



30th July 2020
BJ/SH-L2/

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring,
Rotunda Bldg., P. J. Towers,
Dalal Street, Fort,
Mumbai 400 001.
Scrip Code: 500400

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

Dear Sirs,

Summary of Proceedings and Voting Results of the 101st Annual General Meeting

In terms of the General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19” and General Circular No. 20/ 2020 dated 5th May 2020, in relation to ‘Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)’ (collectively referred to as ‘MCA Circulars’) and Securities and Exchange Board of India Vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, in relation to ‘Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 - Covid-19 pandemic’ (‘SEBI Circular’), the 101st Annual General Meeting (AGM) of the Company was held on Thursday, 30th July 2020 at 3.00 p.m. (IST) through two-way VC/OAVM to transact the business as stated in the Notice dated 2nd July 2020, convening the AGM. All the items of business contained in the Notice of the AGM dated 2nd July 2020 were transacted and passed by the Members with requisite majority. The Company also facilitated the live webcast of the proceedings.

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 during the proceedings of the AGM, 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 30th July 2020, 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 AGM concluded at 5:24 p.m. (IST).

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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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

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

Company Secretary

Encls.

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Annexure-1

Summary of proceedings of the 101st Annual General Meeting of the Company

The 101st Annual General Meeting ('AGM') of the Members of The Tata Power Company Limited ('the Company') was held on Thursday, 30th July 2020 at 3.00 p.m. (IST) through two-way Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). The Company, while conducting the Meeting, adhered to the Ministry of Corporate Affairs (MCA) Circulars, Securities and Exchange Board of India (SEBI) Circular, and other social distancing norms in view of the outbreak of COVID-19 pandemic.

The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC.

Mr. N. Chandrasekaran, Chairman of the Company chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

All the Directors of the Company attended the Meeting. The respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee were also present at the AGM. The representatives of SRBC & Co. LLP, Statutory Auditors, M/s. Makarand M. Joshi & Co., Secretarial Auditors and M/s. Parikh and Associates, Scrutinizers for the e-Voting and the voting during the proceedings of the AGM, were also present at the Meeting through VC.

With the consent of the Members, the Notice convening the Meeting and the Auditors' Report were taken as read. The Members were informed that the Statutory Auditors' Report and Secretarial Audit Report did not have any qualifications.

The Chairman acknowledged the presence of the union representatives whose support and contribution had led to excellent industrial harmony at the Company's establishments. The Chairman also acknowledged the contribution of all the employees and other stakeholders during the year.

The Chairman then made his opening remarks with respect to the growth outlook and the operations of the Company. Thereafter, Mr. Praveer Sinha, CEO & Managing Director made a presentation covering the financial performance, business highlights, strategic journey, Covid-19 initiatives, employee engagement initiatives, awards and recognitions, etc.

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 2020 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary

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2.	Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March 2020 together with the Report of the Auditors thereon.	Ordinary
3.	Declaration of dividend on Equity Shares for the financial year ended 31 st March 2020.	Ordinary
4.	Appointment of Director in place of Mr. Hemant Bhargava (DIN: 01922717), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
5.	Issuance of Equity Shares to Tata Sons Private Limited, Promoter of the Company, on a Preferential Basis	Special
6.	Appointment of Branch Auditors.	Ordinary
7.	Ratification of Cost Auditor's Remuneration.	Ordinary

The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system before the Meeting. He further informed that the remote e-Voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-Voting. He further informed that Mr. P. N. Parikh (FCS No. 327) of M/s. Parikh and Associates, Company Secretaries had been appointed as Scrutinizers to supervise that the remote e-Voting and the voting during the proceedings of the AGM was done in a fair and transparent manner.

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. He also thanked the Directors for joining the Meeting virtually. The e-Voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. The Chairman authorized 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 alongwith the Scrutinizer's Report, shall be placed on the Company's website www.tatapower.com and on the website of NSDL www.evoting.nsdl.com. The results would also be immediately forwarded to the Stock Exchanges where the Company's Equity Shares are listed viz. BSE Limited and National Stock Exchange of India Limited and be made available on their respective websites viz. www.bseindia.com and www.nseindia.com.

