

**dayal and lohia**  
chartered accountants

To,  
**Board of Directors**  
**Reliance Power Limited**  
Reliance Centre, Ground Floor,  
19, Walchand Hirachand Marg,  
Ballard Estate,  
Mumbai 400 001

Dear Sir,

**Report on Postal Ballot including e-voting**

This has reference to my appointment as Scrutinizer by the Board of Directors of Reliance Power Limited ("the Company") vide resolution passed on April 22, 2022 as required under Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Rule 20 and 22 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 ("SEBI LODR Regulations"), for the time being in force for the purpose of scrutinizing the voting through electronic means and physical postal ballot in respect of the businesses contained in the Notice dated April 22, 2022 issued by the Company to all its Members.

In this connection, I hereby submit my report as under:

1. The Company had sent Postal Ballot Forms along with Notice pursuant to Section 110 of the Act read with Rules made thereunder to the members of the Company whose names appeared in the Register of Members or List of beneficial owners maintained by the Depository Participant(s) / Registrar and Transfer Agent as on April 15, 2022 (being the cut-off date), through emails. The said dispatch was completed on April 24, 2022. The Postal Ballot Notice and Postal Ballot Form are also available on the website of the Company at [www.reliancepower.co.in](http://www.reliancepower.co.in), websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the website of KFin Technologies Limited ('KFin') at [www.kfintech.com](http://www.kfintech.com), the e-voting Service Provider (ESP).
2. 11 physical Postal Ballot Forms were received from the members.
3. The management of the Company is responsible for ensuring compliance with the requirements of the Act and the Rules made thereunder and SEBI LODR Regulations, in the matter of voting through remote e-voting and through Postal Ballot on the businesses contained in the Notice of the Postal Ballot.
4. The Company had appointed M/s. KFin Technologies Limited ("KFin"), the agency authorised under Rule 20 of the Rules to provide remote e-voting facilities to the Members of the Company from 10.00 A.M. on Monday, April 25, 2022 to 5:00 P.M. on Tuesday, May 24, 2022. During the process of Voting by electronic means we have been assisted by and have relied upon the secured system provided by KFin for validation of voting by electronic means. In compliance with Rule 20(4)(xii) of the Rules, after counting the votes cast by Physical Postal Ballot, reports for voting for the resolutions have been generated from the e-voting website of KFin Technologies Limited, by

703, kohinoor square, n.c. kelkar marg, shivaji park, dadar, mumbai - 400 028.  
phones : (022) 4603 8224 / 3507 7087 • e-mail : [dayalandlohia@gmail.com](mailto:dayalandlohia@gmail.com)  
GSTIN : 27AAAAD1548C1ZY



unblocking the data after 5.00 P.M. on May 24, 2022 in the presence of two witnesses, who were not in the employment of the Company. The Voting by electronic means was validated with software controls.

5. For the purpose of this Report, I have considered the votes as under:
  - a. In physical mode, Postal Ballot Forms received up to 5:00 P.M. on May 24, 2022, the last date and time fixed by the Company; and
  - b. In electronic mode, Votes casted up to 5:00 P.M. on May 24, 2022 the last date and time fixed by the Company.
6. My responsibility as a scrutinizer for the remote e-voting process is restricted to scrutinize the remote e-voting process in a fair and transparent manner and to prepare Scrutinizer's report of the votes cast "In Favour" or "Against" the Resolutions stated in the Notice, based on the reports generated from the remote e -voting system provided by KFin.
7. Till the time of submitting this Report, no further Postal Ballot Forms have been received after the last date fixed for receiving such Forms.
8. All the related papers and details are kept under my safe custody. I shall return them in due course after the Resolutions are given effect to, by a separate letter to the Company Secretary for safe keeping.
9. Details of Postal Ballot Forms received / votes cast are as under:

**Special Resolution 1 – Appointment of Dr. Thomas Mathew as an Independent Director.**

Particulars	Aggregate of physical Ballot Forms and electronic voting	Number of votes cast	% of valid votes
Total votes received	3,002	1,15,27,07,878	---
Less : Total number of votes abstained	163	9,09,786	---
* Total number of valid votes	2,839	1,15,17,98,092	100.0000
In Favor of the resolution	2,483	1,14,97,19,855	99.8196
Against the resolution	371	20,78,237	0.1804
<b>Result</b>	<b>Carried with requisite majority</b>		

\* 15 members with 2,325 shares voted "In Favor" and 9,529 shares "Against" the resolution.



**Special Resolution 2 – Appointment of Shri Ashok Ramaswamy as an Independent Director.**

Particulars	Aggregate of physical Ballot Forms and electronic voting	Number of votes cast	% of valid votes
Total votes received	3,002	1,15,27,17,665	---
Less : Total number of votes abstained	142	9,02,408	---
* Total number of valid votes	2,860	1,15,18,15,257	100.0000
In Favor of the resolution	2,553	1,14,98,28,947	99.8275
Against the resolution	319	19,86,310	0.1725
<b>Result</b>	<b>Carried with requisite majority</b>		

\* 12 members with 826 shares voted "In Favor" and 997 shares "Against" the resolution.

10. Detail list of Equity Members who voted through remote e-voting or Postal Ballot, "In Favour" or "Against" and "Invalid" votes for each of the Resolution is enclosed to this Report.

You may accordingly declare the result of the Members' voting by Postal Ballot and E-voting, in respect of the Resolutions given in the Notice dated April 22, 2022 issued under Section 110 of the Companies Act, 2013 and Rules made thereunder.

Yours faithfully,

**ANIL LOHIA**  
Digitally signed  
by ANIL LOHIA  
Date: 2022.05.25  
14:21:40 +05'30'

**Anil Lohia**  
Practicing Chartered Accountant  
Membership No.31626  
*Partner*  
**Dayal and Lohia**  
Chartered Accountants  
(Firm Registration No.102200W)

Place : Mumbai.  
Dated : May 25, 2022.

Encl.: As Above.



Countersigned by:  
For Reliance Power Limited

*Murli Manohar Purohit*  
**Murli Manohar Purohit**  
Vice President - Company Secretary  
& Compliance Officer