



22nd September 2016
BJ/SH-L2/

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Bldg., P. J. Towers
Dalal Street, Fort
Mumbai – 400 001.

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400 051.

Dear Sirs,

Summary of Proceedings and Voting Results of the 97th Annual General Meeting

The 97th Annual General Meeting (AGM) of the Company was held on Wednesday, 21st September 2016 at 3.00 p.m. IST at Birla Matushri Sabhagar, Sir Vitthal Das Thackersey Marg, 19, New Marine Lines, Mumbai 400 020. All the items of business contained in the Notice of the AGM dated 11th July 2016, were transacted and passed by the Members with requisite majority.

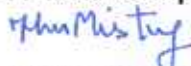
In connection with the same, please find the following:

- a) Summary of proceedings of the AGM 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 at the AGM venue, in relation to the business transacted at the AGM, as required under Regulation 44 of the Listing Regulations, attached and marked as **Annexure - 2**.
- c) The Scrutinizer's Report dated 21st September 2016, 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 Voting Results along with the Scrutinizer's Report are also available on the website of the Company viz. www.tatapower.com

You are requested to kindly take the same on record.

Yours faithfully,
For The Tata Power Company Limited


(H. M. Mistry)
Company Secretary

Encls.

TATA POWER

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

Website: www.tatapower.com Email: tatapower@tatapower.com CIN: L28920MH1919PLC000567



Summary of proceedings of the 97th Annual General Meeting of the Company

The 97th Annual General Meeting (AGM) of the Company was held on Wednesday, 21st September 2016 at 3.00 p.m. IST at Birla Matushri Sabhagar, Sir Vithaldas Thackersey Marg, 19, New Marine Lines, Mumbai 400 020.

Mr. Cyrus P. Mistry chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. All the Directors of the Company, except Mr. P. G. Mankad attended the Meeting. With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read.

The Chairman introduced the Union Leaders to the Members of the Company. The Chairman then made his opening remarks with respect to the industry scenario, the global energy outlook, growth outlook and the operations of the Company. Mr. Anil Sardana, CEO and Managing Director then made a presentation on the operations and financial results for FY 2015-16.

The following Resolutions set out in the Notice convening the AGM were proposed and seconded by the Members:

Item No.	Details of the Agenda	Resolution required
1.	Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31 st March 2016 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary
2.	Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March 2016 together with the Report of the Auditors thereon.	Ordinary
3.	Declaration of dividend on Equity Shares for the financial year ended 31 st March 2016.	Ordinary
4.	Appointment of Director in place of Mr. Anil Sardana, who retires by rotation and is eligible for re-appointment.	Ordinary
5.	Ratification of appointment of Auditors.	Ordinary
6.	Appointment of Mr. Pravin H. Kutumbe as a Director.	Ordinary
7.	Appointment of Ms. Sandhya S. Kudtarkar as a Director.	Ordinary
8.	Re-appointment of Mr. Anil Sardana as CEO and Managing Director.	Ordinary
9.	Private placement of Non-Convertible Debentures.	Special
10.	Increase in limits of investments in other bodies corporate.	Special
11.	Appointment of Branch Auditors.	Ordinary
12.	Ratification of Cost Auditor's Remuneration.	Ordinary

...2

Y. Han M



-2-

The Chairman informed that Mr. P. N. Parikh (FCS No. 327) or failing him, Ms. Jigyasa Ved (FCS No.6488) of M/s. Parikh and Associates, Company Secretaries had been appointed as Scrutinizers to supervise that the remote e-voting and the voting at the AGM was done in a fair and transparent manner.

The Chairman informed the Members, that the facility of remote e-voting for the Members was made available from Sunday, 18th September 2016 (9.00 a.m. IST) till Tuesday, 20th September 2016 (5.00 p.m. IST). Further, the Chairman also informed that the facility of electronic voting was available at the venue of the Meeting for the Members who had earlier not exercised their vote through remote e-voting.

