

The Tata Power Company Limited

Registered Office: Bombay House, 24, Horni Mody Street, Mumbai 400 001.

Tel: 91 22 6665 8282 Fax: 91 22 6665 8801

CIN: L28920MH1919PLC000567

Email: tatapower@tatapower.com Website: www.tatapower.com**TATA POWER****NOTICE**

NOTICE IS HEREBY GIVEN that the 100th Annual General Meeting (AGM) of the Members of The Tata Power Company Limited will be held on Tuesday, 18th June 2019 at 3.00 p.m. at Birla Matushi Sabhagar, Sir Vitthalidas Thackersey Marg, 19, New Marine Lines, Mumbai 400 020 to transact the business as set out in the Notice of the said AGM.

The Notice of the AGM and the Explanatory Statement, along with the Audited Standalone and Consolidated Financial Statements, Reports of the Board of Directors and the Auditors for the financial year ended 31st March 2019, has been electronically sent on 22nd May 2019 to those Members whose e-mail addresses are registered with the Company/Depository Participant or TSR Darashaw Limited for communication purposes. For Members who have not registered their e-mail addresses or have requested for hard copies, the Annual Report has been sent at their registered address by speed post/courier and the dispatch of the same has been completed on 25th May 2019.

Members are hereby informed that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is providing to the Members the facility to exercise their right to vote at the 100th AGM by electronic means and the business may be transacted through the e-voting services (remote e-voting) provided by National Securities Depository Limited (NSDL).

The detailed instructions for e-voting are given in the Notice of the AGM. Members are requested to note the following:

- The remote e-voting will commence on **Friday, 14th June 2019 (9.00 a.m. IST)** and will end on **Monday, 17th June 2019 (5.00 p.m. IST)**. The e-voting module shall be disabled by NSDL for voting thereafter and Members will not be allowed to vote electronically beyond the said date and time.
- The voting rights of the Members (for voting through remote e-voting or voting at the AGM) shall be in proportion to their share of the paid-up Equity share capital of the Company as on **Tuesday, 11th June 2019 ("Cut-Off Date")**. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-Off Date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM.
- Any person who acquires shares of the Company and becomes a Member of the Company after the dispatch of the AGM Notice and holds shares as on the Cut-Off Date, i.e. Tuesday, 11th June 2019, may obtain the Login ID and password by sending a request at evoting@nsdl.co.in or may contact on toll free number provided by NSDL: 1800-222-990.
- Facility of voting through electronic voting system shall also be made available at the AGM. Members attending the AGM, who have not already cast their vote by remote e-voting, shall be able to exercise their right at the AGM.
- Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM, but shall not be entitled to vote again at the AGM.

The Annual Report of the Company for FY 2018-19 containing *inter alia* the Notice of the 100th AGM, Attendance Slip and Proxy Form can be downloaded from the website of the Company: <https://www.tatapower.com/pdf/investor-relations/100Annual-Report-2018-19.pdf> and also on the website of NSDL www.evoting.nsdl.com.

Mr. P. N. Pankh (FCS 327) or failing him, Mr. Mitesh Dhaliwala (FCS 8331) of M/s. Parikh and Associates, Company Secretaries has been appointed by the Board of Directors of the Company as Scrutinizer for scrutinizing the remote e-voting process as well as for voting to be conducted at the AGM, in a fair and transparent manner.

The results of the remote e-voting and votes cast at the AGM shall be declared not later than 48 hours from the conclusion of the AGM. The results declared, along with the Scrutinizer's Report, shall be placed on the Company's website www.tatapower.com and on the website of NSDL www.evoting.nsdl.com immediately after their declaration, and communicated to the Stock Exchanges where the Company is listed, viz. BSE Ltd. and National Stock Exchange of India Ltd.

If any Member wishes to get a printed copy of the Annual Report, the Company will send the same, free of cost, upon receipt of a request from such Member, which request, along with the Folio/DPI ID & Client ID No., may please be sent to csr-annualreports@tsrdarashaw.com.

