

PARIKH & ASSOCIATES
COMPANY SECRETARIES

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To,
The Chairman
TATA STEEL LIMITED
24 - Homi Mody Street,
Fort, Mumbai - 400001

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting/physical ballot forms conducted 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 Companies (Management and Administration) Amendment Rules, 2015 and voting at the Annual General Meeting of Tata Steel Limited held on Wednesday, August 12, 2015 at 3.00 p.m.

I, P. N. Parikh of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Tata Steel Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015, to conduct the remote e-voting process and to scrutinize the physical ballot forms received from the shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of Tata Steel Limited held on Wednesday, August 12, 2015 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said Annual General Meeting held on August 12, 2015.

The Notice dated May 20, 2015 along with statement setting out material facts under Section 102 of the Act were sent to the Shareholders in respect of the below mentioned resolutions passed at the Annual General Meeting of the Company.



The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the Shareholders of the Company. The Company has also provided voting by physical ballot forms to the shareholders who do not have access to remote e-voting facility.

The Company had also provided e-voting facility to the shareholders present at the Annual General Meeting and who had not cast their vote earlier either through remote e-voting facility or by physical ballot.

The shareholders of the company holding shares as on the "cut-off" date of Wednesday, August 05, 2015 were entitled to vote on the resolutions as contained in the Notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Friday, August 07, 2015 at 09:00 a.m. (IST) and ended on Tuesday, August 11, 2015 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the Annual General Meeting, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted. Votes cast through Physical ballot forms received up to Friday, August 07, 2015 were also considered.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the ballot forms received respectively.

I now submit my consolidated Report as under on the result of the remote e-voting/physical ballot forms and e-voting at the meeting in respect of the said Resolutions.



Resolution 1: Ordinary Resolution

Adoption of:

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2015, together with 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, together with the Report of the Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2928	59,17,82,470	100.00(Rounded-off)

ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
41	6,482	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
142	50,245



Resolution 2: Ordinary Resolution

Declaration of Dividend on Ordinary (equity) shares of the company for the financial year 2014-15.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2927	59,42,52,954	100.00(Rounded-off)

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
43	9,437	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
153	82,094



Resolution 3: Ordinary Resolution

Appointment of Director in place of Mr. Karl-Ulrich Koehler (DIN 03319129), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2788	59,22,64,411	99.67

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
146	19,87,800	0.33

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
156	83,046



Resolution 4: Ordinary Resolution

Appointment of Director in place of Mr. D.K. Mehrotra (DIN 00142711), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2787	58,73,19,500	98.83

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
146	69,27,798	1.17

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
145	80,664



Resolution 5: Ordinary Resolution

Ratification of appointment of Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2798	59,04,20,348	99.36

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
131	38,03,121	0.64

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
154	87,823



Resolution 6: Ordinary Resolution

Appointment of Mr. Andrew Robb (DIN 01911023) as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2761	59,41,82,960	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
151	56,493	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
157	88,511



Resolution 7: Ordinary Resolution

Revision in terms of remuneration of Mr. T.V. Narendran, Managing Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2425	55,07,20,711	92.76

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
480	4,29,81,561	7.24

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
155	88,250



Resolution 8: Ordinary Resolution

Revision in terms of remuneration of Mr. Koushik Chatterjee, Group Executive Director (Finance & Corporate) of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2402	55,07,08,052	92.76

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
512	4,29,91,022	7.24

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
157	88,487



Resolution 9: Ordinary Resolution

Payment of commission to Non-Executive Directors of the Company.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2470	59,38,46,960	99.93

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
437	3,93,440	0.07

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
160	90,211



Resolution 10: Ordinary Resolution

Ratification of Cost Auditors' remuneration.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2736	59,41,99,408	99.99

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
187	41,316	0.01

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of votes cast by them
159	88,586



Resolution 11: Special Resolution

Further issuance of securities not exceeding Rs. 10,000 crores.

(i) Voted in favour of the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
2734	59,41,89,112	99.99

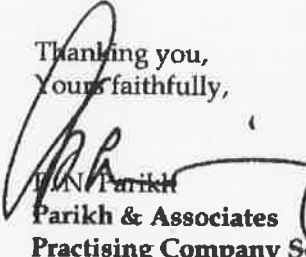
(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of valid votes cast
214	60,058	0.01

(iii) Invalid votes:

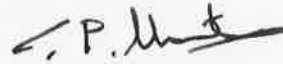
Number of members whose votes were declared invalid	Number of votes cast by them
167	94,591

Thanking you,
Yours faithfully,


J.N. Parikh
Parikh & Associates
Practising Company Secretaries
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Sab TV Lane, Opp. Laxmi Indl. Estate,
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Andheri West, Mumbai - 400053



Tata Steel Limited



Cyrus P. Mistry
Chairman

Place: Mumbai
Dated: August 13, 2015