torrent POWER

(By e-mail, Fax and Hand delivery)

TPL/ 103 30th July, 2014

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

Dear Sir / Madam,

Sub : Proceedings of the 10th Annual General Meeting of the Company held on Monday, 28th July, 2014.

Re : Clause 31(d) of the Listing Agreement

In terms of Clause 31(d) of the Listing Agreement, we hereby inform that the following resolutions have been passed by e-voting and poll at the 10th Annual General Meeting of the Company held on Monday, 28th July, 2014.

Ordinary Business:

1. Adoption of the Financial Statement of the Company for the year ended 31st March, 2014, including Audited Balance Sheet as at 31st March, 2014, and the Statement of Profit and Loss for the year ended on that date and reports of the Auditors and the Directors thereon.

2. Declaration of dividend on equity shares.

3. Appointment of Shri Samir Mehta (DIN: 00061903), Director retiring by rotation.

4. Re-appointment of M/s. Deloitte Haskins and Sells, Chartered Accountants, Ahmedabad as Statutory Auditors to hold office until the conclusion of the next Annual General Meeting and to fix their remuneration.

Special Business:

5. Appointment of Shri R. Ravichandran (DIN: 06737497) as Director of the Company.

6. Appointment Shri Pankaj Patel (DIN: 00131852) as Independent Directors to hold office for a term of five consequent years starting from 1st April, 2014 and ending on 31st March, 2019.

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7. Appointment Shri Samir Barua (DIN: 00211077) as Independent Directors to hold office for a term of five consequent years starting from 1st April, 2014 and ending on 31st March, 2019.

8. Appointment Shri Kiran Karnik (DIN: 00542951) as Independent Directors to hold office for a term of five consequent years starting from 1st April, 2014 and ending on 31st March, 2019.

9. Appointment Shri Keki M. Mistry (DIN: 00008886) as Independent Directors to hold office for a term of five consequent years starting from 1st April, 2014 and ending on 31st March, 2019.

10. Appointment Smt. Renu Challu (DIN: 00157204) as Independent Directors to hold office for a term of three consequent years effective from the conclusion of the Annual General Meeting.

11. To appoint Shri Jinal Mehta (DIN: 02685284) as Whole-time Director of the Company for a period of 5 years effective from 5th April, 2014.

12. Appointment of Shri Varun Mehta under Section 188 of the Companies Act, 2013.

13. Appointment of Shri Aman Mehta under Section 188 of the Companies Act, 2013.

14. Payment of remuneration of M/s. Kirit Mehta & Co., Cost Auditors.

15. Payment of commission to directors (other than the Managing Directors, Whole-time Directors or Manager) for a period of five years effective from 1st April, 2014.

The e-voting and poll results have been uploaded on the website of the Company and are also been notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement.

Thanking you,

Yours faithfully,
For Torrent Power Limited

Srinivas Kotra
Company Secretary

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