



## ANNEXURE A

### Summary of proceedings of the 113<sup>th</sup> Annual General Meeting ('AGM/Meeting')

The 113<sup>th</sup> AGM of the Members of Tata Steel Limited ('the Company') was held on Thursday, August 20, 2020 at 3.00 p.m. (IST) through two-way Video Conferencing ('VC')/Other Audio-Visual Means ('OAVM'). The Meeting was conducted in accordance with the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

Mr. Parvatheesam Kanchinadham, Company Secretary & Chief Legal Officer (Corporate & Compliance), welcomed the Members to the Meeting and briefed them on details relating to their participation at the Meeting through audio visual means.

Mr. Natarajan Chandrasekaran, Chairman of the Board, chaired the Meeting. The Chairman welcomed the shareholders to the Meeting and on requisite quorum being present, called the Meeting to order.

All the Directors of the Company were present at the Meeting through VC from their respective locations. The Chairman welcomed the Directors and requested them to introduce themselves to the Members. He then welcomed the Union representatives of the Company, who were attending the Meeting through VC.

The Chairman informed the Members that, representatives of Price Waterhouse & Co. Chartered Accountants LLP, Statutory Auditors and M/s. Parikh & Associates, Secretarial Auditors and Scrutinizers for the remote e-voting and the e-voting during the proceedings of the AGM, were also present at the Meeting through VC.

The Chairman then informed the Members that, the proceedings of the Meeting were also being webcast and could be viewed live by Members by logging in to NSDL website. The Company had taken the requisite steps to enable Members to participate and vote on the items being considered at this AGM.

The details of authorized representations received from corporate shareholders were informed to the Members. Since there was no physical attendance of Members and in compliance with the Circulars issued by the MCA and SEBI, Members were informed that the requirement of appointing proxies was not applicable. Further, the Registers as required under the Companies Act, 2013 were available for inspection in electronic mode, should any Member request for the same.

**TATA STEEL LIMITED**

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

Tel 91 22 6665 8282 Fax 91 22 6665 7724 website [www.tatasteel.com](http://www.tatasteel.com)

Corporate Identity Number L27100MH1907PLC000260



With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the year ended March 31, 2020 were taken as read. There were no qualifications, observations or adverse remarks in the Statutory and Secretarial Auditor's Reports.

The Chairman then made his opening remarks with respect to macro-economic environment & steel industry, Company's performance, strategic directions and future outlook.

Mr. T.V. Narendran, Chief Executive Officer & Managing Director of the Company made a presentation on the operational and financial performance of the Company for the Financial Year 2019-20.

In terms of the Notice dated June 29, 2020 convening the 113<sup>th</sup> AGM of the Company, the following business were transacted at the Meeting through remote e-voting. All Resolutions were Ordinary Resolutions.

- 1) Adoption of Audited Standalone Financial Statements for the Financial Year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon.
- 2) Adoption of Audited Consolidated Financial Statements for the Financial Year ended March 31, 2020 and the report of the Auditors thereon.
- 3) Declaration of Dividend for the Financial Year 2019-20 as given below:
  - a. ₹10/- per fully paid-up Ordinary (equity) Share of face value ₹10/- each;
  - b. ₹2.504/- per partly paid-up Ordinary (equity) Share of face value ₹10/- each (paid-up ₹2.504 per share).
- 4) Appointment of a Director in place of N. Chandrasekaran (DIN:00121863) who retires by rotation and being eligible, seeks re-appointment.
- 5) Ratification of the remuneration of Messrs Shome & Banerjee, Cost Auditors of the Company.
- 6) Commission to Non-Executive Directors of the Company.

Members present at the Meeting were given an opportunity to ask questions and seek clarification(s). The Chairman appropriately responded to the questions raised.