Any query or grievance connected with the remote e-voting may be addressed to NSDL, at Trade World, 'A' Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013 Email: evoting@nsdl.co.in Toll Free Number 1800-222-990.

Book Closure:

NOTICE IS FURTHER GIVEN pursuant to Section 91 of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, that the Register of Members and the Share Transfer Books of the Company will remain closed from Friday, 7th June 2019 to Tuesday, 18th June 2019 (both days inclusive) for the purpose of payment of dividend of ₹ 1.30 per Equity Share of ₹ 1 each (130%) for the year ended 31st March 2019, when approved.

NOTICE IS ALSO HEREBY GIVEN that the dividend for the year ended 31st March 2019, when approved at the AGM, will be made payable on or after Thursday, 20th June 2019, as under:

- To all Beneficial Owners in respect of shares held in electronic form as per the data as may be made available by NSDL and Central Depository Services (India) Limited as of the close of business hours on Thursday, 6th June 2019 and
- To all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on Thursday, 6th June 2019.

Members are requested to notify immediately any change in their addresses and/or the Bank Mandate details to their respective Depository Participants (DPs) for shares held in electronic form and to the Company's Registrar and Share Transfer Agents (RTA), TSR Darashaw Ltd. for shares held in physical form at the following address:

TSR Darashaw Limited
Unit: The Tata Power Company Limited
6-10, Haji Moosa Patrawala Industrial Estate (near Famous Studio),
20, Dr. E. Moses Road, Mahalaxmi, Mumbai 400 011.

Those Members who do not wish to avail of the electronic mode of remittance, are requested to furnish to the DPs/RTA, the Name and Branch of the Bank and the Bank Account Number allotted by their banks after implementation of Core Banking Solutions, which will be printed on the warrants.

For The Tata Power Company Limited

H. M. Mistry
Company Secretary
FCS No.: 3605

Place : Mumbai
Dated : 27th May 2019

NOTE: A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.

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For The Tata Power Company Limited

Place : Mumbai
 Dated : 27th May 2019

H. M. Misriy
 Company Secretary
 FCS No.: 3606

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दि टाटा पॉवर कंपनी लिमिटेड
 नोंदणीकृत कार्यालय : बॉम्बे हाऊस, २४, होमी मोदी स्टीट, मुंबई-४००१०१.
 दूर.: +९१ २२ ६६६५८२८२ फॅक्स: ९१ २२ ६६६५८८०९
 सीआयएन : एल२८९२०एमएच२९१९पीएलसी०००५६७
 ई-मेल : tatapower@tatapower.com संकेतस्थळ : www.tatapower.com



सूचना

सूचना याद्वारे देण्यात येत आहे की, दि टाटा पॉवर कंपनी लिमिटेडची १०० वी वार्षिक सर्वसाधारण सभा (एजीएम) मंगळवार १८ जून २०१९ रोजी दुपारी ३.०० वा. बिल्डिंग मातोश्री सभागृह, सर विठ्ठलदास लाकरसी मार्ग, १९, नवीन मरीन लायन्स, मुंबई-४०००२० येथे नमूद एजीएमच्या सोमेमध्ये देण्यात आलेल्या व्यवहारावर विचार करण्यासाठी घेण्यात येणार आहे.

