

August 19, 2017

National Stock Exchange of India Ltd.

Exchange Plaza,5th floor Plot No. C/1, G Block Bandra Kurla Complex Bandra (E) Mumbai 400 051 Scrip Code – TATAGLOBAL BSE Ltd.

Corporate Relationship Dept. 1st Floor, New Trading Wing Rotunda Building, PJ Towers Dalal Street Mumbai 400 001 Scrip Code - 500800 Calcutta Stock Exchange Asscn. Ltd.

7 Lyons Range Kolkata 700 001

Scrip Code – 10000027 (Demat)

27 (Physical)

Dear Sirs.

Sub: Proceedings / Outcome of the 54<sup>th</sup> Annual General Meeting (AGM) along with voting results and Scrutinizer's Report

We are pleased to submit herewith the following with respect to 54<sup>th</sup> Annual General Meeting (AGM) of the Company held on 18<sup>th</sup> August 2017 at 10.30 A.M. and concluded at 3.15 p.m. at The Taj Bengal, 34-B, Belvedere Road, Alipore, Kolkata 700 027.

- Summary of Proceedings of the AGM as required under Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure A).
- 2) Voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure B).
- 3) Scrutinizer's Report dated19th August 2017 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 (Annexure C).

The above are also being uploaded on the Company's website www.tataglobalbeverages.com.

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This is for your information and records.

Thanking you,

Yours faithfully,

For Tata Global Beverages Limited

(V. Madan)

Vice President & Company Secretary VIKATA

Encl.: as above

Cc: National Securities Depository Ltd.

Trade World, 4<sup>th</sup> Floor Kamala Mills Compound Senapati Bapat Marg

Mumbai Fax: 022-24972993

cc: Central Depository Services (India) Ltd.

Phiroze Jeejeebhoy Towers, 28th Floor

Dalal Street Mumbai

Fax: 022-22723199

#### TATA GLOBAL BEVERAGES LIMITED

Kirloskar Business Park Block-C 3rd & 4th Floor Hebbal Bengaluru-560 024
Tel 91-80-67171200 Fax 91-80 6717 1201
Registered Office 1 Bishop Lefroy Road Kolkata 700 020
Corporate Identity Number (CIN) - L15491WB1962PLC031425

Corporate Identity Number (CIN) - L15491WB1962PLC03142: E-mail id - investor.relations@tataglobalbeverages.com Website address - www.tataglobalbeverages.com





Proceedings of the 54th Annual General Meeting of Tata Global Beverages Limited pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Meeting Day, Date and Time: Friday, 18th August, 2017 at 10.30 a.m.

Venue: Taj Bengal, 34-B Belvedere Road, Alipore, Kolkata – 700027

Chairman: Mr. N. Chandrasekaran, Chairman of the Board, took the Chair in terms of Article 94 of the Articles of Association of the Company.

Members attending the Meeting: 508 members were present in person and 13 by proxy.

Quorum: The requisite quorum as required under Section 103 of the Companies Act, 2013 was present.

After declaring the quorum to be present, the Chairman called the Meeting to order. With the consent of the Shareholders, the Notice convening the Meeting was taken as read.

The Chairman made his opening remarks. This was followed by a presentation made by the Managing Director & CEO of the Company, to the Shareholders, on the operations of the Company.

The Chairman informed the Shareholders that in compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of The Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided to the Members the facility to exercise their right to vote at the 54th Annual General Meeting by electronic means (remote e – voting).

The Chairman further informed the Shareholders that, pursuant to Section 107 of the Act, there would be no voting on the resolutions by show of hands. However, for the benefit of Shareholders who were present at the meeting and who had not cast their votes through remote e-voting, a poll was being conducted at the venue of the meeting through electronic means. The Shareholders were informed that Shareholders who had already cast their vote through remote e-voting should not cast their vote on the poll at the meeting, since such vote would be considered as invalid.

The Shareholders were also informed that the Board of Directors had appointed Dr. Asim Kumar Chattopadhyay, Practicing Company Secretary, as Scrutinizer for scrutinizing the remote e-voting process and poll process at the Annual General

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## TATA GLOBAL BEVERAGES LIMITED

Kirloskar Business Park Block-C 3rd & 4th Floor Hebbal Bengaluru-560 024 Tel 91-80-67171200 Fax 91-80 6717 1201 Registered Office 1 Bishop Lefroy Road Kolkata 700 020 Corporate Identity Number (CIN) - L15491WB1962PLC031425

E-mail id - investor.relations@tataglobalbeverages.com Website address - www.tataglobalbeverages.com



Meeting, in a fair and transparent manner.

The Chairman then invited the Shareholders to ask questions, make comments and give their views, if any. The Shareholders were given an opportunity to speak in the order in which they had given their names. After giving sufficient time to all Shareholders who wished to speak, the Chairman gave his responses to the issues raised by the Shareholders.

The Chairman then authorized the Company Secretary to carry out the poll process. He announced that the combined results on the remote e-voting and poll conducted at the AGM through electronic means would be announced on or before 19th August, 2017.

