



July 8, 2019

The General Manager  
Corporate Relations Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
Scrip Code: 500770

National Stock Exchange of India Ltd.  
Exchange Plaza  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai 400 051  
Symbol: TATACHEM

Dear Sir,

**Sub: Proceedings and Voting Results of the 80th Annual General Meeting (AGM) of Tata Chemicals Limited (“the Company”) held on Monday, July 8, 2019**

The 80<sup>th</sup> AGM of the Company was held on Monday, July 8, 2019 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai - 400 020, to transact the business as stated in the Notice dated May 3, 2019, convening the AGM.

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the AGM of the Company as required under Regulation 30, Para A of Schedule – III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“the Listing Regulations”) – **Annexure A**
- 2) Voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations – **Annexure B**
- 3) Report of the Scrutinizer dated July 8, 2019, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure C**

The Meeting concluded at 7:10 p.m. (IST).

The Voting Results along with the Scrutinizer’s Report dated July 8, 2019 is made available on the Company’s website at [www.tatachemicals.com](http://www.tatachemicals.com)

This is for your information and records.

Thanking you,

Yours faithfully,  
**FOR TATA CHEMICALS LIMITED**

**RAJIV CHANDAN**  
**GENERAL COUNSEL & COMPANY SECRETARY**  
Encl.: as above

**TATA CHEMICALS LIMITED**



**Annexure A**

**Summary of proceedings of the 80<sup>th</sup> Annual General Meeting**

The 80<sup>th</sup> Annual General Meeting (“AGM” or “Meeting”) of the Members of Tata Chemicals Limited (“the Company”) was held on Monday, July 8, 2019 at 3:00 p.m. at Birla Matushi Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai- 400 020. The AGM was voluntarily streamed live through webcast for the benefit of those Members who could not attend the Meeting in person.

As per Article 96(1) of the Articles of Association of the Company, Mr. Bhaskar Bhat chaired the Meeting. The requisite quorum being present, the Chairman called the meeting to order. The Proxy Register and other Registers and documents as required under various laws were available for inspection by the Members at the Meeting.

All the Directors except Ms. Vibha Paul Rishi, Independent Director and Chairperson of the Stakeholders Relationship Committee, attended the Meeting. Ms. Rishi had expressed her inability to attend the Meeting and in her absence the Stakeholders Relationship Committee had nominated Mr. S. Padmanabhan, Member of the said Committee to answer queries of the security holders. Mr. Nasser Munjee, Chairman of the Audit Committee and Dr. Y. S. P. Thorat, Chairman of the Nomination and Remuneration Committee were present at the Meeting.

The representatives of B S R & Co. LLP, Statutory Auditors, M/s Parikh and Associates, Secretarial Auditors and M/s. D. C. Dave & Co., Cost Auditors, were also present at the Meeting. The Chairman introduced the Union Leaders to the Members of the Company.

With the consent of the Members, the Notice of the Meeting was taken as read. The Members were informed that the Statutory Auditors’ Report and Secretarial Audit Report did not have any qualifications.

The Chairman made his opening remarks covering Economy, Sector and Company Performance, Company’s financial performance for FY 2018-19, Opportunities and Challenges in FY 2019-20 and future outlook.

Mr. R. Mukundan, Managing Director & CEO, made a presentation covering FY 2018-19 Financial Performance, Key Business Highlights of the year, Transformational Journey, Company’s Strategic Direction, Demerger of Consumer Products Business and Awards and Recognitions.

The Chairman informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited (‘NSDL’) system. Further, Mr. Rajiv Chandan, General Counsel & Company Secretary informed the Members that the e-voting facility was also made available at the AGM venue for the benefit of Members who were present at the Meeting and had not cast their votes through remote e-voting.

The Company Secretary informed that Mr. P. N. Parikh of Parikh & Associates, Practicing Company Secretaries (Membership No. FCS 327) was the Scrutinizer appointed by the Board to scrutinize the remote e-voting and electronic voting at the AGM in a fair and transparent manner.

