



TORRENT POWER LIMITED

CIN: L31200GJ2004PLC044068

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Detailed instructions for e-voting process

Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause-35B of the Listing Agreement, Torrent Power Limited ("the Company") is offering e-voting facility to its members in respect of the businesses to be transacted at the Tenth Annual General Meeting scheduled to be held on Monday, 28th July, 2014 at 09.30 a.m.

The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide e-voting facilities.

The e-voting facility will be available during the following voting period:

Commencement of e-voting : From 09.00 a.m. (IST) on **21st July, 2014**

End of e-voting : Up to 06.00 p.m. (IST) on **23rd July, 2014**

The cut-off date (i.e. the record date) for the purpose of e-voting is 14th June, 2014.

Instructions and other information for e-voting are as under:

1. Launch internet browser by typing URL: <https://www.evoting.nsdl.com>
2. Click on "Shareholder – Login".
3. Enter your User ID and initial password/PIN as provided with the letter/ e-mail. Click Login.
4. Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. **It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.**
5. Home page of e-voting opens. Click on e-voting: Active Voting Cycles.
6. Select "EVEN" of Torrent Power Limited.
7. Now you are ready for e-voting as "Cast Vote" page opens.
8. Voting has to be done for each item of the Notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
9. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
10. Upon confirmation, the message "Vote Cast Successfully" will be displayed.
11. Once you have voted on the resolution, you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the resolution(s).
12. 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to torrentpowerscrutinizer14@gmail.com with a copy marked to evoting@nsdl.co.in.

Other relevant information:

13. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and e-voting user manual for Members available at the Download section of www.evoting.nsdl.com.
14. If you are already registered with NSDL for e-voting then you can use your existing User ID and password/PIN for casting your vote.
15. You can also update your mobile number and e-mail id in the user profile details of the folio, which may be used for sending future communication(s). You may also enter the secret question and answer of your choice to retrieve your password in case you forget it.
16. The e-voting module shall be disabled by NSDL for voting thereafter.
17. The voting rights of Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 14th June, 2014.
18. Shri Rajesh Parekh, Practicing Company Secretary (Membership No. A8073) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
19. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the meeting.
20. The results shall be declared on or after the AGM of the Company. The Results declared along with Scrutinizer's Report shall be placed on the Company's website www.torrentpower.com and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the BSE Limited and National Stock Exchange of India Limited.
21. The resolutions shall be deemed to be passed on the date of the Annual General Meeting, subject to receipt of requisite numbers of votes.
