TCS/AGM/SE/48/2021-22

June 11, 2021

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: Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") – Proceedings and details of voting results of the 26th Annual General Meeting

The 26th Annual General Meeting ("AGM") of the Company was held on Thursday, June 10, 2021 at 3.30 p.m. (IST) and concluded at 6.57 p.m. (IST) through Video Conferencing (VC) / Other Audio Video Means (OAVM).

In this regard, we are enclosing the following:

a. Proceedings of the AGM pursuant to Regulation 30 of the Listing Regulations – Annexure A
b. The voting results of the business transacted at the AGM in the prescribed format pursuant to Regulation 44(3) of the Listing Regulations – Annexure B
c. The consolidated report of the Scrutinizer on remote e-voting prior and during the AGM. – Annexure C

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.

The video recording of the proceedings of the AGM is also available on the Company's website at www.tcs.com.

This is for your information and record.

Thanking you,

Yours faithfully,
For **TATA CONSULTANCY SERVICES LIMITED**

Rajendra Moholkar
Company Secretary

TATA CONSULTANCY SERVICES
Tata Consultancy Services Limited
9th Floor Nirmal Building Nariman Point Mumbai 400 021
Tel 91 22 6778 9595 Fax 91 22 6630 3672 e-mail corporate.office@tcs.com website www.tcs.com
Registered Office 9th Floor Nirmal Building Nariman Point Mumbai 400 021
Corporate Identity No. (CIN): L22210MH1995PLC084781

ANNEXURE A

TATA CONSULTANCY SERVICES LIMITED

A) DETAILS OF THE PROCEEDINGS OF THE MEETING		
Sr. No.	**Particulars**	**Details**
1	**Date of the AGM**	Annual General Meeting - Thursday, June 10, 2021
2	**Total number of shareholders as on record date**	As of Cut–off date i.e. June 3, 2021 11,90,599
3	**No. of Shareholders present in the meeting either in person or through proxy:** Promoters and Promoter Group: Public:	Not applicable
4	**No. of Shareholders attended the meeting through Video Conferencing:** Promoters and Promoter Group: Public:	 5 422

ANNEXURE B

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 Standalone Financial Statements of the Company for the financial year ended March 31, 2021, 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, 2021, together with the Report of the Auditors thereon.	Ordinary	Remote e-voting prior and during the 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 2020-21.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority
3	To appoint a Director in place of N Chandrasekaran (DIN 00121863), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting prior and during the AGM	Passed with requisite majority

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 Standalone Financial Statements of the Company for the financial year ended March 31, 2021, 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, 2021, together with the Report of the Auditors thereon.

Sr. No.	Promoter/Public (Category)	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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)]*100	[7]=[(5)/(2)]*100	[8]
1	Promoter and Promoter Group	E-Voting	2670204298	2670204298	100.00	2670204298	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2670204298	100.00	2670204298	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	866369509	748622755	86.41	748577565	45190	99.99	0.01	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		748622755	86.41	748577565	45190	99.99	0.01	0
3	Public-Others	E-Voting	162477566	15178643	9.34	15176214	2429	99.98	0.02	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		15178643	9.34	15176214	2429	99.98	0.02	0
	Total	E-Voting		3434005696	92.83	3433958077	47619	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total	**3699051373**	**3434005696**	**92.83**	**3433958077**	**47619**	**100.00**	**0.00**	**0**

TATA CONSULTANCY SERVICES LIMITED

Resolution (2)

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

2. To confirm the payment of Interim Dividends on Equity Shares and to declare a Final Dividend on Equity Shares for the financial year 2020-21.

Sr. No.	Promoter/Public (Category)	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
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2)] *100	[7]=[(5)/(2)]* 100	[8]
1	Promoter and Promoter Group	E-Voting	2670204298	2670204298	100.00	2670204298	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2670204298	100.00	2670204298	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	866369509	762027658	87.96	762027658	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		762027658	87.96	762027658	0	100.00	0.00	0
3	Public-Others	E-Voting	162477566	15373796	9.46	15372000	1796	99.99	0.01	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		15373796	9.46	15372000	1796	99.99	0.01	0
	Total	E-Voting		3447605752	93.20	3447603956	1796	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total	**3699051373**	**3447605752**	**93.20**	**3447603956**	**1796**	**100.00**	**0.00**	**0**

TATA CONSULTANCY SERVICES LIMITED										
Resolution (3)										
Resolution required: (Ordinary / Special)					ORDINARY					
Whether promoter/ promoter group are interested in the agenda/resolution?					NO					
3. To appoint a Director in place of N Chandrasekaran (DIN 00121863) who retires by rotation and, being eligible, offers himself for re-appointment.										
Sr. No.	**Promoter/Public (Category)**	**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**
			[1]	**[2]**	**[3]=[(2)/(1)]*100**	**[4]**	**[5]**	**[6]=[(4)/(2)] *100**	**[7]=[(5)/(2)]* 100**	**[8]**
1	Promoter and Promoter Group	E-Voting	2670204298	2670204298	100.00	2670204298	0	100.00	0.00	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		2670204298	100.00	2670204298	0	100.00	0.00	0
2	Public - Institutional holders	E-Voting	866369509	762027658	87.96	627409089	134618569	82.33	17.67	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		762027658	87.96	627409089	134618569	82.33	17.67	0
3	Public-Others	E-Voting	162477566	15373836	9.46	15367625	6211	99.96	0.04	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total		15373836	9.46	15367625	6211	99.96	0.04	0
	Total	E-Voting		3447605792	93.20	3312981012	134624780	96.10	3.90	0
		Poll		0	0.00	0	0	0.00	0.00	0
		Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00	0
		Total	**3699051373**	**3447605792**	**93.20**	**3312981012**	**134624780**	**96.10**	**3.90**	**0**

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,
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 for the 26th Annual General Meeting of Tata Consultancy Services Limited held on Thursday, June 10, 2021 at 03.30 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

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 26th Annual General Meeting ("AGM") of Tata Consultancy Services Limited on Thursday, June 10, 2021 at 03.30 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated April 12, 2021, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the MCA circulars dated May 5, 2020 and January 13, 2021 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020 and January 15, 2021.

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

The voting period for remote e-voting commenced on Monday, June 7, 2021 (9:00 a.m. IST) and ended on Wednesday, June 9, 2021 (5:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date Thursday, June 3, 2021 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

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 resolutions.

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To receive, consider and adopt:

a. **the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021, 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, 2021, 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
5797	343,39,58,077	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
35	47,619	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

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 2020-21.

(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
5798	344,76,03,956	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
36	1,796	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 3: Ordinary Resolution

To appoint a Director in place of 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
5161	331,29,81,012	96.10

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

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
670	13,46,24,780	3.90

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Thanking you,
Yours faithfully,

P N Parikh

Digitally signed by P N Parikh
DN: c=IN, o=Personal, postalCode=400104, st=Maharashtra, 2.5.4.20=02a59473a64d87ecbddfe0a8e3ad70b06b16d5d30bb138b26dcc8c4b693f8ed1, serialNumber=e6a5dfe9f9f1e9732378e198497c9be1a9a5543aafae294fe7c98b0c5e69c2fc, cn=P N Parikh
Date: 2021.06.10 19:58:29 +05'30'

P.N. Parikh
Parikh & Associates
Practising Company Secretaries
FCS: 327 CP No.: 1228
111,11th Floor, SaiDwar CHS Ltd
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053

TATA CONSULTANCY SERVICES LIMITED
RAJENDRA MOHOLKAR
COMPANY SECRETARY

Place: Mumbai
Dated: June 10, 2021