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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

Email: tatapower@tatapower.com, Website: www.tatapower.com

CIN: L28920MH1919PLC000567



NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Board of Directors, at their Meeting held on 29th November 2016, decided to convene an Extraordinary General Meeting (EGM) of the Members of The Tata Power Company Limited, on the requisition of Tata Sons Limited, which holds 31.05% of the paid-up Equity Share Capital of the Company, on Monday, the 26th day of December 2016, at 11 a.m. at Yashwantrao Chavan Pratishthan Auditorium, Y. B. Chavan Centre, General Jagannath Bhosle Marg, Next to Sachivalaya Gymkhana, Mumbai 400 021 to transact the business as set out in the Notice of the said EGM.

The Notice of the EGM and the Explanatory Statement, along with the Attendance Slip and the Proxy Form, has been electronically sent on 30th November 2016 to those Members whose e-mail addresses are registered with the Company/Depository Participant for communication purposes. For Members who have not registered their e-mail addresses or have requested for hard copies, a physical copy has been sent to their registered address by speed post and the dispatch of the same has been completed on 1st December 2016.

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, as amended from time to time, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is providing to the Members the facility to exercise their right to vote at the EGM by electronic means and the business may be transacted through the e-voting services (remote e-voting) provided by National Securities Depository Ltd. (NSDL).

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

- The remote e-voting will commence on **Friday, 23rd December 2016 (9 a.m. IST)** and will end on **Sunday, 25th December 2016 (5 p.m. IST)**. The e-voting module shall be disabled by NSDL for voting thereafter and Members will not be able 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 EGM) shall be in proportion to their share of the paid-up Equity Share Capital of the Company as on **19th December 2016** (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 EGM.
- Any person who acquires Shares of the Company and becomes a Member of the Company after the dispatch of the EGM Notice and holds shares as on the Cut-Off Date, i.e. 19th December 2016, 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, either through electronic voting system or polling paper, shall also be made available at the EGM. Members attending the EGM, who have not already cast their vote by remote e-voting, shall be able to exercise their right at the EGM.
- Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting, but shall not be entitled to vote again at the EGM.

The EGM Notice, Explanatory Statement, Attendance Slip and Proxy Form can be downloaded from the website of the Company: <http://www.tatapower.com/egm-notice-2016.pdf> and also from the website of NSDL at www.evoting.nsdl.com.

Mr. P. N. Parikh (FCS 327) or failing him, Ms. Jigyasa Ved (FCS 6844) 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 EGM, in a fair and transparent manner.

The results of the remote e-voting and votes cast at the EGM shall be declared not later than 48 hours from the conclusion of the Meeting. 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 EGM Notice, the Company will send the same, free of cost, upon receipt of a request from such Member, which request, along with the Folio/DP ID & Client ID No., may please be sent to csg-unit@tsrdarashaw.com.

Any query or grievance connected with the remote e-voting may be addressed to Mr. Amit Vishal, Senior Manager, NSDL, Trade World, 'A' Wing, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013 Email: amity@nsdl.co.in or evoting@nsdl.co.in Tel. No.: 91 22 2499 4360 or the Toll Free Number 1800-222-990.

Place : **Mumbai**
Date : **1st December 2016**

For The Tata Power Company Limited

H. M. Mistry
Company Secretary

NOTE : A MEMBER ENTITLED TO ATTEND AND VOTE AT THE EXTRAORDINARY 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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MUMBAI

त्या कन्या होत्या. त्यांच्या पश्चात बंधू सर परशुरामभाऊ महाविद्यालयातून संपादन केली. शेतीच्या अर्थकारणाचा आले.

दी टाटा पॉवर कंपनी लिमिटेड

TATA POWER

नोंदणीकृत कार्यालय : बाँबे हाऊस, २४. होमी मोदी स्ट्रीट, मुंबई-४०० ००१.

टेलि. : ९१ २२ ६६६५ ८२८२, फॅक्स : ९१ २२ ६६६५ ८८०१

ई-मेल : tatapower@tatapower.com, संकेतस्थळ : www.tatapower.com

सीआयएन : एल२८९२०एमएच१९१९पीएलसी०००५६७



जादा सर्वसाधारण सभेची सूचना

याद्वारा सूचना देण्यात येते की, टाटा सन्स लिमिटेडच्या विनंतीवर, जिच्याजवळ कंपनीच्या भरणा केलेल्या समन्याय भागभांडवलाच्या ३१.०५% आहेत, संचालक मंडळाने टाटा पॉवर कंपनी लिमिटेडच्या २९ नोव्हेंबर २०१६ रोजी घेण्यात आलेल्या सदस्यांच्या सभेत उक्त ईजीएमच्या सूचनेमध्ये दिलेले कामकाज चालविण्याकरिता यशवंतराव चव्हाण प्रतिष्ठान ऑडिटोरियम, वाय.बी. चव्हाण सेन्टर, जनरल जगन्नाथ भोसले मार्ग, सचिवालय निमखान्याच्या पुढे, मुंबई-४०० ०२१ येथे सोमवार, २६ डिसेंबर २०१६ रोजी सदस्यांची जादा सर्वसाधारण सभा घेण्याचे ठरविले आहे.