The Scrutinizer's Report was received on Thursday, 30th July 2020 and, as set out therein, all the Resolutions have been passed with the requisite majority.

For The Tata Power Company Limited

Company Secretary

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Annexure-2

101st Annual General Meeting Voting Results

Date of the AGM	30 th July 2020
Total number of shareholders on record date	4,67,012
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter group• Public	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
No. of Shareholders attended the meeting through Video Conferencing <ul style="list-style-type: none">• Promoter and Promoter group• Public	2 427

The Tata Power Company Limited

Company Secretary

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THE TATA POWER COMPANY LIMITED										
Resolution (1)										
Resolution required: (Ordinary / Special)						ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?						NO				
To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2020, 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	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	1006691528	1006691528	100.00	1006691528	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		1006691528	100.00	1006691528	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1212924787	986273586	81.31	986273586	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		1212924787	81.31	986273586	0	100.00	0.00	0
3	Public-Others	E-Voting	485157195	3554906	0.73	3527726	27180	99.24	0.76	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		485157195	0.73	3527726	27180	99.24	0.76	0
Total	Total	E-Voting	2704773510	1996520020	73.81	1996492840	27180	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		2704773510	73.81	1996492840	27180	100.00	0.00	0

The Tata Power Company Limited

John Mistry

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				
To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2020, 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	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	1006691528	1006691528	100.00	1006691528	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		1006691528	100.00	1006691528	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1212924787	986273586	81.31	986273586	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		1212924787	81.31	986273586	0	100.00	0.00	0
3	Public-Others	E-Voting	485157195	3554556	0.73	3527522	27034	99.24	0.76	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		485157195	0.73	3527522	27034	99.24	0.76	0
Total	Total	E-Voting	2704773510	1996519670	73.81	1996492636	27034	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		2704773510	73.81	1996492636	27034	100.00	0.00	0

The Tata Power Company Limited

John Mistry

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			
To declare a dividend on Equity Shares for the financial year ended 31st March 2020.										
	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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$	[8]
1	Promoter and Promoter Group	E-Voting	1006691528	1006691528	100.00	1006691528	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								
2	Public - Institutional holders	E-Voting	1212924787	986375794	81.32	986375794	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								
3	Public-Others	E-Voting	485157195	3875708	0.80	3846934	28774	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								
Total	Total	E-Voting	2704773510	1996943030	73.83	1996914256	28774	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								

The Tata Power Company Limited

John Mistry

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			
To appoint a Director in place of Mr. Hemant Bhargava (DIN:01922717), 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	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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
1	Promoter and Promoter Group	E-Voting	1006691528	1006691528	100.00	1006691528	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		1006691528	100.00	1006691528	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1212924787	982134294	80.97	979938213	2196081	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		982134294	80.97	979938213	2196081	99.78	0.22	0
3	Public-Others	E-Voting	485157195	3528885	0.73	3439322	89563	97.46	2.54	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		3528885	0.73	3439322	89563	97.46	2.54	0
Total	Total	E-Voting	2704773510	1992354707	73.66	1990069063	2285644	99.89	0.11	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		1992354707	73.66	1990069063	2285644	99.89	0.11	0

The Tata Power Company Limited

John Mistry

Company Secretary

THE TATA POWER COMPANY LIMITED										
Resolution (5)										
Resolution required: (Ordinary / Special)							SPECIAL			
Whether promoter/ promoter group are interested in the agenda/resolution?							NO			
Issuance of Equity Shares to Tata Sons Private Limited, Promoter of the Company, on a Preferential Basis										
	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]	$[3]=\frac{[2]}{[1]}*100$	[4]	[5]	$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$	[8]
1	Promoter and Promoter Group	E-Voting	1006691528	1006691528	100.00	1006691528	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		1006691528	100.00	1006691528	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1212924787	986375794	81.32	986256046	119748	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		986375794	81.32	986256046	119748	99.99	0.01	0
3	Public-Others	E-Voting	485157195	3874657	0.80	3797308	77349	98.00	2.00	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		3874657	0.80	3797308	77349	98.00	2.00	0
Total	Total	E-Voting	2704773510	1996941979	73.83	1996744882	197097	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		1996941979	73.83	1996744882	197097	99.99	0.01	0

