



18<sup>th</sup> May 2018  
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.

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.

Dear Sirs,

**Voting Results of Postal Ballot Activity and e-Voting**

This is in furtherance to our letter dated 9<sup>th</sup> April 2018, enclosing the Notice and the Explanatory Statement dated 23<sup>rd</sup> March 2018, for seeking consent of the Members of the Company by way of Ordinary Resolutions through Postal Ballot and e-Voting for sale of:

- a) 59,08,82,000 Equity Shares held by the Company in Panatone Finvest Limited to Tata Sons Limited; &
- b) 1,33,96,200 Equity Shares held by the Company in Tata Communications Limited to Panatone Finvest Limited.

In this regard, we wish to inform you that the above two resolutions have been passed by the Members of the Company with requisite majority on 18<sup>th</sup> May 2018, being the last date of voting.

In connection with the same, please find the following:

- a) Combined voting results of the said Postal Ballot activity including remote e-voting, in relation to the aforesaid businesses, as required under Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, attached and marked as **Annexure - 1**.
- b) The Scrutinizer's Report dated 18<sup>th</sup> May 2018, 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 - 2**.

The Voting Results along with the Scrutinizer's Report are also 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**

*Hem Mishra*  
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**

**Voting Results of Postal Ballot Activity and e-Voting**

<b>Date of the AGM/EGM</b>	Not applicable (Resolutions passed through Postal Ballot on 18 <sup>th</sup> May 2018)
<b>Total number of shareholders on record date</b>	3,28,427
<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>	Not applicable (Resolutions passed through Postal Ballot)
<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>	Not applicable (Resolutions passed through Postal Ballot)

THE TATA POWER COMPANY LIMITED

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)**

ORDINARY

**Whether promoter/ promoter group are interested in the agenda/resolution?**

Yes, Tata Sons Limited (the Promoter) is interested in the resolution

**Sale of 59,08,82,000 Equity Shares held by the Company in Panatone Finvest Limited to Tata Sons Limited.**

Category	Mode of Voting	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	No. of Invalid Votes	% of Votes invalid on votes polled (9)=[(8)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)	(9)=[(8)/(2)]*100
Promoter and Promoter Group	E-Voting		53400784	5.98	53400784	0	100.00	0.00	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	<b>Total</b>	<b>893200466</b>	<b>53400784</b>	<b>5.98</b>	<b>53400784</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
Public - Institutional holders	E-Voting		1142120584	80.97	1142120584	0	100.00	0.00	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	<b>Total</b>	<b>1410608304</b>	<b>1142120584</b>	<b>80.97</b>	<b>1142120584</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
Public-Others	E-Voting		3169374	0.79	3043808	125566	96.04	3.96	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		3223227	0.80	2947268	117415	91.44	3.64	158544	4.92
	<b>Total</b>	<b>400964740</b>	<b>6392601</b>	<b>1.59</b>	<b>5991076</b>	<b>242981</b>	<b>93.72</b>	<b>3.80</b>	<b>158544</b>	<b>2.48</b>
Total	E-Voting		1198690742	44.32	1198565176	125566	99.99	0.01	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		3223227	0.12	2947268	117415	91.44	3.64	158544	4.92
	<b>Total</b>	<b>2704773510</b>	<b>1201913969</b>	<b>44.44</b>	<b>1201512444</b>	<b>242981</b>	<b>99.97</b>	<b>0.02</b>	<b>158544</b>	<b>0.01</b>

