



24th August 2017
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 98th Annual General Meeting

The 98th Annual General Meeting (AGM) of the Company was held on Wednesday, 23rd August 2017 at 3.00 p.m. IST at Birla Matushri Sabhagar, Sir Vithaldas Thackersey Marg, 19, New Marine Lines, Mumbai 400 020. All the items of business contained in the Notice of the AGM dated 19th May 2017, 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 23rd August 2017, 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

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 Email : tatapower@tatapower.com CIN : L28920MH1919PLC000567



Annexure-1

Summary of proceedings of the 98th Annual General Meeting of the Company

The 98th Annual General Meeting (AGM) of the Company was held on Wednesday, 23rd August 2017 at 3.00 p.m. IST at Birla Matushri Sabhagar, Sir Vithaldas Thackersey Marg, 19, New Marine Lines, Mumbai 400 020.

Mr. N. Chandrasekaran chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. All the Directors of the Company, except Ms. Vibha Padalkar and Mr. K. M. Chandrasekhar, attended the Meeting. With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read.

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. Thereafter, Mr. Anil Sardana, CEO and Managing Director made a presentation on the operations and financial results for FY 2016-17.

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 Financial Statements of the Company for the financial year ended 31 st March 2017 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 2017 together with the Report of the Auditors thereon.	Ordinary
3.	Declaration of dividend on Equity Shares for the financial year ended 31 st March 2017.	Ordinary
4.	Appointment of Director in place of Ms. Sandhya S. Kudtarkar, who retires by rotation and, being eligible, offers herself for re-appointment.	Ordinary
5.	Appointment of Auditors.	Ordinary
6.	Appointment of Mr. N. Chandrasekaran as a Director.	Ordinary
7.	Appointment of Mr. S. Padmanabhan as a Director.	Ordinary
8.	Appointment of Ms. Anjali Bansal as a Director and as an Independent Director.	Ordinary
9.	Appointment of Ms. Vibha Padalkar as a Director and as an Independent Director.	Ordinary
10.	Appointment of Mr. Sanjay V. Bhandarkar as a Director and as an Independent Director.	Ordinary
11.	Appointment of Mr. K. M. Chandrasekhar as a Director and as an Independent Director.	Ordinary
12.	Re-appointment of Mr. Ashok S. Sethi as COO and Executive Director.	Ordinary

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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

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



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13.	Revision in terms of remuneration of Mr. Anil Sardana, CEO and Managing Director.	Ordinary
14.	Private placement of Non-Convertible Debentures/Bonds.	Special
15.	Increase in the Authorised Share Capital of the Company.	Ordinary
16.	Alteration of the Memorandum of Association of the Company.	Ordinary
17.	Appointment of Branch Auditors.	Ordinary
18.	Ratification of Cost Auditor's Remuneration.	Ordinary

The Company Secretary informed the Members that Mr. P. N. Parikh (FCS No. 327) or failing him, Mr. Mitesh Dhaliwala (FCS No.8331) 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 Company Secretary informed the Members that the facility of remote e-voting for the Members was made available from Sunday, 20th August 2017 (9.00 a.m. IST) till Tuesday, 22nd August 2017 (5.00 p.m. IST). Further, the Company Secretary 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, 23rd August 2017 and, as set out therein, all the Resolutions have been passed with the requisite majority.

For The Tata Power Company Limited

Company Secretary



Annexure-2

98th Annual General Meeting Voting Results

Date of the AGM	23 rd August 2017
Total number of shareholders on record date	2,85,437
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter group• Public	3 448
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

THE TATA POWER COMPANY LIMITED

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COMPANY SECRETARY

TATA POWER

The Tata Power Company Limited

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



THE TATA POWER COMPANY LIMITED

Resolution (1)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Adoption of Audited Financial Statements of the Company for the financial year ended 31st March 2017 together with the Reports of the Board of Directors and the Auditors thereon.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/ [2]*100
[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]	[10]	[11]
	E-Voting		893200466	100.00	893200466	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
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1253905008	89.15	1239851597	14053411	98.88	1.12	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
2	Total	1406483340	1253905008	89.15	1239851597	14053411	98.88	1.12	0	0.00
	E-Voting		848678	0.21	845729	2949	99.65	0.35	0	0.00
	Poll		1381891	0.34	1376891	5000	99.64	0.36	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
3	Total	405089704	2230569	0.55	2222620	7949	99.64	0.36	0	0.00
	E-Voting		2147954152	79.41	2133897792	14056360	99.35	0.65	0	0.00
	Poll		1381891	0.05	1376891	5000	99.64	0.36	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	2704773510	2149336043	79.46	2135274683	14061360	99.35	0.65	0	0.00

