY SHARE OF FACE VALUE OF RS. 10/- EACH FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2025.

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
225	4,69,82,989	99.9953

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
4	2,223	0.0047



(III) INVALID VOTES OF THE RESOLUTION:

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

RESULT

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

RESOLUTION NO. 3- ORDINARY RESOLUTION

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

(I) VOTED IN FAVOUR OF THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
214	4,69,29,124	99.8812

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
14	55,838	0.1188

(III) INVALID VOTES OF THE RESOLUTION:

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

RESULT

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



SPECIAL BUSINESS**RESOLUTION NO.4 - ORDINARY RESOLUTION****RATIFICATION OF REMUNERATION OF THE COST AUDITORS****(I) VOTED IN FAVOUR OF THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
223	4,69,82,987	99.9953

(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
6	2,225	0.0047

(III) INVALID VOTES OF THE RESOLUTION:

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

RESULT

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

RESOLUTION NO. 5 – ORDINARY RESOLUTION**APPOINTMENT OF SECRETARIAL AUDITOR AND FIXATION OF REMUNERATION.****(I) VOTED IN FAVOUR OF THE RESOLUTION:**

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
224	4,69,83,137	99.9956



(II) VOTED AGAINST THE RESOLUTION:

Number of Members voted	Number of valid votes Cast	% of total number of valid votes cast
5	2,075	0.0044

(III) INVALID VOTES OF THE RESOLUTION:

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

RESULT

As the number of votes cast in favor of the resolution were more than number of votes cast against the resolution, 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 with requisite majority.

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

Date: 29.09.2025

Place : New Delhi

UDIN No.: F004140G001385401

**FOR DMK ASSOCIATES
COMPANY SECRETARIES**



**(DEEPAK KUKREJA)
PARTNER**

FCS, LLB., ACIS (UK), IP.

CP No.8265

FCS No. 4140

Peer Review No. 6896/2025

For HPL ELECTRIC & POWER LIMITED



Gautam Seth

Joint Managing Director

Authorized by Chairman

General information about company	
Scrip code	540136
NSE Symbol	HPL
MSEI Symbol	NOTLISTED
ISIN	INE495S01016
Name of the company	HPL Electric & Power Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	29-09-2025
Start time of the meeting	11:30 AM
End time of the meeting	12:21 PM

Scrutinizer Details	
Name of the Scrutinizer	DEEPAK KUKREJA
Firms Name	DMK ASSOCIATES
Qualification	CS
Membership Number	4140
Date of Board Meeting in which appointed	13-08-2025
Date of Issuance of Report to the company	29-09-2025

Voting results	
Record date	22-09-2025
Total number of shareholders on record date	141792
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	12
b) Public	137
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements including the Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2025 together with the Reports of the Board of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46718829	46718829	100	46718829	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	46718829	46718829	100	46718829	0	100	0
Public- Institutions	E-Voting	391346	81337	20.7839	81337	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	391346	81337	20.7839	81337	0	100	0
Public- Non Institutions	E-Voting	17190311	182033	1.0589	181960	73	99.9599	0.0401
	Poll		22	0.0001	22	0	100	0
	Postal Ballot		0	0	0	0	0	0

	Total	17190311	182055	1.0591	181982	73	99.9599	0.0401
	Total	64300486	46982221	73.0667	46982148	73	99.9998	0.0002
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

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

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare Final Dividend of Rs. 1.00 per equity share of face value of Rs. 10/- each for the Financial Year ended 31st March, 2025				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46718829	46718829	100	46718829	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	46718829	46718829	100	46718829	0	100	0
Public- Institutions	E-Voting	391346	84328	21.5482	84328	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	391346	84328	21.5482	84328	0	100	0
Public- Non Institutions	E-Voting	17190311	182033	1.0589	179810	2223	98.7788	1.2212
	Poll		22	0.0001	22	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	17190311	182055	1.0591	179832	2223	98.7789	1.2211

Total	64300486	46985212	73.0713	46982989	2223	99.9953	0.0047
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

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

Resolution(3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a director in place of Mr. Gautam Seth (DIN:00203405), who retires by rotation and being eligible, offers himself for re-appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46718829	46718829	100	46718829	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	46718829	46718829	100	46718829	0	100	0
Public- Institutions	E-Voting	391346	84328	21.5482	28714	55614	34.0504	65.9496
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	391346	84328	21.5482	28714	55614	34.0504	65.9496
Public- Non Institutions	E-Voting	17190311	181783	1.0575	181559	224	99.8768	0.1232
	Poll		22	0.0001	22	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	17190311	181805	1.0576	181581	224	99.8768	0.1232

Total	64300486	46984962	73.0709	46929124	55838	99.8812	0.1188
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

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

Resolution(4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of Remuneration of the Cost Auditors				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46718829	46718829	100	46718829	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	46718829	46718829	100	46718829	0	100	0
Public- Institutions	E-Voting	391346	84328	21.5482	84328	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	391346	84328	21.5482	84328	0	100	0
Public- Non Institutions	E-Voting	17190311	182033	1.0589	179808	2225	98.7777	1.2223
	Poll		22	0.0001	22	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	17190311	182055	1.0591	179830	2225	98.7778	1.2222
Total		64300486	46985212	73.0713	46982987	2225	99.9953	0.0047

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	

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

Resolution(5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Secretarial Auditor and fixation of remuneration				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	46718829	46718829	100	46718829	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	46718829	46718829	100	46718829	0	100	0
Public- Institutions	E-Voting	391346	84328	21.5482	84328	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total	391346	84328	21.5482	84328	0	100	0
Public- Non Institutions	E-Voting	17190311	182033	1.0589	179958	2075	98.8601	1.1399
	Poll		22	0.0001	22	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total	17190311	182055	1.0591	179980	2075	98.8602	1.1398

Total	64300486	46985212	73.0713	46983137	2075	99.9956	0.0044
Whether resolution is Pass or Not.						Yes	
Disclosure of notes on resolution							

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