



27th July 2018
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 99th Annual General Meeting

The 99th Annual General Meeting (AGM) of the Company was held on Friday, 27th July 2018 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 14th May 2018, 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 items of 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 27th July 2018, 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 99th Annual General Meeting of the Company

The 99th Annual General Meeting (AGM) of the Company was held on Friday, 27th July 2018 at 3.00 p.m. (IST) at Birla Matushri Sabhagar, Sir Vithaldas Thackersey Marg, 19, New Marine Lines, Mumbai 400 020.

Mr. N. Chandrasekaran, Chairman of the Company chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. All the Directors of the Company attended the Meeting except Mr. Hemant Bhargava. 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, growth outlook and the operations of the Company. Thereafter, Mr. Praveer Sinha, CEO & Managing Director made a presentation on the operations and financial results for FY 2017-18.

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 the Audited Financial Statements of the Company for the financial year ended 31st March 2018, 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 31st March 2018, together with the Report of the Auditors thereon.	Ordinary
3.	Declaration of dividend on Equity Shares for the financial year ended 31st March 2018.	Ordinary
4.	Appointment of Director in place of Mr. N. Chandrasekaran (DIN: 00121863), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
5.	Appointment of Mr. Hemant Bhargava as a Director.	Ordinary
6.	Appointment of Mr. Saurabh Agrawal as a Director.	Ordinary
7.	Appointment of Mr. Banmali Agrawala as a Director.	Ordinary
8.	Appointment of Mr. Praveer Sinha as a Director.	Ordinary
9.	Appointment of Mr. Praveer Sinha as CEO & Managing Director.	Ordinary
10.	Private placement of Non-Convertible Debentures/Bonds.	Special
11.	Commission to Non-Executive Directors.	Ordinary
12.	Appointment of Branch Auditors.	Ordinary
13.	Ratification of Cost Auditor's Remuneration	Ordinary



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The Company Secretary informed the Members that Mr. P. N. Parikh (FCS No. 327) or failing him, Mr. Mitesh Dhabliwala (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 venue 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 Tuesday, 24th July 2018 (9.00 a.m. IST) till Thursday, 26th July 2018 (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 Friday, 27th July 2018 and, as set out therein, all the Resolutions have been passed with the requisite majority.

For The Tata Power Company Limited

A handwritten signature in blue ink, appearing to read 'Himanshu'.

Company Secretary



Annexure-2

99th Annual General Meeting Voting Results

Date of the AGM	27 th July 2018
Total number of shareholders on record date	3,27,456
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter group• Public	3 302
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

COMPANY SECRETARY

TATA POWER

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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)							ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?							No			
Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March 2018, 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
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1414903052	1138969332	80.50	1138969332	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1138969332	80.50	1138969332	0	100.00	0.00	0
3	Public-Others	E-Voting	397326232	1450628	0.37	1445435	5193	99.64	0.36	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1617446	0.41	1608753	8693	99.46	0.54	0
Total	Total	E-Voting	2704773510	2032964186	75.16	2032958993	5193	100.00	0.00	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2033131004	75.17	2033122311	8693	100.00	0.00	0

THE TATA POWER COMPANY LIMITED



COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED										
Resolution (2)										
Resolution required: (Ordinary / Special)						ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?						No				
Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2018, 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
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1414903052	1138969332	80.50	1138969332	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1138969332	80.50	1138969332	0	100.00	0.00	0
3	Public-Others	E-Voting	397326232	1446092	0.36	1437083	9009	99.38	0.62	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1612910	0.41	1600401	12509	99.22	0.78	0
Total	Total	E-Voting	2704773510	2032959650	75.16	2032950641	9009	100.00	0.00	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2033126468	75.17	2033113959	12509	100.00	0.00	0