THE TATA POWER COMPANY LIMITED

Hemal Mishra

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (2)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2017 together with the Report of the Auditors thereon.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[(8)/(2)]*100
	E-Voting	[1]	[2]	100.00	893200466	[5]	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
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1253905008	89.15	1239851597	14053411	98.88	1.12	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
2	Total	1406483340	1253905008	89.15	1239851597	14053411	98.88	1.12	0	0.00
	E-Voting		852236	0.21	849287	2949	99.65	0.35	0	0.00
	Poll		1381891	0.34	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
3	Total	405089704	2234127	0.55	2210378	23749	98.94	1.06	0	0.00
	E-Voting		2147957710	79.41	2133901350	14056360	99.35	0.65	0	0.00
	Poll		1381891	0.05	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
Total	Total	2704773510	2149339601	79.46	2135262441	14077160	99.35	0.65	0	0.00

THE TATA POWER COMPANY LIMITED

Himanshu

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (3)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
									ORDINARY	
									NO	
Declaration of dividend on Equity Shares for the financial year ended 31st March 2017.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/(2)*100
	E-Voting	[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]
	Poll		893200466	100.00	893200466	0	100.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
1	E-Voting		1255421714	89.26	1255421714	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)	1406483340	1255421714	89.26	1255421714	0	100.00	0.00	0	0.00
	Total		1375476	0.34	1374211	1265	99.91	0.09	0	0.00
	E-Voting		1381891	0.34	1361091	20800	98.49	1.51	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)	405089704	2757367	0.68	2735302	22065	99.20	0.80	0	0.00
	Total		2149997656	79.49	2149996391	1265	100.00	0.00	0	0.00
	E-Voting		1381891	0.05	1361091	20800	98.49	1.51	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
	Total	2704773510	2151379547	79.54	2151357482	22065	100.00	0.00	0	0.00

THE TATA POWER COMPANY LIMITED

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COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (4)	ORDINARY
Resolution required: (Ordinary / Special)	NO
Whether promoter/ promoter group are interested in the agenda/ resolution?	NO

Appointment of Director in place of Ms. Sandhya S. Kudtarkar, who retires by rotation and, being eligible, offers herself for re-appointment.

Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes	% of Votes invalid on votes polled
1	E-Voting	[1]	[2]	[4]	[5]	[6]	[7]	[8]	[9]
	Poll		893200466	893200466	0	100.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0	0	0.00	0.00	0	0.00
	Total	893200466	893200466	893200466	0	100.00	0.00	0	0.00
2	E-Voting		1255421714	1253140541	2281173	99.82	0.18	0	0.00
	Poll		0	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0	0	0.00	0.00	0	0.00
	Total	1406483340	1255421714	1253140541	2281173	99.82	0.18	0	0.00
3	E-Voting		1326541	1291994	34547	97.40	2.60	0	0.00
	Poll		1381891	1359591	22300	98.39	1.61	0	0.00
	Postal Ballot (if applicable)		0	0	0	0.00	0.00	0	0.00
	Total	405089704	2708432	2651585	56847	97.90	2.10	0	0.00
Total	E-Voting		2149948721	2147633001	2315720	99.89	0.11	0	0.00
	Poll		1381891	1359591	22300	98.39	1.61	0	0.00
	Postal Ballot (if applicable)		0	0	0	0.00	0.00	0	0.00
	Total	2704773510	2151330612	2148992592	2338020	99.89	0.11	0	0.00

