



6th July, 2021

Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code: 501301

National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051
Symbol: TATAINVEST

Dear Sir/Madam,

Sub: Proceedings and Voting Results of the 84th Annual General Meeting ('AGM') of Tata Investment Corporation Limited ('the Company') held on Monday, 5th July, 2021.

The 84th AGM of the Company was held on Monday, 5th July, 2021 at 11.00 a.m. (IST) through Video Conferencing (VC) to transact the business as stated in the Notice dated 27th April, 2021, convening the AGM.

In this regard, please find enclosed the following:

- 1) Summary of the proceedings of the AGM of the Company as required under Regulation 30, Para A of Schedule – III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ('the Listing Regulations') – **Annexure A**
- 2) Voting results of the businesses transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations – **Annexure B**
- 3) Report of the Scrutinizer dated 5th July, 2021, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – **Annexure C**

The AGM concluded at 12:30 p.m. (IST).

The Voting Results along with the Scrutinizer's Report dated 5th July, 2021 is made available on the Company's website at www.tatainvestment.com.

This is for your information and records.

Thanking you,

Yours faithfully,

TATA INVESTMENT CORPORATION LIMITED

**(MANOJ KUMAR C V)
CHIEF FINANCIAL OFFICER
COMPANY SECRETARY**

Encl: as above

TATA INVESTMENT CORPORATION LIMITED

Elphinstone Building 10 Veer Nariman Road Mumbai 400 001
Tel 91 22 6665 8282 Fax 91 22 6665 7917 e-mail ticl@tata .com
website www.tatainvestment.com CIN L67200MH1937PLC002622



Annexure A

Summary of proceedings of the 84th Annual General Meeting

The 84th Annual General Meeting ('AGM' or 'Meeting') of the Members of Tata Investment Corporation Limited ('the Company') was held on 5th July, 2021 at 11:00 a.m. (IST) via Video Conferencing ('VC'). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India ('SEBI') and other consequential social distancing norms in view of the ongoing Covid-19 pandemic.

The Company Secretary welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC.

Mr. Noel N. Tata, Chairman, welcomed the Members to the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. The Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

All the Directors, attended the Meeting on video conference including Mr. Abhijit Sen, Chairman of the Audit Committee, Ms. Vedika Bhandarkar, Chairperson of the Nomination & Remuneration Committee and Mr. F. N. Subedar, Chairman of the Stakeholders' Relationship Committee. Mr. Noel N. Tata, Chairman, Mr. Amit Dalal, Executive Director and Mr. Manoj Kumar CV, Chief Financial Officer and Company Secretary attended the Meeting from a common location at Mumbai along with other Senior Leadership Team through VC.

The Representatives of Kalyaniwalla & Mistry LLP, Statutory Auditors and Parikh & Associates, Secretarial Auditors and Scrutinizers, were also present at the Meeting through VC.

With the consent of the Shareholders present at the meeting, the Notice convening the AGM and the Auditor's Report for the year ended 31st March, 2021 were taken as read. The Chairman then made his opening remarks with respect to Company's performance, Global / Domestic Economic conditions and future outlook.

The Chairman informed the Members that the Company had provided its Members the facility to cast their vote electronically through the e-voting system administered by National Securities Depository Limited ('NSDL') system before the Meeting.. He further informed that the remote e-voting facility was also made available during the AGM for the benefit of Members who were present during the Meeting and had not cast their votes earlier through remote e-voting.

The Chairman informed that Ms. Sarvari Shah and Mr. P. N. Parikh from Parikh & Associates, Practicing Company Secretaries were the Scrutinizer appointed by the Board to scrutinize the votes cast during the Meeting and through remote e-Voting, in a fair and transparent manner.

The Chairman informed the Members about the business to be transacted at the meeting. As per Notice dated 27th April, 2021, convening the 84th AGM of the Company, the following businesses were transacted at the Meeting. The following resolutions set out in the Notice convening the AGM were put to vote by remote e-voting before / during the Meeting. Resolution Nos. 1 to 5 were Ordinary Resolutions:



1.	Adoption of Audited Standalone Financial Statements for the Financial Year ended 31st March 2021 and the reports of the Board of Directors and Auditors thereon.
2.	Adoption of Audited Consolidated Financial Statements for the Financial Year ended 31st March, 2021 and the report of the Auditors thereon.
3.	Declaration of Dividend for the Financial Year 2020-21 as given below : Rs. 24/- per ordinary share of face value of Rs.10/- each.
4.	Re-appointment of Mr. Suprakash Mukhopadhyay (DIN 00019901) as a Director of the Company.
5.	Appointment of Mr. Rajiv Dube (DIN: 00021796) as an Independent Director

The Chairman then invited the Members to express their views, ask questions and seek clarifications on the operations and financial performance of the Company and on the resolutions set out in the Notice. The Members were given an opportunity to speak in the order in which they had registered their names. After giving sufficient time to all Members who wished to speak, the Chairman along with the Executive Director appropriately responded to the queries raised by them.