THE TATA POWER COMPANY LIMITED

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COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED										
Resolution (3)										
Resolution required: (Ordinary / Special)							ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?							No			
Declaration of dividend on Equity Shares for the financial year ended 31st March 2018.										
	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
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	892544226	100.00	892544226	0	100.00	0.00
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1141080418	1074736	99.91	0.09	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1414903052	1142155154	80.72	1141080418	1074736	99.91	0.09
3	Public-Others	E-Voting	397326232	1598630	0.40	1589942	8688	99.46	0.54	0
		Poll		166818	0.04	162350	4468	97.32	2.68	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		397326232	1765448	0.44	1752292	13156	99.25	0.75
Total	Total	E-Voting	2704773510	2036298010	75.29	2035214586	1083424	99.95	0.05	0
		Poll		166818	0.01	162350	4468	97.32	2.68	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2704773510	2036464828	75.29	2035376936	1087892	99.95	0.05

THE TATA POWER COMPANY LIMITED

Anil Mishra

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED										
Resolution (4)										
Resolution required: (Ordinary / Special)						ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?						No				
Appointment of Director in place of Mr. N. Chandrasekaran (DIN: 00121863), who retires by rotation and, being eligible, offers himself for re-appointment.										
	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
			[1]	[2]		[4]	[5]			[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1111864953	30290201	97.35	2.65	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1111864953	30290201	97.35	2.65	0
3	Public-Others	E-Voting	397326232	1594747	0.40	1577402	17345	98.91	1.09	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1761565	0.44	1740720	20845	98.82	1.18	0
Total	Total	E-Voting	2704773510	2036294127	75.29	2005986581	30307546	98.51	1.49	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036460945	75.29	2006149899	30311046	98.51	1.49	0

THE TATA POWER COMPANY LIMITED

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COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (5)

Resolution required: (Ordinary / Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Appointment of Mr. Hemant Bhargava 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
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1139652769	2502385	99.78	0.22	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1139652769	2502385	99.78	0.22	0
3	Public-Others	E-Voting	397326232	1590481	0.40	1570736	19745	98.76	1.24	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1757299	0.44	1734054	23245	98.68	1.32	0
Total	Total	E-Voting	2704773510	2036289861	75.29	2033767731	2522130	99.88	0.12	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036456679	75.29	2033931049	2525630	99.88	0.12	0

THE TATA POWER COMPANY LIMITED

Hemant Bhargava

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED										
Resolution (6)										
Resolution required: (Ordinary / Special)						ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?						No				
Appointment of Mr. Saurabh Agrawal as a Director.										
	Promoter/Public	Mode of Voting	Total 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	Invalid Votes
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1112724497	29430657	97.42	2.58	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1112724497	29430657	97.42	2.58	0
3	Public-Others	E-Voting	397326232	1591954	0.40	1571421	20533	98.71	1.29	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1758772	0.44	1734739	24033	98.63	1.37	0
Total	Total	E-Voting	2704773510	2036291334	75.29	2006840144	29451190	98.55	1.45	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036458152	75.29	2007003462	29454690	98.55	1.45	0

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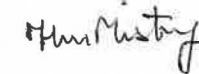
THE TATA POWER COMPANY LIMITED

Resolution (7)

Resolution required: (Ordinary / Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Appointment of Mr. Banmali Agrawala as a Director.	

	Promoter/Public	Mode of Voting	Total 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	Invalid Votes
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0.00
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1139652769	2502385	99.78	0.22	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1139652769	2502385	99.78	0.22	0.00
3	Public-Others	E-Voting	397326232	1567880	0.39	1533749	34131	97.82	2.18	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1734698	0.44	1697067	37631	97.83	2.17	0.00
Total	Total	E-Voting	2704773510	2036267260	75.28	2033730744	2536516	99.88	0.12	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036434078	75.29	2033894062	2540016	99.88	0.12	0.00

