



August 12, 2016

The General Manager,  
Corporate Relations Department  
BSE Limited  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
Scrip Code: 500770

The National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, 'G' Block  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai 400 051  
Symbol: TATACHEM

**Ref: Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).**

Dear Sirs,

**Sub: Disclosure of voting results at the 77<sup>th</sup> Annual General Meeting (AGM) of the Company held on August 11, 2016**

At the 77<sup>th</sup> AGM of the Company held on August 11, 2016 at 3.00 p.m. at the Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai-400020, all the items of business contained in the Notice of the AGM dated May 26, 2016 were transacted and approved by the shareholders with requisite majority.

The details of the combined voting results (i.e. the results of remote e-voting together with that of the e-voting conducted at the AGM) in the format prescribed under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 alongwith the Scrutinizer's Report are enclosed as **Annexure A** and **Annexure B** respectively.

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,  
**FOR TATA CHEMICALS LIMITED**

  
**RAJIV CHANDAN**  
**GENERAL COUNSEL & COMPANY SECRETARY**

**TATA CHEMICALS LIMITED**

Bombay House, 24 Homi Modi Street, Fort, Mumbai-400 001  
Tel 91 22 6665 8282 Fax 91 22 6665 8143 44 [www.tatachemicals.com](http://www.tatachemicals.com)  
CIN : L24239MH1939PLC002893

TATA CHEMICALS LIMITED

Annexure A

<b>Date of Annual General Meeting</b>	<b>August 11, 2016</b>
<b>Total Number of shareholders on Record date i.e. August 4, 2016</b>	<b>182198</b>
<b>No of shareholders present in the meeting either in person or through proxy:</b> Promoter and Promoter Group: Public:	<b>17</b> <b>357</b>
<b>No of shareholders present in the meeting through video conferencing</b> Promoter and Promoter Group: Public:	<b>No arrangement was made for VC</b>

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial year ended 31st March, 2016 together with the Reports of the Board of Directors and Auditors thereon

Resolution required	Ordinary
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Whether promoter/ promoter group are interested in the agenda/resolution?- **NO**

**Resolution No 1**

	Promoter/Public	Mode of Voting	Total No of A/Cs	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
				[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	23	78825857	72039881	91.39	72039881	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>23</b>	<b>78825857</b>	<b>72039881</b>	<b>91.39</b>	<b>72039881</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	668	121843576	87054687	71.45	87054687	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>668</b>	<b>121843576</b>	<b>87054687</b>	<b>71.45</b>	<b>87054687</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
3	Public-Others	E-Voting	181507	54086845	125822	0.23	124876	946	99.25	0.75
		Poll	181507	54086845	40361	0.07	40224	137	99.66	0.34
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>181507</b>	<b>54086845</b>	<b>166183</b>	<b>0.31</b>	<b>165100</b>	<b>1083</b>	<b>99.35</b>	<b>0.65</b>
Total		E-Voting	182198	254756278	159220390	62.50	159219444	946	100.00	0.00
		Poll	182198	254756278	40361	0.02	40224	137	99.66	0.34
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>182198</b>	<b>254756278</b>	<b>159260751</b>	<b>62.51</b>	<b>159259668</b>	<b>1083</b>	<b>100.00</b>	<b>0.00</b>



**TATA CHEMICALS LIMITED**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial year ended 31st March, 2016 together with the Report of the Auditors thereon

Resolution required	Ordinary
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Whether promoter/ promoter group are interested in the agenda/resolution?- **NO**

**Resolution No 2**

	Promoter/Public	Mode of Voting	Total No of A/Cs	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
				[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	23	78825857	72039881	91.39	72039881	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>23</b>	<b>78825857</b>	<b>72039881</b>	<b>91.39</b>	<b>72039881</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	668	121843576	87054687	71.45	87054687	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	668	121843576	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>668</b>	<b>121843576</b>	<b>87054687</b>	<b>71.45</b>	<b>87054687</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
3	Public-Others	E-Voting	181507	54086845	125409	0.23	124868	541	99.57	0.43
		Poll	181507	54086845	40361	0.07	40360	1	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>181507</b>	<b>54086845</b>	<b>165770</b>	<b>0.31</b>	<b>165228</b>	<b>542</b>	<b>99.67</b>	<b>0.33</b>
Total		E-Voting	182198	254756278	159219977	62.50	159219436	541	100.00	0.00
		Poll	182198	254756278	40361	0.02	40360	1	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>182198</b>	<b>254756278</b>	<b>159260338</b>	<b>62.51</b>	<b>159259796</b>	<b>542</b>	<b>100.00</b>	<b>0.00</b>