The following resolutions set out in the Notice convening the AGM were proposed and seconded by members:

<b>Item No.</b>	<b>Details of the Agenda</b>	<b>Resolution required (Ordinary/Special)</b>	<b>Mode of Voting</b>
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM
2.	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon	Ordinary	Remote e-voting and e-voting at AGM



3.	To declare dividend on the Ordinary Shares for the financial year ended March 31, 2019	Ordinary	Remote e-voting and e-voting at AGM
4.	To appoint a Director in place of Mr. S. Padmanabhan (DIN: 00306299), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary	Remote e-voting and e-voting at AGM
5.	Re-appointment of Ms. Vibha Paul Rishi (DIN: 05180796) as an Independent Director of the Company	Special	Remote e-voting and e-voting at AGM
6.	Ratification of Remuneration of Cost Auditors	Ordinary	Remote e-voting and e-voting at AGM

The Chairman then invited the members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and the resolutions proposed. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the Chairman alongwith the Managing Director & CEO appropriately responded to the queries raised by them.

The Chairman authorized Mr. Rajiv Chandan, General Counsel & Company Secretary to carry out the voting process. He also authorized the Company Secretary to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. He informed the Members that the combined results of the remote e-voting and e-voting at the AGM venue would be announced within 48 hours of the conclusion of the Meeting and the results alongwith the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the website of the Company as well as website of National Securities Depository Limited and would also be displayed at the Registered Office of the Company.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting.

The Scrutinizer's Report was received after conclusion of the Meeting on July 8, 2019. All the Resolutions were declared as passed with requisite majority.

This is for your information and records.

Yours faithfully,  
**FOR TATA CHEMICALS LIMITED**

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



**80<sup>th</sup> Annual General Meeting Voting Results**

<b>Date of Annual General Meeting</b>	<b>July 8, 2019</b>
<b>Total Number of shareholders on Record date i.e. July 1, 2019</b>	<b>1,83,102</b>
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
Promoter and Promoter Group	9
Public	325
<b>No. of shareholders present in the meeting through Video Conferencing (VC):</b>	No arrangement was made for VC
Promoter and Promoter Group	
Public	

Yours faithfully,

**FOR TATA CHEMICALS LIMITED**

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

TATA CHEMICALS LIMITED										
Resolution (1)										
Resolution required: (Ordinary / Special)						ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?						No				
To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, together with the Reports of the Board of Directors and Auditors thereon										
	Promoter/Public	Mode of Voting	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	Invalid Votes
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100	[8]
1	Promoter and Promoter Group	E-Voting	78027943	78027743	100.00	78027743	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		78027743	100.00	78027743	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	123379365	98876675	80.14	98876675	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		98876675	80.14	98876675	0	100.00	0.00	0
3	Public-Others	E-Voting	53348970	1448902	2.72	1448447	455	99.97	0.03	0
		Poll		27494	0.05	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1476396	2.77	1475941	455	99.97	0.03	0
Total	Total	E-Voting	254756278	178353320	70.01	178352865	455	100.00	0.00	0
		Poll		27494	0.01	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		178380814	70.02	178380359	455	100.00	0.00	0

For TATA CHEMICALS LIMITED

  
Rajiv Chandan  
General Counsel & Company Secretary

TATA CHEMICALS LIMITED										
Resolution (2)										
Resolution required: (Ordinary / Special)							ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?							No			
To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report of the Auditors thereon.										
	Promoter/Public	Mode of Voting	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	Invalid Votes
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]
1	Promoter and Promoter Group	E-Voting	78027943	78027743	100.00	78027743	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		78027743	100.00	78027743	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	123379365	98876675	80.14	98876675	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		98876675	80.14	98876675	0	100.00	0.00	0
3	Public-Others	E-Voting	53348970	1447607	2.71	1447102	505	99.97	0.03	0
		Poll		27494	0.05	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1475101	2.77	1474596	505	99.97	0.03	0
Total	Total	E-Voting	254756278	178352025	70.01	178351520	505	100.00	0.00	0
		Poll		27494	0.01	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		178379519	70.02	178379014	505	100.00	0.00	0