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations as well as the financial performance of the Company. 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. The Chairman concluded by authorizing 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 would be made available on the website of the Company viz. www.tatapower.com and the website of National Securities Depository Limited viz. www.evoting.nsdl.com, within 48 hours of the conclusion of the Meeting.

The Scrutinizer's Report was received on Wednesday, 21st September 2016 and, as set out therein, all the Resolutions have been passed with the requisite majority.

Yours faithfully,
For The Tata Power Company Limited

A handwritten signature in blue ink that reads 'H. M. Mistry'.

(H. M. Mistry)
Company Secretary



Annexure-2

97th Annual General Meeting Voting Results

Date of the AGM	21 st September 2016
Total number of shareholders on record date	3,06,040
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter group• Public	5 368
No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none">• Promoter and Promoter group• Public	No arrangement was made for VC



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 Email : tatapower@tatapower.com CIN : L28920MH1919PLC000567



THE TATA POWER COMPANY LIMITED

Resolution No. 1

Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2016 together with the Reports of the Board of Directors and the Auditors thereon.

Sr. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	Ordinary		No. of Votes - in favour	No. of Votes - against	% of Votes In favour on votes polled	% of Votes against on votes polled
					[3] = [(2)/(1)]*100	[4]				
1	Promoter and Promoter Group	E-Voting		893200466	100.00		893200466	0	100.00	0.00
		Poll		0	0.00	0	0	0	0.00	0.00
		Postal Ballot (If Applicable)		0	0.00	0	0	0	0.00	0.00
		Total		893200466	100.00	893200466	0	100.00	0.00	0.00
2	Public - Institutions	E-Voting		1107740184	82.60		1107740184	0	100.00	0.00
		Poll		0	0.00	0	0	0	0.00	0.00
		Postal Ballot (If Applicable)		0	0.00	0	0	0	0.00	0.00
		Total		1107740184	82.60	1107740184	0	100.00	0.00	0.00
3	Public - Non Institutions	E-Voting		18277261	3.89		18262851	14410	99.92	0.08
		Poll		777229	0.17		759448	17783	97.71	2.29
		Postal Ballot (If Applicable)		0	0.00	0	0	0	0.00	0.00
		Total		19054490	4.05	19022257	32193	99.83	0.17	
Total		2704629398	74.69	2019962947	32193	100.00	0.00			



THE TATA POWER COMPANY LIMITED

Resolution No. 2

Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016 together with the Report of the Auditors thereon.

Resolution required		Ordinary		No		No		No		No		No					
Sr. No.	Category	Mode of Voting	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	[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	
1	Promoter and Promoter Group	E-Voting		893200455	100.00	893200455	0	100.00	0.00								
		Poll		0	0.00	0	0	0.00	0.00	0.00							
		Postal Ballot (if Applicable)		893200466	0	0.00	0	0	0.00	0.00							
		Total		893200455	893200455	100.00	893200466	0	100.00	0.00							
2	Public - Institutions	E-Voting		974716229	72.58	974716229	0	100.00	0.00								
		Poll		0	0.00	0	0	0.00	0.00	0.00							
		Postal Ballot (if Applicable)		1341072330	0	0.00	0	0	0.00	0.00							
		Total		974716229	974716229	72.58	974716229	0	100.00	0.00							
3	Public - Non Institutions	E-Voting		15240218	3.24	15225680	14538	99.90	0.10								
		Poll		777229	0.17	759446	17783	97.71	2.29								
		Postal Ballot (if Applicable)		470356702	0	0.00	0	0	0.00	0.00							
		Total		16017447	3.41	15985126	32321	99.80	0.20								
Total			2704529398	1883934142	69.56	1883901821	32321	100.00	0.00								



THE TATA POWER COMPANY LIMITED

Resolution No. 3

Declaration of dividend on Equity Shares for the financial year ended 31st March 2016.