एजीएमची सूचना आणि स्पष्टीकरण निवेदन लेखापरीक्षित एकमेव आणि एकत्रिकृत वित्तीय निवेदन, नॅचरलकॅन्डलक अहवाल आणि ३१ मार्च २०१९ रोजी संपलेल्या आर्थिक वार्षिक साठीच्या अहवालासह इलेक्ट्रॉनिक स्वरूपात २२ मे २०१९ रोजी अशा सभासदांना पाठविण्यात आले आहे. ज्यांच्या ई-मेल आयडीची नोंद कंपनी/डिपॉझिटरी पार्टीसिपंट किंवा टीएसआर दारसो लिमिटेड यांच्याकडे संपर्कासाठी नोंदविण्यात आले आहे त्यांना पाठविण्यात आले आहे. सभासद, ज्यांनी त्यांच्या ई-मेल आयडीची नोंद केलेली नाही किंवा प्रत्यक्ष प्रत, वार्षिक अहवाल त्यांना त्यांच्या नोंदणीकृत मत्स्यार, स्पीड पोस्ट/कुरियरद्वारे पाठविण्यात आले आहे आणि ते पाठविण्याचे काम २५ मे २०१९ रोजी पूर्ण करण्यात आले आहे.

कंपनीचे (व्यवस्थापन आणि प्रशासन) नियमावली, २०१४ च्या नियम २० सह वाचल्या जाणाऱ्या कंपनीचे कायदा २०१३ च्या कलम १०८ आणि वेळेवेळी फेरफार करण्यात आलेल्या सेवा (लिस्टिंग अँड ऑफिशियल रिकॉर्ड्स) नियमावली, २०१५ च्या नियमावली ४४ च्या अनुषंगाने सभासदांना याद्वारे कळविण्यात येत आहे की, कंपनी त्यांच्या सभासदांना १०० व्या एजीएमच्या ठिकाणी इलेक्ट्रॉनिक पद्धतीद्वारे मत-देण्यासाठी आणि व्यवसायावर विचार करण्यासाठी ई-मतदान सेवा (दूरस्थ ई-मतदान) नॅशनल सिन्डिकेटरी डिपॉझिटरी लिमिटेड (एनएसडीएल) यांच्याद्वारे पुरविण्यात येणार आहे.

ई-मतदानाच्या तपसोव्यार सूचना एजीएमच्या सूचनेमध्ये सविस्तरपणे देण्यात आल्या आहेत. सभासदांना खालीलप्रमाणे त्यांची नोंद घेण्याची विनंती करण्यात येत आहे:

ए) दूरस्थ ई-मतदानाची सुरुवात शुक्रवार १४ जून २०१९ (सकाळी ९.०० वा. धाप्रवे) होईल आणि सोमवार, १७ जून २०१९ (साय. ५.०० वा. धाप्रवे) रोजी समाप्त होईल. एनएसडीएलद्वारे ई-मतदान प्रणाली त्यानंतर अकार्यक्षम करण्यात येईल आणि सभासदांना नमूद दिनांक आणि वेळेनंतर इलेक्ट्रॉनिक पद्धतीने मतदान करता येणार नाही.

बी) सभासदांचे मतदान अधिकार (दूरस्थ ई-मतदान किंवा एजीएमच्या ठिकाणी मतदानास) कंपनीच्या धरणा करण्यात आलेल्या सभासदांना मांडवलाच्या प्रमाणामध्ये निश्चित करण्यासाठी मंगळवार १९ जून, २०१९ हा (कट ऑफ दिनांक) म्हणून निश्चित करण्यात आला आहे. व्यक्ती ज्यांची नावे सभासदांच्या नोंद वहीमध्ये किंवा डिपॉझिटरीज राखण्यात येणाऱ्या लघुभागीच्या नोंदवहीमध्ये कट ऑफ दिनांकात आहेत, त्यांना केवळ दूरस्थ ई-मतदान किंवा एजीएमच्या ठिकाणी मतदान करण्याचे अधिकार असतील.

सी) एजीएमची सूचना पाठविण्यानंतर कोणीही व्यक्ती ज्यांनी कंपनीच्या सभासदांची धारणा केली आहे आणि कंपनीचे सभासद झाले आहेत आणि कट ऑफ दिनांकाच्या म्हणजेच मंगळवार, १९ जून २०१९ अनुसार भागधारणा केली आहे त्यांना लॉग इन आयडी आणि पासवर्ड evoting@nsdl.co.in वर मेल पाठवून प्राप्त करता येईल किंवा एनएसडीएलद्वारे देण्यात आलेल्या टोल फ्री क्रमांक : १८००२२२९९० वर संपर्क करून प्राप्त करता येईल.