For TATA CHEMICALS LIMITED

  
Rajiv Chandan  
General Counsel & Company Secretary

**TATA CHEMICALS LIMITED**

**Resolution (3)**

**Resolution required: (Ordinary / Special)** ORDINARY

**Whether promoter/ promoter group are interested in the agenda/resolution?** No

**To declare dividend on the Ordinary Shares for the financial year ended March 31, 2019**

	Promoter/Public	Mode of Voting	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	Invalid Votes
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]
1	Promoter and Promoter Group	E-Voting	78027943	78027743	100.00	78027743	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		<b>Total</b>		78027743	100.00	78027743	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	123379365	105275856	85.33	105275856	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		<b>Total</b>		105275856	85.33	105275856	0	100.00	0.00	0
3	Public-Others	E-Voting	53348970	1470924	2.76	1470492	432	99.97	0.03	0
		Poll		27494	0.05	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		<b>Total</b>		1498418	2.81	1497986	432	99.97	0.03	0
Total	Total	E-Voting	254756278	184774523	72.53	184774091	432	100.00	0.00	0
		Poll		27494	0.01	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		<b>Total</b>		184802017	72.54	184801585	432	100.00	0.00	0

For TATA CHEMICALS LIMITED



Rajiv Chandan  
General Counsel & Company Secretary

TATA CHEMICALS LIMITED										
Resolution (4)										
Resolution required: (Ordinary / Special)						ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?						No				
To appoint a Director in place of Mr. S. Padmanabhan (DIN: 00306299), who retires by rotation and being eligible, offers himself for re-appointment.										
	Promoter/Public	Mode of Voting	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	Invalid Votes
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100	[8]
1	Promoter and Promoter Group	E-Voting	78027943	78027743	100.00	78027743	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		78027743	100.00	78027743	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	123379365	105275856	85.33	80547012	24728844	76.51	23.49	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		105275856	85.33	80547012	24728844	76.51	23.49	0
3	Public-Others	E-Voting	53348970	1470647	2.76	1464308	6339	99.57	0.43	0
		Poll		27494	0.05	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1498141	2.81	1491802	6339	99.58	0.42	0
Total	Total	E-Voting	254756278	184774246	72.53	160039063	24735183	86.61	13.39	0
		Poll		27494	0.01	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		184801740	72.54	160066557	24735183	86.62	13.38	0

For TATA CHEMICALS LIMITED

  
Rajiv Chandan  
General Counsel & Company Secretary

TATA CHEMICALS LIMITED										
Resolution (5)										
Resolution required: (Ordinary / Special)							SPECIAL			
Whether promoter/ promoter group are interested in the agenda/resolution?							No			
Re-appointment of Ms. Vibha Paul Rishi (DIN: 05180796) as an Independent Director of the Company										
	Promoter/Public	Mode of Voting	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	Invalid Votes
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]
1	Promoter and Promoter Group	E-Voting	78027943	78027743	100.00	78027743	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		78027743	100.00	78027743	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	123379365	105275856	85.33	105061673	214183	99.80	0.20	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		105275856	85.33	105061673	214183	99.80	0.20	0
3	Public-Others	E-Voting	53348970	1470379	2.76	1464584	5795	99.61	0.39	0
		Poll		27494	0.05	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1497873	2.81	1492078	5795	99.61	0.39	0
Total	Total	E-Voting	2.55E+08	184773978	72.53	184554000	219978	99.88	0.12	0
		Poll		27494	0.01	27494	0	100.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1.85E+08	72.54	184581494	219978	99.88	0.12	0

