July 18, 2014

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

The Executive Director
Delhi Stock Exchange Association Ltd.
DSE House
3/1, Asaf Ali Road
New Delhi – 110 002

Dear Sir,

Sub: Disclosure pertaining to 25th Annual General Meeting of the Company
Ref: Clause 35A of the Listing Agreement

We are attaching herewith the compliance under Clause 35A of the Listing Agreement in the prescribed format pertaining to the proceedings of the Company's 25th Annual General Meeting held on Friday 18th July, 2014 at 12:30 pm at Bangalore.
The scrutinizers report of e-voting and poll along with Consolidated Report is also attached.

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

Yours faithfully,
For Tata Elxsi Limited

G. Vaidyanathan
Company Secretary

Cc: NSDL
CDSL

engineering creativity

Name of the Company : **Tata Elxsi Limited**

Date of AGM : **Friday 18th July, 2014**

Total number of shareholders on record date : **54100**

No. of shareholders present in the meeting
Either in person or through proxy
Promoters & Promoter Group : 0
Public : 65 (59 in Person + 6 Proxy)

No. of shareholders attended the meeting through video conferencing
Promoters & Promoter Group : Nil
Public : Nil

(Note: No video conferencing was established for AGM)

Details of Agenda:

Item No.	Type of Resolution	Resolution passed	Mode of Voting (Show of hands/Poll/Postal Ballot E-voting)
1	Ordinary	To receive and adopt the Audited Statement of Profit and Loss and Balance sheet and Cash Flow Statement And reports of the Directors and Auditors for the year ended March 31, 2014. **(Passed with Requisite Majority)**	Poll & E voting
2	Ordinary	To Declare Dividend for the year ended 2014. **(Passed with Requisite Majority)**	Poll & E voting
3	Ordinary	To appoint Auditors to hold office from the Conclusion of this AGM till the 28th AGM to be held in 2017 & Fix Remuneration. **(Passed Unanimously)**	Poll & E voting
4	Ordinary	To appoint Mrs. Shyamala Gopinath as Independent Director. **(Passed with Requisite Majority)**	Poll & E voting
5	Ordinary	To appoint Dr. Natarajan as Independent Director. **(Passed with Requisite Majority)**	Poll & E voting
6	Ordinary	To appoint Mr. Piyush Mankad as Independent Director. **(Passed with Requisite Majority)**	Poll & E voting
7	Ordinary	To appoint Mr. Patrick McGoldrick as Independent Director. **(Passed with Requisite Majority)**	Poll & E voting
8	Ordinary	To re-appoint Mr. Madhukar Dev as the Managing Director & CEO & approve his remuneration. **(Passed with Requisite Majority)**	Poll & E voting

TATA ELXSI LIMITED ITPB Road Whitefield BANGALORE

TATA ELXSI LIMITED

Adoption of financial statements for the year ended 31st March, 2014 together with Directors' Report and Auditors' Report.

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 1								
	Promoter/Public	**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
1	Promoter and Promoter Group	14017288	14017288	100	14017288	0	100	0
2	Public - Institutional holders	2642192	2430624	91.99	2416587	14037	99.42	0.58
3	Public-Others	14478740	12030	0.08	12030	0	100	0
	Grand Totals	31138220	16459942	52.86	16445905	14037	99.91	0.09



TATA ELXSI LIMITED

Declaration of dividend for the financial year 2013 -14

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 2								
	Promoter/Public	**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
1	Promoter and Promoter Group	14017288	14017288	100	14017288	0	100	0
2	Public - Institutional holders	2642192	2430624	91.99	2430624	0	100	0
3	Public-Others	14478740	12034	0.08	12009	25	99.79	0.21
	Grand Totals	31138220	16459946	52.86	16459921	25	100	0



TATA ELXSI LIMITED

Appointment of Auditors and fixing their remuneration.

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 3								
	Promoter/Public	**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
1	Promoter and Promoter Group	14017288	14017288	100	14017288	0	100	0
2	Public - Institutional holders	2642192	2430624	91.99	2430624	0	100	0
3	Public-Others	14478740	10930	0.08	10930	0	100	0
	Grand Totals	31138220	16458842	52.86	16458842	0	100	0



TATA ELXSI LIMITED

Appointment of Mrs. Shyamala Gopinath as an Independent Director of the Company.

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 4								
	Promoter/Public	**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
1	Promoter and Promoter Group	14017288	14017288	100	14017288	0	100	0
2	Public - Institutional holders	2642192	2430624	91.99	2430624	0	100	0
3	Public-Others	14478740	12030	0.08	11780	250	97.92	2.08
	Grand Totals	31138220	16459942	52.86	16459692	250	100	0



TATA ELXSI LIMITED

Appointment of Dr. R. Natarajan as an Independent Director of the Company.

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 5								
	Promoter/Public	**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**
1	**Promoter and Promoter Group**	**14017288**	**14017288**	**100**	**14017288**	**0**	**100**	**0**
2	**Public - Institutional holders**	**2642192**	**2430624**	**91.99**	**2362683**	**67941**	**97.2**	**2.8**
3	**Public-Others**	**14478740**	**12030**	**0.08**	**11779**	**251**	**97.91**	**2.09**
	Grand Totals	**31138220**	**16459942**	**52.86**	**16391750**	**68192**	**99.59**	**0.41**



TATA ELXSI LIMITED

Appointment of Mr. P.G. Mankad as an Independent Director of the Company.

Details for reporting as per Clause 35A of listing agreement based on result of Poll									
Resolution No 6									
	Promoter/Public	**No of A/Cs**	**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
1	**Promoter and Promoter Group**	4	14017288	14017288	100	14017288	0	100	0
2	**Public - Institutional holders**	37	2642192	2430624	91.99	2341462	89162	96.33	3.67
3	**Public-Others**	57898	14478740	12025	0.08	11774	251	97.91	2.09
	Grand Totals	57939	31138220	16459937	52.86	16370524	89413	99.46	0.54

TATA ELXSI LIMITED * 048 * ITPB Road Whitefield BANGALORE-560

TATA ELXSI LIMITED

Appointment of Mr. P. McGoldrick as an Independent Director of the Company.

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 7								
	Promoter/Public	**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
1	**Promoter and Promoter Group**	14017288	14017288	100	14017288	0	100	0
2	**Public - Institutional holders**	2642192	2430624	91.99	2430624	0	100	0
3	**Public-Others**	14478740	12030	0.08	11780	250	97.92	2.08
	Grand Totals	31138220	16459942	52.86	16459692	250	100	0

TATA ELXSI LIMITED * 040 * BANGALORE-560 ITPB Road Whitefield

TATA ELXSI LIMITED

Re-appointment of Mr. Madhukar Dev as Managing Director and CEO of the Company.

Details for reporting as per Clause 35A of listing agreement based on result of Poll								
Resolution No 8								
	Promoter/Public	**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
1	Promoter and Promoter Group	14017288	14017288	100	14017288	0	100	0
2	Public - Institutional holders	2642192	2430624	91.99	2430624	0	100	0
3	Public-Others	14478740	11980	0.08	11753	227	98.11	1.89
	Grand Totals	31138220	16459892	52.86	16459665	227	100	0