Resolution required		Ordinary		No					
Sr. No.	Category	Mode of Voting	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
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=([4]/[2])*100	[7]=([5]/[2])*100
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if Applicable)	893200466	0	0.00	0	0	0.00	0.00
		Total		893200466	100.00	893200466	0	100.00	0.00
2	Public - Institutions	E-Voting		976592681	72.82	976592681	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if Applicable)	1341072230	0	0.00	0	0	0.00	0.00
		Total		976592681	72.82	976592681	0	100.00	0.00
3	Public - Non Institutions	E-Voting		15243580	3.24	15205120	38460	98.75	0.25
		Poll		777229	0.17	759446	17763	97.71	2.29
		Postal Ballot (if Applicable)	470366702	0	0	0	0	0.00	0.00
		Total		15020809	3.41	15964566	56243	99.65	0.35
Total			2704629398	1885813956	69.72	1885757713	56243	100.00	0.00



Resolution No. 4

THE TATA POWER COMPANY LIMITED

Appointment of Director in place of Mr. Anil Sardana, who retires by rotation and is eligible for re-appointment.

Resolution required		Ordinary									
Whether promoter/promoter group are interested in the agenda/resolution?		No									
Sr. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	[3] = $\frac{[2] \times [1]}{100}$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	[6] = $\frac{[4] \times [2]}{[5]} \times 100$	% of Votes against on votes polled	[7] = $\frac{[5] \times [2]}{[3]} \times 100$
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00		0.00	
		Poll		0	0.00	0	0	0.00		0.00	
		Postal Ballot (if Applicable)	893200466	0	0.00	0	0	0.00		0.00	
		Total		893200466	100.00	893200466	0	100.00		0.00	
2	Public - Institutions	E-Voting		976552581	72.82	965547057	10045624	98.97		1.03	
		Poll		0	0.00	0	0	0.00		0.00	
		Postal Ballot (if Applicable)	134107230	0	0.00	0	0	0.00		0.00	
		Total		976552581	72.82	965547057	10045624	98.97		1.03	
3	Public - Non Institutions	E-Voting		15232376	3.24	15136135	96242	99.37		0.63	
		Poll		777229	0.17	758863	18366	97.64		2.36	
		Postal Ballot (if Applicable)	470356702	0	0.00	0	0	0.00		0.00	
		Total		16009607	3.40	15894999	114808	99.28		0.72	
Total		2704629398	1885802754	69.73	1875642522	10160232	99.48		0.54		



THE TATA POWER COMPANY LIMITED

Resolution No. 5

Ratification of appointment of Auditors.

Resolution required		Ordinary									
Whether promoter/promoter group are interested in the agenda/resolution?		No									
Sr. No.	Category	Mode of Voting	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		
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100		
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00	0.00		
		Poll		0	0.00	0	0	0.00	0.00		
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00		
		Total		893200466	100.00	893200466	0	100.00	0.00		
2	Public - Institutions	E-Voting		976422822	72.81	928800722	47622100	95.12	4.88		
		Poll		0	0.00	0	0	0.00	0.00		
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00		
		Total		134107230	72.81	928800722	47622100	95.12	4.88		
3	Public - Non Institutions	E-Voting		15218766	3.24	15197790	20875	99.86	0.14		
		Poll		777229	0.17	759446	17783	97.71	2.29		
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00		
		Total		270462398	3.40	15957236	38759	99.76	0.24		
	Total		270462398	1885619283	69.72	183798424	47660859	97.47	2.53		



THE TATA POWER COMPANY LIMITED

Resolution No. 6

Appointment of Mr. Pravin H. Kutumba as a Director.

