

dayal and lohia
chartered accountants

Consolidated Scrutinizer's Report on the results of the remote e-voting process and e-voting conducted at the 30th Annual General Meeting (the "AGM") of Reliance Power Limited (the "Company") held on Saturday, August 03, 2024 through video conferencing / other audio-visual means.

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, Anil Lohia, 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 25, 2024 (the "Notice") of the 30th Annual General Meeting of the Members of the Company held on August 03, 2024 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 30th 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 Tuesday, July 30, 2024 to 5.00 P.M. (IST) on Friday, August 02, 2024.
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, 2024 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, 2024 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	3,113	18	3,131	1,24,48,52,841	24,90,086	1,24,73,42,927	82.9627
Against	225	-	225	25,61,55,432	-	25,61,55,432	17.0373
Total *	3,324	18	3,342	1,50,10,08,273	24,90,086	1,50,34,98,359	100.0000
Invalid / Abstained	113	-	113	11,36,49,023	-	11,36,49,023	---

* 14 shareholders with 15,559 shares voted “in favour” of, and 6,49,002 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 1 of the Notice dated May 25, 2024 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 Sateesh Seth (DIN:00004631), 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	3,022	18	3,040	1,35,20,49,267	24,90,086	1,35,45,39,353	84.2922
Against	309	-	309	25,24,18,421	-	25,24,18,421	15.7078
Total *	3,316	18	3,334	1,60,44,67,688	24,90,086	1,60,69,57,774	100.0000
Invalid / Abstained	121	-	121	1,01,88,328	-	1,01,88,328	---

* 15 shareholders with 14,862 shares voted “in favour” of, and 6,50,197 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 2 of the Notice dated May 25, 2024 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	3,128	17	3,145	1,60,37,50,731	24,88,486	1,60,62,39,217	99.9563
Against	202	1	203	7,00,259	1,600	7,01,859	0.0437
Total *	3,310	18	3,328	1,60,44,50,990	24,90,086	1,60,69,41,076	100.0000
Invalid / Abstained	127	-	127	1,02,04,336	-	1,02,04,336	---

* 20 shareholders with 3,376 shares voted “in favour” of, and 3,055 shares “against” the resolution.

Based on the aforesaid results, Ordinary Resolution No. 3 of the Notice dated May 25, 2024 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 4:-

Special Resolution for Issuance of Foreign Currency Convertible Bonds and / or any other similar securities.

	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	3,102	18	3,120	1,50,10,18,353	24,90,086	1,50,35,08,439	99.9464
Against	212	-	212	8,06,636	-	8,06,636	0.0536
Total *	3,304	18	3,322	1,50,18,24,989	24,90,086	1,50,43,15,075	100.0000
Invalid / Abstained	133	-	133	11,28,31,013	-	11,28,31,013	---

* 10 shareholders with 4,623 shares voted “in favour” of, and 1,593 shares “against” the resolution.

Based on the aforesaid results, Special Resolution No. 4 of the Notice dated May 25, 2024 has been passed by the Members through e-voting during the AGM and through remote e-voting with requisite majority.

Item No. 5:-

Special Resolution for Issue of securities through qualified institutions placement on a private placement basis to the qualified institutional buyers.

	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	3,114	18	3,132	1,49,87,46,808	24,90,086	1,50,12,36,894	99.7954
Against	214	-	214	30,78,184	-	30,78,184	0.2046
Total *	3,313	18	3,331	1,50,18,24,992	24,90,086	1,50,43,15,078	100.0000
Invalid / Abstained	124	-	124	11,28,31,048	-	11,28,31,048	---

* 15 shareholders with 1,43,45,831 shares voted “in favour” of, and 8,96,247 shares “against” the resolution.

Based on the aforesaid results, Special Resolution No. 5 of the Notice dated May 25, 2024 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 25, 2024, the Members who have already voted through remote e-voting were not entitled to vote at the AGM.
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,

Anil Lohia
Practicing Chartered Accountant
Membership No. 031626
Partner
Dayal and Lohia
Chartered Accountants
(Firm Registration No.102200W)

Countersigned by:
For Reliance Power Limited

Chairman / Authorised Person

Place : Mumbai
Dated : 3rd August 2024.
UDIN : 24031626BKAVLL3756