



No 304, Geetanjali Heights, Plot No.77, Sector 27
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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to section 108 and 109 of the Companies Act, 2013 read with Rule 20 and 21
of the Companies (Management and Administration) Rules, 2014]

To
The Chairman of 24th Annual General Meeting
Tata Technologies Limited
Registered Office
25, Rajiv Gandhi Tech Park, Hinjawadi
Pune - 411057

June 27, 2018

Dear Sir,

1. I, Umesh P Maskeri, Practicing Company Secretary, have been appointed as a scrutinizer by the Board of Directors of Tata Technologies Limited ("the company") for the purpose of ensuring that the voting process is conducted in a fair and transparent manner, on the resolutions contained in the notice of the AGM of the Company held on Wednesday, June 27, 2018 at 11-00 AM at the Registered Office of the Company i.e. 25, Rajiv Gandhi Tech Park, Hinjawadi, Pune – 411057 in respect of the following matters:

- (i) Poll through ballot papers under the provisions of Section 109 of the Act read with Rule 21 of the Rules,
- (ii) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 ("Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, and Amendments Rules, 2015 .

2. Notice of 24th Annual General Meeting ("AGM") :

As required under Section 101 and 108 of the Act and the Companies (Management and Administration) Rules, 2014, the Notice of the AGM dated April 20, 2018 along with the Explanatory Statement under Section 102 of the Act was sent to the Members of the Company, whose names appeared on the Register of Members/Register of Beneficial Owners as on June 20, 2018 containing instructions on voting electronically through the electronic system of the National Securities Depository Limited ("NSDL") and also procedure for poll.

**UMESH P. MASKERI
COMPANY SECRETARY
304, Geetanjali Heights,
Plot No. 77, Sector - 27,
Nerul (East),
Navi Mumbai - 400 706.**

Umesh Maskeri





3. Poll:

- 3.1 The Company has provided me the Register of Members as on the cut off date i.e. June 20, 2018, Attendance Register and the Register of Proxies. As per the information provided by the Company, no proxy form was received from any member.
- 3.2 After declaration of the poll by the Chairman, ballot boxes kept for polling were marked by identification mark placed on them.
- 3.3 There was no polling paper, which was incomplete and/or which were otherwise found defective and hence all the votes cast have been found to be valid.
- 3.4 The Company has obtained the assistance of M/s TSR Darashaw, the Registrar and Transfer Agents, to verify the specimen signatures of the shareholders who cast their votes.
- 3.5 A summary of the voting results through poll has been included in the consolidated report furnished in the attachment.

4. Remote evoting: EVEN 108382.

- 4.1 The remote e-voting period commenced at 10.00 a.m. on Sunday, June 24, 2018 and concluded at 5.00 p.m. on Tuesday, June 26, 2018. Accordingly, the electronic votes cast during this period have been taken into account for ascertaining the votes cast in favour and against the resolutions, set out in the notice convening the AGM. and the NSDL remote e-voting portal was blocked thereafter.
- 4.2 After the votes cast by polling papers by the shareholders at the venue of the AGM were counted , I have unblocked the remote evoting at 12-40 PM today in the presence of Mr. Sridhar Mudaliar and Mr. Dhananjay Thigale, who are not the employees of the company.
- 4.3 A summary of the voting results through remote evoting has been included in the consolidated report furnished in the attachment.
- 5 Based on the voting scrutinised by me, it is observed that 4 members have cast their votes on poll and 15 members have cast their votes through remote evoting platform. The consolidated result of Evoting and Poll for each of the agenda items contained in the notice of AGM is attached.



