

17th ANNUAL GENERAL MEETING (AGM) HELD ON FRIDAY, AUGUST 06, 2021
DECLARATION OF RESULTS OF REMOTE E-VOTING AND E-VOTING DURING THE AGM

Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time read with circulars dated January 13, 2021, May 05, 2020, April 13, 2020 and April 08, 2020 issued by Ministry of Corporate Affairs, Torrent Power Limited ("the Company") had provided remote e-voting facility and e-voting facility during the meeting, to its Members to enable them to cast their vote electronically on the resolutions proposed in the Notice of 17th AGM. For providing e-voting facility, the Company has appointed Central Depository Services Limited ("CDSL"). The remote e-voting was open from 9.00 a.m. on Monday, August 02, 2021 up to 5.00 p.m. on Thursday, August 05, 2021 and thereafter remote e-voting was disabled by CDSL.

The Company had also provided e-voting facility to the Members present at the AGM through Video Conferencing or Other Audio Video Means and who had not casted their vote earlier.

The Board of Directors had appointed Rajesh Parekh, Practicing Company Secretary (Membership No. A8073) and failing him Jitesh Patel, Practicing Company Secretary (Membership No. A20400), as the Scrutinizer to scrutinize the remote e-voting process and e-voting during AGM, in a fair and transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received during the voting period and submitted his Consolidated Report, on August 06, 2021. The Consolidated Report of Scrutinizer on remote e-voting and e-voting during the meeting is attached herewith.

The Consolidated Result as per the Scrutinizer's Report is as follows:

Sr. No.	Item No.	Type of Resolution	No. of Votes in favour	% of Votes in favour	No. of Votes Against	% of Votes Against
Ordinary Business						
1.	Adoption of the Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, including report thereon of the Auditors and the Board of Directors.	Ordinary	422958940	100.00	132	0.00
2.	Adoption of the Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, including report thereon of the Auditors.	Ordinary	422958852	100.00	170	0.00
3.	Confirmation of payment of Interim Dividend and declaration of Final Dividend for the Financial Year ended March 31, 2021.	Ordinary	421284012	99.60	1675060	0.40
4.	Re-appointment of Jinal Mehta (DIN: 02685284), who retired by rotation and being eligible offered himself for re-appointment.	Ordinary	422227808	99.83	731262	0.17
Special Business						
5.	Ratification of remuneration of M/s. Kirit Mehta & Co., Cost Accountants, Mumbai, the Cost Auditors, for FY 2021-22.	Ordinary	422957085	100.00	1985	0.00
6.	Appointment of Usha Sangwan (DIN: 02609263) as an Independent Director of the Company for a term of 5 consecutive years commencing from May 21, 2021 upto May 20, 2026 (both days inclusive)	Ordinary	422721550	100.00	9520	0.00
7.	Commission to Sudhir Mehta, Non-Executive Director and Chairman Emeritus, for FY 2020-21.	Special	395624947	93.59	27106123	6.41
8.	Issuance of Non-Convertible Debentures on a private placement basis.	Special	422953533	100.00	5539	0.00



Based on the Consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of the 17th AGM have been duly approved by the Members with requisite majority.

For, Torrent Power Limited

Place: Ahmedabad
Date: August 06, 2021

Samir Mehta
Chairperson

RPAP & Co.

Company Secretaries

104 Ashwamegh Avenue
Nr. Mithakhali Underbridge,
Navrangpura, Ahmedabad - 380 009.

Phone: (O) 40045660

Mobile: 98797 92252; 8511000719

E: mail: rpap@csrajeshparekh.in; support@csrajeshparekh.in

Consolidated Report of Scrutinizer on remote e-voting and e-voting during 17th Annual General Meeting (AGM) of Torrent Power Limited

[Pursuant to section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014 and amendment thereof]

Date: August 06, 2021

To,
The Chairperson
Torrent Power Limited
"Samanvay", 600 Tapovan,
Ambawadi, Ahmedabad - 380 015

Dear Sir,

**Re: 17th AGM of the Equity Shareholders of Torrent Power Limited (the "Company")
held on Friday, August 06, 2021 at 9:30 am through Video Conferencing / Other
Audio Visual Means ("VC / OAVM").**

I, Rajesh Parekh, Practicing Company Secretary had been appointed as Scrutinizer by the Board of Directors of the Company to scrutinize the remote e-voting and e-voting process in respect of the below mentioned resolutions proposed at the 17th AGM of the Company, held on Friday, August 06, 2021 at 9:30 am through VC / OAVM.

