

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

Office

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To,  
The Chairman  
Tata Steel Limited  
Bombay House,  
24, Homi Mody Street,  
Fort, Mumbai 400001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted prior to the 113<sup>th</sup> Annual General Meeting ('AGM') of Tata Steel Limited held on Thursday, August 20, 2020 at 3.00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting conducted during the AGM, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**

I, P. N. Parikh of M/s Parikh & Associates, Practising Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Tata Steel Limited ('the Company') pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 113<sup>th</sup> AGM of the Company held today, i.e., Thursday, August 20, 2020 at 3.00 p.m. (IST) through VC/ OAVM.

I am also appointed as the Scrutinizer to scrutinize the remote e-voting process during the AGM.

The AGM Notice dated June 29, 2020, as confirmed by the Company, was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The emails were sent in compliance with the MCA Circular No. 20/ 2020 dated May 5, 2020 read with Circulars 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular No. SEBI/HO/CFD /CMD1/CIR/P/2020/79 dated May 12, 2020.



The Company had availed three-voting facility offered by National Securities Depository Limited ('NSDL') for conducting remote e-voting by the Shareholders of the Company before the AGM.

The voting period for remote e-voting commenced on Sunday, August 16, 2020 at 9.00 a.m. (IST) and ended on Wednesday, August 19, 2020 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility of NSDL to the Shareholders present at the AGM through VC, who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the 'cut-off' date of Thursday, August 13, 2020 were entitled to vote on the resolutions forming part of the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted diligently.

I have scrutinized and reviewed the remote e-voting prior to the AGM and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my consolidated Report as under on the result of the remote e-voting conducted prior to the AGM and during the AGM in respect of the said resolutions.

I would like to mention that the voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, August 13, 2020 and as per the Register of Members of the Company.



**Resolution 1: Ordinary Resolution**

Consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2342	76,94,29,017	
Partly paid Ordinary Shares	606	1,12,73,935	
Total	2948	78,07,02,952	99.98

(ii) Voted against the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	38	1,40,119	
Partly paid Ordinary Shares	15	461	
Total	53	1,40,580	0.02

(iii) Invalid votes:

Type of Ordinary Share	Number of members voted whose votes were declared invalid	Number of invalid votes cast by them
Fully Paid Ordinary Shares	NIL	NIL
Partly paid Ordinary Shares	NIL	NIL
Total	NIL	NIL



**Resolution 2: Ordinary Resolution**

Consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020, and the Report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2340	76,94,29,410	
Partly paid Ordinary Shares	605	1,12,73,934	
<b>Total</b>	<b>2945</b>	<b>78,07,03,344</b>	<b>99.98</b>

(ii) Voted **against** the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	36	1,39,505	
Partly paid Ordinary Shares	15	461	
<b>Total</b>	<b>51</b>	<b>1,39,966</b>	<b>0.02</b>

(iii) **Invalid** votes:

Type of Ordinary Share	Number of members voted whose votes were declared invalid	Number of invalid votes cast by them
Fully Paid Ordinary Shares	NIL	NIL
Partly paid Ordinary Shares	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>



**Resolution 3: Ordinary Resolution**

Declaration of Dividend on fully paid and partly paid Ordinary Shares for Financial Year 2019-20

(i) Voted **in favour** of the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2376	79,32,73,273	
Partly paid Ordinary Shares	609	1,13,09,376	
Total	2985	80,45,82,649	99.98

(ii) Voted **against** the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	26	1,37,428	
Partly paid Ordinary Shares	13	60	
Total	39	1,37,488	0.02

(iii) **Invalid** votes:

Type of Ordinary Share	Number of members voted whose votes were declared invalid	Number of invalid votes cast by them
Fully Paid Ordinary Shares	NIL	NIL
Partly paid Ordinary Shares	NIL	NIL
Total	NIL	NIL



**Resolution 4: Ordinary Resolution**

Appointment of a Director in place of Mr. N. Chandrasekaran (DIN: 00121863), who retires by rotation and being eligible, seeks re-appointment.

(i) Voted **in favour** of the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2260	77,94,53,051	
Partly paid Ordinary Shares	595	1,12,76,366	
<b>Total</b>	<b>2855</b>	<b>79,07,29,417</b>	<b>98.28</b>

(ii) Voted **against** the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	133	1,37,80,627	
Partly paid Ordinary Shares	25	33,062	
<b>Total</b>	<b>158</b>	<b>1,38,13,689</b>	<b>1.72</b>

(iii) **Invalid** votes:

Type of Ordinary Share	Number of members voted whose votes were declared invalid	Number of invalid votes cast by them
Fully Paid Ordinary Shares	NIL	NIL
Partly paid Ordinary Shares	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>



**Resolution 5: Ordinary Resolution**

Ratification of Remuneration of Messrs Shome & Banerjee, Cost Auditors (Firm Registration Number – 000001) of the Company.

(i) Voted **in favour** of the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	2289	79,33,53,120	
Partly paid Ordinary Shares	593	1,13,08,912	
Total	2882	80,46,62,032	100 (Rounded off)

(ii) Voted **against** the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	102	13,114	
Partly paid Ordinary Shares	27	521	
Total	129	13,635	0.00

(iii) **Invalid** votes:

Type of Ordinary Share	Number of members voted whose votes were declared invalid	Number of invalid votes cast by them
Fully Paid Ordinary Shares	NIL	NIL
Partly paid Ordinary Shares	NIL	NIL
Total	NIL	NIL



**Resolution 6: Ordinary Resolution**

Commission to Non-Executive Directors of the Company.

(i) Voted in favour of the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	1893	71,80,02,136	
Partly paid Ordinary Shares	555	1,12,55,854	
<b>Total</b>	<b>2448</b>	<b>72,92,57,990</b>	<b>90.63</b>

(ii) Voted against the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Fully Paid Ordinary Shares	493	7,53,63,892	
Partly paid Ordinary Shares	61	53,102	
<b>Total</b>	<b>554</b>	<b>7,54,16,994</b>	<b>09.37</b>

(iii) Invalid votes:

Type of Ordinary Share	Number of members voted whose votes were declared invalid	Number of invalid votes cast by them
Fully Paid Ordinary Shares	NIL	NIL
Partly paid Ordinary Shares	NIL	NIL
<b>Total</b>	<b>NIL</b>	<b>NIL</b>

Yours faithfully,

P N

Parikh

P.N. Parikh

Parikh &amp; Associates

Practising Company Secretaries

FCS: 327 CP No.: 1228

111,11<sup>th</sup> Floor, Sai Dwar CHS Ltd

Sab TV Lane, Opp.Laxmi Indl. Estate,

Off Link Road, Above Shabari Restaurant,

Andheri West, Mumbai – 400053

Place: Mumbai

Dated: August 20, 2020

Digitally signed by P N Parikh  
DN: c=IN, o=Parikh&Associates, ou=Parikh & Associates, email=PN.Parikh@parikhassociates.com, cn=P.N. Parikh  
Date: 2020.08.20 12:40:30



TATA STEEL LIMITED

(PARVATHESAM KANCHINADHAM)  
COMPANY SECRETARY &  
CHIEF LEGAL OFFICER (CORPORATE & COMPLIANCE)