



16<sup>th</sup> February 2021  
BJ/SH-L2/

BSE Limited  
Corporate Relationship Department  
1<sup>st</sup> Floor, New Trading Ring,  
Rotunda Bldg., P. J. Towers,  
Dalal Street, Fort,  
Mumbai 400 001.  
Scrip Code: 500400

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai 400 051.  
Symbol: TATAPOWER EQ

Dear Sirs,

**Summary of Proceedings and Voting Results of the NCLT convened Meeting**

In terms of the National Company Law Tribunal, Mumbai Bench (NCLT) order dated 5<sup>th</sup> January 2021 read with Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020 issued by the Securities and Exchange Board of India, the Meeting of the Equity Shareholders of the Company was held on Tuesday, 16<sup>th</sup> February 2021 at 3:00 p.m. (IST) through two-way VC/OAVM, without the physical presence of the Members at a common venue, to transact the business as stated in the Notice dated 7<sup>th</sup> January 2021, convening the meeting. The item of business contained in the said meeting was transacted and passed by the Members with requisite majority. The Company also facilitated the live webcast of the proceedings of the meeting.

In connection with the same, please find the following:

- a) Summary of proceedings of the NCLT convened Meeting of the Company, as required under Regulation 30, Part A of Schedule III to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), attached and marked as **Annexure - 1**.
- b) Combined voting results of the remote e-Voting together with the voting conducted during the proceedings of the NCLT convened Meeting, in relation to the item of business transacted at the said meeting, as required under Regulation 44 of the Listing Regulations, attached and marked as **Annexure - 2**.
- c) The Scrutinizer's Report dated 16<sup>th</sup> February 2021, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, attached and marked as **Annexure - 3**.

The NCLT convened Meeting concluded at 4:02 p.m. (IST).

The Voting Results along with the Scrutinizer's Report will be available on the website of the Company viz. [www.tatapower.com](http://www.tatapower.com)

You are requested to kindly take the same on record.

Yours faithfully,  
For The Tata Power Company Limited



*Manish*  
Company Secretary

Encls.

**TATA POWER**

The Tata Power Company Limited

Registered Office Bombay House 24 Homi Mody Street Mumbai 400 001

Tel 91 22 6665 8282 Fax 91 22 6665 8801

Website : [www.tatapower.com](http://www.tatapower.com) Email : [tatapower@tatapower.com](mailto:tatapower@tatapower.com) CIN : L28920MH1919PLC000567



**Annexure-1**

**Summary of proceedings of the NCLT convened Meeting of the Company**

The National Company Law Tribunal (NCLT) convened Meeting of the Members of The Tata Power Company Limited ('the Company') was held on Tuesday, 16<sup>th</sup> February 2021 at 3:00 p.m. (IST) through two-way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). The Company, while conducting the Meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars, Securities and Exchange Board of India (SEBI) Circular, and other social distancing norms in view of the outbreak of COVID-19 pandemic.

The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to their participation at the Meeting through VC.

Mr. N. Chandrasekaran, Chairman appointed to conduct the meeting by NCLT chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

All the Directors of the Company except Mr. K. M. Chandrasekhar and Mr. Banmali Agrawala attended the Meeting. The respective Chairpersons of the Audit Committee, the Nomination and Remuneration Committee and the authorised Member of the Stakeholders' Relationship Committee were also present at the meeting. The representatives of SRBC & Co. LLP, Statutory Auditors, M/s. Makarand M. Joshi & Co., Secretarial Auditors and M/s. Parikh and Associates, Scrutinizers for the e-Voting and the voting during the proceedings of the NCLT Meeting, were also present at the Meeting through VC.

With the consent of the Members, the Notice convening the Meeting was taken as read.

The Chairman then made his opening remarks with respect to the Composite Scheme of Arrangement amongst Coastal Gujarat Power Limited and Tata Power Solar Systems Limited and The Tata Power Company Limited and their respective Shareholders.

