



TCS/AGM/SE/67/2018-19

June 16, 2018

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai
Kind Attn: Manager, Listing Department

BSE Limited
P.J. Towers, Dalal Street
Mumbai
Kind Attn: General Manager,
Department of Corporate Services
Scrip Code No. 532540 (BSE)

Dear Sirs,

Sub: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Proceedings and details of voting results of the 23rd Annual General Meeting

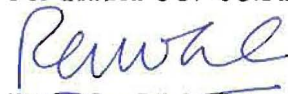
Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the proceedings of the 23rd Annual General Meeting ("AGM") of the Company held on Friday, June 15, 2018 at 3.30 p.m. and concluded at 6.50 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020.

Further, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutinizer on remote e-voting and electronic voting at the AGM. The above are also being uploaded on the Company's website www.tcs.com and on the 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

Corporate Identification No. (CIN): L22210MH1995PLC084781



TATA CONSULTANCY SERVICES LIMITED

A) DETAILS OF THE PROCEEDINGS OF THE MEETING		
Sr. No.	Particulars	Details
1	Date of the AGM/EGM	Annual General Meeting - Friday, June 15, 2018
2	Total number of shareholders as on record date	As of Cut-off date i.e. June 8, 2018 603592
3	No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	 1 506
4	No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	 Not applicable





B) RESULTS OF THE MEETING

Sr. No.	Agenda	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1	To receive, consider and adopt: a. the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
2	To confirm the payment of Interim Dividends on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2017-18.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
3	To appoint a Director in place of Mr. N. Chandrasekaran (DIN 00121863), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
4	Ratification of Appointment of Auditors	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
5	Appointment of Ms. Aarthi Subramanian as a Director	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
6	Appointment of Dr. Pradeep Kumar Khosla as an Independent Director	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority
7	Appointment of Branch Auditors	Ordinary	Remote e-voting and e-voting at AGM	Passed with requisite majority

C) RESOLUTIONWISE DETAILS OF VOTING RESULTS ATTACHED



TATA CONSULTANCY SERVICES LIMITED

Resolution (1)

Resolution required: (Ordinary / Special)

ORDINARY

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

1. To receive, consider and adopt:

- a. the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and
b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.

Sr. No.	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - In favour	No. of Votes - against	% of Votes In favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100	Invalid Votes	% of Votes (Invalid on votes polled) [9]=[8]/(2)*100
			[1]	[2]	[3]=[2]/(1)*100	[4]	[5]	[6]=[4]/(2)*100	[7]=[5]/(2)*100	[8]	[9]=[8]/(2)*100
1	Promoter and Promoter Group	E-Voting	2753347636	2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
2	Public - Institutional holders	E-Voting	910372981	756974185	83.15	75696931	177254	99.98	0.02	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		756974185	83.15	75696931	177254	99.98	0.02	0	0.00
3	Public-Others	E-Voting	164854565	7412555	4.50	7412327	228	100.00	0.00	0	0.00
		Poll		139890	0.08	139754	136	99.90	0.10	0	0.00
		Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		7552445	4.58	7552081	364	100.00	0.00	0	0.00
Total	Total	E-Voting	3828575182	3517734376	91.88	3517556894	177482	99.99	0.01	0	0.00
		Poll		139890	0.00	139754	136	99.90	0.10	0	0.00
		Postal Ballot (If applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		3517874266	91.88	3517696648	177618	99.99	0.01	0	0.00



TATA CONSULTANCY SERVICES LIMITED											
Resolution (2)											
Resolution required: (Ordinary / Special)							ORDINARY				
Whether promoter/ promoter group are interested in the agenda/resolution?							NO				
To confirm the payment of Interim Dividends on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2017-18											
Sr. No.	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=([2]/(1))*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled [6]=([4]/(2))*100	% of Votes against on votes polled [7]=([5]/(2))*100	Invalid Votes	% of Votes invalid on votes polled [9]=([8]/(2))*100
			[1]	[2]		[4]	[5]			[8]	
1	Promoter and Promoter Group	E-Voting	2753347636	2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
2	Public - Institutional holders	E-Voting	910372981	771945342	84.79	771875162	70180	99.99	0.01	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		771945342	84.79	771875162	70180	99.99	0.01	0	0.00
3	Public-Others	E-Voting	164854565	7434797	4.51	7434643	154	100.00	0.00	0	0.00
		Poll		139890	0.08	138554	1336	99.04	0.96	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		7574687	4.59	7573197	1490	99.98	0.02	0	0.00
Total		E-Voting	3828575182	3532727775	92.27	3532657441	70334	100.00	0.00	0	0.00
		Poll		139890	0.00	138554	1336	99.04	0.96	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		3532867665	92.28	3532795995	71670	100.00	0.00	0	0.00