THE TATA POWER COMPANY LIMITED

H. Mistry

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (5)		ORDINARY		NO						
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Appointment of Auditors.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[(8)/(2)]*100
		[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]
	E-Voting		893200466	100.00	893200466	0	100.00	0.00	0	0.00
	Poll			0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00	0	0.00
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1255421714	89.26	1253042897	2378817	99.81	0.19	0	0.00
	Poll			0.00	0	0	0.00	0.00	0	0.00
2	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00	0	0.00
	Total	1406483340	1255421714	89.26	1253042897	2378817	99.81	0.19	0	0.00
	E-Voting		1327358	0.33	1299496	27862	97.90	2.10	0	0.00
	Poll		1381891	0.34	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00	0	0.00
	Total	405089704	2709249	0.67	2660587	48662	98.20	1.80	0	0.00
3	E-Voting		2149949538	79.49	2147542859	2406679	99.89	0.11	0	0.00
	Poll		1381891	0.05	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)			0.00	0	0	0.00	0.00	0	0.00
Total		2704773510	2151331429	79.54	2148903950	2427479	99.89	0.11	0	0.00

THE TATA POWER COMPANY LIMITED

Shamistha

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (6)		ORDINARY								
Resolution required: (Ordinary / Special)		NO								
Whether promoter/ promoter group are interested in the agenda/resolution?										
Appointment of Mr. N. Chandrasekaran as a Director.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/ (2)*100
		[1]	[2]		[4]	[5]			[8]	
	E-Voting		893200466	100.00	893200466	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
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1253202548	89.10	1237337818	15864730	98.73	1.27	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
2	Total	1406483340	1253202548	89.10	1237337818	15864730	98.73	1.27	0	0.00
	E-Voting		1313043	0.32	1285454	27589	97.90	2.10	0	0.00
	Poll		1381891	0.34	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	405089704	2694934	0.67	2646545	48389	98.20	1.80	0	0.00
3	E-Voting		2147716057	79.40	2131823738	15892319	99.26	0.74	0	0.00
	Poll		1381891	0.05	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
Total	Total	2704773510	2149097948	79.46	2133184829	15913119	99.26	0.74	0	0.00

THE TATA POWER COMPANY LIMITED

H. M. Mistry

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (7)		ORDINARY								
Resolution required: (Ordinary / Special)		NO								
Whether promoter/ promoter group are interested in the agenda/resolution?										
Appointment of Mr. S. Padmanabhan as a Director.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/(2)*100
	E-Voting	[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]
	Poll									
	Postal Ballot (if applicable)									
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1255421714	89.26	1222263288	33158426	97.36	2.64	0	0.00
	Poll			0.00		0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00	0	0.00
2	Total	1406483340	1255421714	89.26	1222263288	33158426	97.36	2.64	0	0.00
	E-Voting		1322425	0.33	1290496	31929	97.59	2.41	0	0.00
	Poll		1381891	0.34	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00	0	0.00
3	Total	405089704	2704316	0.67	2651587	52729	98.05	1.95	0	0.00
	E-Voting		214994605	79.49	2116754250	33190355	98.46	1.54	0	0.00
	Poll		1381891	0.05	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00	0	0.00
Total	Total	2704773510	2151326496	79.54	2118115341	33211155	98.46	1.54	0	0.00

THE TATA POWER COMPANY LIMITED

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COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (8)		ORDINARY								
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
NO										
Appointment of Ms. Anjali Bansal as a Director and as an Independent Director.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/(2)*100
	E-Voting	[1]	[2]	100.00	893200466	[5]	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
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1255421714	89.26	1253274001	2147713	99.83	0.17	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
2	Total	1406483340	1255421714	89.26	1253274001	2147713	99.83	0.17	0	0.00
	E-Voting		1328401	0.33	1296490	31911	97.60	2.40	0	0.00
	Poll		1381891	0.34	1359591	22300	98.39	1.61	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
3	Total	405089704	2710292	0.67	2656081	54211	98.00	2.00	0	0.00
	E-Voting		2149950581	79.49	214770957	2179624	99.90	0.10	0	0.00
	Poll		1381891	0.05	1359591	22300	98.39	1.61	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
Total	Total	2704773510	2151332472	79.54	2149130548	2201924	99.90	0.10	0	0.00

