

RESULT DECLARED FOR THE EXTRA ORDINARY GENERAL MEETING OF THE COMPANY
HELD ON MAY 6, 2019

Pursuant to the provisions of Section 96 and 101 of the Companies Act 2013, the Extra Ordinary General Meeting of the Company ("EGM") was convened on Monday, May 6, 2019 at 9.30 a.m at the Registered Office of the Company at 11th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400 013, to seek the approval of the Members of the Company on the Resolution contained in the Notice dated April 8, 2019.

Further, pursuant to the provisions of Section 108, 109 of the Companies Act, 2013, read with Companies (Management and Administration) Rules, 2014, the Company had provided a facility to the Members to vote electronically ("remote e-voting") on the aforementioned Resolution and for Members who had not casted their votes through remote e-voting were provided the facility of voting through Ballot Paper ("Ballot") at the EGM. The Company had appointed Mr. Mitesh Dhaliwala, representing M/s Parikh & Associates, Company Secretary in Practice, as a Scrutinizer to conduct the remote e-voting process and voting through Ballot at the EGM in a fair and a transparent manner. The remote e-voting period commenced on May 2, 2019 at 9.00 a.m. and concluded on May 5, 2019 at 5.00 p.m. There were no votes cast by the Members at the EGM through Ballot. Members who had cast their votes through remote e-voting were considered by the Scrutinizer and he has submitted a Scrutinizers Report dated May 6, 2019 on the same.

The result of e-voting and the summary of the Scrutinizer Report for Item Nos. 1 to 22 are, as under:

Item No. and brief text of Resolution	Number of Votes in favour of the resolution		Number of Votes against the resolution		Invalid Votes
	Number of Votes	% of total number of valid votes cast	Number of Votes	% of total number of valid votes Cast	
1. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 1	3,12,88,59,194	100%	Nil	Nil	Nil
2. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 2	3,12,88,59,194	100%	Nil	Nil	Nil
3. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 3	3,12,88,59,194	100%	Nil	Nil	Nil

TATA CAPITAL LIMITED

Corporate Identity Number U65990MH1991PLC060670

11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013

Tel 91 22 6606 9000 Web www.tatacapital.com

Registered Office 11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013



Item No. and brief text of Resolution	Number of Votes in favour of the resolution		Number of Votes against the resolution		Invalid Votes
	Number of Votes	% of total number of valid votes cast	Number of Votes	% of total number of valid votes Cast	
4. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 4	3,12,88,59,194	100%	Nil	Nil	Nil
5. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 5	3,12,88,59,194	100%	Nil	Nil	Nil
6. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 6	3,12,88,59,194	100%	Nil	Nil	Nil
7. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 7	3,12,88,59,194	100%	Nil	Nil	Nil
8. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 8	3,12,88,59,194	100%	Nil	Nil	Nil
9. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 9	3,12,88,59,194	100%	Nil	Nil	Nil
10. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 10	3,12,88,59,194	100%	Nil	Nil	Nil



Item No. and brief text of Resolution	Number of Votes in favour of the resolution		Number of Votes against the resolution		Invalid Votes
	Number of Votes	% of total number of valid votes cast	Number of Votes	% of total number of valid votes Cast	
11. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 11	3,12,88,59,194	100%	Nil	Nil	Nil
12. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 12	3,12,88,59,194	100%	Nil	Nil	Nil
13. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 13	3,12,88,59,194	100%	Nil	Nil	Nil
14. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 14	3,12,88,59,194	100%	Nil	Nil	Nil
15. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 15	3,12,88,59,194	100%	Nil	Nil	Nil
16. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 16	3,12,88,59,194	100%	Nil	Nil	Nil
17. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 17	3,12,88,59,194	100%	Nil	Nil	Nil



Item No. and brief text of Resolution	Number of Votes in favour of the resolution		Number of Votes against the resolution		Invalid Votes
	Number of Votes	% of total number of valid votes cast	Number of Votes	% of total number of valid votes Cast	
18. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 18	3,12,88,59,194	100%	Nil	Nil	Nil
19. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 19	3,12,88,59,194	100%	Nil	Nil	Nil
20. Special Resolution: Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer – 20	3,12,88,59,194	100%	Nil	Nil	Nil
21. Special Resolution: Issue and Offer of 4,50,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 45 crore, on a Private Placement basis: Offer – 21	3,12,88,59,194	100%	Nil	Nil	Nil
22. Special Resolution: Issue and Offer of 4,50,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 45 crore, on a Private Placement basis: Offer – 22	3,12,88,59,194	100%	Nil	Nil	Nil

Accordingly, the aforementioned Resolution has been passed by the requisite majority of the Members of the Company.

For TATA CAPITAL LIMITED

Rajiv Sabharwal

Rajiv Sabharwal
Managing Director & CEO
DIN: 00057333

Place: Mumbai
Date: May 6, 2019

PARIKH & ASSOCIATES
COMPANY SECRETARIES

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

To,
The Chairman
Tata Capital Limited
11th Floor, Tower A, Peninsula Business Park,
Ganpatrao Kadam Marg, Lower Parel,
Mumbai 400013

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 and voting through ballot paper at the Extra Ordinary General Meeting of Tata Capital Limited held on Monday, May 06, 2019 at 09.30 a.m at the Registered Office of the Company at 11th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400 013.

