



TATA CHEMICALS LIMITED

Corporate Identity Number (CIN) - L24239MH1939PLC002893

Registered Office: Bombay House, 24, Homi Mody Street, Fort, Mumbai 400 001

Tel. No: 91 22 6665 8282 Fax No: 91 22 6665 8144

Email address: investors@tatachemicals.com Website: www.tatachemicals.com

BALLOT FORM

1. Name and Registered Address of the Sole / First named Member :

2. Name(s) of the Joint-Holder(s) (if any) :

3. Registered Folio No./ DP ID and Client ID No. :

4. Number of Ordinary Share(s) held :

5. EVEN (e-Voting EVENT Number) :

6. User ID :

7. Password :

8. I/We hereby exercise my/our vote(s) in respect of the following Resolutions set out in the Notice of the Seventy Sixth Annual General Meeting (AGM) of the Company to be held on Tuesday, 11th August, 2015 by conveying my/our assent or dissent to the said Resolutions by placing the tick (✓) mark at the appropriate box below:

Item No.	Description of Resolutions	Type of Resolution	No. of Ordinary Shares for which votes cast	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	To receive, consider and adopt: a. the Audited Financial Statements for the financial year ended 31st March, 2015 together with the Reports of the Board of Directors and Auditors thereon; and b. the Audited Consolidated Financial Statements for the financial year ended 31st March, 2015 together with the Report of the Auditors thereon.	Ordinary			
2.	Declaration of dividend on Ordinary Shares for the financial year 2014-15.	Ordinary			
3.	Re-appointment of Mr. Cyrus P. Mistry, who retires by rotation.	Ordinary			
4.	Ratification of appointment of Auditors.	Ordinary			
5.	Ratification of remuneration of Cost Auditors.	Ordinary			

Place:

Date:

(Signature of the Member/Authorised Representative)

Note: Please read the instructions given overleaf carefully before exercising your vote.

INSTRUCTIONS

General Instructions:

1. This Ballot Form is provided for the benefit of members who do not have access to e-voting facility.
2. Members can opt for only one mode of voting i.e. either through e-voting or by Ballot. In case you are opting to vote by e-voting, then please do not vote by Ballot and vice versa. In case members cast their votes both by e-voting and Ballot, the votes cast through e-voting shall prevail and the votes cast through Ballot Form shall be considered invalid.
3. The facility for voting, either through Ballot Form / Electronic voting shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting or by Ballot Form shall be able to exercise their right at the meeting.
4. For detailed instructions on e-voting, please refer the notes appended to the Notice of the AGM.

Process and manner for members opting to vote by using the Physical Ballot Form:

1. Please complete and sign the Ballot Form (no other form or photocopy thereof is permitted) and send it so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. P.N. Parikh of M/s. Parikh & Associates, Practicing Company Secretaries (Membership No. FCS 327). For this purpose, a self-addressed prepaid envelope is enclosed and postage will be paid by the Company, if posted in India. Ballot Forms deposited in person or sent by post or courier at the expense of the member will also be accepted.
2. The Ballot Form should be signed by the member as per the specimen signature registered with the Company / Depository Participants. In case of joint holding, the Ballot Form should be completed and signed by the first named member and in his / her absence, by the next named joint holder. There will be one Form for every Folio / Client ID irrespective of the number of joint holders. A Power of Attorney (PoA) holder may vote on behalf of a member, mentioning the registration number of the PoA registered with the Company or enclosing an attested copy of the PoA.
3. Voting rights in the e-voting / Ballot cannot be exercised by a proxy. For shares held by companies, bodies corporate, trusts, societies, etc. the duly completed Ballot Form should be accompanied by a certified true copy of the Board Resolution / Authorisation together with attested specimen signature(s) of the duly authorised signatory(ies).
4. Votes should be cast in case of each resolution, either in favour or against by putting the tick (✓) mark in the column provided in the Ballot Form for assent / dissent.
5. The voting rights of the members shall be in proportion to their shares of the paid-up equity share capital of the Company as on Tuesday, 4th August, 2015 ("Cut Off Date") as per the Register of Members of the Company and as informed to the Company by the Depositories in case of Beneficial Owners.
6. Duly completed Forms should reach the Scrutinizer not later than the close of working hours (5.00 p.m.) on Friday, 7th August, 2015. Ballot Forms received after Friday, 7th August, 2015 will be strictly treated as if the reply from the members has not been received.
7. A member seeking duplicate Ballot Form can write to the Company's Registrar - TSR Darashaw Limited, at 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai 400 011 or to the e-mail ID tclagmballot2015@tsrdarashaw.com. However, the duly filled in and signed duplicate Ballot Form should reach the Scrutinizer not later than the date specified at Sr. No.6 above.
8. Unsigned, incomplete, improperly or incorrectly tick marked Ballot Forms will be rejected. A Ballot Form will also be rejected if it is received torn, defaced or mutilated to an extent which makes it difficult for the Scrutinizer to identify either the member or the number of votes or as to whether the votes are in favour or against or if the signature cannot be verified.
9. The Scrutinizer's decision on the validity of a Ballot Form and other related matters will be final.
10. The results declared, shall be placed on the Company's website www.tatachemicals.com and on the website of the National Securities Depository Limited www.evoting.nsdl.com within two days of passing of the Resolutions at the AGM of the Company on Tuesday, 11th August, 2015, and communicated to the BSE Limited and the National Stock Exchange of India Limited, where the shares of Company are listed.