THE TATA POWER COMPANY LIMITED

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Resolution (9)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/ resolution?										
									ORDINARY	
									NO	
Appointment of Ms. Vibha Padalkar as a Director and as an Independent Director.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/[2]*100
	E-Voting	[1]	[2]	100.00	[4]	[5]	100.00	0.00	[8]	[9]
	Poll		893200466	0.00	893200466	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
1	Promoter and Promoter Group		1255421714	89.26	1253410360	2011354	99.84	0.16	0	0.00
	E-Voting		0	0.00	0	0	0.00	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
	Total	1406483340	1255421714	89.26	1253410360	2011354	99.84	0.16	0	0.00
2	Public - Institutional holders		1324268	0.33	1292118	32150	97.57	2.43	0	0.00
	E-Voting		1381891	0.34	1358988	22903	98.34	1.66	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
	Total	405089704	2706159	0.67	2651106	55053	97.97	2.03	0	0.00
3	Public-Others		2149946448	79.49	2147902944	2043504	99.90	0.10	0	0.00
	E-Voting		1381891	0.05	1358988	22903	98.34	1.66	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
	Total	2704773510	2151328339	79.54	2149261932	2066407	99.90	0.10	0	0.00

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Resolution (10)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
ORDINARY										
NO										
Appointment of Mr. Sanjay V. Bhandarkar as a Director and as an Independent Director.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[(8)/(2)]*100
1	E-Voting	893200466	[2]	893200466	100.00	[4]	893200466	0	[5]	0
	Poll		0	0.00	0	0.00	0	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0.00	0	0.00	0	0.00
	Total		893200466	100.00	893200466	0	100.00	0	0.00	0
2	E-Voting	1406483340		1255421714	89.26	1253410360	99.84	0	0.16	0
	Poll		0	0.00	0	0.00	0	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0.00	0	0.00	0	0.00
	Total		1406483340	89.26	1253410360	2011354	99.84	0	0.16	0
3	E-Voting	405089704		1325578	0.33	1294998	97.69	30580	2.31	0
	Poll		1381891	0.34	1359008	22883	98.34	1.66	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0.00	0	0.00	0	0.00
	Total		405089704	0.67	2654006	53463	98.03	1.97	0	0.00
Total	E-Voting	270473510		2149947758	79.49	2147905824	99.91	2041934	0.09	0
	Poll		1381891	0.05	1359008	22883	98.34	1.66	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0.00	0	0.00	0	0.00
	Total		270473510	79.54	2149264832	2064817	99.90	0.10	0	0.00

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Resolution (11)		ORDINARY								
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
NO										
Appointment of Mr. K. M. Chandrasekhar as a Director and as an Independent Director.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/[2]*100
	E-Voting	[1]	[2]		[4]	[5]			[8]	
	Poll		893200466	100.00	893200466	0	100.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total		893200466	100.00	893200466	0	100.00	0.00	0	0.00
1	Promoter and Promoter Group		1255421714	89.26	1255421714	0	100.00	0.00	0	0.00
	E-Voting		0	0.00	0	0	0.00	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
	Total		1255421714	89.26	1255421714	0	100.00	0.00	0	0.00
2	Public - Institutional holders		1406483340	89.26	1255421714	0	100.00	0.00	0	0.00
	E-Voting		1323897	0.33	1293571	30326	97.71	2.29	0	0.00
	Poll		1381891	0.34	1361071	20820	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total		2705788	0.67	2654642	51146	98.11	1.89	0	0.00
3	Public-Others		405089704	79.49	2149915751	30326	100.00	0.00	0	0.00
	E-Voting		1381891	0.05	1361071	20820	98.49	1.51	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
	Total		2151327968	79.54	2151276822	51146	100.00	0.00	0	0.00
	Total		2704773510	79.54	2151276822	51146	100.00	0.00	0	0.00

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Resolution (12)		ORDINARY								
Resolution required: (Ordinary / Special)		NO								
Whether promoter/ promoter group are interested in the agenda/resolution?										
Re-appointment of Mr. Ashok S. Sethi as COO and Executive Director.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/(2)*100
		[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]
	E-Voting		893200466	100.00	893200466	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
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1255421714	89.26	1240376083	15045631	98.80	1.20	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
2	Total	1406483340	1255421714	89.26	1240376083	15045631	98.80	1.20	0	0.00
	E-Voting		1327995	0.33	1294694	33301	97.49	2.51	0	0.00
	Poll		1381891	0.34	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
3	Total	405089704	2709886	0.67	2655785	54101	98.00	2.00	0	0.00
	E-Voting		2149950175	79.49	2134871243	15078932	99.30	0.70	0	0.00
	Poll		1381891	0.05	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
Total	Total	2704773510	2151332066	79.54	2136232334	15099732	99.30	0.70	0	0.00

