



11th April 2017
BJ/SH-L2/

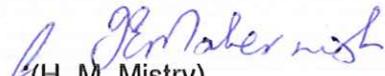
BSE Ltd.
Corporate Relationship Dept.
1st Floor, P J Towers
Dalal Street,
Mumbai 400 001

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

Dear Sirs,

In terms of Regulation 40(9) & (10) of the SEBI (Listing Obligations & Disclosure Requirements), Regulation, 2015, we forward herewith a Certificate dated 8th April 2017 from Mr. P. N. Parikh, Parikh & Associates, Company Secretaries, for the half-year ended 31st March 2017.

Yours faithfully,
For The Tata Power Company Limited


(H. M. Mistry)
Company Secretary

Encl.

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

**CERTIFICATE UNDER REGULATION 40(9) OF SECURITIES AND
EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND
DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

FOR THE HALF YEAR ENDED 31st MARCH, 2017

We have examined Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to THE TATA POWER COMPANY LIMITED maintained by TSR Darashaw Limited, Registrar and Share Transfer Agents pertaining to transfer of equity shares of the company for the period from 1st October, 2016 to 31st March, 2017 for the purpose of issuing a Certificate as per Regulation 40(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and based on the information provided by the Company, We hereby certify that :

A) 1.a. the Company has delivered during half year ended on 31st March, 2017 share certificates relating to the transfer of shares received during the period from 1st October, 2016 to 31st March, 2017, within thirty days, as entered in the Memorandum of Transfers from the respective date of lodgment of each deed excepting those rejected on technical grounds;

1.b. the Company has delivered during the half year ended on 31st March, 2017 share certificates in respect of requests relating to sub-division (split), barring one case and renewal received during the period from 1st October, 2016 to 31st March, 2017 within thirty days from the respective date of lodgment excepting those rejected on technical grounds. As per the records made available to us there were no requests relating to consolidation, exchange or endorsement of calls/allotment monies during the said period.

B) Any other information, if applicable: ---

Place: Mumbai
Date: April 08, 2017



For Parikh & Associates

A handwritten signature in blue ink, appearing to read "P.N. Parikh".

P.N.Parikh
FCS: 327 CP: 1228