THE TATA POWER COMPANY LIMITED



COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED										
Resolution (8)										
Resolution required: (Ordinary / Special)							ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?							No			
Appointment of Mr. Praveer Sinha 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
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1141256937	898217	99.92	0.08	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1141256937	898217	99.92	0.08	0
3	Public-Others	E-Voting	397326232	1584918	0.40	1569747	15171	99.04	0.96	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1751736	0.44	1733065	18671	98.93	1.07	0
Total	Total	E-Voting	2704773510	2036284298	75.28	2035370910	913388	99.96	0.04	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036451116	75.29	2035534228	916888	99.95	0.05	0

THE TATA POWER COMPANY LIMITED

Praveer Sinha

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (9)

Resolution required: (Ordinary / Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Appointment of Mr. Praveer Sinha as CEO & 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
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0.00
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1133719124	8436030	99.26	0.74	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1133719124	8436030	99.26	0.74	0.00
3	Public-Others	E-Voting	397326232	1583469	0.40	1563779	19690	98.76	1.24	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1750287	0.44	1727097	23190	98.68	1.32	0.00
Total		E-Voting	2704773510	2036282849	75.28	2027827129	8455720	99.58	0.42	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036449667	75.29	2027990447	8459220	99.58	0.42	0

THE TATA POWER COMPANY LIMITED

M. Mistry

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (10)

Resolution required: (Ordinary / Special)	SPECIAL
Whether promoter/ promoter group are interested in the agenda/resolution?	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
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0.00
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1129185670	12969484	98.86	1.14	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1129185670	12969484	98.86	1.14	0.00
3	Public-Others	E-Voting	397326232	1598649	0.40	1533765	64884	95.94	4.06	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1765467	0.44	1697083	68384	96.13	3.87	0.00
Total		E-Voting	2704773510	2036298029	75.29	2023263661	13034368	99.36	0.64	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036464847	75.29	2023426979	13037868	99.36	0.64	0

THE TATA POWER COMPANY LIMITED

Himanshu

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED

Resolution (11)

Resolution required: (Ordinary / Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/resolution?	No
Commission to Non-Executive Directors.	

	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
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1414903052	1142153154	80.72	1142030509	122645	99.99	0.01	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142153154	80.72	1142030509	122645	99.99	0.01	0
3	Public-Others	E-Voting	397326232	1585865	0.40	1496504	89361	94.37	5.63	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1752683	0.44	1659822	92861	94.70	5.30	0
Total	Total	E-Voting	2704773510	2036283245	75.28	2036071239	212006	99.99	0.01	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036450063	75.29	2036234557	215506	99.99	0.01	0

THE TATA POWER COMPANY LIMITED

Amr Mistry

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED										
Resolution (12)										
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	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled	Invalid Votes
			[1]	[2]	[3]=[2]/[1]*100	[4]	[5]	[6]=[4]/[2]*100	[7]=[5]/[2]*100	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1142155154	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1142155154	0	100.00	0.00	0
3	Public-Others	E-Voting	397326232	1587801	0.40	1577251	10550	99.34	0.66	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1754619	0.44	1740569	14050	99.20	0.80	0
Total	Total	E-Voting	2704773510	2036287181	75.28	2036276631	10550	100.00	0.00	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036453999	75.29	2036439949	14050	100.00	0.00	0

THE TATA POWER COMPANY LIMITED

Amr Mistry

COMPANY SECRETARY

THE TATA POWER COMPANY LIMITED										
Resolution (13)										
Resolution required: (Ordinary / Special)						ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?						No				
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
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]
1	Promoter and Promoter Group	E-Voting	892544226	892544226	100.00	892544226	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		892544226	100.00	892544226	0	100.00	0.00	0.00
2	Public - Institutional holders	E-Voting	1414903052	1142155154	80.72	1140555296	1599858	99.86	0.14	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1142155154	80.72	1140555296	1599858	99.86	0.14	0.00
3	Public-Others	E-Voting	397326232	1594658	0.40	1576550	18108	98.86	1.14	0
		Poll		166818	0.04	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1761476	0.44	1739868	21608	98.77	1.23	0.00
Total	Total	E-Voting	2704773510	2036294038	75.29	2034676072	1617966	99.92	0.08	0
		Poll		166818	0.01	163318	3500	97.90	2.10	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2036460856	75.29	2034839390	1621466	99.92	0.08	0.00