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Resolution (13)		ORDINARY								
Resolution required: (Ordinary / Special)		NO								
Whether promoter/ promoter group are interested in the agenda/resolution?										
Revision in terms of remuneration of Mr. Anil Sardana, CEO and Managing Director.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/ (2)*100
[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]	[10]	[11]
1	E-Voting	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	Poll	0	0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)	0	0	0.00	0	0	0.00	0.00	0	0.00
	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
2	E-Voting	1252373281	1019558262	89.04	1019558262	232815019	81.41	18.59	0	0.00
	Poll	0	0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)	1406483340	1252373281	89.04	1019558262	232815019	81.41	18.59	0	0.00
	Total	1406483340	1252373281	89.04	1019558262	232815019	81.41	18.59	0	0.00
3	E-Voting	405089704	2698114	0.67	2616254	81860	96.97	3.03	0	0.00
	Poll	0	0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)	2146889970	2698114	0.67	2616254	81860	96.97	3.03	0	0.00
	Total	405089704	2698114	0.67	2616254	81860	96.97	3.03	0	0.00
Total	E-Voting	2704773510	2148271861	79.43	1915374982	232896879	89.16	10.84	0	0.00
	Poll	0	0	0.00	0	0	0.00	0.00	0	0.00
	Total	2704773510	2148271861	79.43	1915374982	232896879	89.16	10.84	0	0.00

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Resolution (14)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
									SPECIAL	
									NO	
Private placement of Non-Convertible Debentures/Bonds.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/ [2]*100
	E-Voting	[1]	[2]	[3]=[2]/ [1]*100	[4]	[5]	[6]=[4]/ [2]*100	[7]=[5]/ [2]*100	[8]	[9]=[8]/ [2]*100
	Poll		893200466	100.00	893200466	0	100.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
1	E-Voting		1255262547	89.25	1242328860	12933687	98.97	1.03	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
	Total	1406483340	1255262547	89.25	1242328860	12933687	98.97	1.03	0	0.00
2	E-Voting		1337123	0.33	1282156	54967	95.89	4.11	0	0.00
	Poll		1381891	0.34	1359591	22300	98.39	1.61	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	405089704	2719014	0.67	2641747	77267	97.16	2.84	0	0.00
3	E-Voting		2149800136	79.48	2136811482	12988654	99.40	0.60	0	0.00
	Poll		1381891	0.05	1359591	22300	98.39	1.61	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	2704773510	2151182027	79.53	2138171073	13010954	99.40	0.60	0	0.00

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Resolution (15)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
							ORDINARY			
							NO			
Increase in the Authorised Share Capital of the Company.										
Promoter/Public	Mode of Voting	Total 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	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
	E-Voting		893200466	100.00	893200466	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
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1255421714	89.26	1255055490	366224	99.97	0.03	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
2	Total	1406483340	1255421714	89.26	1255055490	366224	99.97	0.03	0	0.00
	E-Voting		1330689	0.33	1324363	6326	99.52	0.48	0	0.00
	Poll		1381891	0.34	1359591	22300	98.39	1.61	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
3	Total	405089704	2712580	0.67	2683954	28626	98.94	1.06	0	0.00
	E-Voting		2149952869	79.49	2149580319	372550	99.98	0.02	0	0.00
	Poll		1381891	0.05	1359591	22300	98.39	1.61	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
Total	Total	2704773510	2151334760	79.54	2150939910	394850	99.98	0.02	0	0.00