The Chairman authorized Mr. Manoj Kumar CV, Chief Financial Officer & Company Secretary to carry out the voting process and conclude the Meeting. He also authorized the Company Secretary to accept and countersign the Scrutinizer's Report and declare the consolidated voting results. He informed the Members that the combined results of the remote e-voting before as well as remote e-voting during the AGM would be announced within the stipulated time frame and the results along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the Listing Regulations and would be placed on the websites of the Company and NSDL.

The Chairman then thanked the Members for their continued support and for attending and participating in the Meeting. He also thanked the Directors for joining the Meeting virtually. The remote e-voting facility was kept open for the next 15 minutes to enable the Members to cast their vote. Upon completion of the e-voting process the Meeting was concluded.

The Scrutinizer's Report was received after conclusion of the Meeting on 5th July, 2021. All the Resolutions were declared as passed with requisite majority.

This is for your information and records.

Yours faithfully,

TATA INVESTMENT CORPORATION LIMITED

**(MANOJ KUMAR C V)
CHIEF FINANCIAL OFFICER
& COMPANY SECRETARY**

TATA INVESTMENT CORPORATION LIMITED

Elphinstone Building 10 Veer Nariman Road Mumbai 400 001
Tel 91 22 6665 8282 Fax 91 22 6665 7917 e-mail ticl@tata .com
website www.tatainvestment.com CIN L67200MH1937PLC002622

**Annexure B****DETAILS OF THE PROCEEDINGS OF THE MEETING**

Sr No	Particulars	Details
1.	Date of AGM	Monday, 5th July 2021
2..	Total Number of Shareholders on Record Date	As of Cut- Off date i.e. 28th June, 2021 43,586
3..	No. of Shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group: Public:	No arrangement for a physical meeting or appointment of proxy was made as the Meeting was held through VC/OAVM.
4.	No. of Shareholders present in the meeting either in person or through proxy : Promoters and Promoter Group: Public:	 8 61

Yours faithfully,

TATA INVESTMENT CORPORATION LIMITED

**(MANOJ KUMAR C V)
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Tata Investment Corporation Limited								
Resolution Required : (Ordinary)			1 - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Reports of the Board of Directors and the Auditors thereon.					
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	37128947	37128947	100.0000	37128947	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
	Total		37128947	100.0000	37128947	0	100.0000	0.0000
Public Institutions	E-Voting	1364067	961000	70.4511	961000	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
	Total		961000	70.4511	961000	0	100.0000	0.0000
Public Non Institutions	E-Voting	12102282	461157	3.8105	443656	17501	96.2050	3.7950
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461157	3.8105	443656	17501	96.2050	3.7950
Total		50595296	38551104	76.1950	38533603	17501	99.9546	0.0454

TATA INVESTMENT CORPORATION LIMITED



(MANOJ KUMAR C V)
CHIEF FINANCIAL OFFICER
& COMPANY SECRETARY

Tata Investment Corporation Limited								
Resolution Required : (Ordinary)			2 - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021, together with the Report of the Auditors thereon.					
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	37128947	37128947	100.0000	37128947	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
	Total		37128947	100.0000	37128947	0	100.0000	0.0000
Public Institutions	E-Voting	1364067	961000	70.4511	961000	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
	Total		961000	70.4511	961000	0	100.0000	0.0000
Public Non Institutions	E-Voting	12102282	461157	3.8105	443656	17501	96.2050	3.7950
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461157	3.8105	443656	17501	96.2050	3.7950
Total		50595296	38551104	76.1950	38533603	17501	99.9546	0.0454


TATA INVESTMENT CORPORATION LIMITED



(MANOJ KUMAR C V)
CHIEF FINANCIAL OFFICER
& COMPANY SECRETARY

Tata Investment Corporation Limited								
Resolution Required : (Ordinary)			3 - To declare Dividend on Ordinary Shares for the financial year ended 31st March, 2021					
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	37128947	37128947	100.0000	37128947	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
	Total		37128947	100.0000	37128947	0	100.0000	0.0000
Public Institutions	E-Voting	1364067	961000	70.4511	961000	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
	Total		961000	70.4511	961000	0	100.0000	0.0000
Public Non Institutions	E-Voting	12102282	461152	3.8105	443652	17500	96.2052	3.7948
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461152	3.8105	443652	17500	96.2052	3.7948
Total		50595296	38551099	76.1950	38533599	17500	99.9546	0.0454

