

dayal and lohia
chartered accountants

Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 29th Annual General Meeting (the "AGM") of Reliance Power Limited (the "Company") held on Friday, July 28, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

To,
Shri Sateesh Seth
Chairman of the Meeting
Reliance Power Limited
Reliance Centre, Ground Floor,
19, Walchand Hirachand Marg,
Ballard Estate,
Mumbai 400 001

Dear Sir

1. The Board of Directors of the Company appointed me, Khushit Jain, Chartered Accountant in practice, Partner of M/s. Dayal and Lohia, Chartered Accountants, as a scrutinizer for the purpose of scrutinizing the:

- (i) e-voting process (the "remote e-voting") under the provisions of Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (the "Rules") as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "SEBI LODR Regulations"); and
- (ii) process of voting through electronic voting system during the AGM (the "e-voting") under the provisions of Section 109 of the Act read with Rule 21 of the Rules,

on each of the business contained in the Notice dated May 15, 2023 (the "Notice") of the 29th Annual General Meeting of the Members of the Company held on July 28, 2023 through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

2. The management of the Company is responsible for ensuring compliances with the requirements of the Act, the Rules and SEBI LODR Regulations relating to voting through remote e-voting and through e-voting during the AGM on the business contained in the Notice of the 29th AGM of the Members of the Company.
3. The Company has appointed M/s. KFin Technologies Limited ("KFintech"), the agency authorized under Rule 20 of the Rules and SEBI LODR Regulations, to provide remote e-voting facility to the Members of the Company from 10.00 A.M. (IST) on Monday, July 24, 2023 to 5.00 P.M. (IST) on Thursday, July 27, 2023.

4. My responsibility as a scrutinizer for the voting process (by remote e-voting and e-voting during the AGM), was restricted to scrutinize the remote e-voting process and e-voting during the AGM in a fair and transparent manner and to prepare a consolidated Scrutinizer's report of the votes cast "in favour" or "against" on each of the resolutions stated in the Notice, based on the reports generated from the remote e-voting system provided by KFintech and based on the result of e-voting conducted during the AGM.
5. Separate Scrutinizer's Reports of even date have been issued on the remote e-voting and on the e-voting conducted during the AGM on the business contained in the Notice to the AGM. I submit a consolidated Scrutinizer's report on the results of voting by remote e-voting and e-voting at the AGM as under:-

Item No. 1:-

Ordinary Resolution to consider and adopt :

- a) the audited financial statement of the Company for the financial year ended March 31, 2023 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, 2023 and the report of the Auditors thereon.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	2,350	27	2,377	96,50,25,689	1,34,13,493	97,84,39,182	80.3187
Against	227	0	227	23,97,56,826	0	23,97,56,826	19.6813
Total *	2,573	27	2,600	1,20,47,82,515	1,34,13,493	1,21,81,96,008	100.0000
Invalid / Abstained	105	0	105	10,61,83,713	0	10,61,83,713	---

* 4 shareholders with 47 shares voted "in favour" of, and 41 shares "against" the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated May 15, 2023 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Shri Raja Gopal Krotthapalli (DIN:00019958), who retires by rotation under the provisions of the Companies Act, 2013 and being eligible, offers himself for re-appointment.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	2,316	27	2,343	1,30,86,58,584	1,34,13,493	1,32,20,72,077	99.8429
Against	256	-	256	20,79,776	0	20,79,776	0.1571
Total *	2,567	27	2,594	1,31,07,38,360	1,34,13,493	1,32,41,51,853	100.0000
Invalid / Abstained	111	0	111	2,27,772	0	2,27,772	---

* 5 shareholders with 190 shares voted “in favour” of, and 182 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated May 15, 2023 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 3:-

Ordinary Resolution for Remuneration to Cost Auditors

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	2,335	27	2,362	1,30,94,60,600	1,34,13,493	1,32,28,74,093	99.9100
Against	229	-	229	11,92,172	-	11,92,172	0.0900
Total *	2,561	27	2,588	1,31,06,52,772	1,34,13,493	1,32,40,66,265	100.0000
Invalid / Abstained	117	-	117	3,16,972	-	3,16,972	---

* 3 shareholders with 122 shares voted “in favour” of, and 135 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated May 15, 2023 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 4:-

Ordinary Resolution for appointment of Shri Ashok Kumar Pal as Manager.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	2,319	27	2,346	1,30,95,69,376	1,34,13,493	1,32,29,82,869	99.9508
Against	236	-	236	6,51,841	-	6,51,841	0.0492
Total *	2,549	27	2,576	1,31,02,21,217	1,34,13,493	1,32,36,34,710	100.0000
Invalid / Abstained	129	-	129	7,49,364	-	7,49,364	---

* 6 shareholder(s) with 209 shares voted “in favour” of, and 357 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 4 of the Notice dated May 15, 2023 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 5:-

Ordinary Resolution for appointment of Shri Punit Narendra Garg as a Director.

	Number of members			Number of votes contained in			
	Remote e-voting	e-voting during the AGM	Total	Remote e-voting	e-voting during the AGM	Total	%
In favour	2,308	26	2,334	1,18,54,90,293	1,34,04,640	1,19,88,94,933	98.1581
Against	260	1	261	2,24,88,059	8,853	2,24,96,912	1.8419
Total *	2,560	27	2,587	1,20,79,78,352	1,34,13,493	1,22,13,91,845	100.0000
Invalid / Abstained	118	-	118	10,29,92,315	-	10,29,92,315	---

* 8 shareholders with 1,40,42,048 shares voted “in favour” of, and 1,06,349 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 5 of the Notice dated May 15, 2023 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

6. In terms of the Notice for the AGM dated May 15, 2023, the Members who have already voted through remote e-voting were not entitled to vote at the AGM. As such, votes cast by the Members who had voted at remote e-voting were treated as invalid.

7. Electronic data and other relevant records relating to remote e-voting and e-voting during the AGM has been kept in my safe custody and shall be retained until the minutes of the AGM is approved and signed, and shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Khushit Jain

Practicing Chartered Accountant

Membership No. 608082

Partner

Dayal and Lohia

Chartered Accountants

(Firm Registration No.102200W)

Countersigned by:
For **Reliance Power Limited**

Chairman / Authorised Person

Place : Mumbai

Dated : 28th July, 2023.

UDIN : 23608082BHAXRT2093