For TATA CHEMICALS LIMITED

  
Rajiv Chandan  
General Counsel & Company Secretary

TATA CHEMICALS LIMITED										
Resolution (6)										
Resolution required: (Ordinary / Special)							ORDINARY			
Whether promoter/ promoter group are interested in the agenda/resolution?							No			
Ratification of Remuneration of Cost Auditors										
	Promoter/Public	Mode of Voting	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	Invalid Votes
			[1]	[2]	[3]	[4]	[5]	[6]	[7]	[8]
1	Promoter and Promoter Group	E-Voting	78027943	78027743	100.00	78027743	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		78027743	100.00	78027743	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	123379365	105275856	85.33	105275856	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		105275856	85.33	105275856	0	100.00	0.00	0
3	Public-Others	E-Voting	53348970	1469999	2.76	1466141	3858	99.74	0.26	0
		Poll		27494	0.05	27307	187	99.32	0.68	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		1497493	2.81	1493448	4045	99.73	0.27	0
Total	Total	E-Voting	254756278	184773598	72.53	184769740	3858	100.00	0.00	0
		Poll		27494	0.01	27307	187	99.32	0.68	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		184801092	72.54	184797047	4045	100.00	0.00	0

For TATA CHEMICALS LIMITED

  
Rajiv Chandan  
General Counsel & Company Secretary

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

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 through electronic voting system at the 80<sup>th</sup> Annual General Meeting of Tata Chemicals Limited held on Monday, July 08, 2019 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400020**

I, P. N. Parikh, of M/s. Parikh & Associates, Practising Company Secretaries, was 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 proposed at the 80<sup>th</sup> Annual General Meeting ("AGM") of Tata Chemicals Limited on Monday, July 08, 2019 at 3.00 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on July 08, 2019.

The Notice dated May 03, 2019 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the AGM 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 had also provided voting through 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 i.e. Monday, July 01, 2019 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Thursday, July 04, 2019 (9.00 a.m. IST) and ended on Sunday, July 07, 2019 (5.00 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 through electronic voting system 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. I have scrutinized and reviewed the remote e-voting and votes tendered 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 and the voting through electronic voting system at the meeting on the resolutions contained in the Notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the meeting 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 and voting through electronic voting system at the AGM in respect of the said resolutions.



**Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2019, 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
759	17,83,80,359	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
10	455	0.00

(iii) Invalid votes:

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



**Resolution 2: Ordinary Resolution**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2019, together with the Report 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
756	17,83,79,014	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	505	0.00

(iii) Invalid votes:

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



**Resolution 3: Ordinary Resolution**

To declare dividend on the Ordinary Shares for the financial year ended March 31, 2019.

(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
766	18,48,01,585	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
9	432	0.00

(iii) Invalid votes:

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



**Resolution 4: Ordinary Resolution**

To appoint a Director in place of Mr. S. Padmanabhan (DIN: 00306299), 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 valid votes cast by them	% of total number of valid votes cast
653	16,00,66,557	86.62

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
120	2,47,35,183	13.38

(iii) **Invalid** votes:

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



**Resolution 5: Special Resolution**

Re-appointment of Ms. Vibha Paul Rishi (DIN: 05180796) as an Independent Director of the Company.

(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
720	18,45,81,494	99.88

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
51	2,19,978	0.12

(iii) Invalid votes:

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



**Resolution 6: 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
739	18,47,97,047	100.00 (Rounded Off)

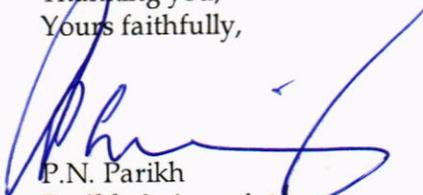
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
33	4,045	0.00

(iii) Invalid votes:

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

Thanking you,  
Yours faithfully,



P.N. Parikh  
Parikh & Associates  
Practising Company Secretaries  
FCS: 327 CP No.: 1228  
111,11th Floor, SaiDwar CHS Ltd  
Sab TV Lane, Opp. Laxmi Indl. Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri West, Mumbai - 400053

Place: Mumbai  
Dated: July 08, 2019



Accepted and countersigned



Rajiv Chandan  
General Counsel & Company Secretary  
Tata Chemicals Limited