**TATA CHEMICALS LIMITED**

**To declare dividend on Ordinary Shares for the financial year ended 31st March, 2016**

Resolution required	Ordinary
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Whether promoter/ promoter group are interested in the agenda/resolution?- **NO**

**Resolution No 3**

	Promoter/Public	Mode of Voting	Total No of A/Cs	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
				[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	23	78825857	72039881	91.39	72039881	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>23</b>	<b>78825857</b>	<b>72039881</b>	<b>91.39</b>	<b>72039881</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	668	121843576	87305312	71.65	87305312	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>668</b>	<b>121843576</b>	<b>87305312</b>	<b>71.65</b>	<b>87305312</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
3	Public-Others	E-Voting	181507	54086845	127006	0.23	126323	683	99.46	0.54
		Poll	181507	54086845	40361	0.07	40361	0	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>181507</b>	<b>54086845</b>	<b>167367</b>	<b>0.31</b>	<b>166684</b>	<b>683</b>	<b>99.59</b>	<b>0.41</b>
Total		E-Voting	182198	254756278	159472199	62.60	159471516	683	100.00	0.00
		Poll	182198	254756278	40361	0.02	40361	0	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>182198</b>	<b>254756278</b>	<b>159512560</b>	<b>62.61</b>	<b>159511877</b>	<b>683</b>	<b>100.00</b>	<b>0.00</b>



**TATA CHEMICALS LIMITED**

**To appoint a Director in place of Mr R. Mukundan (DIN:00778253), who retires by rotation and being eligible, offers himself for re-appointment**

Resolution required	<b>Ordinary</b>
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Whether promoter/ promoter group are interested in the agenda/resolution?- **NO**

**Resolution No 4**

	Promoter/Public	Mode of Voting	Total No of A/Cs	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
				[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	23	78825857	72039881	91.39	72039881	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>23</b>	<b>78825857</b>	<b>72039881</b>	<b>91.39</b>	<b>72039881</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	668	121843576	87305312	71.65	87262191	43121	99.95	0.05
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>668</b>	<b>121843576</b>	<b>87305312</b>	<b>71.65</b>	<b>87262191</b>	<b>43121</b>	<b>99.95</b>	<b>0.05</b>
3	Public-Others	E-Voting	181507	54086845	124010	0.23	118161	5849	95.28	4.72
		Poll	181507	54086845	40361	0.07	40361	0	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>181507</b>	<b>54086845</b>	<b>164371</b>	<b>0.30</b>	<b>158522</b>	<b>5849</b>	<b>96.44</b>	<b>3.56</b>
Total		E-Voting	182198	254756278	159469203	62.60	159420233	48970	99.97	0.03
		Poll	182198	254756278	40361	0.02	40361	0	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>182198</b>	<b>254756278</b>	<b>159509564</b>	<b>62.61</b>	<b>159460594</b>	<b>48970</b>	<b>99.97</b>	<b>0.03</b>



**TATA CHEMICALS LIMITED**

**Ratification of Auditor's appointment**

Resolution required	Ordinary
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Whether promoter/ promoter group are interested in the agenda/resolution?- **NO**

**Resolution No 5**

	Promoter/Public	Mode of Voting	Total No of A/Cs	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
				[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	23	78825857	72039881	91.39	72039881	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>23</b>	<b>78825857</b>	<b>72039881</b>	<b>91.39</b>	<b>72039881</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	668	121843576	84899820	69.68	83345369	1554451	98.17	1.83
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>668</b>	<b>121843576</b>	<b>84899820</b>	<b>69.68</b>	<b>83345369</b>	<b>1554451</b>	<b>98.17</b>	<b>1.83</b>
3	Public-Others	E-Voting	181507	54086845	125921	0.23	117943	7978	93.66	6.34
		Poll	181507	54086845	40361	0.07	40360	1	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>181507</b>	<b>54086845</b>	<b>166282</b>	<b>0.31</b>	<b>158303</b>	<b>7979</b>	<b>95.20</b>	<b>4.80</b>
	<b>Total</b>	E-Voting	182198	254756278	157065622	61.65	155503193	1562429	99.01	0.99
		Poll	182198	254756278	40361	0.02	40360	1	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>182198</b>	<b>254756278</b>	<b>157105983</b>	<b>61.67</b>	<b>155543553</b>	<b>1562430</b>	<b>99.01</b>	<b>0.99</b>



**TATA CHEMICALS LIMITED**

**Appointment of Mr. Bhaskar Bhat as a Director**

Resolution required	Ordinary
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Whether promoter/ promoter group are interested in the agenda/resolution?- **NO**

