



एनटीपीसी लिमिटेड

(भारत सरकार का उद्यम)

NTPC Limited

(A Govt. of India Enterprise)

केन्द्रीय कार्यालय/ Corporate Centre

Ref. No.: 01: SEC: PB-2019

Dated: 12/3/2019

General Manager
Department of Corporate Services
Bombay Stock Exchange 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.: Result of Postal Ballot

Dear Sir,

In compliance with the statutory provisions, the Company had sought approval of shareholders through Postal Ballot including e-voting process for Capitalization of Reserves and issuance of bonus equity shares in the ratio of 1:5 i.e. one new Bonus equity share of Rs.10/- for every five existing equity share of Rs.10/- held by the shareholders.

Mr. Amit Kaushal of M/s A.Kaushal & Associates, Practicing Company Secretary, was appointed by the Company as scrutinizer for conducting postal ballot activity in fair & transparent manner. Mr. Amit Kaushal, scrutinizer, has submitted his report and based on his report, the result of postal ballot was declared on 12th March, 2019 at the Registered Office of the Company. The result of the voting by Postal Ballot (including e-Voting) is as under:

1. Ordinary Resolution: To capitalize Reserves of the Company and to issue Bonus Shares.

Particulars	Votes (No. of equity shares)
Number of Valid Votes Received	7728612617
Voted in favour	7600565535 ✓
Voted against	128047082 ✓
Voted abstained	-
%of Votes in favour	98.343 ✓



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

कार्पोरेट पहचान नम्बर : L40101DL1975GOI007966, टेलीफोन नं.: 011-24387333, फ़ैक्स 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

Accordingly, the above resolution has been approved by the shareholders with requisite majority. The result of the Postal Ballot as per the format provided under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 along with scrutinizer's report, is attached herewith as Annexure-1. The result of the Postal Ballot has also been hosted on the website of the Company (www.ntpc.co.in) and on the website of NSDL (www.evoting.nsdl.com), the e-voting service provider.

Thanking you.

Yours faithfully,

Nandini Sarkar

(Nandini Sarkar)
Company Secretary

Encl: As above



ANNEX-1

NTPC LIMITED POSTAL BALLOT

Date of the AGM/ EGM: N.A.

Total number of shareholders on record date:	'572715'	No. of Shares:	'8245464400'		
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No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group :

NA

No. of Shares:

NA

Public :

NA

No. of Shares:

NA

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. Capitalization of Reserves & Issue of Bonus Shares

Ordinary Resolution								
Promoter and Promoter Group	E-Voting		0	0	0	0	0	0
	Poll	4859245106	0	0	0	0	0	0
	Postal Ballot (if applicable)		4859245106	100	4859245106	0	100	0
	Total	4859245106	4859245106	100	4859245106	0	100	0
Public – Institutional holders	E-Voting		2774819933	88.54	2646845241	127974692	95.39	4.61
	Poll	3133980399	0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3133980399	2774819933	88.54	2646845241	127974692	95.39	4.61
Public- Others	E-Voting		94476632	37.46	94404440	72192	99.92	0.08
	Poll	252238895	0	0	0	0	0	0
	Postal Ballot (if applicable)		70946	0.03	70748	198	99.72	0.28
	Total	252238895	94547578	37.48	94475188	72390	99.92	0.08





SCRUTINIZER'S REPORT

To,
Mr. Gurdeep Singh,
Chairman and Managing Director,
NTPC LIMITED
NTPC Bhawan, SCOPE Complex,
7, Institutional Area, Lodhi Road,
New Delhi - 110003

Subject: Passing of Resolution(s) through postal ballot under the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof)

Dear Sir,

Please refer to your letter dated 30th January, 2019 appointing me as a Scrutinizer for the purpose of ascertaining the result(s) of the below mentioned resolution(s) to be passed by means of Postal Ballot under the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof):

1. To Capitalize Reserves of the Company and to issue Bonus Shares

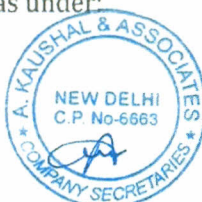
The shareholders of the Company had an option to vote either through the postal ballot forms or through the e-voting facility. Shareholders opting for e-voting facility, casted their votes, through the designated website of National Securities Depository Limited ("NSDL") i.e. <https://www.evoting.nsdl.com>.

