

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 : 400053
Tel No 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

March 25, 2022

To,
TATA STEEL LIMITED
Bombay House,
24, Homi Mody Street, Fort,
Mumbai 400 001

Kind Attn: Mr. Parvatheesam Kanchinadham

Sub.: Report on Postal Ballot Voting of Tata Steel Limited ('the Company')

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot through e-voting process in respect of the following Special Resolutions:

1. Appointment of Ms. Farida Khambata (DIN: 06954123) as an Independent Director of the Company.
2. Appointment of Mr. David W. Crane (DIN: 09354737) as an Independent Director of the Company.
3. Re-appointment of Mr. Deepak Kapoor (DIN: 00162957) as an Independent Director of the Company.

I enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballot process conducted only through the electronic voting process.
- b) The register showing the particulars of the e-votes registered on the e-voting system of the National Securities Depository Limited ('NSDL') in respect of the abovementioned Special Resolutions.

Thanking you

Yours faithfully,

P N

Parikh

P. N. Parikh

Parikh & Associates

Encl.: As above.

Digitally signed by P N Parikh
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To,
TATA STEEL LIMITED
Bombay House,
24, Homi Mody Street, Fort,
Mumbai 400 001

Report of Scrutinizer

I, P. N Parikh, of M/s Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the Postal Ballot process through electronic voting process ('remote e-voting') in respect of the following Special Resolutions:

1. Appointment of Ms. Farida Khambata (DIN: 06954123) as an Independent Director of the Company.
2. Appointment of Mr. David W. Crane (DIN: 09354737) as an Independent Director of the Company.
3. Re-appointment of Mr. Deepak Kapoor (DIN: 00162957) as an Independent Director of the Company.

pursuant to the Postal Ballot Notice dated February 4, 2022, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act') (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the 'Rules'), as amended from time to time and pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the General Circular No. 14/2020 dated April 8, 2020 and the General Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 issued by the Ministry of Corporate Affairs ('MCA') (hereinafter collectively referred to as 'MCA Circulars') and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated February 4, 2022 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members/List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/Depositories.

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

The shareholders of the Company holding shares as on the 'cut-off' date of Friday, February 11, 2022 were entitled to vote on the resolutions as contained in the Notice.

The voting period for remote e-voting commenced on Thursday, February 24, 2022 at 9:00 a.m. (IST) and ended on Friday, March 25, 2022 at 5:00 p.m. (IST). The e-voting module was disabled by NSDL thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the e-voting system of NSDL and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolution.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, February 11, 2022 and as per the Register of Members of the Company.

Further, I would also like to mention that Shareholders who have split their votes into "Assent" as well as "Dissent" in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head "Assent".

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolutions as under:

Resolution 1: Special Resolution

Appointment of Ms. Farida Khambata (DIN: 06954123) as an Independent Director 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-up Ordinary Shares	9440	89,73,62,397	
Partly paid-up Ordinary Shares	7	56	
Total	9447	89,73,62,453	99.64

(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-up Ordinary Shares	607	32,68,390	
Partly paid-up Ordinary Shares	Nil	Nil	
Total	607	32,68,390	0.36

(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-up Ordinary Shares	Nil	Nil
Partly paid-up Ordinary Shares	Nil	Nil
Total	Nil	Nil

Resolution 2: Special Resolution

Appointment of Mr. David W. Crane (DIN: 09354737) as an Independent Director 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-up Ordinary Shares	9359	89,34,44,660	
Partly paid-up Ordinary Shares	7	56	
Total	9366	89,34,44,716	99.21

(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-up Ordinary Shares	654	71,23,973	
Partly paid-up Ordinary Shares	Nil	Nil	
Total	654	71,23,973	0.79

(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-up Ordinary Shares	Nil	Nil
Partly paid-up Ordinary Shares	Nil	Nil
Total	Nil	Nil

Resolution 3: Special Resolution

Re-appointment of Mr. Deepak Kapoor (DIN: 00162957) as an Independent Director 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-up Ordinary Shares	9558	89,74,81,275	
Partly paid-up Ordinary Shares	7	56	
Total	9565	89,74,81,331	99.69

(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-up Ordinary Shares	468	27,46,445	
Partly paid-up Ordinary Shares	Nil	Nil	
Total	468	27,46,445	0.31

(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-up Ordinary Shares	Nil	Nil
Partly paid-up Ordinary Shares	Nil	Nil
Total	Nil	Nil

Signature

P N Parikh

Name: P.N. Parikh

Scrutinizer

FCS: 327 CP: 1228

UDIN: F000327C003133919

Dated: March 25, 2022

Place: Mumbai

TATA STEEL LIMITED

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

Digitally signed by P N Parikh
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