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Resolution (16)										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
					ORDINARY					
					NO					
Alteration of the Memorandum of Association of the Company.										
Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]= $\frac{[2]}{[1]} \times 100$	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]= $\frac{[4]}{[2]} \times 100$	% of Votes against on votes polled [7]= $\frac{[5]}{[2]} \times 100$	Invalid Votes	% of Votes invalid on votes polled [9]= $\frac{[8]}{[2]} \times 100$
	E-Voting	[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]
	Poll		893200466	100.00	893200466	0	100.00	0.00	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
1	Promoter and Promoter Group		1255421714	89.26	1255220528	201186	99.98	0.02	0	0.00
	E-Voting		0	0.00	0	0	0.00	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
	Total	1406483340	1255421714	89.26	1255220528	201186	99.98	0.02	0	0.00
2	Public - Institutional holders		1329454	0.33	1304930	24524	98.16	1.84	0	0.00
	E-Voting		1381891	0.34	1359591	22300	98.39	1.61	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
	Total	405089704	2711345	0.67	2664521	46824	98.27	1.73	0	0.00
3	Public-Others		2149951634	79.49	2149725924	225710	99.99	0.01	0	0.00
	E-Voting		1381891	0.05	1359591	22300	98.39	1.61	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
	Total	2704773510	2151333525	79.54	2151085515	248010	99.99	0.01	0	0.00

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Resolution (17)	
Resolution required: (Ordinary / Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/resolution?	NO

Appointment of Branch Auditors.

Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/(2)*100
		[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]	[9]
	E-Voting		893200466	100.00	893200466	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
1 Promoter and Promoter Group	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1255421714	89.26	1255421714	0	100.00	0.00	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
2 Public - Institutional holders	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	1406483340	1255421714	89.26	1255421714	0	100.00	0.00	0	0.00
	E-Voting		1330935	0.33	1320634	10301	99.23	0.77	0	0.00
	Poll		1381891	0.34	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	405089704	2712826	0.67	2681725	31101	98.85	1.15	0	0.00
3 Public-Others	E-Voting		2149953115	79.49	2149942814	10301	100.00	0.00	0	0.00
	Poll		1381891	0.05	1361091	20800	98.49	1.51	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
Total	Total	2704773510	2151335006	79.54	2151303905	31101	100.00	0.00	0	0.00

THE TATA POWER COMPANY LIMITED

Hm Mistry

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED										
ORDINARY										
NO										
Resolution required: (Ordinary / Special)										
Whether promoter/ promoter group are interested in the agenda/resolution?										
Ratification of Cost Auditor's Remuneration.										
Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/ [2]*100
	E-Voting	[1]	[2]	100.00	893200466	[5]	100.00	0.00	[8]	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
1	Total	893200466	893200466	100.00	893200466	0	100.00	0.00	0	0.00
	E-Voting		1255421714	89.26	1255421714	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
2	Total	1406483340	1255421714	89.26	1255421714	0	100.00	0.00	0	0.00
	E-Voting		1328905	0.33	1303786	25119	98.11	1.89	0	0.00
	Poll		1381891	0.34	1359008	22883	98.34	1.66	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
	Total	405089704	2710796	0.67	2662794	48002	98.23	1.77	0	0.00
3	E-Voting		2149951085	79.49	2149925966	25119	100.00	0.00	0	0.00
	Poll		1381891	0.05	1359008	22883	98.34	1.66	0	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
Total	Total	2704773510	2151332976	79.54	2151284974	48002	100.00	0.00	0	0.00

THE TATA POWER COMPANY LIMITED

Hemlata

COMPANY SECRETARY

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 through electronic voting system at the 98th Annual General Meeting of The Tata Power Company Limited held on Wednesday, August 23, 2017 at 3.00 p.m. at Birla Matushri Sabhagar, Sir Vithaldas Thackersey Marg, 19, New Marine Lines, Mumbai 400020

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing 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 proposed at the 98th Annual General Meeting (AGM) of The Tata Power Company Limited on Wednesday, August 23, 2017 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 23, 2017.

The notice dated May 19, 2017 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 below mentioned resolutions proposed at the AGM of the Company.



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

The Company had also provided voting through electronic voting system 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 August 16, 2017 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, August 20, 2017 at 09:00 a.m. (IST) and ended on Tuesday, August 22, 2017 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 through electronic voting system at the meeting was generated in my presence and the voting 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. I have scrutinized and reviewed the remote e-voting 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 Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

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



Resolution 1: Ordinary Resolution

Adoption of Audited Financial Statements of the Company for the financial year ended 31st March, 2017, 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
1,195	2,13,52,74,683	99.35

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
29	1,40,61,360	0.65

(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, 2017, 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
1,190	2,13,52,62,441	99.35

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
30	1,40,77,160	0.65

(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, 2017.