THE TATA POWER COMPANY LIMITED

Atul Mishra

COMPANY SECRETARY

PARIKH & ASSOCIATES
COMPANY SECRETARIES

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 through electronic voting system at the 99th Annual General Meeting of The Tata Power Company Limited held on Friday, July 27, 2018 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, 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 proposed at the 99th Annual General Meeting (AGM) of The Tata Power Company Limited on Friday, July 27, 2018 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 27, 2018.

The notice dated May 14, 2018 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 July 20, 2018 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Tuesday, July 24, 2018 at 9.00 a.m. (IST) and ended on Thursday, July 26, 2018 at 5.00 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 the Audited Financial Statements of the Company for the financial year ended 31st March, 2018, 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
1162	2,03,31,22,311	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
16	8,693	0.00

(iii) Invalid votes:

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



Resolution 2: Ordinary Resolution

Adoption of the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2018, 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
1154	2,03,31,13,959	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
20	12,509	0.00

(iii) **Invalid** votes:

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



Resolution 3: Ordinary Resolution

Declaration of dividend on Equity Shares for the financial year ended 31st March, 2018.

(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
1158	2,03,53,76,936	99.95

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
20	10,87,892	0.05

(iii) Invalid votes:

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



Resolution 4: Ordinary Resolution

Appointment of Director in place of Mr. N. Chandrasekaran (DIN: 00121863), who retires by rotation and, being eligible, offers himself 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
*1084	2,00,61,49,899	98.51

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
90	3,03,11,046	1.49

(iii) **Invalid** votes:

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



Resolution 5: Ordinary Resolution**Appointment of Mr. Hemant Bhargava 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
1114	2,03,39,31,049	99.88

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
49	25,25,630	0.12

(iii) **Invalid** votes:

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



Resolution 6: Ordinary Resolution**Appointment of Mr. Saurabh Agrawal 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
*1081	2,00,70,03,462	98.55

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
85	2,94,54,690	1.45

(iii) **Invalid** votes:

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



Resolution 7: Ordinary Resolution**Appointment of Mr. Banmali Agrawala 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
1096	2,03,38,94,062	99.88

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
60	25,40,016	0.12

(iii) **Invalid** votes:

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



Resolution 8: Ordinary Resolution**Appointment of Mr. Praveer Sinha 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
1119	2,03,55,34,228	99.95

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
42	9,16,888	0.05

(iii) **Invalid** votes:

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



Resolution 9: Ordinary Resolution**Appointment of Mr. Praveer Sinha as CEO & 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
1111	2,02,79,90,447	99.58

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
54	84,59,220	0.42

(iii) **Invalid** votes:

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



Resolution 10: 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
*1070	2,02,34,26,979	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
97	1,30,37,868	0.64

(iii) **Invalid** votes:

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



Resolution 11: Ordinary Resolution**Commission to Non-Executive Directors.**(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
1027	2,03,62,34,557	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
132	2,15,506	0.01

(iii) **Invalid** votes:

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



Resolution 12: 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
1142	2,03,64,39,949	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
23	14,050	0.00

(iii) **Invalid** votes:

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



Resolution 13: 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
1129	2,03,48,39,390	99.92

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
41	16,21,466	0.08

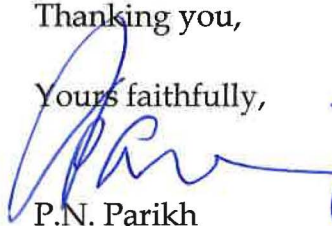

(iii) Invalid votes:

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

*Shareholders who have split their votes "assent" as well as "dissent", while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head "assent".

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: July 27, 2018

THE TATA POWER COMPANY LIMITED



COMPANY SECRETARY

