

June 25, 2021

To
Mr. Vikrant Gandhe
Company Secretary
Tata Technologies Limited
Plot No. 25, Rajiv Gandhi Infotech Park,
Pune 411 057

Sub: Report of Scrutinizer on the Remote E-voting Process
[E-votes cast prior to and at the 27th Annual General Meeting (AGM)]

Dear Mr. Gandhe,

I refer to my appointment as Scrutinizer to conduct the remote e-voting process in respect of the following resolutions contained in the notice of 27th AGM of **Tata Technologies Limited** held on Thursday, June 24, 2021 at 03:00 p.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") for transacting the following business as contained in the Notice:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2021 together with Report of the Directors and Auditors thereon.
2. To receive, consider and adopt the Consolidated Financial Statements of the Company for the year ended March 31, 2021 together with Report of the Auditors thereon.
3. To appoint a Director in place of Mr. Subramanian Ramadorai (DIN: 00000002), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. Appointment of Mr. Ajoyendra Mukherjee (DIN: 00350269) as a Non-Executive Independent Director:

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:



“RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, and Rule 4 and 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), Mr. Ajoyendra Mukherjee (DIN: 00350269) who was appointed as Additional Director of the Company by the Board of Directors with effect from March 29, 2021 and who will hold office upto the date of commencement of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets criteria of independence as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in writing from a member of the Company under Section 160 of the Companies Act, 2013, signifying his intention to propose Mr. Ajoyendra Mukherjee (DIN: 00350269) as a candidate for the office of Independent Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company for a period of three years from March 29, 2021 to March 28, 2024 and whose office shall not be liable to retire by rotation.

In this connection, I now enclose the following:

- a. My report addressed to the Chairman of the Company on the result of the remote e-voting process.
- b. The register showing the particulars of the e-votes registered on the National Securities Depository Limited (NSDL), e-voting system in respect of the said resolutions (both prior to the AGM and at the AGM) and the consolidated results of voting.

You are requested to take the same on record and acknowledge.

Thanking you

Yours faithfully



Jayavant B. Bhave
FCS 4266 CP 3068
Scrutinizer appointed for the
Voting process of 27th AGM

Report of Scrutinizer on Remote E-voting Process
[E-votes cast prior to and at the 27th Annual General Meeting (AGM)]

[Pursuant to Section 108 and Section 109 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 further read with General Circular nos. 02/2021, 39/2020, 33/2020, 20/2020, 17/2020 and 14/2020 issued by the Ministry of Corporate Affairs (MCA), Government of India]

June 25, 2021

To
The Chairman
Tata Technologies Limited
Plot No. 25, Rajiv Gandhi Infotech Park,
Pune 411 057

Dear Sir,

Sub: Report of Scrutinizer on Remote E-voting Process [e-votes cast prior to and at the 27th Annual General Meeting (AGM)] conducted pursuant to the provisions of Section 108 and Section 109 of the Companies Act, 2013 ('the Act') read with Companies (Management and Administration) Rules, 2014 further read with General Circular nos. 02/2021, 39/2020, 33/2020, 20/2020, 17/2020 and 14/2020 issued by the Ministry of Corporate Affairs (MCA), Government of India.

The Board of Directors of **Tata Technologies Limited** ('the Company') have vide resolution passed on April 29, 2021, decided to provide to the members of the Company, facility to exercise their voting right on the resolutions as set out in the notice of 27th AGM held on June 24, 2021 held through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") by way of **Remote E-voting Process**.

The MCA vide its general circulars has allowed companies to convene AGM through VC/ OAVM as the world faces this tough time of Covid-19 Pandemic crisis. Voting by means of a poll at the AGM by filling physical ballot papers is done away with as no physical AGM is convened. Members attending the AGM are now allowed to vote at the AGM, who have not cast their votes during the e-voting period kept open 3 days prior to the date of AGM as duly mentioned in the notice convening AGM.



The remote e-voting process thus includes the consolidated number of e-votes cast during the e-voting period and the e-votes cast at the AGM.

I, Jayavant B. Bhave, Company Secretary in Whole time Practice having Membership Number: FCS 4266 and Certificate of Practice Number: 3068 have been appointed as the Scrutinizer by the Board of Directors of the Company vide resolution passed on April 29, 2021 as required under Section 108 and 109 of the Companies Act, 2013 and Rule 20(4)(xi) of the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Remote E-Voting Process; in a fair and transparent manner and ascertaining the requisite majority for passing of resolutions as contained in the notice convening the 27th AGM of the Company held on June 24, 2021 through VC/OAVM and reproduced herein below:

Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2021 together with Report of the Directors and Auditors thereon.
2. To receive, consider and adopt the Consolidated Financial Statements of the Company for the year ended March 31, 2021 together with Report of the Auditors thereon.
3. To appoint a Director in place of Mr. Subramanian Ramadorai (DIN: 00000002), who retires by rotation and being eligible, offers himself for re-appointment.

Special Business:

4. Appointment of Mr. Ajoyendra Mukherjee (DIN: 00350269) as a Non-Executive Independent Director:

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

"RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, and Rule 4 and 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), Mr. Ajoyendra Mukherjee (DIN: 00350269) who was appointed as Additional Director of the Company by the Board of Directors with effect from March 29, 2021 and who will hold office upto the date of commencement of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets criteria of independence as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in



writing from a member of the Company under Section 160 of the Companies Act, 2013, signifying his intention to propose Mr. Ajoyendra Mukherjee (DIN: 00350269) as a candidate for the office of Independent Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company for a period of three years from March 29, 2021 to March 28, 2024 and whose office shall not be liable to retire by rotation.”