*R.*



Post the question and answer session, the Chairman authorized Mr. Parvatheesam Kanchinadham to carry out the e-voting process and conclude the Meeting. The Chairman further informed the Members that the consolidated voting results will be disseminated to the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company at [www.tatasteel.com](http://www.tatasteel.com) and the National Securities Depository Limited at [www.evoting@nsdl.com](mailto:www.evoting@nsdl.com) within 48 hours of the conclusion of the Meeting.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process Mr. Kanchinadham declared the Meeting closed.

Post the conclusion of the remote e-voting, the Scrutinizers' report was received.

All the Resolutions have been passed with requisite majority.

This is for your information and records.

Thanking you.

Yours faithfully,

**Tata Steel Limited**

A handwritten signature in black ink, appearing to read 'Parvatheesam Kanchinadham', with a horizontal line underneath.

**Parvatheesam Kanchinadham**

Company Secretary &

Chief Legal Officer (Corporate & Compliance)

**ANNEXURE B****113<sup>th</sup> Annual General Meeting Voting Results**

|   |  |
|---|--|
| <b>Date of the Annual General Meeting</b>   | August 20, 2020  |
| <b>Total number of shareholders on record date (August 13, 2020)</b>                |  |
| Holders of Fully paid-up Ordinary shares  | 9,45,059   |
| Holders of Partly paid-up Ordinary shares   | 1,83,433   |
| <b>No. of Shareholders present in the meeting either in person or through proxy</b> |  |
| Promoter and Promoter Group   | No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM |
| Public  |  |
| <b>No. of Shareholders attended the meeting through Video Conferencing</b>          |  |
| Promoter and Promoter Group   | 8  |
| Public  | 615  |

**Tata Steel Limited**

**Parvatheesam Kanchinadham**

Company Secretary &

Chief Legal Officer (Corporate & Compliance)

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TATA STEEL LIMITED

Resolution No. 1

| Resolution required: (Ordinary / Special)                                 |                              |                               | Ordinary  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
|---|------------------------------|-------------------------------|---|-----------------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                              |                               | No  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| Description of Resolution considered                                      |                              |                               | Consider and adopt the Audited Standalone Financial Statements for the Financial Year ended March 31, 2020 and the Reports of the Board of Directors and Auditors thereon |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| S.No.   | Category                     | Mode of Voting                | Total No. of Shares Held  | Total No. of Votes on 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 | % of votes invalid on votes polled |
|   |                              |                               | [1]   | [2]                               | [3]                 | [4]=[(3)/(2)]*100                       | [5]                      | [6]                    | [7]=[(5)/(3)]*100                    | [8]=[(6)/(3)]*100                  | [9]           | [10]=[(9)/(3)]*100                 |
| A   | Promoter and Promoter Group* | E-Voting                      | 41,43,58,657  | 38,51,67,238                      | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
|   |                              | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                              | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                              | Total                         |   |                                   | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
| B   | Public-Institutions          | E-Voting                      | 51,02,29,104  | 50,44,97,403                      | 38,48,92,646        | 76.29                                   | 38,47,58,761             | 1,33,885               | 99.97                                | 0.03                               | 0             | 0                                  |
|   |                              | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                              | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                              | Total                         |   |                                   | 38,48,92,646        | 76.29                                   | 38,47,58,761             | 1,33,885               | 99.97                                | 0.03                               | 0             | 0                                  |
| C   | Public- Non-Institutions     | E-Voting                      | 27,95,39,238  | 25,62,66,315                      | 1,19,67,979         | 4.67                                    | 1,19,61,284              | 6,695                  | 99.94                                | 0.06                               | 0             | 0                                  |
|   |                              | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                              | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                              | Total                         |   |                                   | 1,19,67,979         | 4.67                                    | 1,19,61,284              | 6,695                  | 99.94                                | 0.06                               | 0             | 0                                  |
| Total (A+B+C)   |                              |                               | 1,20,41,26,999  | 1,14,59,30,956                    | 78,08,43,532        | 68.14                                   | 78,07,02,952             | 1,40,580               | 99.98                                | 0.02                               | 0             | 0                                  |
| Whether resolution is Passed or Not                                       |                              |                               | Yes   |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |

\*Rujuvalika Investments Limited (a wholly owned subsidiary company), holding 11,68,393 Ordinary (equity) Shares refrained from voting as these shares do not carry any voting rights.



