

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

Office :  
111, 11th Floor, Sai-Dwar CHS Ltd,  
Sab TV Lane, Opp Laxmi Industrial Estate  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400 053  
Tel. : 26301232 / 26301233 / 26301240  
Email : cs@parikhassociates.com  
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February 11, 2015

To,  
**TATA CHEMICALS LIMITED**  
Bombay House  
24 Homi Modi Street, Fort,  
Mumbai- 400001

Kind Attn: Mr. Rajiv Chandan

Sub. : Postal Ballot

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

- (a) Special Resolution for Alteration of the Object Clause of the Memorandum of Association of the Company.
- (b) Ordinary Resolution for appointment of Ms. Vibha Paul Rishi as an Independent Director of the Company.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders in physical and electronic mode.
- b) The register showing the particulars of the physical postal ballots processed by the Registrar and Share Transfer Agent of the Company and the e-votes registered on the National Securities Depository Limited (NSDL) e-voting system in respect of the said resolutions.

I hope you will find the above in order.

Thanking you.

Yours faithfully,



P. N. Parikh  
Parikh & Associates

Encl.: As above.

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To,  
The Chairman  
TATA CHEMICALS LIMITED  
Bombay House  
24 Homi Modi St, Fort,  
Mumbai- 400001

**Report of Scrutinizer**

I, P. N. Parikh, Company Secretary in Whole time practice, having my office at 111, 11<sup>th</sup> Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai- 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

- (a) Special Resolution for Alteration of the Object Clause of the Memorandum of Association of the Company.
- (b) Ordinary Resolution for appointment of Ms. Vibha Paul Rishi as an Independent Director of the Company.

I have scrutinized the poll papers and e-voting and votes tendered therein and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolutions.

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(a) Special Resolution for Alteration of the Object Clause of the Memorandum of Association of the Company.

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

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
4292	16,90,36,192	99.98

## (ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
115	27,457	0.02

## (iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
582	1,66,353



(b) Ordinary Resolution for appointment of Ms. Vibha Paul Rishi as an Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
4290	15,93,44,650	94.28

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
172	96,65,336	5.72

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
542	2,16,722



Place: Mumbai

Signature:

Name:

P. N. Parikh

Scrutinizer

Dated: February 11, 2015

FCS: 327

CP: 1228