TML: 4081 : 2017

19 December, 2017

Manager - Listing National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051 Stock Code – TATAMETALI	DGM- Listing Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001. Stock Code - 513434

Dear Sir/Madam,

Sub : Postal Ballot Result

Further to our letter no. TML: 4078:2017 dated 10 November, 2017, enclosed please find herewith the result of Postal Ballot, which is self-explanatory.

This is for your information and record.

Thanking you,

Yours sincerely,
For **Tata Metaliks Limited**

Sankar Bhattacharya
Chief – Corporate Governance & Company Secretary

encl : As above

Result of Postal Ballot

Pursuant to the provisions of Section 110 and other applicable provisions, *if any*, of the Companies Act, 2013 (Act), read with the Companies (Management and Administration) Rules, 2014, as amended till date, and the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), approval of the Members of Tata Metaliks Limited was sought by means of Postal Ballot / electronic voting (e-voting) by passing of Ordinary Resolution as set out in the Notice dated 27 October, 2017 for :

"Authority to the Board of Directors of the Company for entering into Material Related Party Transactions(s) with Tata Steel Limited up to maximum aggregate value of Rs. 300 crores during the financial year 2017-2018."

Based on the report (attached) dated 18.12.2017 received from the Scrutinizer, appointed for the Postal Ballot process conducted under physical ballot as well as e-voting through National Securities Depository Limited, the result of the same is declared as under :

	Number of Members voted through electronic voting system and physical mode	No. of valid votes cast (shares)	% of total number of valid votes cast
Voted in favour of the resolution	326	2051544	99.8795%
Voted against the resolution	12	2475	0.1205%
Total	**338**	**2054019**	**100%**

Note: 8 Invalid votes bearing 761 shares

Accordingly, the resolution stands passed with requisite majority.

For Tata Metaliks Limited

Koushik Chatterjee
Chairman

Place : Mumbai
Date : 19.12.2017

TATA METALIKS LIMITED
Tata Centre 43 Jawaharlal Nehru Road Kolkata 700 071 India
Tel 91 33 66134205 Fax 91 33 2288 4372 e-mail tml@tatametaliks.co.in
CIN L27310WB1990PLC050000

P. V. Subramanian
B.Com., LL.B., ACS.
Company Secretary in Whole-time Practice

81/8, Regent Estate,
Kolkata-700 092, India.
Mobile: 98300 26425
Email: pvsm17@rediffmail.com

To,

The Chairman,
TATA METALIKS LIMITED,
Tata Centre, 10th Floor,
43, J. L. Nehru Road,
Kolkata-700071.

Dear Sir,

Scrutinizer's Report on voting by Postal Ballot

1. The Board of Directors of TATA METALIKS LIMITED ("the Company"), by resolution passed at its meeting held on 27th October, 2017, appointed me as Scrutinizer for scrutinizing the postal ballot voting process seeking members' consent for transacting the following business by passing the ordinary resolution as set out in the Notice dated 27th October, 2017 issued by the Company pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014:-

"Authority to the Board of Directors of the Company for entering into Material Related Party Transaction(s) with Tata Steel Limited up to a maximum aggregate value of Rs.300 crores during the financial year 2017-2018.".

2. The Postal Ballot voting process has been completed and now I submit my report as under:-

2.1 The Company has completed on 15th November, 2017 the despatch of postal ballot notice, postal ballot forms and postage prepaid self addressed business reply envelopes to its Members, whose names appeared on the Register of Members / list of beneficiaries as on 3rd November, 2017. The Members were given an option to exercise their votes either electronically or by way of physical Postal Ballot Form.

2.2 The Company has availed the e-voting facility offered by National Securities Depository Limited ("NSDL") for conducting e-voting by the shareholders.

2.3 The period of voting through Postal Ballot Forms & by electronic mode commenced on 16th November, 2017 (09.00 a.m.) and ended on 15th December, 2017 (05.00 p.m.).

2.4 The postal ballot forms received during this period were kept under my safe custody in a sealed and tamper proof ballot box.

2.5 The ballot box was opened after 05.00 p.m. on 15th December, 2017 in my presence and the votes cast through postal ballot forms received till 05.00 p.m. on that day, being the

P. V. SUBRAMANIAN Company Secretary C.P.-2077 81/8, Regent Estate, Kolkata-92

last date and time fixed by the Company for the purpose, were considered for my scrutiny.

2.6 The e-voting module was disabled by NSDL on 15th December, 2017 (05.00 p.m.). Thereafter, the data for e-voting was unblocked and downloaded by me in the presence of two witnesses who were not in the employment of the Company.

