

TPL/

3rd August, 2016

To, Corporate Relationship Department BSE Limited, 14 th Floor, P. J. Towers, Dalal Street, Fort, <u>Mumbai-400001</u>	To, Listing Department National Stock Exchange of India Limited "Exchange Plaza", C – 1, Block G Bandra- Kurla Complex, Bandra (East), <u>Mumbai 400051</u>
Scrip Code : 532779	Scrip Symbol : TORNTPOWER

Dear Sir / Madam,

Sub : Proceedings of the 12th Annual General Meeting (AGM) of the Company held on Tuesday, 2nd August, 2016.

Re : Regulation 30 read with para A of part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 30 read with para A of part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the following business have been approved by the members of the Company with requisite majority by remote e-voting and poll at the 12th Annual General Meeting of the Company held on Tuesday, 2nd August, 2016 by passing the resolutions as mentioned in the notice convening the said AGM.

Ordinary Business:1. **Ordinary Resolution:**

Adoption of the Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2016, including Audited Balance Sheet as at 31st March, 2016 and the Statement of Profit and Loss for the year ended on that date and reports of the Auditors and the Directors thereon.

2. **Ordinary Resolution:**

Confirmation of payment of interim dividend as final dividend on equity shares for the Financial Year ended 31st March, 2016.

The Board of Directors had, at its meeting held on 10th March, 2016, declared interim dividend of Rs. 4.50 per equity share of Rs. 10/- each for the financial year ended 31st March, 2016.

3. **Ordinary Resolution:**

Re-appointment of Shri Jinal Mehta (holding DIN: 02685284), who retired by rotation and being eligible offered himself for re-appointment.

**TORRENT POWER LIMITED**

CIN : L31200GJ2004PLC044068

4. **Ordinary Resolution:**

Re-appointment of M/s. Deloitte Haskins and Sells, Chartered Accountants, Ahmedabad (ICAI Registration No. 117365W) as Statutory Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and authorisation to the Board of Directors to fix their remuneration.

Special Business:

5. **Ordinary Resolution:**

Appointment of Shri P. K. Taneja, IAS (holding DIN: 00010589) as Director of the Company, liable to retire by rotation. He was earlier appointed as an Additional Director pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Article 114 of the Articles of Association of the Company.

6. **Special Resolution:**

Re-appointment of Shri Markand Bhatt (holding DIN: 00061955) as Whole-time Director of the Company for a period of 5 years effective from 1st April, 2016 on the terms and conditions as mentioned in the Notice of the AGM; taking into account the fact that he will be attaining the age of Seventy Years during such term.

7. **Ordinary Resolution:**

Revision in terms & conditions of appointment of Shri Jinal Mehta, Whole-time Director of the Company, in partial modification of earlier resolution passed by the Shareholders of the Company by way of Postal Ballot dated 8th May, 2015.

8. **Ordinary Resolution:**


Ratification of remuneration of M/s. Kirit Mehta & Co., Cost Auditors of the Company for FY 2016-17.

The remote e-voting and poll results have been uploaded on the website of the Company and have also been notified to the Stock Exchanges. Voting results of passing of the above resolutions as required under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 will be disclosed to the Stock Exchanges separately.

Kindly take the note of the above.

Thanking you,

Yours faithfully,
For Torrent Power Limited


Darshan Soni
Company Secretary



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- Re** : Regulation 30 read with para A of part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 30 read with para A of part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform that the following business have been approved by the members of the Company with requisite majority by remote e-voting and poll at the 12th Annual General Meeting of the Company held on Tuesday, 2nd August, 2016 by passing the resolutions as mentioned in the notice convening the said AGM.

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Company Secretary