We monitored the process of electronic voting through the scrutinizer's secured link provided by NSDL on the designated website. The particulars of all postal ballot forms received from the Members in physical form(s) have been entered in a separate Register maintained for the purpose. The postal ballot forms were kept under our safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such postal ballot forms.

All postal ballot forms received up to the close of working hours (17:000 hours) on Monday, 11th March, 2019 were considered for the purpose of this report.

The shareholders exercised their voting either by electronic or physical mode. There was no shareholder who opted for both the facilities.

As per the information furnished to us by the Company and according to the scrutiny of Postal Ballot Forms received (through physical and electronic mode) from members of the Company, we hereby submit our report as under:



S. No.	Particulars	Date
1.	The date of determination of entitlement to receive Postal Ballot Forms.	25.01.2019
2.	Date of completion of dispatch of Notice and other enclosures thereon together with Postal Ballot Form(s) and Business Reply Envelope.	09.02.2019
3.	Date of Public Announcement with respect to completion of dispatch of Postal Ballot Forms in two newspapers: Financial Express (English daily) Indian Express (English daily) and Jansatta (Hindi daily)	12.02.2019
4.	Last date to receive the Postal Ballot Forms/E-Voting from members of the Company.	11.03.2019

We report that, we have considered and taken on record the sealed envelopes containing postal ballot forms as well as voting through e-voting facility by shareholders of the company upto Monday, 11th March, 2019 (17:00 hrs).

The sealed envelopes were opened on Monday, 11th March, 2019 (18:00 hrs) at our office. Further, we did not find any defaced or mutilated Postal Ballot Form.

We further report that the signature verification in respect of these postal ballots have been done on the basis of data maintained by Registrar and Transfer Agent (RTA)/ authority letter of the shareholders of the Company (body corporate) authorising the person to sign the postal ballot forms on their behalf.

Brief summary containing details of postal ballot(s) and e-voting:

1.	Total number of Postal Ballot Forms issued and dispatched (including e-voting)	5,72,715
2.	Total number of Postal Ballot Forms received	276
3.	Total number of valid Postal Ballot Forms received	265
4.	Total number of Postal Ballots marked invalid due to incomplete information	11
5.	Total number of Shareholders who have exercised e-voting facility	3,523
6.	Total number of Valid Postal Ballots including e-voting	3,788



We further report that, following are the details of voting, in respect of the above mentioned resolution(s):

Res. No.	Resolutions	Voting Method	Votes in assent		Votes in dissent		Invalid Votes
			Nos.	%age	Nos.	%age	Nos.
1	To Capitalize Reserves of the Company and to issue Bonus Shares. (Ordinary Resolution)	E-Voting	2741249681	95.5373423	128046884	4.4626577	0
		Poll	4859315854	99.9999959	198	0.00000041	1767
		TOTAL	7600565535	98.343	128047082	1.657	1767

The Postal Ballot Forms and all other related records are kept in our custody and shall be handed over to Ms. Nandini Sarkar, Company Secretary of the Company.

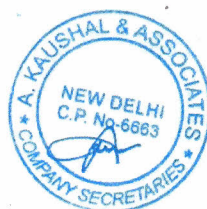
The voting has been reckoned in proportion to a member's share of the paid up equity share capital of the Company as on 25th January, 2019. Since, the number(s) of vote(s) casted by the members of Company in favour of the resolution is more than vote(s) casted against the resolution, we hereby report that the above said resolution is duly passed with requisite majority as Ordinary Resolution. You may accordingly declare the result of the voting by Postal Ballot.

Thanking you

For A. Kaushal & Associates
Company Secretaries



CS Amit Kaushal
Scrutinizer
FCS No.: 6230
CP No.: 6663



Place: New Delhi
Date: 12.03.2019