



March 06, 2023

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 / Madam,

Sub.: Results of Postal Ballot – Voting Results and Scrutiniser Report.

This is in furtherance to our intimation dated February 01, 2023, regarding Postal Ballot Notice dated January 25, 2023, seeking approval of the shareholders for the special resolution pertaining to adoption of **Tata Elxsi Limited - Performance Stock Option Plan- 2023** (“Plan” or “PSOP- 2023”), through remote e-voting process.

The remote e-voting commenced on Friday, February 03, 2023, at 9.00 a.m. (IST) and concluded on Saturday, March 04, 2023, at 5.00 p.m. (IST).

In this regard, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we herewith enclose the results of remote e-voting and the Scrutiniser’s report for the Postal Ballot exercise.

We wish to inform you that the special resolution set out in the Postal Ballot Notice dated January 25, 2023, has been passed by the shareholders with requisite majority.

The voting results along with Scrutiniser’s report is uploaded on the website of the Company at <https://www.tataelxsi.com/investors/corporate-announcements> and on the website of NSDL at www.evoting.nsdl.com.

This is for your information and records.

Best Regards,

For Tata Elxsi Limited

Cauveri Sriram
Company Secretary & Compliance Officer

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 voting results for Postal Ballot

A. General Information

Name of the Company	Tata Elxsi Limited
Date of Notice of Postal Ballot Notice	January 25, 2023
Record Date	January 20, 2023
Total Number of shareholders as on record date	600692
No. of shareholders present in the meeting either in person or through proxy: a) Promoters and Promoter group b) Public	N.A.
No. of shareholders attended the meeting through video conferencing: a) Promoters and Promoter group b) Public	N.A.

B. Details of resolution passed through Postal Ballot

S.no.	Type of resolution	Description of resolution passed	Mode of voting
1.	Special	Adoption of the 'Tata Elxsi Limited Performance Stock Option Plan 2023'	Remote e-voting

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Details of votes casted through remote e-voting

Resolution Type		Special								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Description of resolution considered		ADOPTION OF THE 'TATA ELXSI LIMITED PERFORMANCE STOCK OPTION PLAN 2023'								
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	27348919	26295264	96.1474	26295264	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		26295264	96.1474	26295264	0	100.0000	0.0000	0	
Public Institutions	E-Voting	10713907	8013411	74.7945	3605591	4407820	44.9945	55.0055	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		8013411	74.7945	3605591	4407820	44.9945	55.0055	0	
Public Non Institutions	E-Voting	24213614	441221	1.8222	278668	162553	63.1584	36.8416	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		441221	1.8222	278668	162553	63.1584	36.8416	0	
Total		62276440	34749896	55.7994	30179523	4570373	86.8478	13.1522	0	

engineering creativity

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V. MADAN, B.Com., ACA, ACS

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 Special Resolution for approval of Adoption of the 'Tata Elxsi Limited – Performance Stock Option Plan- 2023' of Tata Elxsi Limited (the Company) pursuant to the Notice dated January 25, 2023, 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, General 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 , General Circular No. 20/2021 dated December 8,2021 , General Circular No. 02/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

The Postal Ballot Notice dated January 25,2023 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 20, 2023 were entitled to vote on the Special Resolution as contained in the Notice.

The remote e-voting period commenced from 9.00 a.m. (IST) on Friday, February 3, 2023 and ended at 5.00 p.m. (IST) on Saturday, March 4, 2023 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 Special 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 Special Resolution for approval of Adoption of 'Tata Elxsi Limited – Performance Stock Option Plan-2023' of the Company as under:



Approval for Adoption of 'Tata Elxsi Limited – Performance Stock Option Plan-2023'

(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
2,929	3,01,79,523	36.25

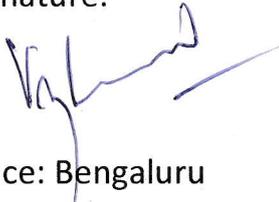
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them (Shares)	% of total number of valid votes cast
493	45,70,373	13.15

(iii) Invalid votes:

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

Signature:



Place: Bengaluru



Name: V Madan
Scrutinizer

Dated: March 5, 2023
ACS: 5048 CP: 21778
UDIN: A005048D003239510
PR: 2684/2022