Resolution required		Ordinary							
Sr. No.	Category	Mode of Voting	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
			[1]	[2]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
		Total		893200466	100.00	893200466	0	100.00	0.00
2	Public - Institutions	E-Voting		976592681	72.82	964679401	11913280	98.78	1.22
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
		Total		1341072230	72.82	964679401	11913280	98.78	1.22
3	Public - Non Institutions	E-Voting		15204068	3.23	15148084	55884	99.63	0.37
		Poll		777229	0.17	758863	18366	97.64	2.36
		Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
		Total		2704629398	3.40	15906947	74350	99.53	0.47
	Total		2704629398	1885774444	69.72	1873786814	11987630	99.36	0.64



THE TATA POWER COMPANY LIMITED

Resolution No. 7

Appointment of Ms. Sandhya S. Kudtarkar as a Director.

Resolution required		Ordinary									
Whether promoter/promoter group are interested in the agenda/resolution?		No									
Sr. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	[3]=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	[7]=[(5)/(2)]*100	
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100		
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00	0.00		
		Poll		0	0.00	0	0	0.00	0.00		
		Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00		
		Total		893200466	100.00	893200466	0	100.00	0.00		
2	Public - Institutions	E-Voting		976592681	72.82	964054753	12537928	98.72	1.28		
		Poll		0	0.00	0	0	0.00	0.00		
		Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00		
		Total		1341072230	72.82	964054753	12537928	98.72	1.28		
3	Public - Non Institutions	E-Voting		976592681	72.82	964054753	12537928	98.72	1.28		
		Poll		15223283	3.24	15191209	32074	99.79	0.21		
		Postal Ballot (If Applicable)		777229	0.17	756863	18366	97.64	2.36		
		Total		470355702	72.82	964054753	12537928	98.72	1.28		
Total		2704628398	16000512	3.40	15850072	50440	99.68	0.32			
				1885793658	69.72	1873205291	12588368	99.33	0.67		



THE TATA POWER COMPANY LIMITED

Resolution No. 3

Re-appointment of Mr. Anil Sardana as CEO and Managing Director.

Resolution required									
Whether promoter/promoter group are interested in the agenda/resolution?									
Sr. No.	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 [5]=([4]/[2])*100	% of Votes against on votes polled [7]=([5]/[2])*100
			[1]	[2]	[3]	[4]	[5]	[6]	[7]
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (If Applicable)	893200466	0	0.00	0	0	0.00	0.00
		Total		893200466	100.00	893200466	0	100.00	0.00
2	Public - Institutions	E-Voting		970092881	72.34	945173078	24919603	97.43	2.57
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (If Applicable)	134107230	0	0.00	0	0	0.00	0.00
		Total		970092881	72.34	945173078	24919603	97.43	2.57
3	Public - Non Institutions	E-Voting		15237587	3.24	15134282	103305	89.32	0.88
		Poll		777229	0.17	759446	17783	97.71	2.29
		Postal Ballot (If Applicable)	470355702	0	0.00	0	0	0.00	0.00
		Total		15014815	3.40	15893728	121088	99.24	0.76
Total		2704629398	69.48	1854267272	25040691	98.67	1.33		



THE TATA POWER COMPANY LIMITED

Resolution No. 9

Private placement of Non-Convertible Debentures.

Resolution required		Special							
Sr. No.	Category	Mode of Voting	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
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (If Applicable)		0	0.00	0	0	0.00	0.00
		Total	893200466	893200466	100.00	893200466	0	100.00	0.00
2	Public - Institutions	E-Voting		976501617	72.82	96664187	9637430	98.99	1.01
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (If Applicable)	1341072230	0	0.00	0	0	0.00	0.00
		Total		976501617	72.82	96664187	9637430	98.99	1.01
3	Public - Non Institutions	E-Voting		15225979	3.24	15118491	107498	99.29	0.71
		Poll		777229	0.17	758863	16366	97.64	2.36
		Postal Ballot (If Applicable)	470356702	0	0.00	0	0	0.00	0.00
		Total		16003208	3.40	15877344	125664	99.21	0.79
	Total		2704629398	1885705291	69.72	1875741997	9863294	99.47	0.53



THE TATA POWER COMPANY LIMITED

Resolution No. 10

Increase in limits of investments in other bodies corporate.