TATA CONSULTANCY SERVICES LIMITED											
Resolution (3)											
Resolution required: (Ordinary / Special)						ORDINARY					
Whether promoter/ promoter group are interested in the agenda/resolution?						NO					
To appoint a Director in place of Mr. N. Chandrasekaran (DIN 00121863), who retires by rotation and, being eligible, offers himself for re-appointment											
Sr. No.	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)]*100	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)]*100	% of Votes against on votes polled [7]=[5]/(2)]*100	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/(2)]*100
			[1]	[2]		[4]	[5]	[6]=[4]/(2)]*100	[7]=[5]/(2)]*100	[8]	[9]=[8]/(2)]*100
1	Promoter and Promoter Group	E-Voting	2753347636	2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
2	Public - Institutional holders	E-Voting	910372981	762525660	83.76	716709397	45816263	93.99	6.01	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		762525660	83.76	716709397	45816263	93.99	6.01	0	0.00
3	Public-Others	E-Voting	164854565	7428428	4.51	7418936	9492	99.87	0.13	0	0.00
		Poll		139890	0.08	138146	1744	98.75	1.25	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		7568318	4.59	7557082	11236	99.85	0.15	0	0.00
	Total	E-Voting	3828575182	3523301724	92.03	3477475969	45825755	98.70	1.30	0	0.00
		Poll		139890	0.00	138146	1744	98.75	1.25	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		3523441614	92.03	3477614115	45827499	98.70	1.30	0	0.00



TATA CONSULTANCY SERVICES LIMITED

Resolution (4)

Resolution required: (Ordinary / Special)

ORDINARY

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Ratification of Appointment of Auditors:

"RESOLVED that pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of B S R & Co. LLP, Chartered Accountants (Firm Registration No. 101248W/W 100022), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty-fourth AGM of the Company to be held in the year 2019, to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

Sr. No.	Promoter/Public	Mode of Voting	Total 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	Invalid Votes	% of Votes invalid on votes polled
			[1]	[2]	[3]=([2]/(1))*100	[4]	[5]	[6]=([4]/(2))*100	[7]=([5]/(2))*100	[8]	[9]=([8]/(2))*100
1	Promoter and Promoter Group	E-Voting	2753347636	2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
2	Public - Institutional holders	E-Voting	910372981	767556618	84.31	735901119	31655499	95.88	4.12	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		767556618	84.31	735901119	31655499	95.88	4.12	0	0.00
3	Public-Others	E-Voting	164854565	7427255	4.51	7426691	564	99.99	0.01	0	0.00
		Poll		139890	0.08	139754	136	99.90	0.10	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		7567145	4.59	7566445	700	99.99	0.01	0	0.00
Total		E-Voting	3828575182	3528331509	92.16	3496675446	31656063	99.10	0.90	0	0.00
		Poll		139890	0.00	139754	136	99.90	0.10	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		3528471399	92.16	3496815200	31656199	99.10	0.90	0	0.00



TATA CONSULTANCY SERVICES LIMITED

Resolution (5)

Resolution required: (Ordinary / Special)	ORDINARY
Whether promoter/ promoter group are Interested in the agenda/resolution?	NO
Appointment of Ms. Aarthi Subramanian as a Director:	

"RESOLVED that Ms. Aarthi Subramanian (DIN 07121802) who was appointed by the Board of Directors as an Additional Director of the Company with effect from August 17, 2017 and who holds office upto the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (Act) and Article 73 of the Articles of Association of the Company but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation."