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereunder relating to Remote E-voting at the AGM to be held through VC/ OAVM. My responsibility as a scrutinizer for the voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and make the Scrutinizers Report of the votes cast “in favour” or “against” the above resolutions, based on the reports generated from the E-Voting System provided by the National Securities Depository Limited (NSDL) the authorized agency to provide Remote E-voting facilities and engaged by the company for that purpose.

The Notice of AGM dated April 29, 2021 convening the 27th AGM of the Company to be held through VC/ OAVM on Thursday, June 24, 2021 at 03.00 p.m. (IST) was sent to the members of the Company and the members of the Company holding shares on the cut-off date i.e. Thursday, June 17, 2021 were entitled to vote on the above-mentioned resolutions proposed; as set out in the Notice.

In this regard, I submit my report as under:

1. The E-voting period remained open from Monday, June 21, 2021 at 10:00 A.M. to Wednesday, June 23, 2021 at 05:00 P.M.
2. I have unblocked the votes cast through the remote e-voting process (e-votes cast during the e-voting period and the e-votes cast at the 27th AGM) in the presence of two witnesses not in the employment of the Company. The details containing list of the shareholders who cast their votes electronically on each of the resolutions; was downloaded from the e-voting website of NSDL (<https://www.evoting.nsdl.com>). I have scrutinized and counted the votes cast through remote e-voting process for the purpose of this report.
3. The particulars of votes cast through Remote E-voting have been recorded in accordance with the Companies (Management and Administration) Rules, 2014.



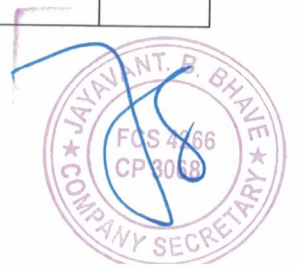
4. The results of the Voting Process are as follows-

(a) The result based on **Remote E-Voting Process** is as follows:

| Sr. No. | Particulars of Resolution | Type of Resolution | Votes in Favour (In Numbers) | Votes in Favour (In %) | Votes Cast Against (in No.) | Votes Cast Against (in %.) | Invalid Votes (In No.) |
|---------|---|--------------------|------------------------------|------------------------|-----------------------------|----------------------------|------------------------|
| 1 | To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the year ended March 31, 2021 together with Report of the Directors and Auditors thereon. | Ordinary | 38021497 | 100 | 0 | 0 | 0 |
| 2 | To receive, consider and adopt the Consolidated Financial Statements of the Company for the year ended March 31, 2021 together with Report of the Auditors thereon. | Ordinary | 38028497 | 100 | 0 | 0 | 0 |
| 3 | To appoint a Director in place of Mr. Subramanian Ramadorai (DIN: 00000002), who retires by rotation and being eligible, offers himself for re-appointment. | Ordinary | 38028497 | 100 | 0 | 0 | 0 |
| 4 | Appointment of Mr. Ajoyendra Mukherjee (DIN: 00350269) as a Non-Executive Independent Director: To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution : | Special | 38023602 | 100 | 0 | 0 | 0 |



| | | | | | | |
|---|--|--|--|--|--|--|
| <p>“RESOLVED THAT pursuant to Section 149, 152 and other applicable provisions of the Companies Act, 2013, and Rule 4 and 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), read with Schedule IV of the Companies Act, 2013 (including any statutory modifications or re-enactment(s) thereof, for the time being in force), Mr. Ajoyendra Mukherjee (DIN: 00350269) who was appointed as Additional Director of the Company by the Board of Directors with effect from March 29, 2021 and who will hold office upto the date of commencement of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and who has submitted a declaration that he meets criteria of independence as provided in Section 149(6) of the Act and in respect of whom the Company has received a notice in writing from a member of the Company under Section 160 of the Companies Act,</p> | | | | | | |
|---|--|--|--|--|--|--|



| | | | | | | | |
|--|--|--|--|--|--|--|--|
| 2013, signifying his intention to propose Mr. Ajoyendra Mukherjee (DIN: 00350269) as a candidate for the office of Independent Director of the Company, be and is hereby appointed as Non-Executive Independent Director of the Company for a period of three years from March 29, 2021 to March 28, 2024 and whose office shall not be liable to retire by rotation | | | | | | | |
|--|--|--|--|--|--|--|--|

5. The registers, all other papers and relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid 27th AGM and the same will be handed over to the Company Secretary thereafter.

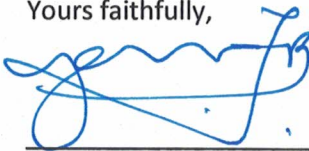
Result:

All the Four resolutions have secured requisite majority of votes.

The resolution numbers 1 to 3 may be considered to have been passed as Ordinary Resolutions and resolution number 4 may be considered to have been passed as Special Resolution.

The Chairman of 27th AGM may accordingly declare the result of voting.

Thanking You,
Yours faithfully,



Jayavant B. Bhavé
FCS 4266 CP 3068

Scrutinizer appointed for the
Voting process of 27th AGM

UDIN: F004266C000513401

Date: June 25, 2021

Place: Pune



Countersigned by



Vikrant Gandhe
Company Secretary
Tata Technologies Limited

We understand that the votes were unblocked from the e-voting website of NSDL in our presence at 04.44 p.m. on Thursday, June 24, 2021.



Keyuri Meghani



Ruchi Bhavé