अटेन्डन्स रिल्य व प्रॉक्सी फॉर्मसमवेत ईजीएमची सूचना व स्पष्टीकरणात्मक विवरण पत्रव्यवहाराच्या प्रयोजनार्थ ज्या सदस्यांचे ई-मेल पत्ते कंपनी/ डिपॉझिटरी पार्टिसिपन्टकडे नोंदणीकृत आहेत अशा सदस्यांना ३० नोव्हेंबर २०१६ रोजी इलेक्ट्रॉनिक पद्धतीने पाठविण्यात आले आहे. ज्या सदस्यांचे ई-मेल पत्ते नोंदणीकृत नाहीत किंवा ज्यांना सत्य प्रतीकरिता विनंती केलेली आहे त्यांनी प्रत्यक्ष प्रत स्पीड पोस्टद्वारा त्यांच्या नोंदणीकृत पत्त्यावर पाठविण्यात आली आहे आणि ते पाठविण्याचे काम ०१ डिसेंबर २०१६ रोजी पूर्ण केले आहे.

याद्वारा सदस्यांना कळविण्यात येते की, कंपनी (व्यवस्थापन व प्रशासन) नियम, २०१४ च्या नियम २० यासह वाचलेल्या कंपनी अधिनियम, २०१३ च्या कलम १०८, वेळोवेळी सुधारणा केलेल्या आणि सेबी (लिस्टिंग ऑब्लिगेशन अँड डिस्क्लोजर रिव्हायरमेन्ट्स) रेग्युलेशन्स, २०१५ च्या रेग्युलेशन ४४च्या तरतुदींच्या अनुपालनार्थ कंपनीद्वारा इलेक्ट्रॉनिक पद्धतीने ईजीएममध्ये सदस्यांना त्यांच्या मतदानाचा हक्क बजाविण्याकरिता सुविधेची तरतूद करून देण्यात आली आहे आणि नॅशनल सिव्हरिटीज डिपॉझिटरी लि. (एनएसडीएल) द्वारा तरतूद केलेल्या ई-मतदान सेवेद्वारा (दूरस्थ ई-मतदान) सभेचे कामकाज चालविण्यात येईल.

ई-मतदानाबाबत सविस्तर सूचना ईजीएमच्या सूचनेमध्ये देण्यात आली आहे. सदस्यांना विनंती करण्यात येते की, त्यांनी खालील बाबींची नोंद घ्यावी :

- दूरस्थ ई-मतदान शुक्रवार, २३ डिसेंबर २०१६ (स. ०९.०० वा. भाप्रवे) रोजी सुरु होईल आणि रविवार, २५ डिसेंबर २०१६ (सायं. ०५.०० वा. भाप्रवे) संपेल. ई-मतदान प्रक्रिया त्यानंतर निःसमर्थ करण्यात येईल आणि सदस्य उक्त तारीख व वेळेदरम्यान इलेक्ट्रॉनिक पद्धतीने त्यांचे मतदान करू शकणार नाही.
- सदस्यांचा मतदानाचा हक्क (दूरस्थ ई-मतदानाद्वारा मतदान करणे किंवा ईजीएममध्ये मतदान करणे याकरिता) १९ डिसेंबर २०१६ रोजीप्रमाणे (कट-ऑफ तारीख) भरणा केलेल्या समन्याय भागभांडवलाच्या त्यांच्या भागाशी प्रमाणाशीर असेल. ज्या व्यक्तीचे नाव सदस्यांच्या नोंदवहीत किंवा कट-ऑफ तारखेप्रमाणे डिपॉझिटरीजद्वारा ठेवलेल्या लाभाधिकारी मालकांच्या नोंदवहीत नमूद केलेले आहे तेच केवळ दूरस्थ ई-मतदानाच्या सुविधेचा लाभ घेण्यास तसेच ईजीएममध्ये मतदान करण्यास हक्कदार असतील.
- जो व्यक्ती कंपनीचे भाग प्राप्त करते आणि ईजीएमची सूचना पाठविल्यानंतर कंपनीचा सदस्य बनते आणि कट-ऑफ तारखेप्रमाणे म्हणजेच १९ डिसेंबर २०१६, तिच्याजवळ भाग आहेत ती लॉग इन आयडी आणि evoting@nsdl.co.in यावर विनंती पाठवून पासवर्ड प्राप्त करू शकेल किंवा एनएसडीएल : १८००-२२२-९९० द्वारा तरतूद केलेल्या टोल-फ्री क्रमांकावरून संपर्क साधू शकेल.
- मतदानाची सुविधा, जी प्रक्रिया इलेक्ट्रॉनिक पद्धतीने मतदान किंवा मतदान पेपरद्वारा आहे, ईजीएममध्येसुद्धा उपलब्ध करू देण्यात येईल. ईजीएममध्ये हजर राहणारे सदस्य, ज्यांनी याआधी दूरस्थ ई-मतदानाद्वारा मतदान केलेले नाही तेसुद्धा ईजीएममध्ये त्यांच्या मतदानाचा हक्क बजावू शकतील.
- ज्या सदस्यांनी सभेच्या पूर्वी दूरस्थ ई-मतदानाद्वारा त्यांचे मतदान केलेले आहे तेसुद्धा सभेमध्ये हजर राहू शकतील; परंतु ईजीएममध्ये त्यांना पुन्हा मतदान करण्याचा हक्क असणार नाही.