TATA STEEL LIMITED

Resolution No. 2

| Resolution required: (Ordinary / Special)                                 |                                |                               | Ordinary  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
|---|--------------------------------|-------------------------------|---|-----------------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                |                               | No  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| Description of Resolution considered                                      |                                |                               | Consider and adopt the Audited Consolidated Financial Statements for the Financial Year ended March 31, 2020 and the Report of the Auditors thereon |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| S.No.   | Category                       | Mode of Voting                | Total No. of Shares Held  | Total No. of Votes on 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 | % of votes Invalid on votes polled |
|   |                                |                               | [1]   | [2]                               | [3]                 | $[4]=\frac{[3]}{[2]} \times 100$        | [5]                      | [6]                    | $[7]=\frac{[5]}{[3]} \times 100$     | $[8]=\frac{[6]}{[3]} \times 100$   | [9]           | $[10]=\frac{[9]}{[3]} \times 100$  |
| A   | Promoter and Promoter Group    | E-Voting                      | 41,43,58,657  | 38,51,67,238                      | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | <b>Total</b>                  |   |                                   | <b>38,39,82,907</b> | <b>99.69</b>                            | <b>38,39,82,907</b>      | <b>0</b>               | <b>100.00</b>                        | <b>0.00</b>                        | <b>0</b>      | <b>0</b>                           |
| B   | Public - Institutional holders | E-Voting                      | 51,02,29,104  | 50,44,97,403                      | 38,48,92,646        | 76.29                                   | 38,47,58,761             | 1,33,885               | 99.97                                | 0.03                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | <b>Total</b>                  |   |                                   | <b>38,48,92,646</b> | <b>76.29</b>                            | <b>38,47,58,761</b>      | <b>1,33,885</b>        | <b>99.97</b>                         | <b>0.03</b>                        | <b>0</b>      | <b>0</b>                           |
| C   | Public-Others                  | E-Voting                      | 27,95,39,238  | 25,62,66,315                      | 1,19,67,757         | 4.67                                    | 1,19,61,676              | 6,081                  | 99.95                                | 0.05                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | <b>Total</b>                  |   |                                   | <b>1,19,67,757</b>  | <b>4.67</b>                             | <b>1,19,61,676</b>       | <b>6,081</b>           | <b>99.95</b>                         | <b>0.05</b>                        | <b>0</b>      | <b>0</b>                           |
| <b>Total (A+B+C)</b>  |                                |                               | <b>1,20,41,26,999</b>   | <b>1,14,59,30,956</b>             | <b>78,08,43,310</b> | <b>68.14</b>                            | <b>78,07,03,344</b>      | <b>1,39,966</b>        | <b>99.98</b>                         | <b>0.02</b>                        | <b>0</b>      | <b>0</b>                           |
| Whether resolution is Passed or Not                                       |                                |                               | Yes   |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |

\*Rujuvalika Investments Limited (a wholly owned subsidiary company), holding 11,68,393 Ordinary (equity) Shares refrained from voting as these shares do not carry any voting rights.



