Sub: Proceedings of 46th Annual General Meeting

In compliance to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith summary of proceedings of the 46th Annual General Meeting of NHPC Limited held on 25th August, 2022 at 12:30 PM (IST) through Video Conference (VC)/ Other Audio Visual Means (OAVM).

This is for your information and record.

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Bhavin

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SUMMARY OF PROCEEDINGS OF THE 46TH ANNUAL GENERAL MEETING (AGM) OF NHPC LIMITED HELD ON THURSDAY, 25TH AUGUST, 2022 AT 12:30 PM (IST) THROUGH VIDEO CONFERENCE (VC)/OTHER AUDIO VISUAL MEANS (OAVM).

The 46th AGM of the Company was held on Thursday, 25th August, 2022 at 12:30 P.M (IST) through VC/OAVM. The meeting commenced at 12:30 P.M (IST) and concluded at 01:35 P.M. (IST). 176 shareholders attended and participated in the Meeting.

I. At the outset, Company Secretary welcomed the members to the 46th AGM of the Company and informed as under:
   a. The meeting was held through VC/OAVM, in compliance with the provisions of the Companies Act, 2013 and relevant circulars issued by the Ministry of Corporate Affairs, Government of India (MCA) & Securities and Exchange Board of India (SEBI).
   b. The Company had provided the facility to its members to cast votes electronically on the items mentioned in the notice of AGM dated July 02, 2022, using remote e-voting system of M/s National Securities Depository Limited (NSDL).
   c. The facility to cast vote during the meeting through electronic voting system was made available to the members, who participated in the meeting and had not cast their votes earlier through remote e-voting.
   d. The result of electronic voting (remote e-voting and e-voting during AGM) would be declared within two working days from the conclusion of the AGM. The results of e-voting along with consolidated scrutinizer’s report would be intimacy to stock exchanges and also uploaded on the website of the Company i.e. www.nhpcknindia.com as well as on the website of e-voting service provider i.e. NSDL at www.evoting.nsdl.com.

II. Shri Abhay Kumar Singh, Chairman & Managing Director, chaired the meeting. The requisite quorum being present, the Chairman called the meeting in order. Thereafter, the Chairman welcomed all members, directors and other invitees present in the meeting.

III. Chairman apprised that the Board of Directors had appointed Shri Amit Kaushal of M/s A. Kaushal & Associates, Company Secretaries as Scrutinizer to scrutinize e-voting process in fair and transparent manner. He also informed that the statutory registers/documents were available for inspection by members through electronic mode during the meeting.
IV. The items of Notice of AGM were read during the AGM. The Directors’ Report as already circulated to the members of the company was taken as read. Thereafter, the chairman addressed the members. Upon request of Chairman, Company Secretary read out the observations given in Secretarial Auditor’s Report and management’s replies thereon.

V. The following businesses as set out in the notice of AGM dated July 02, 2022 were transacted through e-voting:-

<table>
<thead>
<tr>
<th>Item No.</th>
<th>Particulars</th>
<th>Type of Resolution</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>To consider and adopt:</td>
<td>Ordinary</td>
</tr>
<tr>
<td>a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, the reports of the Board of Directors, Auditors’ Report thereon and Comments of the Comptroller &amp; Auditor General of India; and</td>
<td></td>
<td></td>
</tr>
<tr>
<td>b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, the Report of Auditors’ thereon and Comments of the Comptroller &amp; Auditor General of India.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>To confirm the payment of interim dividend and declare final dividend for the financial year 2021-22.</td>
<td>Ordinary</td>
</tr>
<tr>
<td>3</td>
<td>To appoint a director in place of Shri Rajendra Prasad Goyal, Director (Finance) (DIN: 08645380), who retires by rotation and, being eligible, offers himself for re-appointment.</td>
<td>Ordinary</td>
</tr>
<tr>
<td>4</td>
<td>To authorize Board of Directors of the Company to fix the remuneration of the Joint Statutory Auditors for the financial year 2022-23.</td>
<td>Ordinary</td>
</tr>
<tr>
<td>5</td>
<td>To ratify the remuneration of the Cost Auditors for the financial year 2022-23.</td>
<td>Ordinary</td>
</tr>
<tr>
<td>6</td>
<td>To appoint Dr. Uday Sakharam Nirgudkar (DIN: 07592413), as an Independent Director of the Company.</td>
<td>Special</td>
</tr>
<tr>
<td>7</td>
<td>To appoint Dr. Amit Kansal (DIN: 07722428), as an Independent Director of the Company.</td>
<td>Special</td>
</tr>
<tr>
<td>8</td>
<td>To appoint Dr. Rashmi Sharma Rawal (DIN: 09410683), as an Independent Director of the Company.</td>
<td>Special</td>
</tr>
<tr>
<td>9</td>
<td>To appoint Shri Jiji Joseph (DIN: 09415941), as an Independent Director of the Company.</td>
<td>Special</td>
</tr>
</tbody>
</table>

VI. On invitation of the Chairman, members who had registered themselves as speaker shareholder asked questions during the meeting on company’s accounts and businesses, which were suitably responded by the management. The speaker shareholders also congratulated the Chairman & Managing Director and the Board of Directors for the performance and achievements made by the Company.

VII. The Chairman thanked all members for their participation and informed that the voting would continue till 15 minutes after the conclusion of the meeting. He thereafter, wished for their good health and declared the closure of the meeting.

For NHPC Limited

Date: August 25, 2022
Place: Faridabad

Company Secretary