The Tata Power Company Limited

Pran Mistry

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 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	1006691528	1006691528	100.00	1006691528	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		1006691528	1006691528	100.00	1006691528	0	100.00	0.00
2	Public - Institutional holders	E-Voting	1212924787	986375794	81.32	986375794	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		1212924787	986375794	81.32	986375794	0	100.00	0.00
3	Public-Others	E-Voting	485157195	3529500	0.73	3491713	37787	98.93	1.07	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		485157195	3529500	0.73	3491713	37787	98.93	1.07
Total	Total	E-Voting	2704773510	1996596822	73.82	1996559035	37787	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		2704773510	1996596822	73.82	1996559035	37787	100.00	0.00

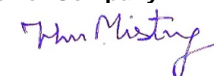
The Tata Power Company Limited

Man Mistry

Company Secretary

THE TATA POWER COMPANY LIMITED										
Resolution (7)										
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	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]	$[3]=\frac{[2]}{[1]}\times 100$	[4]	[5]	$[6]=\frac{[4]}{[2]}\times 100$	$[7]=\frac{[5]}{[2]}\times 100$	[8]
1	Promoter and Promoter Group	E-Voting	1006691528	1006691528	100.00	1006691528	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		1006691528	100.00	1006691528	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	1212924787	986375794	81.32	986375794	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		986375794	81.32	986375794	0	100.00	0.00	0
3	Public-Others	E-Voting	485157195	3530086	0.73	3463197	66889	98.11	1.89	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		3530086	0.73	3463197	66889	98.11	1.89	0
Total	Total	E-Voting	2704773510	1996597408	73.82	1996530519	66889	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		1996597408	73.82	1996530519	66889	100.00	0.00	0

The Tata Power Company Limited



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 : 400053
Tel No 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 - 400 001.

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 remote e-voting during the 101st Annual General Meeting of The Tata Power Company Limited held on Thursday, July 30, 2020 at 3.00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, P.N.Parikh, of 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 101st Annual General Meeting ("AGM") of The Tata Power Company Limited on Thursday, July 30, 2020 at 3.00 p.m.(IST) through VC / OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated July 02, 2020, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.

Continuation Sheet

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 voting period for remote e-voting commenced on Monday, July 27, 2020 (9:00 a.m. IST) and ended on Wednesday, July 29, 2020 (5:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the “cut-off” date of Thursday, July 23, 2020 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast 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 prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting 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 prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March 2020, 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
1,472	1,99,64,92,840	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
19	27,180	0.00

(iii) **Invalid** votes:

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

Resolution 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2020, 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
1,467	1,99,64,92,636	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
22	27,034	0.00

(iii) **Invalid** votes:

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

Resolution 3: Ordinary Resolution

To declare a dividend on Equity Shares for the financial year ended 31st March 2020.

(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
1,476	1,99,69,14,256	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	28,774	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

To appoint a Director in place of Mr. Hemant Bhargava (DIN: 01922717), 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
1,395	1,99,00,69,063	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
88	22,85,644	0.11

(iii) **Invalid** votes:

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

Resolution 5: Special Resolution**Issuance of Equity Shares to Tata Sons Private Limited, Promoter of the Company, on a Preferential Basis**(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
1,384	1,99,67,44,882	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
109	1,97,097	0.01

(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 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
1,456	1,99,65,59,035	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
35	37,787	0.00

(iii) **Invalid** votes:

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

Resolution 7: 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
1,426	1,99,65,30,519	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
62	66,889	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**

Digitally signed by P N Parikh
DN: c=IN, o=Personal,
postalCode=400104, st=Maharashtra,
2.5.4.20=02a59473a64d87ecbddfe0a8e
3ad70b06b16d5d30bb138b26dccc4b
693f8ed1,
serialNumber=e6a5dfe9f9f1e9732378e
198497c9be1a9a5543aafae294fe7c98b
0c5e69c2fc, cn=P N Parikh
Date: 2020.07.30 20:02:34 +05'30'

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 30, 2020

For The Tata Power Company Limited

Company Secretary