



TCS/BB/SE/123/2020-21

November 18, 2020

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Mumbai – 400051
Symbol: TCS

BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400001
Scrip Code No. 532540 (BSE)

Dear Sirs,

Sub: Result of Postal Ballot by remote e-voting process

This is further to our letter no. TCS/BB/SE/107/2020-21 dated October 19, 2020 enclosing the copy of Postal Ballot Notice seeking approval of the members for Buyback of equity shares.

We further inform that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company conducted the Postal Ballot as set out in the notice of Postal Ballot dated October 7, 2020.

Remote e-voting process concluded at 5.00 p.m. today post which the scrutinizer submitted his report on the results of the postal ballot. Based on the report of the scrutinizer, we hereby inform that the members of the Company have duly passed the special resolution approving the Buyback.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details of the voting results and Scrutinizer's Report in this behalf for your record.

The voting results and the Scrutinizer's Report are being uploaded on the Company's website www.tcs.com and website of National Securities Depository Limited www.evoting.nsdl.com.

Thanking you,

Yours faithfully,
For **Tata Consultancy Services Limited**

Rajendra Moholkar
Company Secretary

Encl: As above

TATA CONSULTANCY SERVICES

TATA Consultancy Services Limited

9th Floor Nirmal Building Nariman Point Mumbai 400 021

Tel. 91 22 6778 9595 Fax 91 22 6778 9660 e-mail corporate.office@tcs.com website www.tcs.com

Registered Office 9th Floor Nirmal Building Nariman Point Mumbai 400 021.

Corporate identification No. (CIN): L22210MH1995PLC084781



TATA CONSULTANCY SERVICES LIMITED

A) DETAILS OF THE VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS		
Sr. No.	Particulars	Details
1.	Date of the Notice of Postal Ballot	October 7, 2020
2.	Total Number of shareholders as on record date	9,29,693 as on cut-off date i.e. October 9, 2020
3.	Special Resolution	Approval for Buyback of Equity Shares
4.	Mode of voting	Remote e-voting

B) RESULTS OF THE MEETING				
Sr. No.	Agenda	Resolution required	Mode of Voting	Remarks
1.	Approval for Buyback of Equity Shares	Special	Remote e-voting	Passed with requisite majority

TATA CONSULTANCY SERVICES

TATA Consultancy Services Limited

9th Floor Nirmal Building Nariman Point Mumbai 400 021
Tel. 91 22 6778 9595 Fax 91 22 6778 9660 e-mail corporate.office@tcs.com website www.tcs.com
Registered Office 9th Floor Nirmal Building Nariman Point Mumbai 400 021.
Corporate identification No. (CIN): L22210MH1995PLC084781

C) RESOLUTIONWISE DETAILS OF VOTING RESULTS

TATA CONSULTANCY SERVICES LIMITED								
Resolution (1)								
Resolution required: (Ordinary / Special)					SPECIAL			
Whether promoter/ promoter group are interested in the agenda/resolution?					NO			
Approval for Buyback of Equity Shares								
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	2703542000	2703542000	100.00	2703542000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2703542000	100.00	2703542000	0	100.00	0.00
Public - Institutional holders	E-Voting	895532672	777210752	86.79	762536931	14673821	98.11	1.89
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		895532672	777210752	86.79	762536931	14673821	98.11
Public-Others	E-Voting	153310034	16449624	10.73	16191393	258231	98.43	1.57
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		153310034	16449624	10.73	16191393	258231	98.43
Total	E-Voting	3752384706	3497202376	93.20	3482270324	14932052	99.57	0.43
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3752384706	3497202376	93.20	3482270324	14932052	99.57



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

November 18, 2020

To,
TATA CONSULTANCY SERVICES LIMITED
9th Floor, Nirmal Building,
Nariman Point,
Mumbai 400 021

Kind Attn: Mr. Rajendra Moholkar

Sub. : Results of voting by Postal Ballot and e-voting

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of Special Resolution for approval for Buyback of Equity Shares.

I now enclose the following:

- a) My report to the Chairman of the Company on the results of the postal ballots received from shareholders only by voting through electronic means ("remote e-voting").
- b) The register showing the particulars of the e-votes registered on the National Securities Depository Limited ("NSDL") e-voting system in respect of the said resolution.

Thanking you.

Encl.: As above.

Yours faithfully,

P N

Parikh

P. N. Parikh
FCS: 327 CP: 1228
Parikh & Associates

Digitally signed by P N Parikh
DN: c=IN, o=Personal, postalCode=400104,
st=Maharashtra,
2.5.4.20=02a59473a64d87ecbdddfe0a8e3ad
70b06b16d5d30bb138b26dcc8c4b693f8ed
1,
serialNumber=e6a5dfe9f9f1e9732378e198
497c9be1a9a5543aafae294fe7c98b0c5e69c
2fc, cn=P N Parikh
Date: 2020.11.18 19:30:10 +05'30'

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 CONSULTANCY SERVICES LIMITED
9th Floor, Nirmal Building,
Nariman Point,
Mumbai 400 021

Report of Scrutinizer

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai 400 053, have been appointed as the Scrutinizer to conduct the postal ballot process in respect of Special Resolution for approval for Buyback of Equity Shares pursuant to the Notice dated October 7, 2020, 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 Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 33/2020 dated September 28, 2020, issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

The Notice dated October 7, 2020 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 October 9, 2020 were entitled to vote on the resolution as contained in the Notice.

The remote e-voting period commenced from 9.00 a.m. (IST) on Tuesday, October 20, 2020 and ended at 5.00 p.m. (IST) on Wednesday, November 18, 2020 and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked and were counted.

Contd....2

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 Resolutions 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 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 for Buyback of Equity Shares, as under:

Approval for Buyback of Equity Shares

(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
5202	348,22,70,324	99.57

(ii) Voted against the resolution:

Number of Members voted	Number of valid Votes cast by them (Shares)	% of total number of valid votes cast
289	1,49,32,052	0.43

(iii) Invalid votes:

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

Place: Mumbai

Dated: November 18, 2020

Signature:
Name:

P N
Parikh
P. N. Parikh
Scrutinizer
FCS: 327 CP: 1228

Digitally signed by P N Parikh
DN: cn=P N Parikh, postalCode=400104,
st=Maharashtra,
2.5.4.20=02a59473a64d87ecbdf0a8e3ad7
0b06b16d5d30bb138b26dccc4b693f8ed1,
serialNumber=e6a5dfe9f9f1e9732378e1984
97c9be1a9a5543aafae294fe7c98b0c5e69c2f
c, cn=P N Parikh
Date: 2020.11.18 19:30:54 +05'30'



TATA CONSULTANCY SERVICES LIMITED

Rajendra Moholkar
Rajendra Moholkar
Company Secretary