2.7 I have scrutinized the Postal Ballot Forms and the e-voting data for verification of votes cast in favour and against the resolution and have made necessary entries in the registers maintained for the purpose in accordance with the Companies (Management and Administration) Rules, 2014.

2.8 At the time of submitting this report, no further postal ballot forms were received after the last date and time fixed for receiving such forms.

2.9 1181 envelopes containing postal ballot forms were returned undelivered up to the date of this report.

2.10 I did not find any defaced or mutilated ballot paper.

3. I now submit below my report on the results of voting through Postal Ballot Forms and electronic means in respect of the said Resolution:-

Ordinary *Resolution:*
Authorising the Board of Directors of the Company for entering into Material Related Party Transaction(s) with Tata Steel Limited up to a maximum aggregate value of Rs.300 crores during the financial year 2017-2018.

(i) Voted in favour of the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	181	1998419	
Physical	145	53125	
Total	326	2051544	99.8795%

Voted against the resolution:

	Number of members voted through electronic voting system and physical mode	Number of valid votes cast (shares)	% of total number of valid votes cast
E-voting	3	730	
Physical	9	1745	
Total	12	2475	0.1205%

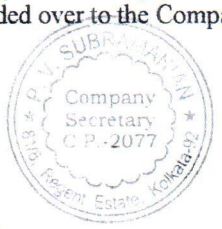
P. V. SUBRAMANIAN Company Secretary C P.-2077 219, Nilgiri Estate, Kolkata-91

(ii) Invalid votes:

	Total number of members whose votes were declared invalid	Total number of votes cast
E-voting	0	N.A.
Physical	8	761
Total	8	761

The resolution stands passed with requisite majority and you may declare the results of voting accordingly.

The Register, all other papers and relevant records relating to electronic voting as well as through postal ballot shall remain in my safe custody until the Chairman considers, approves and signs the minutes and the same are handed over to the Company Secretary for safe keeping.



P V Cramanian.

Place : Kolkata

Dated: 18th December, 2017.

(P V SUBRAMANIAN)
Company Secretary in Whole-time Practice
ACS: 4585/C.P.No.: 2077

TATA METALIKS LIMITED								
Date of the Postal Ballot			**16/11/2017 to 15/12/2017**					
Total number of shareholders on record date			**52978**					
No. of shareholders present in the meeting either in person or through proxy:								
Promoters and Promoter Group:			**NA**		**Public:**		**NA**	
No. of Shareholders attended the meeting through Video Conferencing								
Promoters and Promoter Group:			**NIL**		**Public:**		**NIL**	
Agenda- wise disclosure (to be disclosed separately for each agenda item)								
Resolution required: (Ordinary/ Special)								
Whether promoter/ promoter group are interested in the agenda/resolution?							**YES**	
Resolution required: (Ordinary/ Special)								
Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations"),								
Promoters / Public	**Mode of voting**	**Total No of Shares Held**	**Total No of Vote polled**	**% of Votes on outsatnding Shares**	**No of Votes - Favour**	**No of Votes - Against**	**% of Votes in favour on Votes Polled**	**% of Votes in against on Votes Polled**
		[1]	**[2]**	**[3]=[(2)/(1) * 100**	**[4]**	**[5]**	**[6]=[(4)/(2)] * 100**	**[7]=[(5)/(2)] * 100**
Resolution No.		**1**	**Approval for entering into Material Related Party Transaction with Tata Steel Ltd. Upto a maximum aggregate value of Rs. 300 crores during the FY 2017-2018.**					
Type of Resolution		**Ordinary Resolution**						
Promoters and Promoters Group	E-voting	12667590	0	0.00	0	0	0.000	0.000
	Postal Ballot		0	0.00	0	0	0.000	0.000
	Poll*		0	0.00	0	0	0.000	0.000
	Total	**12667590**	**0**	**0.00**	**0**	**0**	**0.000**	**0.000**
Public - Institutional Holders	E-voting	3256668	1957336	60.10	1957336	0	100.000	0.000
	Postal Ballot		0	0.00	0	0	0.000	0.000
	Poll*		0	0.00	0	0	0.000	0.000
	Total	**3256668**	**1957336**	**60.10**	**1957336**	**0**	**100.000**	**0.000**
Public - Non-Institutional Holders	E-voting	9363742	41813	0.45	41083	730	98.254	1.746
	Postal Ballot		54870	0.59	53125	1745	96.820	3.180
	Poll*		0	0.00	0	0	0.000	0.000
	Total	9363742	**96683**	**1.03**	**94208**	**2475**	**97.440**	**4.926**
Grand Total		**25288000**	**2054019**	**8.12**	**2051544**	**2475**	**99.880**	**0.120**

