



November 10, 2025

To,  
The Listing Department  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001  
Scrip Code: 544574

To,  
The Listing Department  
National Stock Exchange of India Ltd.,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400051  
Symbol: TATACAP

Dear Sir / Madam,

**Sub: Submission of result of Postal Ballot and Scrutinizer's Report**

**Ref: Tata Capital Limited ("Company")**

This is with reference to our letter dated October 8, 2025, informing the stock exchanges about seeking approval of the Members of the Company on the following Resolutions through Postal Ballot:

Sr. No.	Type of Resolution	Description of the Special Resolution
1.	Special Resolution	Appointment of Ms. Geetha Ravichandran (DIN: 11072013) as an Independent Director
2.	Ordinary Resolution	Appointment of Mr. Ankur Verma (DIN: 07972892) as a Non-Executive (Non-Independent) Director

We wish to inform you that pursuant to the provisions of Sections 108 and 110 and other applicable provisions of the Companies Act, 2013, read with related Rules, as amended and the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, the Company has transacted special businesses by way of Postal Ballot through remote e-voting process as set out in the Notice of Postal Ballot dated October 6, 2025 ("Notice").

Further, the Company had provided a facility to the Members holding equity shares as on the "Cut-Off" date i.e. October 3, 2025, to vote electronically ("remote e-voting") on the Resolutions contained in the Notice. The remote e-voting period commenced on Friday, October 10, 2025, at 9:00 a.m. (IST) and concluded on Saturday, November 8, 2025, at 5:00 p.m. (IST).

Mr. P. N. Parikh of M/s. Parikh & Associates, Practicing Company Secretaries, was appointed as a Scrutinizer to conduct the postal ballot process in a fair and a transparent manner.

The aforesaid Resolutions have been approved by the Members of the Company with requisite majority.

**TATA CAPITAL LIMITED**

Corporate Identity Number L65990MH1991PLC060670

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

Tel 91 22 6606 9000 Web [www.tatacapital.com](http://www.tatacapital.com)



Pursuant to Regulations 44(3) and 51(2) read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Voting Results and the Scrutinizer's Report on remote e-voting carried out with respect to the Resolutions mentioned in the Notice are enclosed as **Annexure A** and **Annexure B**, respectively.

The Voting Results and the Scrutinizer's Report are being uploaded on the Company's website [www.tatacapital.com](http://www.tatacapital.com) and website of National Securities Depository Limited [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Kindly take the above on record.

Yours faithfully,

For **Tata Capital Limited**

**Sarita Kamath**  
**Chief Legal and Compliance Officer & Company Secretary**

Encl.: as above

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## Annexure A

### DETAILS OF THE REMOTE E-VOTING RESULTS THROUGH POSTAL BALLOT

The details of voting results by postal ballot process pursuant to Regulation 44(3) of the SEBI Listing Regulations are as under:

Sr. No.	Particulars	Details
1.	Date of the Notice of Postal Ballot	October 6, 2025
2.	Total Number of shareholders as on record date (Cut-Off date i.e. October 3, 2025)	37,065
3.	<b>No. of shareholders present in the meeting either in person or through proxy</b>	
	Promoter & Promoter Group	N.A.
	Public	N.A.
4.	<b>No. of shareholders attended the meeting through Video Conferencing</b>	
	Promoter & Promoter Group	N.A.
	Public	N.A.

Resolution Required: Special			1 - Appointment of Ms. Geetha Ravichandran (DIN: 11072013) as an Independent Director					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3625554447	3621227796	99.8807	3621227796	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3621227796</b>	<b>99.8807</b>	<b>3621227796</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	35824279	35824279	100.0000	35824279	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>35824279</b>	<b>100.0000</b>	<b>35824279</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	373490311	799645	0.2141	796700	2945	99.6317	0.3683
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>799645</b>	<b>0.2141</b>	<b>796700</b>	<b>2945</b>	<b>99.6317</b>	<b>0.3683</b>
<b>Total</b>		<b>4034869037</b>	<b>3657851720</b>	<b>90.6560</b>	<b>3657848775</b>	<b>2945</b>	<b>99.9999</b>	<b>0.0001</b>