Sr. No.	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/(1)*100	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/(2)*100	% of Votes against on votes polled [7]=[5]/(2)*100	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/(2)*100
			[1]	[2]		[4]	[5]			[8]	
1	Promoter and Promoter Group	E-Voting	2753347636	2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
2	Public - Institutional holders	E-Voting	910372981	767768318	84.34	714772365	52995953	93.10	6.90	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		767768318	84.34	714772365	52995953	93.10	6.90	0	0.00
3	Public-Others	E-Voting	164854565	7420772	4.50	7404206	16566	99.78	0.22	0	0.00
		Poll		139890	0.08	139618	272	99.81	0.19	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		7560662	4.59	7543824	16838	99.78	0.22	0	0.00
	Total	E-Voting	3828575182	3528536726	92.16	3475524207	53012519	98.50	1.50	0	0.00
		Poll		139890	0.00	139618	272	99.81	0.19	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		3528676616	92.17	3475663825	53012791	98.50	1.50	0	0.00



TATA CONSULTANCY SERVICES LIMITED

Resolution (6)

Resolution required: (Ordinary / Special)	ORDINARY
Whether promoter/ promoter group are Interested in the agenda/resolution?	NO

Appointment of Dr. Pradeep Kumar Khosla as an Independent Director:

"RESOLVED that Dr. Pradeep Kumar Khosla (DIN 03611983), who was appointed by the Board of Directors as an Additional Director of the Company with effect from January 11, 2018 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (Act) and Article 73 of the Articles of Association of the Company but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company."

"RESOLVED FURTHER that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Dr. Pradeep Kumar Khosla, who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing January 11, 2018 to January 10, 2023, be and is hereby approved."

Sr. No.	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares $\frac{[3]}{[2]} \times 100$	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled $\frac{[6]}{[4]} \times 100$	% of Votes against on votes polled $\frac{[7]}{[5]} \times 100$	Invalid Votes	% of Votes invalid on votes polled $\frac{[9]}{[8]} \times 100$
			[1]	[2]	$\frac{[3]}{[2]} \times 100$	[4]	[5]	$\frac{[6]}{[4]} \times 100$	$\frac{[7]}{[5]} \times 100$	[8]	$\frac{[9]}{[8]} \times 100$
1	Promoter and Promoter Group	E-Voting	2753347636	2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
2	Public - Institutional holders	E-Voting	910372981	767647736	84.32	764931981	2715755	99.65	0.35	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		767647736	84.32	764931981	2715755	99.65	0.35	0	0.00
3	Public-Others	E-Voting	164854565	7427555	4.51	7419699	7856	99.89	0.11	0	0.00
		Poll		139890	0.08	139562	328	99.77	0.23	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		7567445	4.59	7559261	8184	99.89	0.11	0	0.00
	Total	E-Voting	3828575182	3528422927	92.16	3525699316	2723611	99.92	0.08	0	0.00
		Poll		139890	0.00	139562	328	99.77	0.23	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		3528562817	92.16	3525838878	2723939	99.92	0.08	0	0.00



TATA CONSULTANCY SERVICES LIMITED

Resolution (7)

Resolution required: (Ordinary / Special)	ORDINARY
Whether promoter/ promoter group are interested in the agenda/resolution?	NO
Appointment of Branch Auditors:	

"RESOLVED that pursuant to the provisions of Section 143(8) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Board be and is hereby authorized to appoint Branch Auditors of any branch office of the Company, whether existing or which may be opened/acquired hereafter, outside India, in consultation with the Company's Auditors, any person(s) qualified to act as Branch Auditors and to fix their remuneration."

Sr. No.	Promoter/Public	Mode of Voting	Total No. of Shares Held	No. of votes polled	% of Votes Polled on outstanding shares [3]=[2]/[1]*100	No. of Votes - In favour	No. of Votes - against	% of Votes in favour on votes polled [6]=[4]/[2]*100	% of Votes against on votes polled [7]=[5]/[2]*100	Invalid Votes	% of Votes invalid on votes polled [9]=[8]/[2]*100
			[1]	[2]		[4]	[5]			[8]	
1	Promoter and Promoter Group	E-Voting	2753347636	2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		2753347636	100.00	2753347636	0	100.00	0.00	0	0.00
2	Public - Institutional holders	E-Voting	910372981	773299056	84.94	764391974	8907082	98.85	1.15	0	0.00
		Poll		0	0.00	0	0	0.00	0.00	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		773299056	84.94	764391974	8907082	98.85	1.15	0	0.00
3	Public-Others	E-Voting	164854565	7428948	4.51	7426812	2136	99.97	0.03	0	0.00
		Poll		139890	0.08	138554	1336	99.04	0.96	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		7568838	4.59	7565366	3472	99.95	0.05	0	0.00
	Total	E-Voting	3828575182	3534075640	92.31	3525166422	8909218	99.75	0.25	0	0.00
		Poll		139890	0.00	138554	1336	99.04	0.96	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0	0.00
		Total		3534215530	92.31	3525304976	8910554	99.75	0.25	0	0.00