After all the Shareholders who had not cast their votes in the remote e-voting and wished to participate in the poll conducted through electronic means at the AGM, were provided the facility to cast their votes at the AGM. After all such shareholders had cast their votes, the Scrutinizer first counted the number of votes cast at the Meeting for and against the Resolutions. He then unblocked the votes cast through remote e-voting. He then collected the electronic results of the votes cast at the Meeting and votes downloaded from the remote e- voting system by himself and submitted his consolidated report to the Chairman.

The following items of business were transacted at the Annual General Meeting:

#### **Ordinary Business**

- To receive, consider and adopt the audited Financial Statements of the Company for the year ended March 31, 2017, together with the reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).
- 2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2017, together with the report of the Auditors thereon. (Ordinary Resolution).
- To declare a dividend. (Ordinary Resolution).
- 4. Re-appointment of Mr. Harish Bhat as Director. (Ordinary Resolution).
- 5. Re-appointment Mr. S. Santhanakrishnan as Director. (Ordinary Resolution).
- 6. Appointment of Auditors (Ordinary Resolution).

#### **Special Business**

Appointment of Mr. N. Chandrasekaran as a Director of the Company. (Ordinary Resolution).

Mr. N. Chandrasekran being interested in this Resolution, requested Mr. V. Leeladhar, Director of the Company to conduct the proceedings of this item of business. Accordingly Mr. V. Leeladhar conducted the proceedings of Item no. 7.

TATA GLOBAL BEVERAGES LIMITED

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- Appointment of Mr. Siraj Azmat Chaudhry as Director and as Independent Director of the Company. (Ordinary Resolution).
- 9. Remuneration of the Cost Auditors (Ordinary Resolution).
- 10. Revision in terms of remuneration of Mr. Ajoy Misra, Managing Director of the Company. (Ordinary Resolution).
- 11. Revision in terms of remuneration of Mr. L Krishnakumar, Executive Director of the Company. (Ordinary Resolution).
- 12. Issue of Non-Convertible Debentures on private placement basis. (Special Resolution).

As per the consolidated Scrutinizer's Report dated 19<sup>th</sup> August, 2017, all resolutions, as set out in the Notice of the Annual General Meeting dated 06th July, 2017, were passed by the Members of the Company with the requisite majority.

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The Meeting concluded at 3.15 p.m.

For Tata Global Beverages Limited

V Madan

Vice President & Company Secretary

Kolkata

19th August 2017



Annexus B

## 54<sup>TH</sup> ANNUAL GENERAL MEETING VOTING RESULTS

Details
ugust 2017
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FOR TATA GLOBAL BEVERAGES LTD.

V. MADAN Vice President & Secretary Anserva B

TATA GLOBAL BEVERAGES LIMITED 1, BISHOP LEFROY ROAD KOLKATA - 700 020

eive, consider and adopt the audited Financial Statements of the Company for the year ended March 31, 2017, together with the reports Board of Directors and Auditors thereon.	
To receive, consider of D	0
Resolution required: (Ordinary) No. 1	Whether promoter/ promoter group are interested in the agenda/resolution? NO

											% of
					% of						Votes
		6 10 10 10	Total No. of	votes	votes Polled on outstandin	No. of Votes -	Polled on outstandin No. of Votes - Ravour favour	ni S	7	Invalid	on votes
SL_No.	Category	Mode of Voting	Shares Held	polled	g snares	in ravour	against	votes poned	votes poned	2000	8)1=161
					[3]=[(5)/			[6]=[(4)/(2)	Ë	Ş	)/(2)]*
			Ξ	[2]	(1)]*100		[2]	<del>-</del>	1*100	[8]	7
		E-Voting		217445190	100.00	217445190	0	100.000	0.000	0	
		Poll		0	00.0	0	0	0000	0.000	0	
		Postal Ballot (if applicable)		0	00.00	0	0	0.000	0.000	0	00.00
÷	Dromoter and Promoter Group	Total	217445190	217445190	100.00	217445190	0	100.000	0.000	0	00.00
4	בוסווסופו מוומ בוסווסופו סופס	F-Voting		164841540	77.88	164841540	0	100.000	00000	0	00.00
		Poll		0	00.00	0	0	0.000	0000	0	00.00
		Postal Ballot (if annlicable)		0	0.00	0	0	0.000	00000	0	00.00
٢	Contract of the contract of th	Total	211651605	164841540	77.88	164841540	0	100.000	0.000	0	00.00
7	Public - Ilisutucional Holders	F-Voting		7071405	3.50	7066034	5371	99.924	0.076	0	00.00
		Poll	·	22177	0.01	22177	0	100.000	000.0	0	
		Postal Ballot (if applicable)		0	0.00	0	0	0000	0.000	0	
٣	Dishlic-Others	Total	202032934	7093582	3.51	7088211	5371	99.924		0	
2	rubile Orlices	E-Voting		389358135	61.69	389352764	5371	666'66	0.001	0	0.00
		Poll		22177	00.0	22177	0	100.000	0.000	0	
		Postal Ballot (if applicable)		0	00.00	0	0	0.000	00000	0	0.00
		Total	631129729	389380312	61.70	389374941	5371	99.999	0.001	0	0.00
	0.00										

For TATA GLOBAL BEYERAGES LTD.