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Resolution Required: Ordinary			2 - Appointment of Mr. Ankur Verma (DIN: 07972892) as a Non-executive (Non-Independent) Director					
Whether promoter / promoter group are interested in the agenda / resolution?			No					
Category	Mode of Voting	No. of 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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	3625554447	3621227796	99.8807	3621227796	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>3621227796</b>	<b>99.8807</b>	<b>3621227796</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	35824279	35824279	100.0000	35824279	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>35824279</b>	<b>100.0000</b>	<b>35824279</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	373490311	799087	0.2140	795865	3222	99.5968	0.4032
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>799087</b>	<b>0.2140</b>	<b>795865</b>	<b>3222</b>	<b>99.5968</b>	<b>0.4032</b>
<b>Total</b>		<b>4034869037</b>	<b>3657851162</b>	<b>90.6560</b>	<b>3657847940</b>	<b>3222</b>	<b>99.9999</b>	<b>0.0001</b>

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November 10, 2025

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

**Kind Attn: Ms. Sarita Kamath**

Sub.: Report on Postal Ballot Voting of Tata Capital Limited.

Dear Madam,

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

1. Appointment of Ms. Geetha Ravichandran (DIN: 11072013) as an Independent Director - Special Resolution.
2. Appointment of Mr. Ankur Verma (DIN: 07972892) as a Non-Executive (Non-Independent) Director - Ordinary Resolution.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders only through the electronic voting process (remote e-voting).
- 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.

Thanking-you.

Yours faithfully,

Pravinchandra  
Nahalchand  
Parikh  
P.N. Parikh  
Parikh & Associates  
Encl.: As above.

Digitally signed by  
Pravinchandra Nahalchand  
Parikh  
Date: 2025.11.10 11:34:39  
+05'30'

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

### **Report of Scrutinizer**

I, P.N. Parikh, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327 CP 1228), 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 through electronic voting process (“remote e-voting”) in respect of the following Resolutions:

1. Appointment of Ms. Geetha Ravichandran (DIN: 11072013) as an Independent Director - Special Resolution.
2. Appointment of Mr. Ankur Verma (DIN: 07972892) as a Non-Executive (Non-Independent) Director - Ordinary Resolution.

The Postal Ballot Notice dated October 06, 2025, 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 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 3/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as (“MCA Circulars”) and other applicable laws and regulations along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, 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/Registrar and Transfer Agent.

The Company had availed the e-voting facility offered by National Securities Depository Limited (“NSDL”) 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, October 03, 2025, were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Friday, October 10, 2025 at 09:00 a.m. (IST) and ended on Saturday, November 08, 2025 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.

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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 NSDL e-voting system 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 Resolutions 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 Resolutions.

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 Resolutions as under:

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**Resolution 1: Special Resolution****Appointment of Ms. Geetha Ravichandran (DIN: 11072013) as an Independent Director.**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
377	365,78,48,775	100.00 (Rounded off)

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
34	2,945	0.00

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
Nil	Nil

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**Resolution 2: Ordinary Resolution**

**Appointment of Mr. Ankur Verma (DIN: 07972892) as a Non-Executive (Non-Independent) Director.**

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
375	365,78,47,940	100.00 (Rounded off)

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
35	3,222	0.00

(vi) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
Nil	Nil

Signature: **Pravinchandra Nahalchand Parikh**  
 Name: P.N. Parikh  
 Scrutinizer  
 FCS: 327 CP: 1228  
 UDIN: F000327G001808958  
 P/R No. 7327/2025  
 Dated: November 10, 2025  
 Place: Mumbai

Digitally signed by  
 Pravinchandra Nahalchand  
 Parikh  
 Date: 2025.11.10 11:35:03  
 +05'30'

**For Tata Capital Limited**

**Rajiv Sabharwal**  
**Managing Director & CEO**  
**DIN: 00057333**