I hereby submit my report as under:

1. Notice in relation to the aforesaid meeting was sent by the Company by email to those Members whose emails are registered with the Company.
2. The Company had provided the remote e-voting and e-voting facility through Central Depository Services (India) Limited (CDSL) to its Members holding shares in physical and dematerialized form, as on the cut-off date i.e. Friday, July 30, 2021 to exercise their right to vote on any or all of the business specified in the Notice of 17th AGM.

The details of the Members as on cut-off date and number of total shares of the Company on cut-off date as under:

No. of Members on cut-off date	No. of total shares of the Company on cut-off date
123357	480616784

- In accordance with the Notice of 17th AGM sent to the Members, the voting through remote e-voting was started on Monday, August 02, 2021 at 9:00 am and ended on Thursday, August 05, 2021 at 5:00 pm. Thereafter, e-voting module was disabled by the CDSL.
- The facility of e-voting during AGM through VC / OAVM was provided by CDSL pursuant to Circular dated January 13, 2021, May 05, 2020 read with Circulars dated April 13, 2020 and April 08, 2020 issued by Ministry of Corporate Affairs.
- The Members who were present at the AGM through VC/ OAVM and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- The quorum for the AGM was 68 (Sixty Eight) persons. Details of Members attended the meeting and number of Members who casted their vote at the meeting is as under:

No. of Members attended AGM	No. of Members casted vote during AGM
68	02

- After the closure of e-voting during AGM, the votes casted through remote e-voting and through e-voting during AGM were unblocked from the website of the CDSL (www.evotingindia.com) in the presence of Ms. Aishwarya Parekh and Mr. Jay Surti on Friday, August 06, 2021 at 10: 40 am, who are not the employees of the Company, and who have signed below as witness to the unblocking of the votes.
- The consolidated results of remote e-voting and the e-voting during AGM are as under:

Resolution No. 1, Ordinary Resolution:

Adoption of the Standalone Financial Statements of the Company for the Financial Year ended March 31, 2021, including reports of the Auditors and the Board's Report thereon

1. Voted **in favour** of the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	477	415901590	100.00
E-voting during AGM	02	7057350	100.00
Total	479	422958940	100.00

2. Voted **against** the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	02	132	0.00
E-voting during AGM	0	0	0.00
Total	02	132	0.00

3. **Invalid** Votes:

Type of voting	Number of Members whose votes were declared invalid	Total number of invalid votes
Remote e-voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 2, Ordinary Resolution:

Adoption of the Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2021, including report of the Auditors thereon

1. Voted **in favour** of the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	473	415901502	100.00
E-voting during AGM	02	7057350	100.00
Total	475	422958852	100.00

2. Voted **against** the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	05	170	0.00
E-voting during AGM	0	0	0.00
Total	05	170	0.00

3. **Invalid** Votes:

Type of voting	Number of Members whose votes were declared invalid	Total number of invalid votes
Remote e-voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 3, Ordinary Resolution:

Confirmation of payment of interim dividend of ₹ 5.50 per equity share and declaration of final dividend of ₹ 5.50 per equity share for the Financial Year ended March 31, 2021

1. Voted **in favour** of the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	476	414226662	99.60
E-voting during AGM	02	7057350	100.00
Total	478	421284012	99.60

2. Voted **against** the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	03	1675060	0.40
E-voting during AGM	0	0	0.00
Total	03	1675060	0.40

3. **Invalid** Votes:

Type of voting	Number of Members whose votes were declared invalid	Total number of invalid votes
Remote e-voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 4, Ordinary Resolution:

Re-appointment of Jinal Mehta (DIN: 02685284), who retired by rotation and being eligible offered himself for re-appointment

1. Voted **in favour** of the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	463	415170458	99.83
E-voting during AGM	02	7057350	100.00
Total	465	422227808	99.83

2. Voted **against** the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	15	731262	0.17
E-voting during AGM	0	0	0.00
Total	15	731262	0.17

3. **Invalid** Votes:

Type of voting	Number of Members whose votes were declared invalid	Total number of invalid votes
Remote e-voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 5, Ordinary Resolution:

Ratification of remuneration of M/s. Kirit Mehta & Co., Cost Auditors for FY 2021-22

1. Voted **in favour** of the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	466	415899735	100.00
E-voting during AGM	02	7057350	100.00
Total	468	422957085	100.00

2. Voted **against** the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	12	1985	0.00
E-voting during AGM	0	0	0.00
Total	12	1985	0.00

3. **Invalid** Votes:

Type of voting	Number of Members whose votes were declared invalid	Total number of invalid votes
Remote e-voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 6, Ordinary Resolution:

Appointment of Usha Sangwan (DIN: 02609263) as an Independent Director of the Company

1. Voted **in favour** of the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	466	415664200	100.00
E-voting during AGM	02	7057350	100.00
Total	468	422721550	100.00

2. Voted **against** the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	11	9520	0.00
E-voting during AGM	0	0	0.00
Total	11	9520	0.00

3. **Invalid** Votes:

Type of voting	Number of Members whose votes were declared invalid	Total number of invalid votes
Remote e-voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 7, Special Resolution:

Commission to Sudhir Mehta, Non-Executive Director and Chairman Emeritus, for FY 2020-21

1. Voted **in favour** of the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	333	388567597	93.48
E-voting during AGM	02	7057350	100.00
Total	335	395624947	93.59

2. Voted **against** the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	144	27106123	6.52
E-voting during AGM	0	0	0.00
Total	144	27106123	6.41

3. **Invalid** Votes:

Type of voting	Number of Members whose votes were declared invalid	Total number of invalid votes
Remote e-voting	0	0
E-voting during AGM	0	0
Total	0	0

Resolution No. 8, Special Resolution:

Issuance of Non-Convertible Debentures on a private placement basis
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1. Voted **in favour** of the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	459	415896183	100.00
E-voting during AGM	02	7057350	100.00
Total	461	422953533	100.00

2. Voted **against** the resolution:

Type of voting	Number of Members who voted	Number of votes casted by them	% of total number of valid votes casted
Remote e-voting	20	5539	0.00
E-voting during AGM	0	0	0.00
Total	20	5539	0.00

3. **Invalid** Votes:

Type of voting	Number of Members whose votes were declared invalid	Total number of invalid votes
Remote e-voting	0	0
E-voting during AGM	0	0
Total	0	0

9. A Compact Disc (CD) containing a list of Equity Shareholders who voted "FOR" and "AGAINST" for each resolution in remote e-voting and e-voting during AGM is enclosed.

Accordingly, the resolutions proposed at the AGM have been approved by the Members of the Company with requisite majority.

Thanking you,

Yours faithfully,

**For RPAP & Co.
Company Secretaries**

**Rajesh Parekh
Partner
Mem. No. 8073
C.O.P No. 2939
UDIN: A008073C000747570
Peer review No: 1305/2021**

**Name and Address of Witnesses of unblocking of remote e-voting and e-voting during
AGM:**

1. Ms. Aishwarya Parekh

C/4 Archana Park,
Hotel President Lane,
Navrangpura,
Ahmedabad- 380009

2. Mr. Jay Surti

R - 2, Vikram Appartment,
Nr. Shreyas Crossing, Ambawadi,
Ahmedabad - 380015

Counter Signed by

**Samir Mehta
Chairperson
Torrent Power Limited**