Resolutio	Resolution required: (Ordinary) No.2	To receive, consider and adopt the 131, 2017, together with the report	adopt the Audited Consolidated Final the report of the Auditors thereon.	adopt the Audited Consolidated Financial Statements of the Company for the year ended March the report of the Auditors thereon.	nents of the Co	mpany for the yea	ır ended March				
Whetl	Whether promoter/ promoter group are interested in the agenda/resolution?										
	ON										70 OT
					% of Votes			% of Votes % of Votes	% of Votes		Votes invalid
					Polled on			in favour	against on		F0
Ž		Mode of Voting	Total No. of Shares Held	No. of votes	outstandin g shares	outstandin No. of Votes -	No. of Votes - against	on votes polled		Invalid	votes polled
	Category 9				r31-r(2)/			[6]=[(4)/	(2)=[(2)/		[9]=[(8 )/(2)]*
			[1]	[2]	$(1)^{-1}(2)$	[4]	[5]	(2)]*100	(2)]*100	[8]	100
		E-Voting		217445190		217445190	0	100.000	0.000	0	0.00
		Poll		0		0	0	0.000	0.000	0	0.00
		Postal Ballot (if applicable)		0	00.00	0	0	00000		0	
Ŋ	Bromoter and Bromoter Groun	Total	217445190	217445190	100.00	217445190	0	100.000		0	
4		E-Voting		164841540	77.88	164841540	0	100.000		0	
		Poll		0	00.0	0	0	0.000		0	
		Postal Ballot (if applicable)		0	00.0	0	0			0	
ر	Public - Institutional holders	Total	211651605	164841540	77.88	164841540	0	-		0	
4		E-Votina		7072215	3.50	7067469	4746			0	
		Plod		22177	0.01	22177	0	100.000	0.000	0	
		Postal Ballot (if applicable)		0	00.00	0	0			0	
r	P.Iblic-Others	Total	202032934	7094392	3.51	7089646	4746	99.933		0	
)		E-Voting		389358945	61.69	389354199	4746	666.66		0	
		Poll		22177	00.00	22177	0	100.000	0.000	0	
		Postal Ballot (if applicable)		0	00.00	0	0	0.000	0.000	0	
	Total	Total	631129729	389381122	61.70	389376376	4746	666.66	0.001	0	0.00





Resolution	Resolution required: (Ordinary) No.3	To declare a dividend.									
Wheth	Whether promoter/ promoter group are interested in the agenda/resolution?										
	O <sub>N</sub>										10.06
					% of Votes			% of Votes	% of Votes % of Votes		Votes
2	4	Mode of Voting	Total No. of Shares Held	No. of votes polled	Polled on outstandin g shares	No. of Votes - in favour	Polled on in favour against polled as hares in favour	*	against on votes polled	Invalid	on votes polled
5					[3]=[(2)/			[6]=[(4)/	[7]=[(5)/		[9]=[(8 )/(2)]*
			[1]	[2]	(1)]*100	[4]	[2]	(2)]*100	(2)]*100	[8]	100
		E-Voting	,	217445190	100.00	217445190	0	100.000	000.0		00.00
		Poll		0	00.0	0	0	00000	000.0	0	00.00
		Postal Ballot (if applicable)		0	00.00	0	0				00.00
•	Promoter and Promoter Groun		217445190	217445190	100.00	217445190	0	100.000			0.00
7		E-Voting		167012372	78.91	167012372	0	10			0.00
		Poll		0	00.0	0	0				0.00
		Postal Ballot (if applicable)		0	00.00	0	0	0.000	0.00		0.00
C	Dublic - Tostitutional bolders		211651605	167012372	78.91	167012372		1			0.00
7		E-Voting		7072168	3.50	7067620	4548				0.00
		Poll		22177	0.01	22177	0	10			0.00
		Postal Ballot (if applicable)		0	00.00	0	0				0.00
٣	Others	Total	202032934	7094345	3.51	7089797	4548				0.00
)		E-Voting		391529730	62.04	391525182	4548	666.66		0	00.00
		Poll		22177	00.00	22177	0	100.000			0.00
		Postal Ballot (if applicable)		0	00.0	0					0.00
-	Total		631129729	391551907	62.04	391547359	4548	99.999	0.001	0	0.00

For TATA GLOBAL BEVERAGES LTD.