TATA STEEL LIMITED

Resolution No. 3

| Resolution required: (Ordinary / Special)                                 |                                |                               | Ordinary  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
|---|--------------------------------|-------------------------------|---|-----------------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                |                               | No  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| Description of Resolution considered                                      |                                |                               | Declaration of Dividend on fully paid-up and partly paid-up Equity (Ordinary) Shares for Financial Year 2019-20 |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| S.No.   | Category                       | Mode of Voting                | Total No. of Shares Held  | Total No. of Votes on 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 | % of votes Invalid on votes polled |
|   |                                |                               | [1]   | [2]                               | [3]                 | $[4]=\frac{[3]}{[2]} \times 100$        | [5]                      | [6]                    | $[7]=\frac{[5]}{[3]} \times 100$     | $[8]=\frac{[6]}{[3]} \times 100$   | [9]           | $[10]=\frac{[9]}{[3]} \times 100$  |
| A   | Promoter and Promoter Group    | E-Voting                      | 41,43,58,657  | 38,51,67,238                      | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Total                         |   |                                   | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
| B   | Public - Institutional holders | E-Voting                      | 51,02,29,104  | 50,44,97,403                      | 40,87,68,968        | 81.02                                   | 40,86,35,083             | 1,33,885               | 99.97                                | 0.03                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Total                         |   |                                   | 40,87,68,968        | 81.02                                   | 40,86,35,083             | 1,33,885               | 99.97                                | 0.03                               | 0             | 0                                  |
| C   | Public-Others                  | E-Voting                      | 27,95,39,238  | 25,62,86,315                      | 1,19,68,262         | 4.67                                    | 1,19,64,659              | 3,603                  | 99.97                                | 0.03                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Total                         |   |                                   | 1,19,68,262         | 4.67                                    | 1,19,64,659              | 3,603                  | 99.97                                | 0.03                               | 0             | 0                                  |
| Total (A+B+C)   |                                |                               | 1,20,41,26,999  | 1,14,59,30,956                    | 80,47,20,137        | 70.22                                   | 80,45,82,649             | 1,37,488               | 99.98                                | 0.02                               | 0             | 0                                  |
| Whether resolution is Passed or Not                                       |                                |                               | Yes   |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |

\*Rujuvalika Investments Limited (a wholly owned subsidiary company), holding 11,68,393 Ordinary (equity) Shares refrained from voting as these shares do not carry any voting rights.



TATA STEEL LIMITED

Resolution No. 4

| Resolution required: (Ordinary / Special)                                 |                                |                               | Ordinary   |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
|---|--------------------------------|-------------------------------|--|-----------------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                |                               | No   |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| Description of Resolution considered                                      |                                |                               | Appointment of a Director in place of Mr. N. Chandrasekaran (DIN: 00121863), who retires by rotation and being eligible, seeks re-appointment. |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| S.No.   | Category                       | Mode of Voting                | Total No. of Shares Held   | Total No. of Votes on 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 | % of votes invalid on votes polled |
|   |                                |                               | [1]  | [2]                               | [3]                 | $[4]=\frac{[3]}{[2]} \times 100$        | [5]                      | [6]                    | $[7]=\frac{[5]}{[3]} \times 100$     | $[8]=\frac{[6]}{[3]} \times 100$   | [9]           | $[10]=\frac{[9]}{[3]} \times 100$  |
| A   | Promoter and Promoter Group    | E-Voting                      | 41,43,58,657   | 38,51,67,238                      | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
|   |                                | Poll                          |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | Postal Ballot (if applicable) |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | <b>Total</b>                  |  |                                   | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
| B   | Public - institutional holders | E-Voting                      | 51,02,29,104   | 50,44,97,403                      | 40,85,92,651        | 80.99                                   | 39,47,89,390             | 1,38,03,261            | 96.62                                | 3.38                               | 0             | 0                                  |
|   |                                | Poll                          |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Postal Ballot (if applicable) |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | <b>Total</b>                  |  |                                   | 40,85,92,651        | 80.99                                   | 39,47,89,390             | 1,38,03,261            | 96.62                                | 3.38                               | 0             | 0                                  |
| C   | Public-Others                  | E-Voting                      | 27,95,39,238   | 25,62,66,315                      | 1,19,67,548         | 4.67                                    | 1,19,57,120              | 10,428                 | 99.91                                | 0.09                               | 0             | 0                                  |
|   |                                | Poll                          |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | Postal Ballot (if applicable) |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|   |                                | <b>Total</b>                  |  |                                   | 1,19,67,548         | 4.67                                    | 1,19,57,120              | 10,428                 | 99.91                                | 0.09                               | 0             | 0                                  |
| <b>Total (A+B+C)</b>  |                                |                               | <b>1,20,41,26,999</b>  | <b>1,14,59,30,956</b>             | <b>80,46,43,106</b> | <b>70.21</b>                            | <b>79,07,29,447</b>      | <b>1,38,43,689</b>     | <b>98.28</b>                         | <b>1.72</b>                        | <b>0</b>      | <b>0</b>                           |
| Whether resolution is Passed or Not                                       |                                |                               | Yes  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |

\*Rujuvalika Investments Limited (a wholly owned subsidiary company), holding 11,68,393 Ordinary (equity) Shares refrained from voting as these shares do not carry any voting rights.





TATA STEEL LIMITED

Resolution No. 5

| Resolution required: ( Ordinary / Special)                                |                                |                               | Ordinary  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
|---|--------------------------------|-------------------------------|---|-----------------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? |                                |                               | No  |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| Description of Resolution considered                                      |                                |                               | Ratification of the remuneration of Messrs Shome & Banerjee, Cost Auditors of the Company |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| S.No.   | Category                       | Mode of Voting                | Total No. of Shares Held  | Total No. of Votes on 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 | % of votes invalid on votes polled |
|   |                                |                               | [1]   | [2]                               | [3]                 | [4]=[3]/(2)] *100                       | [5]                      | [6]                    | [7]=[5]/(3)] *100                    | [8]=[6]/(3)] *100                  | [9]           | [10]=[9]/(3)]*100                  |
| A   | Promoter and Promoter Group    | E-Voting                      | 41,43,58,657  | 38,51,67,238                      | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | Total                         |   |                                   | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
| B   | Public - Institutional holders | E-Voting                      | 51,02,29,104  | 50,44,97,403                      | 40,87,25,288        | 81.02                                   | 40,87,25,288             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | Total                         |   |                                   | 40,87,25,288        | 81.02                                   | 40,87,25,288             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
| C   | Public-Others                  | E-Voting                      | 27,95,39,238  | 25,62,66,315                      | 1,19,67,472         | 4.67                                    | 1,19,53,837              | 13,635                 | 99.89                                | 0.11                               | 0             | 0                                  |
|   |                                | Poll                          |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | Postal Ballot (if applicable) |   |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0                                  | 0             |                                    |
|   |                                | Total                         |   |                                   | 1,19,67,472         | 4.67                                    | 1,19,53,837              | 13,635                 | 99.89                                | 0.11                               | 0             | 0                                  |
| <b>Total (A+B+C)</b>  |                                |                               | <b>1,20,41,26,999</b>   | <b>1,14,59,30,956</b>             | <b>80,46,75,667</b> | <b>70.22</b>                            | <b>80,46,62,032</b>      | <b>13,635</b>          | <b>100.00</b>                        | <b>0.00</b>                        | <b>0</b>      | <b>0</b>                           |
| Whether resolution is Passed or Not                                       |                                |                               | Yes   |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |

\*Rujuvalika Investments Limited (a wholly owned subsidiary company), holding 11,68,393 Ordinary (equity) Shares refrained from voting as these shares do not carry any voting rights.