The following resolution was set out in the Notice convening the NCLT Meeting for approval of the Members:

<b>Item No.</b>	<b>Details of the Agenda</b>	<b>Resolution required</b>
1.	Composite Scheme of Arrangement amongst Coastal Gujarat Power Limited and Tata Power Solar Systems Limited and The Tata Power Company Limited and their respective Shareholders	Requisite Majority

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through National Securities Depository Limited ('NSDL') system before the Meeting. He further informed that the remote e-Voting facility was also made available during the meeting for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-Voting. He further informed that Mr. P. N. Parikh (FCS No.327) or failing him Mr. Mitesh Dhaliwala (FCS 8331) of M/s. Parikh and Associates, Company Secretaries had been appointed as Scrutinizers to supervise that the remote e-Voting and the voting during the proceedings of the meeting was done in a fair and transparent manner.

**TATA POWER**

**The Tata Power Company Limited**

Registered Office Bombay House 24 Homi Mody Street Mumbai 400 001

Tel 91 22 6665 8282 Fax 91 22 6665 8801

Website : [www.tatapower.com](http://www.tatapower.com) Email : [tatapower@tatapower.com](mailto:tatapower@tatapower.com) CIN : L28920MH1919PLC000567



-2-

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the proposed Scheme. The Chairman then responded to the questions asked and clarifications sought by the Members.

Post the Q&A session, the Chairman thanked the Members for attending and participating at the meeting. He also thanked the Directors for joining the Meeting virtually. The e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. The Chairman authorized the Company Secretary to carry out the voting process and declare the results of the consolidated voting. He informed the Members that the consolidated voting results alongwith the Scrutinizer's Report, shall be placed on the Company's website [www.tatapower.com](http://www.tatapower.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The results would also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited and National Stock Exchange of India Limited and be made available on their respective websites viz. [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com).

The Scrutinizer's Report was received on Tuesday, 16<sup>th</sup> February 2021 and, as set out therein, the Resolution has been passed with the requisite majority.

For The Tata Power Company Limited



*Him Mishra*

Company Secretary



**Annexure-2**

**NCLT convened Meeting - Voting Results**

<b>Date of the Meeting</b>	16 <sup>th</sup> February 2021
<b>Total number of shareholders on record date</b>	5,78,998
<b>No. of shareholders present in the meeting either in person or through proxy:</b> <ul style="list-style-type: none"><li>• Promoters and Promoter group</li><li>• Public</li></ul>	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
<b>No. of Shareholders attended the meeting through Video Conferencing</b> <ul style="list-style-type: none"><li>• Promoter and Promoter group</li><li>• Public</li></ul>	6 44

**The Tata Power Company Limited**



*Hem Mistry*

Company Secretary

**TATA POWER**

**The Tata Power Company Limited**

Registered Office Bombay House 24 Homi Mody Street Mumbai 400 001

Tel 91 22 6665 8282 Fax 91 22 6665 8801

Website : [www.tatapower.com](http://www.tatapower.com) Email : [tatapower@tatapower.com](mailto:tatapower@tatapower.com) CIN : L28920MH1919PLC000567



THE TATA POWER COMPANY LIMITED										
Resolution (1)										
Resolution required: (Ordinary / Special)						REQUISITE MAJORITY				
Whether promoter/ promoter group are interested in the agenda/resolution?						NO				
Composite Scheme of Arrangement amongst Coastal Gujarat Power Limited and Tata Power Solar Systems Limited and The Tata Power Company Limited and their respective Shareholders										
	Promoter/Public	Mode of Voting	Total 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	Invalid Votes
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]
1	Promoter and Promoter Group	E-Voting	1497257565	1497257565	100.00	1497257565	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1497257565	100.00	1497257565	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1179669402	905132280	76.73	905132280	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		905132280	76.73	905132280	0	100.00	0.00	0
3	Public-Others	E-Voting	518412580	4635951	0.89	4610616	25335	99.45	0.55	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		4635951	0.89	4610616	25335	99.45	0.55	0
Total	Total	E-Voting	3195339547	2407025796	75.33	2407000461	25335	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2407025796	75.33	2407000461	25335	100.00	0.00	0