V. MADAN

Vice President & Secretary



Mode of Voting   Postal Ballot (if applicable)   Coton   Postal Ballot (if applicable)   Pos	/heti intel	Whether promoter, promoter group are interested in the agenda/resolution?										
Category   Mode of Voting   Total No. of Mode of Voting   Shares Held   Dolled on   Doll		0										10 0/2
Category         Mode of Voting         Total No. of Votes         No. of Votes of Votes         In Favour against on Total No. of Votes of Votes of Shares Held police of Voting         No. of Votes of Votes of Shares Held police of Voting         No. of Votes of Votes of Shares Held police of Voting         No. of Votes of Voting         In Favour against of police of Voting         Invalid of Votes of Shares Held police of Voting         No. of Votes of Voting         Invalid of Votes of Voting         Invalid of Votes of Shares Held police of Voting         No. of Votes of Voting         Invalid of Votes of						% of Votes			% of Votes	% of Votes		votes
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Category         Mode of Voting         Shares Held         polled         polled         Votes				Total No. of	No. of votes			No. of Votes -		votes	Invalid	votes
Caregoly   Caregoly	2		Mode of Votina	Shares Held	polled			against		polled	Votes	polled
Promoter and Promoter Group   Politic Cothers   Politic Cothers	2					[3]=[(5)/	,	į	[6]=[(4)/	[7]=[(5)/	5	[9]=[(8 )/(2)]*
Promoter and Promoter Group   E-Voting   Promoter and Promoter Group   E-Voting   Promoter and Promoter Group   Promoter and Promoter and Promoter Group   Promote				Ξ	[2]	(1)]*100	[4]		(7)]"100	(2)] TOO		-
Postal Ballot (if applicable)         217445190         0.00         0.00         0.000			E-Voting		217445190		217445190	0	100.000		0	
Promoter and promoter Group         Total Total         217445190         217445190         0.000 <td></td> <td></td> <td>Poll</td> <td></td> <td>0</td> <td></td> <td>0</td> <td>0</td> <td>0000</td> <td></td> <td>0</td> <td></td>			Poll		0		0	0	0000		0	
Promoter and Promoter Group Functional holders         Total Sality of Promoter and Promoter Group Functional holders         217445190         217445190         100.00         217445190         0.00         0.00			eal Ballot (if annlica		0		0	0	0.000	00000	0	00.00
Promoter and Pro			2000	217445190		10	217445190	0		00000	0	0.00
Public - Institutional holders		Promoter and Promoter Glody	F-Voting				166655415	356957	99.786	0.214	0	
Public - Institutional holders         Total E-Voting         211651605         167012372         78.91         166655415         356957         99.786         0.000         0.000         0           Public - Institutional holders         Total E-Voting         211651605         167012372         78.91         166655415         356957         99.786         0.204         0           Public - Institutional holders         E-Voting         7070035         3.50         7055386         14649         99.789         0.207         0           Postal Ballot (if applicable)         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Public - Others         E-Voting         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Postal Ballot (if applicable)         F-Voting         22177         0.00         0.00         0.005         0.005         0.005         0.005         0.005           Total         Total         439155791         3717766         99.905         0.000         0.000         0.000         0.000         0.000         0.000         0.000         0.000         0.000         0.000         0.000			Poll		0		0	0	0.000		0	0.00
Public - Institutional holders         Total Foliable (if applicable)         211651605         167012372         78.91         166655415         356957         99.786         0.214         0           Public - Institutional holders         E-Voting         22177         7070035         3.50         7055386         14649         99.793         0.207         0           Public - Others         Total Foliable (if applicable)         202032934         7092212         3.51         7077263         14949         99.789         0.201         0           Public - Others         E-Voting         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Public - Others         E-Voting         22177         0.00         21877         300         98.647         1.353         0           Postal Ballot (if applicable)         22177         0.00         0.00         0.00         0.00         0.000 <td></td> <td></td> <td>Postal Ballot (if applicable)</td> <td>_</td> <td>0</td> <td></td> <td>0</td> <td>0</td> <td>0.000</td> <td></td> <td>0</td> <td></td>			Postal Ballot (if applicable)	_	0		0	0	0.000		0	
Found Continuent		מייים בייים ביים בייים בייים בייים בייים בייים בייים בייים בייים בייים ב	Total	211651605			1,66655415	356957	98.786	200	0	
Public-Others         Public-Others         E-Voting         22177         0.01         21877         300         98.647         1.353         0           Public-Others         Total         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Public-Others         E-Voting         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Public-Others         E-Voting         391527597         62.04         39115591         371606         99.905         0.095         0           Poll         poll         0.00         0.00         0.00         0.00         0.000		Public - Institutional Holders	F-Voting						99.793	0.207	0	
Public-Others         E-Voting         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Public-Others         E-Voting         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Public-Others         E-Voting         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Public-Others         E-Voting         22177         0.00         21877         300         98.647         1.353         0           Postal Ballot (if applicable)         631129729         391549774         62.04         391177868         371906         99.905         0.009         0			Poll		22177		21877	300	Ů.		0	
Public-Others         Total         202032934         7092212         3.51         7077263         14949         99.789         0.211         0           Fublic-Others         F-Voting         E-Voting         391527597         62.04         391155991         371606         99.905         0.095         0           Poll Postal Ballot (if applicable)         Postal Ballot (if applicable)         631129729         3915774         0.00         0			Postal Ballot (if applicable)		0			0			0	
Total   Tota		11.0	Total	202032934			7077263	14949			0	
Postal Ballot (if applicable)   Postal Ballot (if applicable		Public-Oulers	F-Voting					371606				
Postel Ballot (if applicable) 631129729 391549774 62.04 391177868 371906 99.905 0.095 0			Poll		22177			300		1.353	0	
Total 631129729 391549774 62.04 391177868 371906 99.905 0.095 0			Postal Ballot (if applicable)		0		0	0				
		Total	Total	631129729							0	0.00

Re-appointment of Mr. Harish Bhat as Director.

Resolution required: (Ordinary) No.4



ror TATA GLOBAL BEVERAGES LTD.