डी) इलेक्ट्रॉनिक मतदान प्रणालीची सुविधा एजीएमच्या ठिकाणीदेखील उपलब्ध आहे. एजीएमला हजर राहणारे सभासद ज्यांनी दूरस्थ ई-मतदान प्रणालीचा वापर करून मतदान केलेले नाही त्यांना एजीएमच्या ठिकाणी मतदान करता येईल.

ई) एजीएमच्या ठिकाणी ज्या सभासदांनी मतदान केले आहे ते सभासद एजीएमलादेखील हजर राहू शकतात, परंतु एजीएमच्या ठिकाणी त्यांना परत मतदान करता येणार नाही.

वर्ष २०१८-१९ साठीचा कंपनीचा वार्षिक अहवाल १०० व्या एजीएमच्या सूचनेसह, अटॅन्डन्स स्लीप आणि प्रतिनिधी अर्ज कंपनीच्या <https://www.tatapower.com/pdf/investor-relations/100Annual-Report-2018-19> वरून आणि एनएसडीएलच्या www.evoting.nsdl.com च्या संकेतस्थळावरूनदेखील डाऊनलोड करता येईल.

पंक्कन आणि असोसिएटच्या कार्यरत असलेले कंपनीचे सचिव श्री. पी. एन. पारीख (एफसीएस ३२७) किंवा त्यांच्या गैरहजेरीमध्ये श्री. मितेश धाबलीबाला (एफसीएस ८३३९) यांची कंपनीच्या संचालक मंडळाने दूरस्थ ई-मतदान प्रक्रिया तसेच एजीएमच्या ठिकाणी होणारे मतदान सुरक्षित आणि पारदर्शक पद्धतीने पार पाडण्यासाठी आणि मतांची छाननी करण्यासाठी करण्यात आली आहे.

दूरस्थ ई-मतदानाचा आणि एजीएमच्या ठिकाणी झालेल्या मतदानाचा निकाल एजीएमच्या सभासदांनंतर ४८ तासांनी जाहीर करण्यात येईल. सदर निकाल छाननीकरणाच्या अहवालासह कंपनीच्या संकेतस्थळावर म्हणजेच <https://www.tatapower.com> आणि एनएसडीएलच्या www.evoting.nsdl.com च्या संकेतस्थळावर त्यांच्या उद्घोषणेनंतर ताबडतोब जाहीर करण्यात येईल आणि त्यानंतर स्टॉक एक्सचेंजला म्हणजेच बीएसई लिमिटेड आणि एनएसडीएलद्वारे कळविण्यात येईल.

ज्या सभासदांना वार्षिक अहवालाची छापील प्रत हवी असल्यास कंपनीद्वारे ते नि:शुल्क पाठविण्यात येईल. मात्र त्यासाठी अशा सभासदांना फोलियो/डीपीआयडी आणि कलमेट आयडी क्र.सह विनंती पाठवावी लागेल, जी रूपाया www.annualreports@tirdarashaw.com वर पाठवावी.

दूरस्थ ई-मतदानाच्या संदर्भात जर कोणातही समस्या किंवा तक्रार असल्यास त्यासंबंधी एनएसडीएल, ट्रेड वर्ल्ड, अ विंग, कमला मिस्त कॅम्पकंड, सेनापती बापट मार्ग, लोअर परेल, मुंबई-४०००२३ येथे आणि ई-मेल : evoting@nsdl.co.in किंवा टोल फ्री क्र.: १८००-२२२-९९० वर संपर्क करता येईल.