I, Mitesh Dhabliwala, of M/s. Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Tata Capital Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the Extra Ordinary General Meeting (EGM) of Tata Capital Limited held on Monday, May 06, 2019 at 09.30 a.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said EGM held on May 06, 2019.

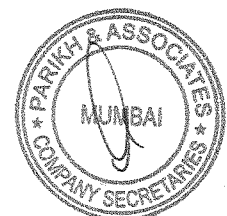
The notice dated April 08, 2019 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions proposed at the EGM of the Company.

The Company had availed the e-voting facility offered by Central Depository Services (India) Limited ("CDSL") for conducting remote e-voting by the Shareholders of the Company.

The Company had also provided voting through ballot paper to the shareholders present at the EGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of April 29, 2019 were entitled to vote on the resolutions as contained in the Notice of the EGM.

The voting period for remote e-voting commenced on Thursday, May 02, 2019 at 09:00 a.m. and ended on Sunday, May 05, 2019 at 05:00 p.m. and the CDSL e-voting platform was blocked thereafter.



None of the shareholders cast their votes through ballots at the EGM.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL 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 on the resolutions contained in the notice of the EGM.

My responsibility as 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 in respect of the said resolutions.

Resolution 1: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 1

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

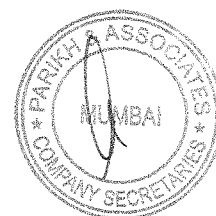
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) **Invalid** votes:

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



Resolution 2: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 2

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 3: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 3

(i) Voted in favour of the resolution:

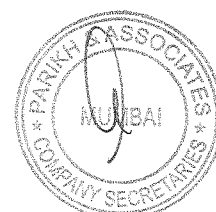
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 4: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 4

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 5: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 5

(i) Voted in favour of the resolution:

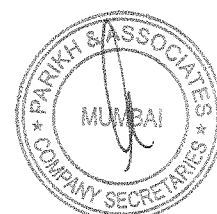
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 6: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 6

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 7: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 7

(i) Voted in favour of the resolution:

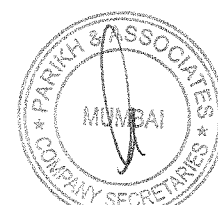
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 8: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 8

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 9: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 9

(i) Voted in favour of the resolution:

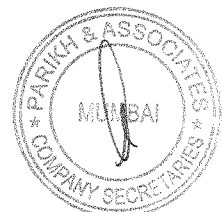
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 10: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 10

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 11: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 11

(i) Voted in favour of the resolution:

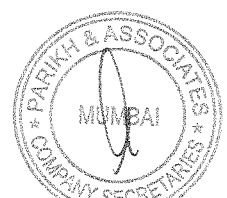
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 12: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 12

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 13: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 13

(i) Voted in favour of the resolution:

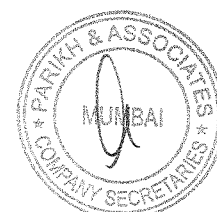
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 14: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 14

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 15: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 15

(i) Voted in favour of the resolution:

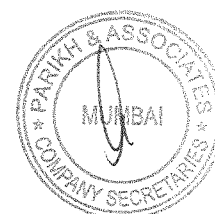
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 16: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 16

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 17: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 17

(i) Voted in favour of the resolution:

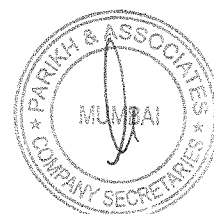
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 18: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 18

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 19: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 19

(i) Voted in favour of the resolution:

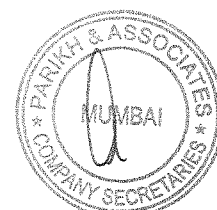
Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 20: Special Resolution

Issue and Offer of 4,00,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 40 crore, on a Private Placement basis: Offer - 20

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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

Resolution 21: Special Resolution

Issue and Offer of 4,50,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 45 crore, on a Private Placement basis: Offer - 21

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

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



Resolution 22: Special Resolution

Issue and Offer of 4,50,000 Cumulative Redeemable Preference Shares of Rs. 1,000/- each aggregating Rs. 45 crore, on a Private Placement basis: Offer - 22

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	3,12,88,59,194	100.00

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
NIL	NIL	N.A.

(iii) Invalid votes:

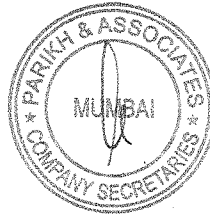
Number of members whose votes were declared invalid	Number of invalid votes cast by them
NIL	NIL

Thanking you,
Yours faithfully,

Mitlesh Dhabliwala

Mitlesh Dhabliwala
Parikh & Associates
Practising Company Secretaries
FCS: 8331 CPNo.: 9511
111,11th 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: May 06, 2019



For Tata Capital Ltd

Rajiv Sabhaewal

Rajiv Sabhaewal
Managing Director & CEO

DIN: 00057333