W. MADAN
Vice President & Secretary

Wheti	Whether promoter/ promoter group are interested in the agenda/resolution? NO										
											Votes
		æ			% of Votes Polled on			% of Votes % of Votes in favour against on	% of Votes against on		invalid
į			Total No. of	No. of votes	_	No. of Votes -	No. of Votes - on votes			Invalid	votes polled
S. No	Category	Mode of Voting	2010		1			100	(21-[/5)/		8)]=[6]
			[1]	[2]	[3]=[(2)/(1)]*100	[4]	[2]	$(2)^{*}$	(2)]*100	[8]	100
		E-Voting		217445190	_	217445190	0	100.000	0.000	0	0.00
		log.		0	0.00	0	0	00000	0.000	0	00.00
		Postal Ballot (if applicable)		0	0.00	0	0	000.0	0.000	0	00.00
ř	Brown Ground	Total	217445190	217445190	100.00	217445190	0	100.000	0.000	0	0.00
7	Floringer and Floringer of order	E-Voting		167012372	78.91	163275388	3736984	97.762	2.238	0	0.00
		Poll		0	00.0	0	0	0.000	0000	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000	0	0.00
ŗ	District Contract of Section 1	Total	211651605	167012372		163275388	3736984	97.762	2.238	0	0.00
7	Public - Illstitutional Holders	E-Votina		7069104	3.50	7053760	15344	99.783	0.217	0	0.00
		Poll		22177	0.01	21862	315	0	1.420	0	0.00
		Postal Ballot (if applicable)		0	00.0	0	0		0.000	0	0.00
r	0.14.10	Total	202032934	7091281	3.51	7075622	15659	99.779	0.221	0	0.00
2	רמטוג-סמופופ	F-Voting		391526666	62.04	387774338	3752328	99.042	0.958	0	0.00
		log log	_	22177	00.00	21862	315	98.580	1.420	0	0.00
		Postal Ballot (if applicable)		0	00.00	0	0	0.000	0.000	0	0.00
	- CT	Total	631129729	391548843	62.04	387796200	3752643	99.042	0.958	0	0.00
	local	単語の行動を									

Re-appointment Mr. S. Santhanakrishnan as Director.

Resolution required: (Ordinary) No. 5





Resolution	Resolution required: (Ordinary) No. 6	Appointment of Auditors									
			0								
Whetl	Whether promoter/ promoter group are interested in the agenda/resolution?										
			ш		% of Votes				Votes		Votes
			Total No. of	No. of votes	Polled on outstandin	No. of Votes -	Polled on outstandin No. of Votes - No. of Votes - favour on	% of Votes in against on favour on	-57.5	Invalid	invalid on votes
V	Category	Mode of Voting	Shares Held	polled	g shares	in favour	against	votes polled		Votes	polled
		,	Ξ	[2]	[3]=[(2)/ (1)]*100	[4]	[5]	[6]=[(4)/(2) ]*100	[7]=[(5)/(2)]*100	[8]	[9]=[(8)/( 2)]*100
		F-Voting	1	217445190	_	217445190	0	100.000	0.000	0	0.00
		Poll		0	00.00	0	0	0.000	0.000	0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000	0	0.00
٠	Promoter and Promoter Groun	Total	217445190	217445190	100.00	217445190	0	100.000		0	0.00
4		E-Voting		167012372	78.91	166605497	406875	99.756	0.244	0	0.00
		Poll		0	00.00	0	0	0.000		0	0.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000	0	0.00
2	Public - Institutional holders	Total	211651605	167012372	78.91	166605497	406875	99.756		0	0.00
J		E-Voting		7067020	3.50	7053924	13096	99.815	0.185	0	0.00
		Poll		22177	0.01	22177	0	100.000	0.000	0	0.00
		Postal Ballot (if applicable)		0	00.00	0	0	000'0	0.000	0	0.00
٣	Public-Others	Total	202032934	7089197	3.51	7076101	13096	99.815		0	0.00
,		E-Voting		391524582	62.04	391104611	419971	99.893		0	0.00
		Poll		22177	0.00	22177	0	100.000		0	0.00
		Postal Ballot (if applicable)		0	00.00	0		0.000		0	0.00
	Total	Total	631129729	391546759	62.04	391126788	419971	99.893	0.107	0	00.0

FOR TATA GLOBAL BEVERAGES LTD.

