



28th June, 2022

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 85th Annual General Meeting ('AGM') of Tata Investment Corporation Limited ('the Company') held on Monday, 27th June, 2022.

The 85th AGM of the Company was held on Monday, 27th June, 2022 at 4.00 p.m. (IST) through Video Conferencing (VC) to transact the business as stated in the Notice dated 25th April, 2022, 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 27th June, 2022, 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 5:30 p.m. (IST).

The Voting Results along with the Scrutinizer's Report dated 27th June, 2022, 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 85th Annual General Meeting

The 85th Annual General Meeting ('AGM' or 'Meeting') of the Members of Tata Investment Corporation Limited ('the Company') was held on 27th June, 2022 at 4:00 p.m. (IST) via Video Conferencing ('VC'). The Company, while conducting the Meeting, adhered to the circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI').

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 electronically. The Members were informed that as there was no physical attendance of Members, the requirement of appointing proxies was not applicable.

All the Directors, attended the Meeting on video conference including Mr. Abhijit Sen, Chairman of the Audit Committee, Mr. Rajiv Dube, Chairman of the Nomination & Remuneration Committee and Mr. F. N. Subedar, Chairman of the Stakeholders' Relationship Committee and CSR Committee. Mr. Noel N. Tata, Chairman, Mr. F. N. Subedar, Vice 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 Suresh Surana & Associates 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, 2022 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 25th April, 2022, convening the 85th 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 2022 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, 2022 and the report of the Auditors thereon.
3.	Declaration of Dividend for the Financial Year 2021-22 as given below : Rs. 55/- per ordinary share of face value of Rs. 10/- each.
4.	Re-appointment of Mr. Noel N. Tata (DIN 00024713), as a Director of the Company.
5.	Re-appointment of Statutory Auditors of the Company

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 27th June, 2022. 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**

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

Sr No	Particulars	Details
1.	Date of AGM	Monday, 27th June 2022
2..	Total Number of Shareholders on Record Date	As of Cut- Off date i.e. 20th June, 2022 61,789
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:	 7 66

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

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, 2022,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	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	37128947	37128947	100.0000	37128947	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		37128947	100.0000	37128947	0	100.0000	0.0000	0
Public Institutions	E-Voting	1164163	761887	65.4450	761887	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		761887	65.4450	761887	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	12302186	249559	2.0286	249151	408	99.8365	0.1635	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		249559	2.0286	249151	408	99.8365	0.1635	0
Total		50595296	38140393	75.3833	38139985	408	99.9989	0.0011	0

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, 2022, 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	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	37128947	37128947	100.0000	37128947	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		37128947	100.0000	37128947	0	100.0000	0.0000	0
Public Institutions	E-Voting	1164163	761887	65.4450	761887	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		761887	65.4450	761887	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	12302186	249559	2.0286	249151	408	99.8365	0.1635	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		249559	2.0286	249151	408	99.8365	0.1635	0
Total		50595296	38140393	75.3833	38139985	408	99.9989	0.0011	0

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,2022.						
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	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	37128947	37128947	100.0000	37128947	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		37128947	100.0000	37128947	0	100.0000	0.0000	0
Public Institutions	E-Voting	1164163	761887	65.4450	761887	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		761887	65.4450	761887	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	12302186	249559	2.0286	249161	398	99.8405	0.1595	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		249559	2.0286	249161	398	99.8405	0.1595	0
Total		50595296	38140393	75.3833	38139995	398	99.9990	0.0010	0

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. Noel N. Tata (DIN 00024713), 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	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	37128947	37128947	100.0000	37128947	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		37128947	100.0000	37128947	0	100.0000	0.0000	0
Public Institutions	E-Voting	1164163	761887	65.4450	374791	387096	49.1925	50.8075	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		761887	65.4450	374791	387096	49.1925	50.8075	0
Public Non Institutions	E-Voting	12302186	249559	2.0286	249099	460	99.8157	0.1843	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		249559	2.0286	249099	460	99.8157	0.1843	0
Total		50595296	38140393	75.3833	37752837	387556	98.9839	1.0161	0

TATA INVESTMENT CORPORATION LIMITED



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

Tata Investment Corporation Limited									
Resolution Required : (Ordinary)			5 - Re-appointment of Statutory Auditors of the Company.						
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	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	37128947	37128947	100.0000	37128947	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		37128947	100.0000	37128947	0	100.0000	0.0000	0
Public Institutions	E-Voting	1164163	761887	65.4450	756409	5478	99.2810	0.7190	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		761887	65.4450	756409	5478	99.2810	0.7190	0
Public Non Institutions	E-Voting	12302186	249559	2.0286	249121	438	99.8245	0.1755	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		249559	2.0286	249121	438	99.8245	0.1755	0
Total		50595296	38140393	75.3833	38134477	5916	99.9845	0.0155	0

TATA INVESTMENT CORPORATION LIMITED



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



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 85th Annual General Meeting of Tata Investment Corporation Limited held on Monday, 27th June, 2022 at 04:00 p.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 85th Annual General Meeting ("AGM") of Tata Investment Corporation Limited on Monday, 27th June, 2022 at 04:00 p.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 25, 2022, 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 Circular dated May 5, 2020 read with other relevant circulars issued by the Ministry of Corporate Affairs ('MCA') (collectively referred to as 'MCA Circulars').

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 Thursday, 23rd June, 2022 at 9:00 a.m. (IST) and ends on Sunday, 26th June, 2022 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, 20th June, 2022 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 2022, 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
357	3,81,39,985	100.00 (Rounded-off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	408	0.00

(iii) **Invalid** votes:

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

Resolution 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2022, 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
357	3,81,39,985	100.00 (Rounded-off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	408	0.00

(iii) **Invalid** votes:

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

Resolution 3: Ordinary Resolution

To declare Dividend on Ordinary Shares for the financial year ended 31st March, 2022.

(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
357	3,81,39,995	100.00 (Rounded-off)

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
6	398	0.00

(iii) **Invalid** votes:

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

Resolution 4: Ordinary Resolution

To appoint a Director in place of Mr. Noel N. Tata (DIN 00024713), 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
*331	3,77,52,837	98.98

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
*32	3,87,556	1.02

(iii) **Invalid** votes:

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

Resolution 5: Ordinary Resolution**Re-appointment of Statutory Auditors of the Company.**(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
353	3,81,34,477	99.98

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
10	5,916	0.02

(iii) **Invalid** votes:

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

*Shareholders who have split their votes in “assent” as well as “dissent”, while their votes are taken as cast, they have been counted only once for the purpose of number of members under the head “assent”.

Thanking you,
Yours faithfully,

SARVARI
RAJESH
SHAH

Digitally signed by SARVARI RAJESH SHAH
DN: cn=SARVARI RAJESH SHAH, o=Parikh & Associates, ou=Practising Company Secretaries, email=sarvari.rajesh.shah@parikh.co.in, c=IN

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: June 27, 2022
UDIN: F009697D000535101
P/R No.: 1129/2021

Countersigned
TATA INVESTMENT CORPORATION LIMITED



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