Umesh P. Maskeri

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- 6 Based on the attached consolidated voting results, the matters set out in item Nos. (1) to (10) of the AGM Notice have been passed with requisite majority.
- 7 The consolidated results of the aforesaid voting may accordingly be declared by the Chairman of the Company
- 8 The Register maintained in electronic form recording the assent or dissent received along with all the relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the AGM and the same will be handed over to the Company Secretary for safe keeping.
- 9 The particulars containing a list of equity shareholders who voted "FOR", "AGAINST" through the mechanism of poll through ballot papers and those whose votes were declared invalid for each resolution was submitted to the Company Secretary. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

Umesh P. Maskeri

Umesh P Maskeri
Practicing Company Secretary and Scrutinizer
Membership No FCS 4831 COP No 12704



Place: Pune

Date: June 27, 2018

UMESH P. MASKERI
COMPANY SECRETARY
304, Geetanjali Heights,
Plot No. 77, Sector - 27,
Nerul (East),
Navi Mumbai - 400 706.

TATA TECHNOLOGIES LIMITED

CONSOLIDATED VOTING RESULTS OF THE 24TH ANNUAL GENERAL MEETING HELD ON JUNE 27, 2018



Item No of Notice	Brief text of resolution	Mode of voting	Votes in favour of the resolution			Votes against the resolution		
			Number of shareholders	Number votes	% of valid votes cast	Number of shareholders	Number votes	% of valid votes cast
1	Adoption of Standalone Financial Statements for the year ended March 31, 2018 together with the Report of the Directors and Auditors thereon	Poll	4	3063	100	Nil	Nil	Nil
		e-voting	15	37805982	100	Nil	Nil	Nil
		Total	19	37809045	100	Nil	Nil	Nil
2	Adoption of Consolidated Financial Statements for the year ended March 31, 2018 together with the Report of the Auditors thereon	Poll	4	3063	100	Nil	Nil	Nil
		E-voting	15	37805982	100	Nil	Nil	Nil
		Total	19	37809045	100	Nil	Nil	Nil
3	Confirmation of payment of interim dividend and declaration of Final Dividend on equity shares	Poll	4	3063	100	Nil	Nil	Nil
		E-voting	15	37805982	100	Nil	Nil	Nil
		Total	19	37809045	100	Nil	Nil	Nil
4	To re-appoint Mr S Ramadorai, Director retiring by rotation	Poll	4	3063	100	Nil	Nil	Nil
		E-voting	15	37805982	100	Nil	Nil	Nil
		Total	19	37809045	100	Nil	Nil	Nil
5	Appointment of M/s. BSR & Co. LLP, Chartered Accountants, Chartered Accountants, as Auditors	poll	4	3063	100	Nil	Nil	Nil
		E-voting	15	37805982	100	Nil	Nil	Nil
		Total	19	37809045	100	Nil	Nil	Nil
6	Appointment of Mr. Guenter Karl Butschek (DIN 07427375) as a Non-Executive Director	Poll	4	3063	100	Nil	Nil	Nil
		e-voting	15	37805982	100	Nil	Nil	Nil
		Total	19	37809045	100	Nil	Nil	Nil
7	Appointment of Mr. Pathamadai Balachandran Balaji (DIN 02762983) as a Non-Executive Director	Poll	4	3063	100	Nil	Nil	Nil
		e-voting	15	37805982	100	Nil	Nil	Nil
		Total	19	37809045	100	Nil	Nil	Nil
8	Appointment of Ms Falguni Nayar (DIN 00003633) as a Non-Executive Independent Director	Poll	4	3063	100	Nil	Nil	Nil
		e-voting	15	37805982	100	Nil	Nil	Nil
		Total	19	37809045	100	Nil	Nil	Nil

(4)

Almudal

9	Appointment of Mr Rakesh Makhija (DIN 00117692) as a Non-Executive Independent Director	Poll e-voting Total	3 15 18	3058 37805982 37809040	100 100 100	Nil Nil Nil	Nil Nil Nil
10	Payment of commission to Non-Executive Directors of the Company	Poll e-voting Total	3 15 18	3058 37805982 37809040	100 100 100	Nil Nil Nil	Nil Nil Nil

Umesh P Maskeri
UMESH P MASKERI
PRACTISING COMPANY SECRETARY

PLACE: PUNE
DATE: 27-06-2018



UMESH P. MASKERI
COMPANY SECRETARY
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