V. MADAN Vice President & Secretary



	**************************************										
Resolutio	Resolution required: (Ordinary) No.7	Appointment of Mr. N. Chandras	Chandrasekaran as a Director of the Company	or or the compar	<u> </u>						
Whetl	Whether promoter/ promoter group are interested in the agenda/resolution?										
	ON										10.00
					% or Votes Polled on			Votes in favour on	Votes against on		Votes invalid on
Ū	2000460	Mode of Voting	Total No. of Shares Held	No. of votes	outstandin I	No. of Votes - in favour	outstandin No. of Votes - No. of Votes - votes a shares in favour against pollec	-		Invalid	votes polled
ON I	_			2]	0	[4]	[5]	[6]=[(4)/ (2)]*100	[7]=[(5)/ (2)]*100	[8]	[9]=[(8)/(2)]*100
		F-Voting		217445190	100.00	217445190	0	100.000	0.000	0	00.00
		Poll		0	0.00	0	0	0.000	0.000	0	00.00
		Postal Ballot (if applicable)		0	0.00	0	0	0.000	0.000	0	00.0
*	Bromoter and Promoter Groun	Total	217445190	217445190	100.00	217445190	0	100.000	0.000	0	0.00
4				167012372	78.91	166597582	414790	99.752	0.248	0	0.00
		Poll		0	00.00	0	0	000.0	0.000	0	0.00
		Postal Ballot (if applicable)		0	00.0	0	0	0.000	00000	0	0.00
C	Dublic - Institutional holders	Total	211651605	167012372	78.91	166597582	414790	99.752	0.248	0	0.00
4		E-Voting		7069369	3.50	7056227	13142	99.814	0.186	0	0.00
		Poll		22167	0.01	21852	315	98.579	1.421	0	0.00
		Postal Ballot (if applicable)		0	00.0	0	0	0.000	0.000	0	0.00
c	O-hild-O	Total	202032934	7091536	3.51	7078079	13457	99.810	0.190	0	0.00
0		E-Voting		391526931	62.04	391098999	427932	168.861	0.109	0	00.00
-		Poll		22167	00.0	21852	315	98.579	1.421	0	
		Postal Ballot (if applicable)		0	00.0	0	0	0.000	00000	0	0.00
	Total	Total	631129729	391549098	62.04	391120851	428247	168.66	0.109	0	0.00





10 0/2	% of Votes  % of Votes  % of Votes  % of Votes  in favour  in favour  outstandin No. of Votes - No. of Votes - on votes  outstandin No. of Votes - on votes  of Votes  in favour  against polled  Votes  Votes  polled	[6]=[(4)/	190 0 100.000 0.000 0 0.00	0.00 0 0.000 0.000 0 0.00	00.0 0 0.000 0 0.000	190 0 0.000 0.000 0 0.000	372 0 100.000 0.000 0 0.00	00.0 0 0.000 0.000 0 0	00.0 0 0.000 0.000 0	0 100.000 0.000 0	17125 99.758 0.242 0	22177 0 100.000 0.000 0 0.00	00.00 0 00000 0 0 0 0	820 17125 99.758 0.242 0 0.00	205 17125 99.996 0.004 0 0.00	22177 0 100.000 0.000 0 0.00	00.0 0 0000 0.000 0 0	
	% of Votes Polled on outstandin No. of Vote	>0	100.00	0.00		100				78.91 167012372	3.50 7050643	0.01	0.00	3.51 7072820	9	0.00	0.00	
	Total No. of No. of votes	Shares here points	2			217445190				211651605 167012372	7067768	22177		7089945	39	22177		
		Mode of Voting	- Notice	E-vocing Boll	roll	Total	-Voting	E-VOCING BOIL	Poetal Ballot (if applicable)	Total	F-Voting	100	Postal Ballot (if applicable)	Total	- Crai	E-voung	Poll	POSCAL DAILOR (III applicable)
interested in the agenda/resolution? NO		Category					Promoter and Promoter Group			1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	Public - Ilistitutional lioneris			Č	Public-Others			
intere		oN_ N_					-				7				2			

Appointment of Mr. Siraj Azmat Chaudhry as a Director and as Independent Director of the Company

Whether promoter/ promoter group are

Resolution required: (Ordinary) No.8



For TATA GLOBAL BEVERAGES LTD.

V. MADAN Vice President & Secretary



Total No. of Mode of Voting Shares Held
=
E-Voting
Postal Ballot (if applicable)
Total 217445190
au.
Postal Ballot (if applicable)
Total 211651605
ina
Postal Ballot (if applicable)
Total 202032934
ina
Plo
Postal Ballot (if applicable)
Total 631129729

Remuneration of Cost Auditors

Resolution required: (Ordinary) No.9





		_									
Wheth	Whether promoter/ promoter group are interested in the agenda/resolution?									13	
	N										70 07
					0% of						Votes
					2000						invalid
					Votes			% of Votes in % of Votes	% of Votes		
				00000 ye - 14	Polled on	Polled on 70 of Votes - No of Votes - favoil on	No of Votes -	favour on	against on	Invalid	votes
		project of the state of the sta	Shares Held	nolled	o shares	in favour	against	votes polled	votes polled	Votes	polled
SI_No	Category	Mode of voting	5					(6), (6),			8)]=[6]
			Ξ	[2]	[3]=[(2)/(1)]*100	[4]	[5]	[6]=[(4)/(2) ]*100	]*100	[8]	100
		1	3	217445190		217445190	0	100.000	0.000	0	00.00
		E-voting	_				0		0.000	0	00.00
							C	0.000	0.000	0	00.00
		Postal Ballot (If applicable)	1	0.1744	,	21744510		1	0.000	0	0.00
_	Promoter and Promoter Group	Total	21/445190	े		מבינים בייי	7007			C	00.0
		E-Voting		167012372	`	16185329	/OSCIC	n			00.0
		Poll		0	0.00	0	0				0.00
		(aldenline fif annihable)		0	00.0	0	0	00000	0.000	0	0.00
10			211651605	167012372	78.91	161853295	5159077	96.911	3.089	0	0.00
7	Public - Institutional noluers	- Oction		ì	3.50	7046747	21338	869.66	0.302	0	0.00
		DOI!		22177	0.01	22152	25	199.887	0.113	0	
		Poortal Ballot (if anniloshle)		0		0	0	0000	0000	0	0.00
			7020324	709026		7068899	21363	669.666	0.301	0	0.00
m	Public-Others	- Ocal	202020	30	9	386345232	5180415	5 98.677	1.323	0	00.00
				22177			25	99.887	0.113	0	0.00
		Posts Ballot (if applicable)		0		0	0	0.000	0.000	0	0.00
		Total	631129729	39154782	62.04	386367384	5180440	98.677	1.323	0	0.00
	lotal	lotai		1							

