



TATA STEEL LIMITED

Registered Office: Bombay House, 24, Homi Mody Street,
Fort, Mumbai – 400 001 India
Tel.: 91 22 6665 8282, Fax No.: 91 22 6665 7724
CIN: L27100MH1907PLC000260 Website: www.tatasteel.com

NOTICE

NOTICE is hereby given that the 108th Annual General Meeting (AGM) of the Company will be held on Wednesday, August 12, 2015 at 3.00 p.m. (IST) at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Mumbai 400 020 to transact the following business:

1. Consider and adopt:
 - a. The Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2015 and the Reports of the Board of Directors and the Auditors thereon; and
 - b. The Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2015 and the Report of the Auditors thereon.
2. Declaration of dividend of ₹8/- per Ordinary (Equity) Shares for Financial Year 2014-15.
3. Appointment of Director in place of Dr. Karl-Ulrich Koehler (DIN:03319129) who retires by rotation and being eligible, seeks re-appointment
4. Appointment of Director in place of Mr. D. K. Mehrotra (DIN:00142711) who retires by rotation and being eligible, seeks re-appointment
5. Ratification of appointment of Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company
6. Appointment of Mr. Andrew Robb as Independent Director
7. Revision in terms of remuneration of Mr. T. V. Narendran, Managing Director of the Company
8. Revision in terms of remuneration of Mr. Koushik Chatterjee, Group Executive Director (Finance & Corporate) of the Company
9. Payment of commission to Non-Executive Directors of the Company
10. Ratification of Cost Auditors' remuneration
11. Further issuance of Securities not exceeding ₹10,000 crores

The Annual Report of the Company for Financial Year 2014-15 along with the Notice of the AGM, Attendance Slip and Proxy form has been e-mailed to members whose e-mail addresses have been made available by the depositories or are registered with the Company. Physical copy of the Annual Report along with the Notice of AGM, Attendance Slip, Proxy Form, Ballot Form and postage pre-paid self-addressed envelope has been sent by permitted mode, to members who have not registered their e-mail address. The Company has completed the dispatch as well as sending of email to the members on Monday, July 20, 2015. Notice of the AGM is available on the website of the Company www.tatasteel.com and on the website of National Securities Depository Limited (NSDL) <http://www.evoting.nsdl.com/>.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement, the Company is pleased to provide voting facility to all its Members to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of the AGM ('remote e-voting'), provided by National Securities Depository Limited (NSDL) and the business may be transacted through such voting. The voting rights will be on the basis of shareholding as on the cut-off date, i.e. Wednesday, August 5, 2015. Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote on all the resolutions set forth in the Notice of AGM.

The remote e-voting period commences on Friday, August 7, 2015 (9.00 a.m. IST) and ends on Tuesday, August 11, 2015 (5.00 p.m. IST). During this period, Members may cast their vote electronically. The remote e-voting module will be disabled by NSDL thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

In order to enable its members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in the Notice of AGM, the Company has also enclosed a Ballot Form along with the Annual Report for Financial Year 2014-15.

The duly completed ballot form should reach the Scrutinizer appointed by the Board of Directors of the Company, at TSR Darashaw Limited, 6-10 Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai – 400 011, in the postage pre-paid self-addressed envelope, not later than Friday, August 7, 2015 (5.00 p.m. IST). Ballot Forms received in person or courier at the expense of the member will also be accepted. Ballot Forms received after this date will be treated as invalid. Members have the option of requesting for a physical copy of the Ballot Form by sending an e-mail to csg-unit@tsrdarashaw.com by mentioning their Folio/DP ID and Client ID No.

Members can opt for only one mode of voting, i.e., e-voting or ballot form. In case members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through ballot form shall be treated as invalid.

Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote on all the resolutions set forth in the Notice of AGM using remote e-voting or Ballot Form or voting at the AGM.

The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the AGM and members who have not already cast their vote by remote e-voting or Ballot Form shall be able to exercise their right at the AGM. The Members who have cast their vote by remote e-voting or Ballot Form prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

A person who has acquired shares and become a member of the Company after the dispatch of notice of AGM and holding shares as of cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if the person is already registered with NSDL for remote e-voting then the existing user ID and password can be used for casting vote.

For details relating to remote e-voting and ballot, please refer to the Notice of the AGM. In case of any queries relating to voting by electronic means, please refer to the Frequently Asked Questions (FAQs) and remote e-voting user manual for members, available at the downloads section of www.evoting.nsdl.com or contact at toll free no. 1800-222-990. In case of any grievances connected with facility for voting by electronic means, please contact Mr. Amit Vishal, Senior Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013. Email: amity@nsdl.co.in or evoting@nsdl.co.in Tel: 91 22 2499 4360/ Toll Free No.: 1800-222-990.

Persons entitled to attend and vote at the meeting, may vote in person or by proxy/ through authorized representative, provided that all proxies in the prescribed form/authorization duly signed by the person entitled to attend and vote at the meeting are deposited at the Registered Office of the Company, not later than 48 hours before the meeting.

Tata Steel Limited

Sd/-

Parvathesam K
Company Secretary

Mumbai
July 21, 2015

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