(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
1,219	2,15,13,57,482	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
9	22,065	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 Ms. Sandhya S. Kudtarkar (DIN: 00021947), who retires by rotation and, being eligible, offers herself 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
1,156	2,14,89,92,592	99.89

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
55	23,38,020	0.11

(iii) Invalid votes:

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



Resolution 5: Ordinary Resolution**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
1,185	2,14,89,03,950	99.89

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
29	24,27,479	0.11

(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. N Chandrasekaran (DIN: 00121863) 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
1,159	2,13,31,84,829	99.26

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
54	1,59,13,119	0.74

(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 Mr. S. Padmanabhan (DIN: 00306299) 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
1,130	2,11,81,15,341	98.46

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
79	3,32,11,155	1.54

(iii) **Invalid** votes:

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



Resolution 8: Ordinary Resolution

Appointment of Ms. Anjali Bansal (DIN: 00207746) as a Director and as an Independent 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
1,163	2,14,91,30,548	99.90

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
50	22,01,924	0.10

(iii) **Invalid** votes:

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



Resolution 9: Ordinary Resolution

Appointment of Ms. Vibha Padalkar (DIN: 01682810) as a Director and as an Independent 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
1,160	2,14,92,61,932	99.90

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
52	20,66,407	0.10

(iii) Invalid votes:

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



Resolution 10: Ordinary Resolution

Appointment of Mr. Sanjay V. Bhandarkar (DIN: 01260274) as a Director and as an Independent 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
1,167	2,14,92,64,832	99.90

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	20,64,817	0.10

(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 Mr. K. M. Chandrasekhar (DIN: 06466854) as a Director and as an Independent 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
1,165	2,15,12,76,822	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
39	51,146	0.00

(iii) **Invalid** votes:

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



Resolution 12: Ordinary Resolution

Re-appointment of Mr. Ashok S. Sethi (DIN: 01741911) as COO and Executive 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
1,150	2,13,62,32,334	99.30

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	1,50,99,732	0.70

(iii) **Invalid** votes:

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



Resolution 13: Ordinary Resolution

Revision in terms of remuneration of Mr. Anil Sardana (DIN: 00006867) 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
1,093	1,91,53,74,982	89.16

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
120	23,28,96,879	10.84

(iii) Invalid votes:

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



Resolution 14: Special Resolution**Private Placement of Non-Convertible Debentures/Bonds**

(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	2,13,81,71,073	99.40

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
96	1,30,10,954	0.60

(iii) Invalid votes:

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



Resolution 15: Ordinary Resolution**Increase in Authorised Share Capital of the Company**(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
1,189	2,15,09,39,910	99.98

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
29	3,94,850	0.02

(iii) **Invalid** votes:

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



Resolution 16: Ordinary Resolution**Alteration of the Memorandum of Association of the Company.**

(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
1,182	2,15,10,85,515	99.99

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
33	2,48,010	0.01

(iii) Invalid votes:

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



Resolution 17: 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
1,194	2,15,13,03,905	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
24	31,101	0.00

(iii) **Invalid** votes:

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



Resolution 18: 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
1,166	2,15,12,84,974	100.00(Rounded Off)

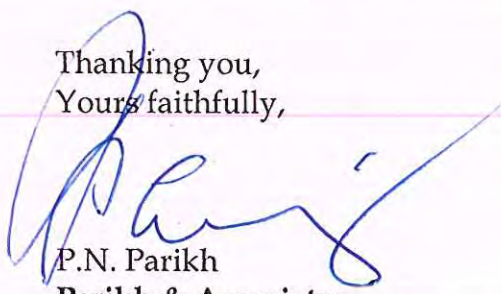
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
50	48,002	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 No.: 1228

111,11th Floor, Sai Dwar CHS Ltd

Sab TV Lane, Opp. Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

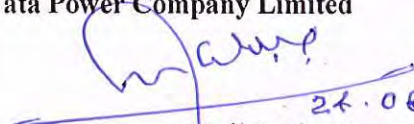
Andheri West, Mumbai - 400053

Place: Mumbai

Dated: August 23, 2017



For The Tata Power Company Limited



27.08.2017
(Anil Sardana)
CEO & Managing Director