



TCS/Bonus/SE/46/2018-19

May 26, 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)

Sub: Result of Postal Ballot Process pursuant to provisions of Section 110 of the Companies Act, 2013 read with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

Pursuant to provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, the Company had conducted the process of Postal Ballot for seeking the consent of the shareholders by means of passing Ordinary Resolution for "Issue of Bonus Equity Shares".

Further pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the result of the voting by Postal Ballot (including e-voting). We are also enclosing Scrutinizer's Report dated May 26, 2018 for your kind reference.

The said Postal Ballot result will be displayed at the Registered Office of the Company and on the website of the Company www.tcs.com

This is for your information and record.

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 VOTING RESULT BY POSTAL BALLOT PROCESS
PURSUANT TO REGULATION 44(3) OF SEBI LODR**

Sr. No.	Particulars	Details
1.	Date of the Notice of Postal Ballot	April 19, 2018
2.	Total Number of shareholders as on record date	5,60,181 as on Cut-off date i.e. April 20, 2018
3.	Ordinary Resolution	Issue of Bonus Shares
4.	Mode of voting	Through Physical Postal Ballot Form and e-voting process

B) RESULTS OF THE MEETING

Sr. No.	Agenda	Resolution required	Mode of Voting	Remarks
1.	Issue of Bonus Shares	Ordinary	Through Physical Postal Ballot Form and e-voting process	Passed with requisite majority



C) RESOLUTIONWISE DETAILS OF VOTING RESULTS

TATA CONSULTANCY SERVICES LIMITED

Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution?	No	

ISSUE OF BONUS 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	No. of 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
Promoter and Promoter Group	E-Voting	1376673818	1376673818	100.00	1376673818	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		1376673818	100.00	1376673818	0	100.00	0.00	0	0.00
Public - Institutional holders	E-Voting	456660956	388857726	85.15	388754872	102854	99.97	0.03	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		388857726	85.15	388754872	102854	99.97	0.03	0	0.00
Public-Others	E-Voting	80952817	4728843	5.84	4725565	3278	99.93	0.07	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		522765	0.65	482849	787	92.36	0.15	39129	7.49
	Total		5251608	6.49	5208414	4065	99.18	0.08	39129	0.75
Total	E-Voting	1914287591	1770260387	92.48	1770154255	106132	99.99	0.01	0	0.00
	Poll		0	0.00	0	0	0.00	0.00	0	0.00
	Postal Ballot (if applicable)		522765	0.03	482849	787	92.36	0.15	39129	7.49
	Total		1770783152	92.50	1770637104	106919	99.99	0.01	39129	0.00



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 : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

May 26, 2018

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

Kind Attn: Mr. Rajendra Moholkar

Sub. : Postal Ballot

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of Ordinary Resolution for Issue of Bonus Shares.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders in physical mode and voting done through electronic mode.
- b) The register showing the particulars of the physical postal ballots processed by the Registrar and Share Transfer Agent of the Company and the e-votes registered on the National Securities Depository Limited ("NSDL") e-voting system in respect of the said resolution.

Thanking you.



Yours faithfully,


P. N. Parikh
Parikh & Associates

Encl.: As above.

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

Report of Scrutinizer

I, P. N. Parikh, of M/s. Parikh & Associates, Practicing 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 400053, have been appointed as the Scrutinizer to conduct the postal ballot process in respect of Ordinary Resolution for Issue of Bonus Shares pursuant to the Notice dated April 19, 2018, 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.

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 above mentioned resolution proposed through Postal Ballot.

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

The shareholders of the Company holding shares as on the "cut-off" date of April 20, 2018 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Friday, April 27, 2018 at 09:00 a.m. (IST) and ended on Saturday, May 26, 2018 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.

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. Votes cast through physical ballot forms received up to Saturday, May 26, 2018 at 05:00 p.m. (IST) were also considered.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and the physical ballot forms received and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.



My responsibility as scrutinizer for the physical postal ballots and remote e-voting is restricted to making a consolidated Scrutinizers Report of the votes cast in favour or against the resolution.

I now submit my consolidated Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Ordinary Resolution for Issue of Bonus Shares, as under.

Issue of Bonus Shares

(i) Voted in **favour** of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
8,745	1,77,06,37,104	99.99

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

Number of members voted through electronic voting system and through physical ballot form	Number of valid Votes cast (Shares)	% of total number of valid votes cast
46	1,06,919	0.01

(iii) Invalid votes:

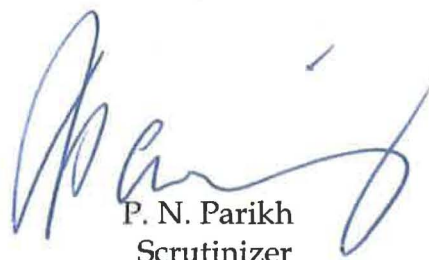
Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
402	39,129

Place: Mumbai

Dated: May 26, 2018



Signature:
Name:


P. N. Parikh
Scrutinizer

FCS: 327 CP: 1228