बुक क्लोजर

सूचना अशीही देण्यात येत आहे की, कंपनी कायदा २०१३ च्या कलम ९१ आणि त्यांच्याअंतर्गत वेळेवेळी फेरफार करण्यात आलेल्या नियमांच्या मान्यतेप्रमाणे सभासदांची नोंदवही आणि कंपनीचे शेअर ट्रान्झ्फर बुक शुक्रवार ७ जून २०१९ पासून मंगळवार १८ जून २०१९ (दोन्ही दिवस धरून) जर संमत झाल्यास ३१ मार्च २०१९ रोजी संपलेल्या आर्थिक वर्षासाठी रु.१ प्रत्येकीच्या प्रती सभासदांना मांडवलावर रु.१.३० (१.३०%) लाभांश देण्यासाठी बंद ठेवण्यात येईल.

याद्वारे अशाही सूचना देण्यात येत आहे की, ३१ मार्च २०१९ रोजी संपलेल्या आर्थिक वर्षासाठी लाभांश जर एजीएममध्ये संमत झाल्यास शुक्रवार, २० जून २०१९ रोजी किंवा त्यानंतर खालीलप्रमाणे त्यांचे प्रदान करण्यात येईल.

(i) एनएसडीएल आणि सेटल डिपॉझिटरी (सीडीए) लिमिटेडद्वारे शुक्रवार ६ जून २०१९ रोजी कार्यालयीन वेळेपूर्वी सादर करण्यात आलेल्या माहितीच्या आधारे इलेक्ट्रॉनिक स्वरूपात धारणा करण्यात आलेल्या लघुभागी मालकांना.

(ii) कंपनीकडे सभासदांना हस्तांतरणासाठी शुक्रवार ६ जून २०१९ रोजी कार्यालयीन वेळेपूर्वी जर सादर करण्यात आल्यानंतर सर्व सभासद ज्यांनी प्रत्यक्ष स्वरूपात भागधारणा केली आहे. सभासदांना विनंती करण्यात येत आहे की, त्यांनी संबोधित डिपॉझिटरी पार्टीसिपंट (डीपीए) यांच्याकडे इलेक्ट्रॉनिक स्वरूपात देण्यात आलेल्या भागधारणेसाठी त्यांनी ताबडतोब त्यांच्या पत्त्यामध्ये जर कोणातही बदल झाला असल्यास आणि / किंवा बँक मनेट तपसोळ कंपनीच्या रजिस्ट्रार आणि शेअर ट्रान्झ्फर एजेंट (आरटीए) टीएसआर दारसो लिमिटेड यांना खालील मत्स्यार प्रत्यक्ष स्वरूपात देण्यात आलेल्या सभासदांसाठी कळवावे.

टीएसआर दारसो लिमिटेड

युनिट : दि टाटा पॉवर कंपनी लिमिटेड

६-१०, हाजी मुसा पत्रवाला इंडियनल इस्टेट, (फेमस स्टुडिओजब्लॉक)

२०, डॉ. ई-मोडिस रोड, महालक्ष्मी, मुंबई-४०००१९.

ज्या सभासदांना प्रदान इलेक्ट्रॉनिक स्वरूपात हवे असल्यास त्यांना विनंती करण्यात येत आहे की, डीपी/आरटीए, बँकेचे आणि शाखेचे नाव पत्त्यासह बँकेद्वारे देण्यात आलेले खाते क्र. पाठवावे.

दि टाटा पॉवर कंपनी लिमिटेड

एच. एम. मिर्झा

कंपनी सचिव

एफसीएस क्र.: ३६०६

ठिकाण : मुंबई

दिनांक : २७ मे २०१९

टिप : सभासद जे वार्षिक सर्वसाधारण सभला हजर राहण्यास आणि मतदानास पात्र आहेत त्यांना त्यांच्यावैयकी प्रतिनिधी नेमण्यासदेखील पात्र आहेत आणि अशा प्रतिनिधी कंपनीचा सभासद असणे गरजेचे नाही.