**Resolution No 6**

	Promoter/Public	Mode of Voting	Total No of A/Cs	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
						$[3]=\frac{[2]}{[1]}*100$			$[6]=\frac{[4]}{[2]}*100$	$[7]=\frac{[5]}{[2]}*100$
				[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	23	78825857	72039881	91.39	72039881	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>23</b>	<b>78825857</b>	<b>72039881</b>	<b>91.39</b>	<b>72039881</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	668	121843576	87305312	71.65	83853834	3451478	96.05	3.95
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>668</b>	<b>121843576</b>	<b>87305312</b>	<b>71.65</b>	<b>83853834</b>	<b>3451478</b>	<b>96.05</b>	<b>3.95</b>
3	Public-Others	E-Voting	181507	54086845	120393	0.22	105389	15004	87.54	12.46
		Poll	181507	54086845	40361	0.07	40360	1	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>181507</b>	<b>54086845</b>	<b>160754</b>	<b>0.30</b>	<b>145749</b>	<b>15005</b>	<b>90.67</b>	<b>9.33</b>
<b>Total</b>		E-Voting	182198	254756278	159465586	62.60	155999104	3466482	97.83	2.17
		Poll	182198	254756278	40361	0.02	40360	1	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>182198</b>	<b>254756278</b>	<b>159505947</b>	<b>62.61</b>	<b>156039464</b>	<b>3466483</b>	<b>97.83</b>	<b>2.17</b>



**TATA CHEMICALS LIMITED**

**Appointment of Dr. Nirmalya Kumar as a Director**

Resolution required	<b>Ordinary</b>
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Whether promoter/ promoter group are interested in the agenda/resolution?- **NO**

**Resolution No 7**

	Promoter/Public	Mode of Voting	Total No of A/Cs	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
				[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	23	78825857	72039881	91.39	72039881	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>23</b>	<b>78825857</b>	<b>72039881</b>	<b>91.39</b>	<b>72039881</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
2	Public - Institutional holders	E-Voting	668	121843576	87305312	71.65	83942306	3363006	96.15	3.85
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>668</b>	<b>121843576</b>	<b>87305312</b>	<b>71.65</b>	<b>83942306</b>	<b>3363006</b>	<b>96.15</b>	<b>3.85</b>
3	Public-Others	E-Voting	181507	54086845	118082	0.22	107047	11035	90.65	9.35
		Poll	181507	54086845	40361	0.07	40361	0	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>181507</b>	<b>54086845</b>	<b>158443</b>	<b>0.29</b>	<b>147408</b>	<b>11035</b>	<b>93.04</b>	<b>6.96</b>
<b>Total</b>		E-Voting	<b>182198</b>	<b>254756278</b>	<b>159463275</b>	<b>62.59</b>	<b>156089234</b>	<b>3374041</b>	<b>97.88</b>	<b>2.12</b>
		Poll	<b>182198</b>	<b>254756278</b>	<b>40361</b>	<b>0.02</b>	<b>40361</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
		Postal Ballot (if applicable)	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
		<b>Total</b>	<b>182198</b>	<b>254756278</b>	<b>159503636</b>	<b>62.61</b>	<b>156129595</b>	<b>3374041</b>	<b>97.88</b>	<b>2.12</b>



**TATA CHEMICALS LIMITED**

**Ratification of Remuneration of Cost Auditors**

Resolution required	<b>Ordinary</b>
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Whether promoter/ promoter group are interested in the agenda/resolution?- **NO**

**Resolution No 8**

	Promoter/Public	Mode of Voting	Total No of A/Cs	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100
				[1]	[2]		[4]	[5]		
1	Promoter and Promoter Group	E-Voting	23	78825857	72039881	91.39	72039881	0	100.00	0.00
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	23	78825857	72039881	91.39	72039881	0	100.00	0.00
2	Public - Institutional holders	E-Voting	668	121843576	87305312	71.65	87257942	47370	99.95	0.05
		Poll	0	0	0	0.00	0	0	0.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	668	121843576	87305312	71.65	87257942	47370	99.95	0.05
3	Public-Others	E-Voting	181507	54086845	126519	0.23	117878	8641	93.17	6.83
		Poll	181507	54086845	40361	0.07	40360	1	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	181507	54086845	166880	0.31	158238	8642	94.82	5.18
	<b>Total</b>	E-Voting	182198	254756278	159471712	62.60	159415701	56011	99.96	0.04
		Poll	182198	254756278	40361	0.02	40360	1	100.00	0.00
		Postal Ballot (if applicable)	0	0	0	0.00	0	0	0.00	0.00
		<b>Total</b>	<b>182198</b>	<b>254756278</b>	<b>159512073</b>	<b>62.61</b>	<b>159456061</b>	<b>56012</b>	<b>99.96</b>	<b>0.04</b>



