

# **PARIKH & ASSOCIATES** **COMPANY SECRETARIES**

Office :  
111, 11th Floor, Sai-Dwar CHS Ltd,  
Sab TV Lane, Opp Laxmi Industrial Estate  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400 053  
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To  
The Chairman,  
Tata Steel Limited  
Bombay House,  
24 -Homi Mody Street, Fort,  
MUMBAI - 400001

## **Report of Scrutinizer**

I, P. N. Parikh, Company Secretary in whole time practice, having my office at 111, 11<sup>th</sup> Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

a) Special Resolution under Section 180 (1)(c) of the Companies Act, 2013 authorising the Board of Directors of the Company to borrow up to Rs. 70,000 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher,

(b) Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 authorising the Board of Directors of the Company to create charge on the movable and immovable properties of the Company, both present and future, in respect of borrowings and

(c) Special Resolution for further issuance of privately placed debt securities (convertible into equity or otherwise) in the international and/or domestic capital markets for an amount not exceeding Rs. 14,000 crores

pursuant to the Notice dated June 17, 2014 issued under Section 110 of the Companies Act, 2013.

I have scrutinized the poll papers and e-voting and votes tendered therein and maintained registers in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolutions.

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Special Resolution under Section 180 (1)(c) of the Companies Act, 2013 authorising the Board of Directors of the Company to borrow up to Rs. 70,000 crores or the aggregate of the paid up capital and free reserves of the Company, whichever is higher.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
9664	52,89,15,317	95.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
591	2,20,97,198	4.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
889	89,71,757



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Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 authorising the Board of Directors of the Company to create charge on the movable and immovable properties of the Company, both present and future, in respect of borrowings.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
9352	52,88,16,070	95.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
618	2,20,90,305	4.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
1166	90,78,833



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Special Resolution for further issuance of privately placed debt securities (convertible into equity or otherwise) in the international and/or domestic capital markets for an amount not exceeding Rs. 14,000 crores.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
9312	53,04,94,184	96.55

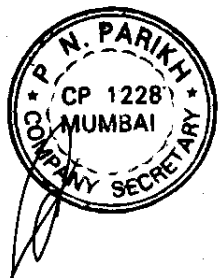
(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
684	1,89,83,790	3.45

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
1179	90,79,120

Place: Mumbai



Signature

Name:

P. N. Parikh

Scrutinizer

Dated: August 01, 2014

FCS: 327

CP: 1228