For The Tata Power Company Limited



*Hm Mustaj*  
Company Secretary

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office

111, 11<sup>th</sup> Floor, Sai-Dwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Industrial  
Estate, Off Link Road, Above Shabari  
Restaurant, Andheri (W), Mumbai :  
400053  
Tel No 26301232 / 26301233 / 26301240  
Email: [cs@parikhassociates.com](mailto:cs@parikhassociates.com)

To,  
The Chairperson appointed for the National Company Law Tribunal,  
Mumbai Bench Convened Meeting of Equity Shareholders of  
The Tata Power Company Limited  
Bombay House, 24, Homi Mody Street,  
Mumbai – 400 001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended and voting at the National Company Law Tribunal, Mumbai Bench("NCLT") convened meeting of the Equity Shareholders of The Tata Power Company Limited held on Tuesday, February 16, 2021 at 03:00 p.m.(IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').**

I, P. N. Parikh of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer, vide order dated January 05, 2021 of the National Company Law Tribunal, Mumbai Bench, for The Tata Power Company Limited pursuant to Section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 as amended to conduct the remote e-voting process in respect of the below mentioned resolution proposed at the NCLT convened meeting of the Equity Shareholders of The Tata Power Company Limited ("the Company").

I was also appointed as Scrutinizer to scrutinize the voting process at the said NCLT convened meeting of the Equity Shareholders held on February 16, 2021.

The Notice of the meeting dated January 07, 2021 along with statement setting out material facts under Section 230(3) read with Section 102 and other applicable provisions of the Companies Act, 2013 as confirmed by the Company was sent to the Equity shareholders in respect of the below mentioned resolution proposed to be passed at the NCLT convened Meeting of the Company through electronic mode to those Equity Shareholders whose email addresses were registered with the Company/ Depositories.

The Company had provided the Equity Shareholders with the facility for casting their votes through remote e-voting using facility offered by National Securities Depository Limited ("NSDL") prior to the meeting.

The Company had also provided remote e-voting facility to the Equity Shareholders present at the NCLT Convened meeting through VC / OAVM and who had not cast their votes earlier.

The Equity Shareholders of the Company holding shares as on the "cut-off" date of Friday, 8th January 2021 were entitled to vote on the resolution as contained in the Notice of the NCLT convened meeting.

The voting period for remote e-voting commenced on Sunday, January 17, 2021 at 09:00 a.m. (IST) and ended on Monday, February 15, 2021 at 05:00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

After the closure of e-voting at the NCLT Convened meeting, the report on remote e-voting done prior to and during the NCLT Convened meeting were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the NCLT Convened meeting and votes tendered therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and rules relating to remote e-voting voting prior to and during the NCLT convened meeting on the resolution contained in the notice of the NCLT convened meeting.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolution.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the NCLT convened meeting in respect of the said resolution.

**Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 230(1) read with Section 232(1) of the Companies Act, 2013 (the 'Act') read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 (including any statutory modification(s) or re-enactment thereof for the time being in force), and other applicable provisions of the Act and the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of the National Company Law Tribunal ('Hon'ble Tribunal'), Mumbai Bench and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by the Hon'ble Tribunal or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the 'Board', which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any other person authorized by it to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the proposed Composite Scheme of Arrangement amongst Coastal Gujarat Power Limited and Tata Power Solar Systems Limited and The Tata Power Company Limited and their respective shareholders (the 'Scheme') presented in Company Application (CAA) No. 1140/MB/2020 filed jointly by The Tata Power Company Limited along with Coastal Gujarat Power Limited and Tata Power Solar Systems Limited, before the Hon'ble Tribunal, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to the above resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, at any time and for any reason whatsoever, which the Company may deem appropriate or which may be required and/or imposed by the Hon'ble Tribunal or by any regulatory or other authorities, while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise in giving effect to the Scheme, as the Board may deem fit and proper."

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2,020	24,07,000,461	100.00 (Rounded Off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
56	25,335	0.00