TATA STEEL LIMITED

Resolution No. 6

| Resolution required: (Ordinary / Special)              |                                |                               | Ordinary   |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
|--|--------------------------------|-------------------------------|--|-----------------------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|---------------|------------------------------------|
| Whether promoter/ promoter group are interested in the |                                |                               | No   |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| Description of Resolution considered                   |                                |                               | Commission to Non-Executive Directors of the Company |                                   |                     |   |                          |                        |                                      |                                    |               |                                    |
| S.No.  | Category                       | Mode of Voting                | Total No. of Shares Held                             | Total No. of Votes on 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 | % of votes invalid on votes polled |
|  |                                |                               | [1]  | [2]                               | [3]                 | [4]=[3]/(2)*100                         | [5]                      | [6]                    | [7]=[5]/(3)*100                      | [8]=[6]/(3)*100                    | [9]           | [10]=[9]/(3)*100                   |
| A  | Promoter and Promoter Group    | E-Voting                      | 41,43,58,657   | 38,51,67,238                      | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
|  |                                | Poll                          |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|  |                                | Postal Ballot (if applicable) |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|  |                                | Total                         |  |                                   | 38,39,82,907        | 99.69                                   | 38,39,82,907             | 0                      | 100.00                               | 0.00                               | 0             | 0                                  |
| B  | Public - Institutional holders | E-Voting                      | 51,02,29,104   | 50,44,97,403                      | 40,87,25,288        | 81.02                                   | 33,33,67,352             | 7,53,57,936            | 81.56                                | 18.44                              | 0             | 0                                  |
|  |                                | Poll                          |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|  |                                | Postal Ballot (if applicable) |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|  |                                | Total                         |  |                                   | 40,87,25,288        | 81.02                                   | 33,33,67,352             | 7,53,57,936            | 81.56                                | 18.44                              | 0             | 0                                  |
| C  | Public-Others                  | E-Voting                      | 27,95,39,238   | 25,62,66,315                      | 1,19,66,789         | 4.67                                    | 1,19,07,731              | 59,058                 | 99.51                                | 0.49                               | 0             | 0                                  |
|  |                                | Poll                          |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|  |                                | Postal Ballot (if applicable) |  |                                   | 0                   | 0.00                                    | 0                        | 0                      | 0.00                                 | 0.00                               | 0             | 0                                  |
|  |                                | Total                         |  |                                   | 1,19,66,789         | 4.67                                    | 1,19,07,731              | 59,058                 | 99.51                                | 0.49                               | 0             | 0                                  |
| Total (A+B+C)  |                                |                               | 1,20,41,26,999                                       | 1,14,59,30,956                    | 80,46,74,984        | 70.22                                   | 72,92,57,990             | 7,54,16,994            | 90.63                                | 9.37                               | 0             | 0                                  |
| Whether resolution is Passed or Not                    |                                |                               |  |                                   |                     |   |                          |                        |                                      |                                    |               | Yes                                |

\*Rujvalika Investments Limited (a wholly owned subsidiary company), holding 11,68,393 Ordinary (equity) Shares refrained from voting as these shares do not carry any voting rights.



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

Office

111, 11<sup>th</sup> Floor, Sai-Dwar CHS Ltd  
Sab TV Lane, Opp Laxmi Industrial Estate,  
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Tel No 26301232 / 26301233 / 26301240  
Email : [cs@parikhassociates.com](mailto:cs@parikhassociates.com)  
[parikh.associates@rediffmail.com](mailto:parikh.associates@rediffmail.com)

To,  
The Chairman  
Tata Steel Limited  
Bombay House,  
24, Homi Mody Street,  
Fort, Mumbai 400001

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted prior to the 113<sup>th</sup> Annual General Meeting ('AGM') of Tata Steel Limited held on Thursday, August 20, 2020 at 3.00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting conducted during the AGM, 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 the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**

I, P. N. Parikh of M/s Parikh & Associates, Practising Company Secretaries, was appointed as the Scrutinizer by the Board of Directors of Tata Steel Limited ('the Company') pursuant to Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, each as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 113<sup>th</sup> AGM of the Company held today, i.e., Thursday, August 20, 2020 at 3.00 p.m. (IST) through VC/ OAVM.

I am also appointed as the Scrutinizer to scrutinize the remote e-voting process during the AGM.

The AGM Notice dated June 29, 2020, as confirmed by the Company, was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. The emails were sent in compliance with the MCA Circular No. 20/ 2020 dated May 5, 2020 read with Circulars 14/ 2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 (collectively referred to as 'MCA Circulars') and SEBI Circular No. SEBI/HO/CFD /CMD1/CIR/P/2020/79 dated May 12, 2020.