Resolution required		Special		No		No		No		No		No		No	
Sr. No.	Category	Mode of Voting	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	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	
1	Promoter and Promoter Group	E-Voting		893200486	100.00	893200486	0	100.00	0.00						
		Poll		893200486	0.00	0	0	0.00	0.00						
		Postal Ballot (If Applicable)			0	0.00	0	0	0.00	0.00					
		Total			893200486	100.00	893200486	0	100.00	0.00					
2	Public - Institutions	E-Voting		989868365	72.32	626155760	343712625	64.55	35.44						
		Poll			0	0.00	0	0	0.00	0.00					
		Postal Ballot (If Applicable)		1341072230	0	0.00	0	0	0.00	0.00					
		Total			989868365	72.32	626155760	343712625	64.55	35.44					
3	Public - Non Institutions	E-Voting		965956385	72.32	626155750	343712625	64.56	35.44						
		Poll			15229658	3.24	15142905	88752	99.43	0.57					
		Postal Ballot (If Applicable)		470355702	777229	0.17	759448	17783	97.71	2.29					
		Total			16006887	3.40	15902352	104535	99.35	0.65					
Total			2704529398	1879075738	69.48	1535258578	343817160	81.70	18.30						



Resolution No. 11

Appointment of Branch Auditors.

THE TATA POWER COMPANY LIMITED



Sr. No.	Category	Mode of Voting	No. of shares held	No. of votes polled	Ordinary		No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
					No	% of Votes Polled on outstanding shares				
			[1]	[2]	[3] = [(2)/(1)]*100	[4]	[5]	[6] = [(4)/(2)]*100	[7] = [(5)/(2)]*100	
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00	0.00	
		Poll		0	0.00	0	0	0.00	0.00	
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00	
		Total		893200466	100.00	893200466	0	100.00	0.00	
2	Public - Institutions	E-Voting		976585693	72.82	976051842	533851	99.95	0.05	
		Poll		0	0.00	0	0	0.00	0.00	
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00	
		Total		1341072230	72.82	976051842	533851	99.95	0.05	
3	Public - Non Institutions	E-Voting		15233882	3.24	15204327	29555	99.81	0.19	
		Poll		777229	0.17	759446	17783	97.71	2.29	
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00	
		Total		16011111	3.40	15963773	47338	99.70	0.30	
Total		2704629398	69.72	1885797270	581189	99.97	0.03			

THE TATA POWER COMPANY LIMITED

Resolution No. 12

Ratification of Cost Auditor's Remuneration.

Resolution required		Whether promoter/promoter group are interested in the agenda/resolution?							
Sr. No.	Category	Mode of Voting	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
			[1]	[2]	$[3]=\frac{[2]}{[1]} \times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} \times 100$	$[7]=\frac{[5]}{[2]} \times 100$
1	Promoter and Promoter Group	E-Voting		893200466	100.00	893200466	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00
		Total		893200466	100.00	893200466	0	100.00	0.00
2	Public - Institutions	E-Voting		976585893	72.82	976585893	0	100.00	0.00
		Poll		0	0.00	0	0	0.00	0.00
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00
		Total	1341072230	976585893	72.82	976585893	0	100.00	0.00
3	Public - Non Institutions	E-Voting		15238708	3.24	15185060	53648	99.65	0.35
		Poll		777229	0.17	758863	18366	97.64	2.36
		Postal Ballot (if Applicable)		0	0.00	0	0	0.00	0.00
		Total	470358702	15015937	3.41	15943923	72014	99.55	0.45
Total			2704629398	1885802096	69.73	1885730082	72014	100.00	0.00



PARIKH & ASSOCIATES
COMPANY SECRETARIES

Annexure - 3

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 - 400001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting by tablet based electronic voting system at the Annual General Meeting of The Tata Power Company Limited held on Wednesday, September 21, 2016 at 3:00 p.m.

