

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,

Scrutinizer's 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 February 21, 2025 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 Postal Ballot Notice dated February 21, 2025 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 Notice along with Form 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 February 14, 2025 (being the cut-off date), through emails. The said dispatch was completed on February 21, 2025. The Postal Ballot Notice and Postal Ballot Form are also available on the website of the Company at www.reliancepower.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of KFin Technologies Limited ('KFin') at www.kfintech.com, the e-voting Service Provider (ESP).
2. No physical Postal Ballot Form was 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 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 Saturday, February 22, 2025 to 5:00 P.M. on Sunday, March 23, 2025. 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, by unblocking the data after 5.00 P.M. on March 23, 2025 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 March 23, 2025, the last date and time fixed by the Company; and
 - b. In electronic mode, Votes casted up to 5:00 P.M. on March 23, 2025, 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 Postal Ballot 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 Resolution is given effect to, separately to the Company Secretary for safe keeping.
9. Details of Postal Ballot Forms received / votes cast are as under:

1. **Special Resolution** – Appointment of Dr. Thomas Mathew (DIN: 05203948) as an Independent Director.

Particulars	Aggregate of physical Ballot Forms and electronic voting	Number of votes cast	% of valid votes
Total votes received	5,132	1,60,47,29,950	---
Less : Total number of votes abstained / Invalid	274	8,21,697	---
* Total number of valid votes	4,858	1,60,39,08,253	100.0000
In Favor of the resolution	4,464	1,60,08,60,081	99.8100
Against the resolution	412	30,48,172	0.1900
Result	Approved with requisite majority		

* 18 members with 1,399 shares voted "In Favor" and 2,168 shares "Against" the resolution.

2. **Special Resolution** – Appointment of Shri Neeraj Parakh (DIN: 07002249) as an Executive Director.

Particulars	Aggregate of physical Ballot Forms and electronic voting	Number of votes cast	% of valid votes
Total votes received	5,132	1,60,47,29,984	---
Less : Total number of votes abstained / Invalid	262	10,34,79,614	---
* Total number of valid votes	4,870	1,50,12,50,370	100.0000
In Favor of the resolution	4,517	1,49,64,95,210	99.6833
Against the resolution	368	47,55,160	0.3167
Result	Approved with requisite majority		

* 15 members with 77,60,744 shares voted "In Favor" and 7,49,319 shares "Against" the resolution.

3. Special Resolution – Alteration of the Articles of Association of the Company

Particulars	Aggregate of physical Ballot Forms and electronic voting	Number of votes cast	% of valid votes
Total votes received	5,132	1,60,47,30,469	---
Less : Total number of votes abstained / Invalid	291	8,39,980	---
* Total number of valid votes	4,841	1,60,38,90,489	100.0000
In Favor of the resolution	4,463	1,60,33,72,179	99.9677
Against the resolution	388	5,18,310	0.0323
Result	Approved with requisite majority		

* 10 members with 559 shares voted "In Favor" and 1,530 shares "Against" the resolution.

You may accordingly declare the result of the Members' voting by Postal Ballot and E-voting, in respect of the Resolutions given in the Postal Ballot Notice dated February 21, 2025 issued under Section 110 of the Companies Act, 2013 and Rules made thereunder.

Yours faithfully,

Anil Lohia

Practicing Chartered Accountant
Membership No.31626

Partner

Dayal and Lohia

Chartered Accountants
(Firm Registration No.102200W)

Place: Mumbai.

Dated: 24.03.2025

UDIN: 25031626BMLBMM9342.

Countersigned by:
For **Reliance Power Limited**

Ramandeep Kaur
Company Secretary