TATA INVESTMENT CORPORATION LIMITED



(MANOJ KUMAR C V)
CHIEF FINANCIAL OFFICER
& COMPANY SECRETARY

Tata Investment Corporation Limited								
Resolution Required : (Ordinary)			4 - To appoint a Director in place of Mr. Suprakash Mukhopadhyay (DIN 00019901), who retires by rotation and, being eligible, offers himself for re-appointment.					
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	37128947	37128947	100.0000	37128947	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
	Total		37128947	100.0000	37128947	0	100.0000	0.0000
Public Institutions	E-Voting	1364067	961000	70.4511	961000	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
	Total		961000	70.4511	961000	0	100.0000	0.0000
Public Non Institutions	E-Voting	12102282	461157	3.8105	442610	18547	95.9782	4.0218
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461157	3.8105	442610	18547	95.9782	4.0218
Total		50595296	38551104	76.1950	38532557	18547	99.9519	0.0481

TATA INVESTMENT CORPORATION LIMITED



(MANOJ KUMAR C V)
CHIEF FINANCIAL OFFICER
& COMPANY SECRETARY

Tata Investment Corporation Limited								
Resolution Required : (Ordinary)			5 - Appointment of Mr. Rajiv Dube (DIN: 00021796) 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	37128947	37128947	100.0000	37128947	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
	Total		37128947	100.0000	37128947	0	100.0000	0.0000
Public Institutions	E-Voting	1364067	961000	70.4511	961000	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
	Total		961000	70.4511	961000	0	100.0000	0.0000
Public Non Institutions	E-Voting	12102282	461157	3.8105	442581	18576	95.9719	4.0281
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		461157	3.8105	442581	18576	95.9719	4.0281
Total		50595296	38551104	76.1950	38532528	18576	99.9518	0.0482

TATA INVESTMENT CORPORATION LIMITED



(MANOJ KUMAR C V)
CHIEF FINANCIAL OFFICER
& COMPANY SECRETARY

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 :
400053
Tel No 26301232 / 26301233 /
26301240
Email: cs@parikhassociates.com
parikh.associates@rediffmail.com

To,
The Chairman
Tata Investment Corporation Limited
Elphinstone Building 10 Veer Nariman Road,
Mumbai - 400 001.

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 for the 84th Annual General Meeting of Tata Investment Corporation Limited held on Monday, 5th July 2021 at 11:00 a.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, Sarvari Shah, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Tata Investment Corporation 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 84th Annual General Meeting ("AGM") of Tata Investment Corporation Limited on Monday, 5th July 2021 at 11:00 a.m. (IST) through VC / OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated April 27, 2021, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions proposed to be passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circulars dated May 5, 2020 and 13th January 2021 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020 and January 15, 2021.

Continuation Sheet

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 voting period for remote e-voting commenced on Friday, 02nd July, 2021 at 9:00 a.m. (IST) and ends on Sunday, 4th July, 2021 at 5:00 p.m. (IST).and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the “cut-off” date of Monday, 28th June, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL 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 prior to and during the AGM on the resolutions contained in the notice of the AGM.

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 prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2021, together with the Reports of the Board of Directors and the Auditors thereon.

(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
237	3,85,33,603	99.95

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	17,501	0.05

(iii) **Invalid** votes:

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

Continuation Sheet

Resolution 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021, together with the Report of the Auditors thereon.

(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
237	3,85,33,603	99.95

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
2	17,501	0.05

(iii) **Invalid** votes:

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

Continuation Sheet

Resolution 3: Ordinary Resolution

To declare dividend on Equity Shares for the financial year ended 31st March, 2021.

(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
238	3,85,33,599	99.95

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
1	17,500	0.05

(iii) **Invalid** votes:

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

Continuation Sheet

Resolution 4: Ordinary Resolution

To appoint a Director in place of Mr. Suprakash Mukhopadhyay (DIN 00019901), who retires by rotation and, being eligible, offers himself for re-appointment.

(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
233	3,85,32,557	99.95

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	18,547	0.05

(iii) **Invalid** votes:

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

Resolution 5: Ordinary Resolution

Appointment of Mr. Rajiv Dube (DIN: 00021796) as an Independent Director.

(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
232	3,85,32,528	99.95

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	18,576	0.05

(iii) **Invalid** votes:

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

Thanking you,
Yours faithfully,

SARVARI
RAJESH
SHAH

Digitally signed by SARVARI RAJESH SHAH
DN: c=IN, o=Personal, postalCode=400097,
st=Maharashtra,
2.5.4.20=971468912e9a3d875c8687e609
e17923a53f5945bc2e1db31718c8c8c74,
pseudoym=s41973448719722FFD1C7AF
0731D28608F0C82F5,
serialNumber=B7D1DD48A466DF2628F8E
9726D58391E9AF754A217A03226445D
E20BF4651, cn=SARVARI RAJESH SHAH
Date: 2021.07.05 15:21:08 +0530'

Sarvari Shah
Parikh & Associates
Practising Company Secretaries
FCS: 9697 CP No.: 11717
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: July 05, 2021.

Countersigned
TATA INVESTMENT CORPORATION LIMITED



(MANOJ KUMAR C V)
CHIEF FINANCIAL OFFICER
& COMPANY SECRETARY