

Date: September 29, 2014

**The Chairman,
Board of Directors,
Reliance Power Limited,**
H' Block, 1st Floor,
Dhirubhai Ambani Knowledge City,
Navi Mumbai – 400 710

Dear Sir,

Sub : Report on Electronic Voting

This has reference to my appointment as Scrutinizer by the Board of Directors of the Company at their meeting held on July 18, 2014 in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for voting by Electronic means (e-voting) in respect of the business to be transacted at the Annual General Meeting as per Notice dated August 18, 2014, issued by Reliance Power Limited (the Company) to its shareholders.

The Company had appointed Karvy Computershare Private Limited, Registrar and Transfer Agent of the Company as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider had provided a system for recording the votes of the shareholders electronically on the items of business sought to be transacted in the Annual General Meeting of the Company which is scheduled to be held on Tuesday, the September 30, 2014. Accordingly, the Service Provider had set up e-voting facility on their website "<https://evoting.karvy.com>". The Company had uploaded the notice of the meeting on its website and also that of its Service Provider to facilitate their shareholders to cast their vote through e-voting.

In this connection, I submit my report as under:

1. The Company had sent notice of the Annual General Meeting to all the members of the Company whose names appear in the register of members as on August 14, 2014 in accordance with Rule 20 of the Companies (Management and Administration) Rules 2014 (Rules). The e-voting remained open from September 24, 2014 at 10.00 A.M. to September 26, 2014 till 6.00 P.M.
2. At the end of the voting period, the portal where votes were cast was blocked.
3. The votes were thereafter unblocked in the presence of two witnesses who were not in employment of the Company. A register recording the assent or dissent in e-voting mentioning the particulars required under Rule 20 of the Rules has been electronically generated. The results of the e-voting are given below:



Ordinary Business:

Resolution No.1: To consider and adopt : (a) the audited financial statement of the Company for the financial year ended March 31, 2014 and the reports of the Board of Directors and Auditors thereon, and, (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2014 and the reports of the Auditors thereon.

Particulars	Total number of members	Total number of votes cast by them.
Total number of members voted through e-voting	484	2173585753
Total number of Invalid votes	11	10436018
Total number of Valid votes ***	474	2163149735

Particulars	Number of members	No. of votes cast	% of valid votes
Total valid votes received	474	2163149735	100.000
Assented to resolution	453	2163147771	99.999
Dissented to resolution	21	1964	0.001
Result	Carried as an Ordinary Resolution with requisite majority		

Note: ***01 member has voted with 02 shares assenting and 30 shares dissenting.

Ordinary Business:

Resolution No.2: To appoint a Director in place of Dr. V. K. Chaturvedi (DIN: 01802454), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Total number of members	Total number of votes cast by them.
Total number of members voted through e-voting	484	2173585753
Total number of Invalid votes	11	8595968
Total number of Valid votes ***	474	2164989785

Particulars	Number of members	No. of votes cast	% of valid votes
Total valid votes received	474	2164989785	100.000
Assented to resolution	413	2162756821	99.897
Dissented to resolution	61	2232964	0.103
Result	Carried as an Ordinary Resolution with requisite majority		

Note: ***01 member has voted with 49 shares assenting and 100 shares dissenting.

Ordinary Business:

Resolution No.3: To appoint Auditors and to fix their remuneration and in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution: "RESOLVED THAT M/s. Chaturvedi & Shah, Chartered Accountants (Firm Registration No. 101720W) and M/s. Price Waterhouse, Chartered Accountants (Firm Registration No. 301112E) be and are hereby appointed as the Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting of the Company, on such remuneration as shall be fixed by the Board of Directors."

Particulars	Total number of members	Total number of votes cast by them.
Total number of members voted through e-voting	484	2173585753
Total number of Invalid votes	12	8714108
Total number of Valid votes ***	473	2164871645

Particulars	Number of members	No. of votes cast	% of valid votes
Total valid votes received	473	2164871645	100.000
Assented to resolution	431	2164424183	99.979
Dissented to resolution	42	447462	0.021
Result	Carried as an Ordinary Resolution with requisite majority		

*Note: *** 01 member has voted with 100 shares assenting and 49 shares dissenting.*

A print-out of the Electronic Register has been kept in my safe custody and shall be retained until the minutes of the Annual General Meeting are approved and signed, and shall be returned to the Company thereafter.

You may accordingly declare the results of the e-voting in respect of the resolution given in the notice dated August 18, 2014 issued under Section 108 in the Companies Act, 2013 and Rules made there under.

Yours faithfully,



Anil Lohia
(Partner)
M.No.031626
(Scrutinizer)