2

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

Anneane B-

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  
Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
parikh.associates@rediffmail.com

To,  
The Chairman  
**TATA CHEMICALS LIMITED**  
Bombay House, 24 Homi Mody Street,  
Fort, Mumbai - 400001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting 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 by tablet based electronic voting system at the Annual General Meeting of Tata Chemicals Limited held on Thursday, August 11, 2016 at 3.00 p.m.**

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Tata Chemicals 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, to conduct the remote e-voting process in respect of the below mentioned resolutions passed at the 77<sup>th</sup> Annual General Meeting (AGM) of Tata Chemicals Limited held on Thursday, August 11, 2016 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on August 11, 2016.

The Notice dated May 26, 2016 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 AGM of the Company.

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

The Company had also provided voting by tablet based electronic voting system to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility. The shareholders of the company holding shares as on the "cut-off" date of August 04, 2016 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Monday, August 08, 2016 at 09:00 a.m. (IST) and ended on Wednesday, August 10, 2016 at 05:00 p.m. (IST) and the NSDL e-voting platform was blocked thereafter.



After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the same 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 AGM the votes cast there under were counted.

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 voting by tablet based electronic voting system at the AGM.

I now submit my consolidated Report as under on the result of the remote e-voting and voting by tablet based electronic voting system at the AGM in respect of the said Resolutions.

#### Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Board of Directors and Auditors thereon.

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
767	15,92,59,668	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	1,083	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 2: Ordinary Resolution**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016 together with the Reports of the Auditors thereon.

(i) Voted in favour of the resolution:

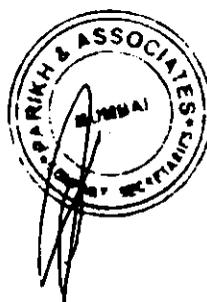
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
764	15,92,59,796	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	542	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 3: Ordinary Resolution**

**To declare dividend on Ordinary Shares for the financial year ended 31<sup>st</sup> March, 2016.**

(i) Voted in favour of the resolution:

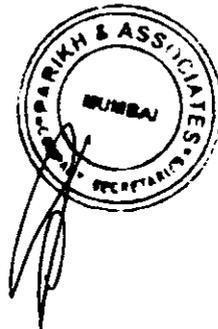
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
777	15,95,11,877	100.00 (Rounded Off)

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
8	683	0.00

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 4: Ordinary Resolution**

**Re-appointment of Mr. R Mukundan (DIN No. 00778253), who retires by rotation.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
736	15,94,60,594	99.97

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
38	48,970	0.03

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 5: Ordinary Resolution**

**Ratification of Statutory Auditor's appointment.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
725	15,55,43,553	99.01

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
46	15,62,430	0.99

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 6: Ordinary Resolution****Appointment of Mr. Bhaskar Bhat (DIN No. 00148778) as a Director.**

(i) Voted in favour of the resolution:

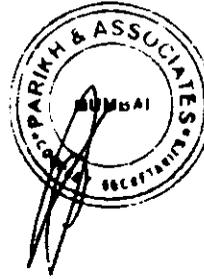
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
700	15,60,39,464	97.83

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
67	34,66,483	2.17

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 7: Ordinary Resolution****Appointment of Dr. Nirmalya Kumar (DIN No. 00364637) as a Director.**

(i) Voted in favour of the resolution:

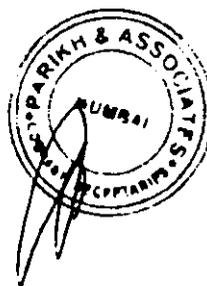
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
711	15,61,29,595	97.88

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
58	33,74,041	2.12

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL



**Resolution 8: Ordinary Resolution****Ratification of remuneration of Cost Auditors.**

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
751	15,94,56,061	99.96

(ii) Voted against the resolution:

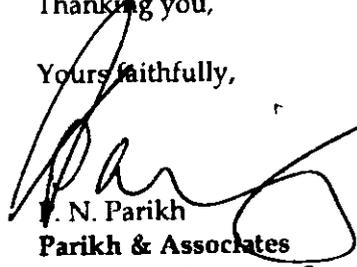
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
28	56,012	0.04

(iii) Invalid votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,

Yours faithfully,

  
**J. N. Parikh**  
**Parikh & 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 11, 2016