



February 28, 2022

DGM – Corporate Relations
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

The Listing Department
National Stock Exchange
Exchange Plaza
Plot No. C-1, Block G
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400 051

Dear Sir,

Sub: Result of Postal Ballot by remote e-voting process

This is further to the Postal Ballot Notice seeking approval of the members for Related Party Transactions with Jaquar Land Rover Limited, UK, proposed as an Ordinary Resolution through remote e-voting process.


We would like to inform that the ordinary resolution as set out in the Notice of the Postal Ballot dated December 17, 2021 has been passed by the shareholders with the requisite majority.

The remote e-voting process concluded at 5.00 p.m. on February 26, 2022 and attached herewith are the details of the voting results and Scrutinizer's Report in this behalf.

The voting results along with Scrutinizer's Report are also being uploaded on the Company's website www.tataelxsi.com and on the website of National Securities Depository Limited, www.evoting.nsdl.com.

You are requested to please take the same on record and confirm.

Yours faithfully,
For Tata Elxsi Limited


G. Vaidyanathan

General Counsel & Company Secretary

Encl: a/a

TATA ELXSI

Registered Office **Tata Elxsi Limited** ITPB Road Whitefield Bangalore 560 048 India

Tel +91 80 2297 9123 Fax +91 80 2841 1474

www.tataelxsi.com

(CIN-L85110KA1989PLC009968)



Details of the voting results for the Postal Ballot dated December 17, 2021

Name of the Company : Tata Elxsi Limited
Date of Notice of Postal Ballot : December 17, 2021

Total number of shareholders on record date	385,069
No. of shareholders present in the meeting: Either in person or through proxy • Promoters & Promoter Group • Public	NA
No. of shareholders present in the meeting: video conferencing • Promoters & Promoter Group • Public	NA

Details of the Resolution(s):

Item No.	Type of Resolution	Resolutions passed	Mode of Voting (Poll/Postal Ballot/E-voting)
1	Ordinary	Approval for Related Party Transaction with Jaquar Land Rover Limited,UK (Passed with Requisite Majority)	Remote e-voting



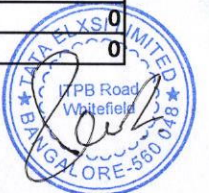
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Tata Elxsi Ltd

			<p>“RESOLVED THAT pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, in any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the Company’s policy on Related Party transaction(s), approval of the shareholders be and is hereby accorded to the Company to enter into contract(s)/ arrangement(s)/transaction(s), including any modifications, alterations or amendments thereto, with Jaquar Land Rover Limited, a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for providing Automotive Design & Engineering support, on such terms and conditions as the Board of Directors may deem fit, and that the limit as approved at the 32nd Annual General Meeting held on June 25, 2021 be revised from Rs. 250 crores per annum for each of the financial years 2021-22 and 2022-23, to up to a maximum aggregate value of Rs. 325 crores per annum for financial year 2021-22 and Rs. 450 crores per annum for financial year 2022-23, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm’s length basis and in the ordinary course of business of the Company.”</p>							
Resolution Required : (Ordinary)										
Whether promoter/ promoter group are interested in the agenda/resolution?			YES							
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	No. of votes Invalid	
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100	[8]	
Promoter and Promoter Group	E-Voting	27598919	0	0.0000	0	0	0.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		0	0.0000	0	0	0.0000	0.0000	0	
Public Institutions	E-Voting	11205143	8778887	78.3469	8778887	0	100.0000	0.0000	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		8778887	78.3469	8778887	0	100.0000	0.0000	0	
Public Non Institutions	E-Voting	23472378	282900	1.2052	280892	2008	99.2902	0.7098	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	
	Total		282900	1.2052	280892	2008	99.2902	0.7098	0	
Total		62276440	9061787	14.5509	9059779	2008	99.9778	0.0222	0	



To
The Chairman,
Tata Elxsi Limited
ITPB Road, Whitefield,
Bengaluru - 560 048

Report of Scrutinizer

I, V Madan, Practicing Company Secretary (Membership No. ACS 5048), having my office at A – 501, Nagarjuna Enclave, 76 A, 14th Cross, J P Nagar, I Phase, Bengaluru – 560 078 , have been appointed as the Scrutinizer to conduct the postal ballot process in respect of the Ordinary Resolution for approval of Related Party Transactions of Tata Elxsi Limited (the Company) pursuant to the Notice dated December 17, 2021, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time, read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No.17/2020 dated April 13, 2020, 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 (hereinafter collectively referred to as "MCA Circulars").

The Notice dated December 17, 2021 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories.



The Company had engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to its members.

The shareholders of the Company holding shares as on the "cut-off" date of January 21, 2022 were entitled to vote on the resolution as contained in the Notice.

The remote e-voting period commenced from 9.00 a.m. (IST) on Thursday, January 27, 2022 and ended at 5.00 p.m. (IST) on Saturday, February 26, 2022 and the NSDL e-voting module was disabled thereafter.

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

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 Resolution contained in the notice of Postal Ballot.

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 Ordinary Resolution.

I now submit my Scrutinizer's Report on the results of the voting by postal ballot only through remote e-voting mode in respect of the said Ordinary Resolution for approval of Related Party Transactions of the Company as under:



Approval for Related Party Transactions of the Company

(i) Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
2,361	90,59,779	99.98

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
59	2,008	0.02

(iii) Invalid votes:

Total number of Members whose votes were declared invalid	Total number of invalid votes cast (Shares)
Nil	Nil

Signature:

V MADAN

Digitally signed by V
MADAN
Date: 2022.02.27
16:58:13 +05'30'

Place: Bengaluru

Name: V Madan

Scrutinizer

Dated: February 27, 2022

ACS: 5048 CP: 21778

UDIN: A005048C002732135