I, P. N. Parikh, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of The Tata Power Company Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the 97th Annual General Meeting (AGM) of The Tata Power Company Limited held on Wednesday, September 21, 2016 at 3:00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on September 21, 2016 at 3:00 p.m.

The Notice dated July 11, 2016 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

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

The Company had also provided voting by tablet based electronic voting system facility to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility. The shareholders of the company holding shares as on the "cut-off" date of September 14, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.



The voting period for remote e-voting commenced on Sunday, September 18, 2016 at 09:00 a.m. (IST) and ended on Tuesday, September 20, 2016 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same was diligently scrutinized.

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 and after the conclusion of the voting at the AGM the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and voting by tablet based electronic voting system at the AGM.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by tablet based electronic voting system at the AGM in respect of the said Resolutions.

Resolution 1: Ordinary Resolution

Adoption of Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2016 together with the Reports of the Board of Directors and the Auditors thereon

(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
1,214	2,01,99,62,947	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
25	32,193	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 2: Ordinary Resolution

Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2016 together with the Report of the Auditors thereon

(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
1,181	1,88,39,01,821	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
28	32,321	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 3: Ordinary Resolution**Declaration of dividend on Equity Shares for the financial year ended 31st March 2016**

(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
1,190	1,88,57,57,713	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
27	56,243	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 4: Ordinary Resolution

Appointment of Director in place of Mr. Anil Sardana (DIN: 00006867), who retires by rotation and is eligible for re-appointment

(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
1,122	1,87,56,42,522	99.46

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
81	1,01,60,232	0.54

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 5: Ordinary Resolution**Ratification of appointment of Auditors**

(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
1,131	1,83,79,58,424	97.47

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
77	4,76,60,859	2.53

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 6: Ordinary Resolution

Appointment of Mr. Pravin H. Kutumbe (DIN: 01629256), as a Director

(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
1,124	1,87,37,86,814	99.36

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
73	1,19,87,630	0.64

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 7: Ordinary Resolution**Appointment of Ms. Sandhya S. Kudtarkar (DIN: 00021947), as a Director**

(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
1,125	1,87,32,05,291	99.33

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
75	1,25,88,368	0.67

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 8: Ordinary Resolution

Re-appointment of Mr. Anil Sardana (DIN: 00006867) as CEO and Managing Director

(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
1,089	1,85,42,67,272	98.67

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
110	2,50,40,691	1.33

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 9: Special Resolution**Private placement of Non-Convertible Debentures**

(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
1,069	1,87,57,41,997	99.47

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
128	99,63,294	0.53

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL.



Resolution 10: Special Resolution**Increase in limits of investments in other bodies corporate****(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
901	1,53,52,58,578	81.70

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
297	34,38,17,160	18.30

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 11: Ordinary Resolution**Appointment of Branch Auditors**

(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
1,168	1,88,52,16,081	99.97

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
40	5,81,189	0.03

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



Resolution 12: Ordinary Resolution

Ratification of Cost Auditor's Remuneration

(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
1,141	1,88,57,30,082	100.00 (Rounded Off)

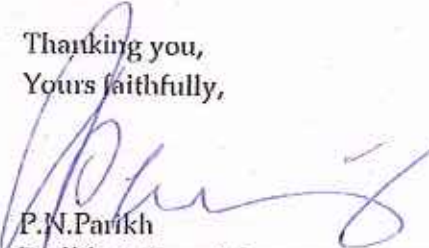
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
70	72,014	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,


P.N. Parikh
Parikh & Associates
Practising Company Secretaries
FCS: 327 CP: 1228
111, 11th Floor, Sai Dwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053



For The Tata Power Company Limited



C. P. Mistry
Chairman

Place: Mumbai

Dated: September 21, 2016