



A Maharatna Company

एन टी पी सी लिमिटेड

(भारत सरकार का उद्यम)

NTPC Limited

(A Govt. of India Enterprise)

केन्द्रीय कार्यालय / Corporate Centre

Ref. No.: 01:SEC:AGM-42

Dated: 20.09.2018

Manager National Stock Exchange of India Limited Exchange Plaza Bandra-Kurla Complex Bandra (E), Mumbai-400 051	General Manager 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 42nd Annual General Meeting of the Company held on 20.09.2018

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 42nd Annual General Meeting of the Company held on 20th September 2018.

The above is for information and record.

Thanking you,

Yours faithfully,

(Nandini Sarkar)
Company Secretary &
Compliance Officer

Encl: as above

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

कार्पोरेट पहचान नम्बर: L40101DL1975GO1007966 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, Lodhi Road, New Delhi-110003

Corporate Identification Number : L40101DL1975GO1007966 Tel. : 011-24387333 Fax : 011-24361018 E-mail : ntpccc@ntpc.co.in

Website : www.ntpc.co.in



NTPC LIMITED

Registered Office: NTPC Bhawan, SCOPE Complex, Lodi Road,
New Delhi – 110003

CIN: L40101DL1975GOI007966 **Website:** www.ntpc.co.in

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SUMMARY OF PROCEEDINGS OF 42nd ANNUAL GENERAL MEETING OF NTPC LIMITED

42nd Annual General Meeting of the Company was held on Thursday, 20th September 2018 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, except Shri Vivek Kumar Dewangan, Dr. Bhim Singh and Ms. Archana Agrawal 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 Monday, 17th September 2018 (9:00 AM IST) to Wednesday, 19th September 2018 (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 which were as under:

Item No.	Business Item	Resolution
ORDINARY BUSINESS		
1.	(a) Adoption of audited Standalone Financial Statements of the Company for the year ended March 31, 2018 together with the Auditors' Report and Report of the Board of Directors. (b) Adoption of audited consolidated Financial Statements of the Company for the year ended March 31, 2018 together	Ordinary

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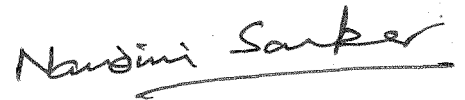
	with the Auditors' Report thereon.	
2.	Confirmation of payment of interim dividend and declaration of final dividend for the year 2017-18	Ordinary
3.	Re-appointment of Shri Saptarshi Roy (DIN: 03584600), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
4.	Authorization to the Board of Directors to fix the remuneration of the Statutory Auditors for the Financial Year 2018-19	Ordinary
SPECIAL BUSINESS		
5.	Appointment of Shri M.P. Singh (DIN: 07937931) as Independent Director of the Company.	Ordinary
6.	Appointment of Shri Pradeep Kumar Deb (DIN: 03424714) as Independent Director of the Company.	Ordinary
7.	Appointment of Shri Shashi Shekhar (DIN: 01747358) as Independent Director of the Company	Ordinary
8.	Appointment of Shri Subhash Joshi (DIN: 07946219) as Independent Director of the Company	Ordinary
9.	Appointment of Shri Vinod Kumar (DIN: 00955992) as Independent Director of the Company	Ordinary
10.	Appointment of Shri Susanta Kumar Roy (DIN: 07940997) as Director (Projects) of the Company, liable to retire by rotation	Ordinary
11.	Appointment of Shri Prasant Kumar Mohapatra (DIN: 07800722) as Director (Technical) of the Company, liable to retire by rotation	Ordinary
12.	Appointment of Shri Prakash Tiwari (DIN: 08003157) as Director (Operations) of the Company, liable to retire by rotation	Ordinary
13.	Appointment of Shri Vivek Kumar Dewangan (DIN: 01377212) as Government Nominee Director of the Company, not liable to retire by rotation	Ordinary
14.	Appointment of Dr. Bhim Singh (DIN: 08189580) as Independent Director of the Company	Ordinary
15.	Appointment of Dr. K.P. Kylasanatha Pillay (DIN: 08189583) as Independent Director of the Company	Ordinary
16.	Appointment of Ms. Archana Agrawal (DIN: 02105906) as Government Nominee Director of the Company, not liable to retire by rotation	Ordinary
17.	Ratification of remuneration of the Cost Auditors for the financial year 2018-19	Ordinary
18.	Raising of funds upto ₹ 12,000 crore through issue of Bonds/ Debentures on Private Placement basis	Special

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Company Secretary informed the Members that Shri Jitesh Gupta, 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, of Alankit Assignments Limited, RTA and of both the Stock Exchanges on or before 22.09.2018.

Members present were given the opportunity to ask questions and seek clarifications. The Chairman responded to the questions raised.

The meeting concluded at 11.30 A.M.

A handwritten signature in black ink, reading "Nandini Sarkar", with a horizontal line underneath.

(Nandini Sarkar)
Company Secretary &
Compliance Officer