THE TATA POWER COMPANY LIMITED

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COMPANY SECRETARY

**THE TATA POWER COMPANY LIMITED**

**Resolution (2)**

**Resolution required: (Ordinary / Special)**

ORDINARY

**Whether promoter/ promoter group are interested in the agenda/resolution?**

Yes, Tata Sons Limited (the Promoter) is interested in the resolution

**Sale of 1,33,96,200 Equity Shares held by the Company in Tata Communications Limited to Panatone Finvest Limited.**

Category	Mode of Voting	No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	No. of Invalid Votes	% of Votes invalid on votes polled (9)=[(8)/(2)]*100
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	(8)	(9)=[(8)/(2)]*100
Promoter and Promoter Group	E-Voting		53400784	5.98	53400784	0	100.00	0.00	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	<b>Total</b>		<b>893200466</b>	<b>5.98</b>	<b>53400784</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
Public - Institutional holders	E-Voting		1142120584	80.97	1142120584	0	100.00	0.00	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	<b>Total</b>		<b>1410608304</b>	<b>80.97</b>	<b>1142120584</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
Public-Others	E-Voting		3141464	0.78	2991057	150407	95.21	4.79	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		3207595	0.80	2758527	127765	86.00	3.98	321303	10.02
	<b>Total</b>		<b>400964740</b>	<b>1.58</b>	<b>5749584</b>	<b>278172</b>	<b>90.56</b>	<b>4.38</b>	<b>321303</b>	<b>5.06</b>
Total	E-Voting		1198662832	44.32	1198512425	150407	99.99	0.01	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		3207595	0.12	2758527	127765	86.00	3.98	321303	10.02
	<b>Total</b>		<b>2704773510</b>	<b>44.44</b>	<b>1201270952</b>	<b>278172</b>	<b>99.95</b>	<b>0.02</b>	<b>321303</b>	<b>0.03</b>

THE TATA POWER COMPANY LIMITED

*Yam Mistry*

COMPANY SECRETARY

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

Office :  
111, 11th Floor, Sai-Dwar CHS Ltd,  
Sab TV Lane, Opp Laxmi Industrial Estate  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400 053  
Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
parikh.associates@rediffmail.com

To  
The Chairman,  
**THE TATA POWER COMPANY LIMITED**  
Bombay House,  
24, Homi Mody Street,  
Mumbai 400 001

Report of Scrutinizer

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing Company Secretaries, having my office at 111, 11<sup>th</sup> Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the following Ordinary Resolutions pursuant to the Notice dated March 23, 2018 issued under Section 110 and other applicable provisions of the Companies Act, 2013 ('the Act') read with the Companies (Management and Administration), Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015.

- (a) Sale of 59,08,82,000 Equity Shares held by the Company in Panatone Finvest Limited to Tata Sons Limited.
- (b) Sale of 1,33,96,200 Equity Shares held by the Company in Tata Communications Limited to Panatone Finvest Limited.

The notice dated March 23, 2018 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the above mentioned resolutions proposed through Postal Ballot.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company.

The shareholders of the company holding shares as on the "cut-off" date of March 31, 2018 were entitled to vote on the resolutions as contained in the Notice.

The voting period for remote e-voting commenced on Thursday, April 19, 2018 at 09:00 a.m. (IST) and ended on Friday, May 18, 2018 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.



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The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. Votes cast through Physical ballot forms received up to Friday, May 18, 2018 at 05:00 p.m. (IST) were also considered.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system and the physical ballot forms received respectively and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014 as amended.

My responsibility as scrutinizer for the physical postal ballots and remote e-voting is restricted to making a Scrutinizers Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolutions.

**Resolution 1. Ordinary Resolution**

**Sale of 59,08,82,000 Equity Shares held by the Company in Panatone Finvest Limited to Tata Sons Limited.**

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
2,698	1,20,15,12,444	99.98

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
152	2,42,981	0.02

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
101	1,58,544





Resolution 2. Ordinary Resolution

Sale of 1,33,96,200 Equity Shares held by the Company in Tata Communications Limited to Panatone Finvest Limited.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
2,601	1,20,12,70,952	99.98

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
195	2,78,172	0.02

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
165	3,21,303

Place: Mumbai

Dated: May 18, 2018



Signature:

Name:

*P. N. Parikh*  
P. N. Parikh  
Scrutinizer

FCS: 327 CP: 1228



THE TATA POWER COMPANY LIMITED

*M. M. Mistry*

COMPANY SECRETARY

FCS 3606