ईजीएमची सूचना, स्पष्टीकरणात्मक विवरण, अटेण्डन्स रिल्य व प्रॉक्सी फॉर्म <http://www.tatapower.com/egm-notice-2016.pdf> या कंपनीच्या वेबसाइटवरून आणि www.evoting.nsdl.com या एनएसडीएलच्या वेबसाइटवरूनसुद्धा डाऊनलोड करता येईल.

श्री. पी.एन. पारिख (एफसीएस ३२७) किंवा ते उपलब्ध नसल्यास, मेसर्स पारिख अँड असोसिएट्सचे श्रीमती जिग्यासा वेद (एफसीएस ६८४४), कंपनी सचिव यांची दूरस्थ ई-मतदान प्रक्रियेचे परिनिरीक्षण करण्याकरिता तसेच ईजीएममध्ये मतदान स्वच्छ व पारदर्शक पद्धतीने होण्याकरिता परिनिरीक्षक म्हणून कंपनीच्या संचालक मंडळद्वारा नेमणूक करण्यात आली आहे.

दूरस्थ ई-मतदानाचा तसेच ईजीएममध्ये झालेल्या मतदानाचा निकाल सभा संपल्यापासून उशिरात उशिरा ४८ तासांत घोषित करण्यात येईल. परिनिरीक्षकाच्या अहवालासमवेत घोषित झालेला निकाल त्याच्या उद्घोषणेनंतर त्वरित www.tatapower.com या कंपनीच्या वेबसाइटवर व www.evoting.nsdl.com या एनएसडीएलच्या वेबसाइटवर जारी करण्यात येईल आणि स्टॉक एक्सचेंजेसकडे जेथे कंपनी सूचित आहे म्हणजेच बीएसई लि. व नॅशनल स्टॉक एक्सचेंज ऑफ इंडिया लि. यांच्याकडे सुपुर्द केला जाईल.

जर कोणत्याही सदस्यास ईजीएम सूचनेची छापील प्रत हवी असल्यास सदस्यांच्या विनंतीवर, फोलिओ/ डीपी आयडी व क्लायन्ट आयडी नं.समवेत असलेली, जी cs-g-unit@tsrdarashaw.com यावर कृपया पाठवावयाची आहे, ती विनामूल्य पाठविण्यात येईल.

दूरस्थ ई-मतदानासंबंधित कोणतीही तक्रार किंवा शंका असल्यास श्री. अमित विशाल, वरिष्ठ व्यवस्थापक, एनएसडीएल, ट्रेड वर्ल्ड, 'ए' विंग, कमला मिल्स कम्पाऊण्ड, सेनापती बापट मार्ग, लोअर परळ, मुंबई-४०० ०१३, ई-मेल : amitv@nsdl.co.in किंवा evoting@nsdl.co.in, टेलि. क्र. : ९१ २२ २४९९४३६० किंवा टोल फ्री नंबर १८००-२२२-९९० या पत्त्यावर पाठवावेत.

स्थळ : मुंबई

तारीख : ०१ डिसेंबर २०१६

दी टाटा पॉवर कंपनी लिमिटेडकरिता

एच. एम. मिस्त्री
कंपनी सचिव

नोंद : जादा सर्वसाधारण सभेमध्ये हजर राहण्यास व मतदान करण्यास हक्कदार असलेल्या सदस्यांच्या वतीने सभेमध्ये हजर राहण्यास व मतदान करण्यास प्रॉक्सीची नेमणूक करण्यास हक्कदार असेल आणि प्रॉक्सी कंपनीच्या सदस्य असणे गरजेचे नाही.