

RELIANCE**Power****Reliance Power Limited**

CIN: L40101MH1995PLC084687

Registered Office: H Block, 1st Floor,
Dhirubhai Ambani Knowledge City,
Navi Mumbai 400 710

Tel: +91 22 3303 1000 Fax: +91 22 3303 3662

E-mail: reliancepower.investors@relianceada.com

Website: www.reliancepower.co.in

POSTAL BALLOT FORM

Despatch No:

Postal Ballot No:

1. Name and registered address of the sole / first named Member (IN BLOCK LETTERS) :

2. Name(s) of the joint Member(s), if any, (IN BLOCK LETTERS) :

3. Registered Folio Number / DP ID No. / Client ID No. * :

4. Number of Share(s) held :

(*Applicable to investors holding share(s) in dematerialized form)

I/ We, hereby exercise my / our vote in respect of the following Resolution to be passed through Postal Ballot for the Special Business stated in the Notice dated Wednesday, February 28, 2018 of Reliance Power Limited ("the Company") by sending my / our assent (FOR) or dissent (AGAINST) to the said resolutions by placing the tick mark (✓) at the appropriate column below:

Item (Resolution) No.	Description of Business Item	No. of Equity Share(s) Held	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Special Resolution : Issue of securities through qualified institutions placement on a private placement basis to qualified institutional buyers ("QIBs")			

Place :

Date :

(Signature of Member)

E-mail: _____ Tel. No. / Mobile No: _____

ELECTRONIC VOTING PARTICULARS

Electronic Voting Sequence Number (EVSN)	User ID	Password

NOTE: Please read the instructions printed overleaf carefully before exercising your vote.

INSTRUCTIONS

1. A Member desirous of exercising her / his / their vote by Postal Ballot may complete this Postal Ballot Form and send the Form duly completed and signed, in the enclosed self-addressed prepaid Business Reply Envelope to the following address of the Scrutinizer by post / courier.
Shri Anil Lohia / Shri Rinkit Kiran Uchat
Scrutinizer for Postal Ballot
Reliance Power Limited
C/o. Karvy Computershare Private Limited
Karvy Selenium Tower B,
Plot Number 31 & 32, Survey No. 116/22, 115/24, 115/25
Financial District, Nanakramguda
Hyderabad 500 032
Website: www.karvy.com
2. Please convey your assent / dissent in this Postal Ballot Form. The assent or dissent received in any other physical form shall not be considered valid.
3. This Form must be completed and signed (as per specimen signature registered with the Company) by the Member. In case of Joint-holding, this Form must be completed and signed by the first named Member and in his / her absence, by the next named Member.
4. **Postal Ballot Forms with following deficiencies will be rejected:**
 - a. A form other than this form issued by the company has been used;
 - b. It has not been signed by or on behalf of the Member;
 - c. Signature on the postal ballot form doesn't match the specimen signatures with the Company;
 - d. It is not possible to determine without any doubt the assent or dissent of the Member;
 - e. Neither assent nor dissent is mentioned;
 - f. Any competent authority has given directions in writing to the company to freeze the Voting Rights of the Member;
 - g. The envelope containing the postal ballot form is received after the last date prescribed;
 - h. The postal ballot form, signed in a representative capacity, is not accompanied by a certified copy of the relevant specific authority;
 - i. It is defaced or mutilated in such a way that its identity as a genuine form cannot be established;
 - j. Member has made any amendment to the Resolution or imposed any condition while exercising his vote.
5. The Scrutinizer's decision on the validity of the postal ballot / e-voting will be final.
6. The Postal Ballot / e-voting shall not be exercised by a proxy.
7. **Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5.00 P.M. on Monday, April 02, 2018.** All Postal Ballot Forms received after this date will be strictly treated as if the reply from such Member has not been received. The Scrutinizer will submit his report to the Chairman after completion of the scrutiny on or before Wednesday, April 04, 2018 and the results of voting by postal ballot (including voting through electronic means) will be declared on or before Wednesday, April 04, 2018, at the registered office of the Company at H Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai 400 710, by placing it along with the Scrutinizer's report on the Notice Board at Registered and Corporate office of the Company, by hosting on the website of the Company (www.reliancepower.co.in) and on the website of the Registrar and Transfer Agents viz. - Karvy Computershare Private Limited, ("RTA" or "Karvy") at www.karvy.com and shall also be communicated to the Stock Exchanges where the equity shares of the Company are listed.
8. In case of Shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified copy of Board Resolution / Authorisation together with the specimen signature(s) of the duly authorized signatories. (It is required only in case the signatories are other than the signatories whose specimen signatures are registered with the Company / the RTA at Karvy Selenium Tower B, Plot Number 31 & 32, Survey No. 116/22, 115/24, 115/25, Financial District, Nanakramguda, Hyderabad 500 032).
9. **Members whose names appear on the Register of Members /List of Beneficial Owners as on Friday, February 23, 2018 will be considered for the purpose of voting.** A person who is not a Member as on Friday, February 23, 2018 i.e. the cut-off date for reckoning voting rights should treat this Notice for information purposes only.
10. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member as on Friday, February 23, 2018.
11. Members are requested not to send any other paper along with the Postal Ballot Form and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.
12. There will be one Postal Ballot Form for every Folio / Client ID, irrespective of the number of joint holders.
13. In case of non-receipt of the Postal Ballot Form/ request for a duplicate Postal Ballot Form or for any query related thereto, the Members may contact Karvy Computershare Private Limited ("RTA" or "Karvy"), the Company's Registrar and Transfer Agents, Karvy Selenium Tower B, Plot Number 31 & 32, Survey No. 116/22, 115/24, 115/25, Financial District, Nanakramguda, Hyderabad - 500 032 or on Tel: +91 040 6716 1500; Toll Free No. 1800 4250 999 / E-mail: evoting@karvy.com.
14. The Members can opt for only one mode of voting. In case, Member(s) cast vote by sending physical form as well as vote through e-voting, then voting done through e-voting shall prevail and voting done by physical form shall be treated as invalid.
15. Any queries/grievances pertaining to voting by postal ballot including the remote e-voting process can be addressed to Shri Trevor Alvaries, Assistant General manager, Karvy Computershare Private Limited ("RTA" or "Karvy"), the Company's Registrar and Transfer Agents, Karvy Selenium Tower B, Plot Number 31 & 32, Survey No. 116/22, 115/24, 115/25, Financial District, Nanakramguda, Hyderabad 500 032; Tel: +91 040 6716 1500, E-mail id: rpower@karvy.com. Members may also write to reliancepower.investors@relianceada.com
16. **Members can cast their votes electronically from 10.00 A.M. on Sunday, March 04, 2018 to 5.00. P.M. on Monday, April 02, 2018.** The e-voting module shall be disabled by 'Karvy' for voting thereafter.
17. **Voting through electronic mode**
 The Company is pleased to offer e-voting facility for its Members to enable them to cast their votes electronically instead of dispatching postal ballot form. E-voting is optional. The procedure and instructions for the same are as follows:
 - i) Open your web browser during the voting period and navigate to "https://evoting.karvy.com".
 - ii) Enter the login credentials (i.e., user-id and password) mentioned on the Postal Ballot Form. Your folio/DP Client ID will be your User-ID.