To,
Mr. N. Chandrasekaran
Chairman
Tata Consultancy Services Limited
9th Floor, Nirmal Building, Nariman Point,
Mumbai - 400021

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 and voting by electronic voting system at the 23rd Annual General Meeting of Tata Consultancy Services Limited held on Friday, June 15, 2018 at 3.30 p.m at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020.

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Tata Consultancy Services 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 23rd Annual General Meeting (AGM) of Tata Consultancy Services Limited on Friday, June 15, 2018 at 3.30 p.m.

I was also appointed as Scrutinizer to scrutinize the voting process at the said AGM held on June 15, 2018.

The notice dated April 19, 2018 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.



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 Company had also provided voting by electronic voting system to the shareholders present at the AGM and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the company holding shares as on the "cut-off" date of Friday, June 08, 2018 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Tuesday, June 12, 2018 at (9.00 a.m. IST) and ended on Thursday, June 14, 2018 at (5.00 p.m. IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the voting at the AGM, the report on voting done at the meeting was generated in my presence and the voting was diligently scrutinized by me.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of two witnesses who were not in the employment of the Company and after the conclusion of the voting at the AGM the votes cast thereunder were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the NSDL e-voting system and voting by electronic voting system at the AGM.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and the voting conducted through electronic voting system at the venue of the meeting on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through electronic voting system at the venue of the meeting 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 and voting by electronic voting system at the AGM in respect of the said resolutions.



Resolution 1: Ordinary Resolution

To receive, consider and adopt:

a. the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and

b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, 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
2648	3,51,76,96,648	99.99

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	1,77,618	0.01

(iii) Invalid votes:

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



Resolution 2: Ordinary Resolution

To confirm the payment of Interim Dividends on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2017-18.

(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
2693	3,53,27,95,995	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
9	71,670	0.00

(iii) **Invalid** votes:

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



Resolution 3: Ordinary Resolution

To appoint a Director in place of Mr. N. Chandrasekaran (DIN 00121863), 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
2479	3,47,76,14,115	98.70

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
202	4,58,27,499	1.30

(iii) Invalid votes:

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



Resolution 4: Ordinary Resolution**Ratification of Appointment of Auditors.**

(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
2541	3,49,68,15,200	99.10

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
120	3,16,56,199	0.90

(iii) Invalid votes:

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



Resolution 5: Ordinary Resolution**Appointment of Ms. Aarthi Subramanian (DIN 07121802) as a Director**(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
2441	3,47,56,63,825	98.50

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
208	5,30,12,791	1.50

(iii) **Invalid** votes:

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



Resolution 6: Ordinary Resolution

Appointment of Dr. Pradeep Kumar Khosla (DIN 03611983) as an Independent Director.

(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
2594	3,52,58,38,878	99.92

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
61	27,23,939	0.08

(iii) Invalid votes:

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



Resolution 7: Ordinary Resolution**Appointment of Branch Auditors.**

(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
2635	3,52,53,04,976	99.75

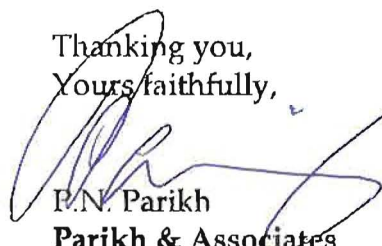
(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
46	89,10,554	0.25

(iii) Invalid votes:

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

Thanking you,
Yours faithfully,



P.N. Parikh

Parikh & Associates

Practising Company Secretaries

FCS: 327 CP No.: 1228

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 15, 2018

TATA CONSULTANCY SERVICES LIMITED


 RAJENDRA MOHOLKAR
 COMPANY SECRETARY