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

The voting period for remote e-voting commenced on Sunday, August 16, 2020 at 9.00 a.m. (IST) and ended on Wednesday, August 19, 2020 at 5.00 p.m. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided e-voting facility of NSDL to the Shareholders present at the AGM through VC, who had not cast their vote earlier.

The Shareholders of the Company holding shares as on the 'cut-off' date of Thursday, August 13, 2020 were entitled to vote on the resolutions forming part of the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted diligently.

I have scrutinized and reviewed the remote e-voting prior to the AGM and during the AGM and votes cast 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 prior to and during the AGM on the resolutions forming part of the Notice of the AGM.

My responsibility as a scrutinizer for the remote e-voting 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 conducted prior to the AGM and during the AGM in respect of the said resolutions.

I would like to mention that the voting rights of Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, August 13, 2020 and as per the Register of Members of the Company.



**Resolution 1: Ordinary Resolution**

Consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020, together with the Reports of the Board of Directors and the Auditors thereon.

(i) Voted in favour of the resolution:

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 2342                    | 76,94,29,017                       |                                       |
| Partly paid Ordinary Shares | 606                     | 1,12,73,935                        |                                       |
| Total                       | 2948                    | 78,07,02,952                       | 99.98                                 |

(ii) Voted against the resolution:

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 38                      | 1,40,119                           |                                       |
| Partly paid Ordinary Shares | 15                      | 461                                |                                       |
| Total                       | 53                      | 1,40,580                           | 0.02                                  |

(iii) Invalid votes:

| Type of Ordinary Share      | Number of members voted whose votes were declared invalid | Number of invalid votes cast by them |
|-----------------------------|---|--------------------------------------|
| Fully Paid Ordinary Shares  | NIL   | NIL                                  |
| Partly paid Ordinary Shares | NIL   | NIL                                  |
| Total                       | NIL   | NIL                                  |



**Resolution 2: Ordinary Resolution**

Consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020, and the Report of the Auditors thereon.

(i) Voted **in favour** of the resolution:

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 2340                    | 76,94,29,410                       |                                       |
| Partly paid Ordinary Shares | 605                     | 1,12,73,934                        |                                       |
| <b>Total</b>                | <b>2945</b>             | <b>78,07,03,344</b>                | <b>99.98</b>                          |

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

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 36                      | 1,39,505                           |                                       |
| Partly paid Ordinary Shares | 15                      | 461                                |                                       |
| <b>Total</b>                | <b>51</b>               | <b>1,39,966</b>                    | <b>0.02</b>                           |

(iii) **Invalid** votes:

| Type of Ordinary Share      | Number of members voted whose votes were declared invalid | Number of invalid votes cast by them |
|-----------------------------|---|--------------------------------------|
| Fully Paid Ordinary Shares  | NIL   | NIL                                  |
| Partly paid Ordinary Shares | NIL   | NIL                                  |
| <b>Total</b>                | <b>NIL</b>  | <b>NIL</b>                           |



**Resolution 3: Ordinary Resolution**

Declaration of Dividend on fully paid and partly paid Ordinary Shares for Financial Year 2019-20

(i) Voted **in favour** of the resolution:

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 2376                    | 79,32,73,273                       |                                       |
| Partly paid Ordinary Shares | 609                     | 1,13,09,376                        |                                       |
| Total                       | 2985                    | 80,45,82,649                       | 99.98                                 |

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

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 26                      | 1,37,428                           |                                       |
| Partly paid Ordinary Shares | 13                      | 60                                 |                                       |
| Total                       | 39                      | 1,37,488                           | 0.02                                  |

(iii) **Invalid** votes:

| Type of Ordinary Share      | Number of members voted whose votes were declared invalid | Number of invalid votes cast by them |
|-----------------------------|---|--------------------------------------|
| Fully Paid Ordinary Shares  | NIL   | NIL                                  |
| Partly paid Ordinary Shares | NIL   | NIL                                  |
| Total                       | NIL   | NIL                                  |



**Resolution 4: Ordinary Resolution**

Appointment of a Director in place of Mr. N. Chandrasekaran (DIN: 00121863), who retires by rotation and being eligible, seeks re-appointment.