Revision in terms of remuneration of Mr. Ajoy Misra, Managing Director of the Company

Resolution required: (Ordinary) No.10



For TATA GLOBAL BEYERAGES LTD.

V. MADAN

Vice President & Secretary

ether p	Whether promoter/ promoter group are interested in the agenda/resolution?										
-	NO										
											70 07
					% of						Votes
					Votes			TO COMPANY OF THE COM			invalid
			M.		Polled on	Polled on % of Votes - No. of Votes - favour on	No of Votes	% of Votes in % of Votes	% of Votes	Invalid	votes
		Nodo of Woting	Shares Held	nolled	outstandin o shares	in favour	against	votes polled	votes polled		polled
ON_IS	Category							(6)/(6)	[2]-[(E)/(3)		8)]=[6]
		76	Ξ	123	[3]=[(2)/(1)]*100	[4]	[2]	]*100	]*100	[8]	100
+		- 1,10/1 L	3	217445190		2		100.000	0.000	0	00.00
		E-voung		0			0		0.000	0	00.00
			-1				0		0.000	0	0.00
			217777100	21744519	10	21744519		100.000	00000	0	0.00
1 Pr	Promoter and Promoter Group	_	21744713				5159077	7 96.911	3.089	0	00.00
		E-vouing		0				0.000	0.000	0	00.0
		Poets Ballot (if applicable)	1	0			0	00000	0.000	0	0.00
	F 1 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2		211651605	167012372		161853295	5159077	7 96.911	3.089	0	0.00
Z Pu	Public - Institutional noiders	E-Votion	2017			7046162	22737	99.678	0.322	0	0.00
		DO	,	22177		21852	325	5 98.535	1.465	0	0.00
		Poetal Ballot (if applicable)	-	0	0.00	0	0	00000	00000	0	0.00
		Total	2020334	7091076	3.51	7068014	23062	2 99,675	0.325	0	0.00
2	Public-Others	-Voting	0000	39	9	386344647	5181814	4 98.677	1.323	0	0.00
		D		22177			325	5 98.535	1.465	0	0.00
		Postal Ballot (if applicable)		0				00000	0000	0	0.00
F	E+0-1	Total	631129729	391548638	9	386366499	5182139	98.677	1.323	0	0.00

Revision in terms of remuneration of Mr. L Krishnakumar, Executive Director of the Company

Resolution required: (Ordinary) No.11



For TATA GLOBAL BEYERAGES LTD.

W. MADAN

Vice President & Secretary

	70 01	fotes	invalid	no	votes	polled	[9]=[(8 )/(2)]*	100	0.00	0.00	0.00	0.00	0.00	0.00	0.00	00.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
	0	_	<u>,=</u>		ס	Votes		[8]	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
					against on I	votes polled N	(2)/(2)	]*100	00000	0.000	00000	0.000	0.000	0.000	0.000	0.000	0.147	0.293	0.000	0.148	0.003	0.293	0.000	0.003
				% of Votes in % of Votes		eq	[6]=[(4)/(2)	]*100	100.000	0.000	0.000	100.000	100.000	00000	00000	100.000	99.853	99.707	0.000	99.852	766.66	707.66	0000	766.66
					outstandin No. of Votes - No. of Votes - favour on	against		[2]	0	0	0	0	0	0	0	0	10398	9	0	10463	10398	65	0	10463
					No. of Votes -	in favour		[4]	217445190	0	0	217445190	167012372	0	0	167012372	7060356	22112	0	7082468	391517918	22112	0	391540030
		% of	Votes	Polled on	outstandin	g shares	r31-[/3)/	(1)]*100	-	00.00	00.00	100.00	78.91	00.00	00.0	78.91	3.50	0.01	00.00	3.51	62.04	00.0	00.00	62.04
					No. of votes	polled		[2]	217445190	0	0	217445190	167012372	0	0	167012372	7070754	22177	0	7092931	391528316	22177	0	391550493
					Total No. of	Shares Held		[1]				217445190				211651605				202032934				631129729
						Mode of Voting			F-Voting	log	Postal Ballot (if applicable)	Total	E-Voting	Poll	Postal Ballot (if applicable)		E-Voting	Poll	Postal Ballot (if applicable)	Total	E-Voting	Poll	Postal Ballot (if applicable)	Total
Whether promoter/ promoter group are interested in the agenda/resolution?	2					Category						Promoter and Promoter Groun	1			Public - Institutional holders				Public-Others				Total
Whether						ON						-	Γ			2				٣				•

Issue of Non-Convertible Debentures on private placement basis

Resolution required: (Special) No. 12



For TATA GLOBAL BEVERAGES LTD.