User - ID	For Members holding shares in Demat Form:- Event number followed by NSDL:- 8 Character DP ID followed by 8 Digits Client ID For CDSL :- 16 digits beneficiary ID For Members holding shares in Physical Form:- Event number followed by Folio Number registered with the Company
Password	Your Unique password is printed on the Postal Ballot Form / via email sent along with the notice
Captcha	Enter the Verification code i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.
 - iii) Please contact Karvy's toll free No. **1800 4250 999** for any further clarifications.
 - iv) After entering these details appropriately, click on "LOGIN".
 - v) Members holding shares in Demat / Physical form will now reach Password Change menu wherein they are required to mandatorily change their login password in the new password field. The new password has to be minimum eight characters consisting of at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character. Kindly note that this password can be used by the Demat holders for voting for resolution of any other Company on which they are eligible to vote, provided that Company opts for e-voting through **Karvy e-Voting platform**. System will prompt you to change your password and update any contact details like mobile # number, email ID etc on first login. You may also enter the Secret Question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - vi) You need to login again with the new credentials.
 - vii) On successful login, system will prompt to select the 'Event' i.e., '**Company Name**'.
 - viii) If you are holding shares in Demat form and had logged on to "https://evoting.karvy.com" and have cast your vote earlier for any company, then your existing login id and password are to be used.
 - ix) On the voting page, you will see Resolution Description and against the same the option 'FOR/AGAINST/ABSTAIN' for voting. Enter the number of shares (which represents number of votes) under 'FOR/AGAINST/ABSTAIN' or alternatively you may partially enter any number in 'FOR' and partially in 'AGAINST', but the total number in 'FOR/AGAINST' taken together should not exceed your total shareholding. If the Member does not wish to cast, select 'ABSTAIN'.
 - x) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
 - xi) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
 - xii) Institutional Members (i.e. other than Individuals, HUF, NRI, etc.) are required to send scanned copy (PDF / JPG format) of the relevant Board resolution / Authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail at aql@dayalandlohia.com with copy marked to evoting@karvy.com. The file scanned image of the Board resolution / Authority letter should be in the naming format "Corporate Name Event no."