(i) Voted **in favour** of the resolution:

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 2260                    | 77,94,53,051                       |                                       |
| Partly paid Ordinary Shares | 595                     | 1,12,76,366                        |                                       |
| <b>Total</b>                | <b>2855</b>             | <b>79,07,29,417</b>                | <b>98.28</b>                          |

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

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 133                     | 1,37,80,627                        |                                       |
| Partly paid Ordinary Shares | 25                      | 33,062                             |                                       |
| <b>Total</b>                | <b>158</b>              | <b>1,38,13,689</b>                 | <b>1.72</b>                           |

(iii) **Invalid** votes:

| Type of Ordinary Share      | Number of members voted whose votes were declared invalid | Number of invalid votes cast by them |
|-----------------------------|---|--------------------------------------|
| Fully Paid Ordinary Shares  | NIL   | NIL                                  |
| Partly paid Ordinary Shares | NIL   | NIL                                  |
| <b>Total</b>                | <b>NIL</b>  | <b>NIL</b>                           |





**Resolution 5: Ordinary Resolution**

Ratification of Remuneration of Messrs Shome & Banerjee, Cost Auditors (Firm Registration Number – 000001) of the Company.

(i) Voted **in favour** of the resolution:

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 2289                    | 79,33,53,120                       |                                       |
| Partly paid Ordinary Shares | 593                     | 1,13,08,912                        |                                       |
| Total                       | 2882                    | 80,46,62,032                       | 100<br>(Rounded off)                  |

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

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 102                     | 13,114                             |                                       |
| Partly paid Ordinary Shares | 27                      | 521                                |                                       |
| Total                       | 129                     | 13,635                             | 0.00                                  |

(iii) **Invalid** votes:

| Type of Ordinary Share      | Number of members voted whose votes were declared invalid | Number of invalid votes cast by them |
|-----------------------------|---|--------------------------------------|
| Fully Paid Ordinary Shares  | NIL   | NIL                                  |
| Partly paid Ordinary Shares | NIL   | NIL                                  |
| Total                       | NIL   | NIL                                  |



**Resolution 6: Ordinary Resolution**

Commission to Non-Executive Directors of the Company.

(i) Voted in favour of the resolution:

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 1893                    | 71,80,02,136                       |                                       |
| Partly paid Ordinary Shares | 555                     | 1,12,55,854                        |                                       |
| Total                       | 2448                    | 72,92,57,990                       | 90.63                                 |

(ii) Voted against the resolution:

| Type of Ordinary Share      | Number of members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|-----------------------------|-------------------------|------------------------------------|---------------------------------------|
| Fully Paid Ordinary Shares  | 493                     | 7,53,63,892                        |                                       |
| Partly paid Ordinary Shares | 61                      | 53,102                             |                                       |
| Total                       | 554                     | 7,54,16,994                        | 09.37                                 |

(iii) Invalid votes:

| Type of Ordinary Share      | Number of members voted whose votes were declared invalid | Number of invalid votes cast by them |
|-----------------------------|---|--------------------------------------|
| Fully Paid Ordinary Shares  | NIL   | NIL                                  |
| Partly paid Ordinary Shares | NIL   | NIL                                  |
| Total                       | NIL   | NIL                                  |

Yours faithfully,

P N

Parikh

P.N. Parikh

Parikh &amp; 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 20, 2020



TATA STEEL LIMITED

(PARVATHESAM KANCHINADHAM)  
 COMPANY SECRETARY &  
 CHIEF LEGAL OFFICER (CORPORATE & COMPLIANCE)