MADAN

Vice President & Secretary

ANNEXURE - C

#### DR. ASIM KUMAR CHATTOPADHYAY

M. COM., Ph.D. (Appl.Eco.), LL.B., F.C.M.A., F.C.S., D.Litt.

ANANYA COMPLEX

3rd Floor, 209, B.T. Road, Kolkata-700036.

(Adjacent to Ananya Cinema)

Mobile: 9830040243 9830544740

e-mail: asimsecy@gmail.com

To, The Chairman Tata Global Beverages Limited 1, Bishop Lefroy, Road, Kolkata- 700020

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 & Administration) Rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and voting through electronic voting system at the 54<sup>th</sup> Annual General Meeting of Tata Global Beverages Limited, held on Friday, 18<sup>th</sup> August, 2017 at 10.30 A.M. at Taj Bengal, 34-B Belvedere Road, Alipore, Kolkata – 700027

I, Asim Kumar Chattopadhyay, Practising Company Secretary had been appointed as the Scrutinizer by the Board of Directors of Tata Global Beverages Limited pursuant to section 108 of the Companies Act 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended, to by Companies (Management & Administration) Rules, to conduct remote e voting process in respect of below mentioned resolutions proposed, at the 54<sup>th</sup> Annual General Meeting (AGM) of Equity Shareholders of Tata Global Beverages Limited, held on Friday, 18<sup>th</sup> August, 2017 at 10.30 A.M.

I was also appointed as Scrutinizer to scrutinise the voting process at the said AGM held on August 18, 2017.

The notice dated 6th July, 2017 along with the 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 proposed 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 through 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, August 11, 2017 were entitled to vote on the resolutions as contained in the Notice of the AGM.

The voting period for remote e-voting commenced on Monday, August 14, 2017 at 9.00 A.M. (IST) and ended Thursday, August 17, 2017 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 through electronic voting system at the meeting was generated in my presence and the voting was diligently scrutinized.

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. I have scrutinized and reviewed the remote e-voting and votes tendered 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 and the voting through electronic voting system at 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 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 through electronic voting system at the AGM in respect of the said resolutions.

The result of the Poll is as under:

#### **Resolution 1: Ordinary Resolution**

To receive, consider and adopt the audited Financial Statements of the Company for the year ended March 31, 2017, together with the reports of the Board of Directors and 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
739	389374941	99.999

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

Number of members	Number of valid	% of total number of
voted	votes cast by them	valid votes cast
8	5371	0.001

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

## Resolution 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2017, 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
743	389376376	99.999

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
7	4746	0.001

## (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 declare a dividend.

## (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
751	391547359	99.999

## (ii) Voted against the resolution:

Number of members	Number of valid	% of total number of
voted	votes cast by them	valid votes cast
4	4548	0.001

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

# **Resolution 4: Ordinary Resolution**

## Re-appointment of Mr. Harish Bhat as 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
711	391177868	99.905

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
36	371906	0.095

## (iii) Invalid Votes:

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

# Resolution 5: Ordinary Resolution

Re-appointment Mr. S. Santhanakrishnan as 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
699	387796200	99.042

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
46	3752643	0.958

## (iii) Invalid Votes:

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

## **Resolution 6: Ordinary Resolution**

## **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
726	391126788	99.893

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	419971	0.107

(iii) Invalid Votes:

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

# Resolution 7: Ordinary Resolution Appointment of Mr. N. Chandrasekaran as a Director of the Company.

(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
719	391120851	99.891

(ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
28	428247	0.109

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

## **Resolution 8: Ordinary Resolution**

Appointment of Mr. Siraj Azmat Chaudhry as Director and as Independent Director of the Company.

## (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
705	391530382	99.996

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
39	17125	0.004

## (iii) Invalid Votes:

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

# Resolution 9: Ordinary Resolution Remuneration of the Cost Auditors.

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

Number of members	Number of valid	% of total number of valid votes cast
voted	votes cast by them	valid votes cast
714	391191591	99.912

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
27	346094	0.088

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

## Resolution 10: Ordinary Resolution

Revision in terms of remuneration of Mr. Ajoy Misra, Managing Director of the Company.

## (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
682	386367384	98.677

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
60	5180440	1.323

## (iii) Invalid Votes:

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

## **Resolution 11: Ordinary Resolution**

Revision in terms of remuneration of Mr. L Krishnakumar, Executive Director of the Company.

## (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
681	386366499	98.677

## (ii) Voted against the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
63	5182139	1.323

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

# Resolution 12: Special Resolution Issue of Non-Convertible Debentures on private placement basis.

#### Voted in favour of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
708	391540030	99.997

## (ii) Voted against the resolution:

Number of members	Number of valid	% of total number of
voted	votes cast by them	valid votes cast
43	10463	0.003

#### (iii) Invalid Votes:

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

Thanking you, Yours faithfully,

Dr. Asim Kumar Chattopadhyay

**Practising Company Secretary** 

FCS No. 2303

**CP No. 880** 

A. K. Chattopadhyay

Company Secretary C. P. No. 880 (Whole Time)

FCS - 2303

Kolkata

19th August, 2017

1. Witness

2. Witness

Sushil Singh PAN: - EBBPS 6839B