



एनटीपीसी लिमिटेड

(भारत सरकार का उद्यम)

NTPC Limited

(A Govt. of India Enterprise)

केन्द्रीय कार्यालय/ Corporate Centre

Ref. No.: 01: SEC: LA

Dated: 30/8/2022

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 & Disclosure Requirements) Regulations, 2015

Dear Sir,

In compliance with the provisions of the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing proceedings of 46th Annual General Meeting of the Company held on 30th August 2022 at 10:30 AM through video conferencing/ other audio-visual means.

Thanking you.

Yours faithfully,

Nandini Sarkar

(Nandini Sarkar)

Company Secretary &
Compliance Officer

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Encl: As above

SUMMARY OF PROCEEDINGS OF 46TH ANNUAL GENERAL MEETING OF NTPC LIMITED

46th Annual General Meeting of the Company was held on Tuesday, 30th August, 2022 at 10:30 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) in line with the circulars issued by the Ministry of Corporate Affairs in this regard.

Shri Gurdeep Singh, Chairman & Managing Director chaired the Meeting. Meeting was attended by all the Directors on the Board of the Company. Chairman of Audit Committee, Nomination & Remuneration Committee including PRP and Stakeholders Relationship Committee were present.

Representatives of Joint Statutory Auditors, Secretarial Auditor and Scrutinizer were also present.

183 Members were present at the meeting through VC/OAVM.

The requisite quorum being present, the Chairman & Managing Director called the Meeting in order. The Chairman & Managing Director then delivered his speech.

Company Secretary 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 Friday, 26th August, 2022 at 9:00 AM (IST) to Monday, 29th August, 2022 at 5:00 PM (IST).

The Board of Directors had appointed Shri Sachin Aggarwal, Practicing Company Secretary as the Scrutinizer to scrutinize the remote e-voting process as well as e voting at the AGM.

The Company Secretary explained the items of business enlisted in the AGM Notice dated 30th July, 2022 which were as under:

S.No.	Subject	Type of Resolution
ORDINARY BUSINESS		
1.	To consider and adopt Audited Standalone & Consolidated Financial Statements of the Company for the financial year ended 31 st March 2022, the reports of the Board of Directors and Auditors thereon	Ordinary Resolution
2.	To confirm payment of interim dividend and declare final dividend for the year 2021-22	Ordinary Resolution



3.	To appoint Shri Ramesh Babu V. (DIN: 08736805), as Director (Operation), who retires by rotation as a Director	Ordinary Resolution
4.	To fix the remuneration of the Statutory Auditors for the year 2022-23.	Ordinary Resolution
SPECIAL BUSINESS		
5.	To appoint Shri Vivek Gupta (DIN: 08794502), as Independent Director	Special Resolution
6.	To appoint Shri Jitendra Jayantilal Tanna (DIN: 09403346), as Independent Director	Special Resolution
7.	To appoint Shri Vidyadhar Vaishampayan (DIN:02667949), as Independent Director	Special Resolution
8.	To appoint Ms. Sangitha Varier (DIN:09402812), as a Woman Independent Director	Special Resolution
9.	To appoint Shri Piyush Surendrapal Singh (DIN: 07492389), as Government Nominee Director	Ordinary Resolution
10.	To appoint Shri Jaikumar Srinivasan (DIN: 01220828), as Director (Finance)	Ordinary Resolution
11.	To ratify the remuneration of the Cost Auditors for the financial year 2022-23	Ordinary Resolution
12.	To raise funds up to Rs. 12,000 Crore through issue of Bonds/Debentures on Private Placement basis	Special Resolution

Members registered as speakers, who were present at the meeting, were given the opportunity to ask questions and seek clarifications. The Chairman responded to the questions raised.

Those Members who could not exercise their vote through remote e-voting process, were provided the facility to vote during the Annual General Meeting.

Facility for e-voting remained open for 15 minutes after conclusion of the meeting to enable the members to cast their vote.

Company Secretary further informed that the result of the voting would be hosted on website of the Company, CDSL and both the Stock Exchanges within statutory time limit.

Thereafter, Director (Finance) offered the vote of thanks to the Shareholders.

The meeting concluded at 11:26 A.M.

