

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
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January 12, 2015

To,
TATA COFFEE LIMITED
Pollibetta, South Kodagu
Karnataka - 571215

Kind Attn: Mr. N S Suryanarayanan

Sub. : Postal Ballot

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

- (a) Ordinary Resolution for sub-division of Equity Shares from the face value of Rs 10/- per share to Re 1/- per share.
- (b) Special Resolution consequent to sub-division of Equity Shares for alteration of Clause 5 of the Memorandum of Association.
- (c) Special Resolution consequent to sub-division of Equity Shares for alteration of Article 4 of the Articles of Association.
- (d) Ordinary Resolution for approval to the appointment of Mr. K. Venkataramanan as Executive Director - Finance and CFO.

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 and 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 Ltd. (NSDL) e-voting system in respect of the said resolutions.

I hope you will find the above in order.

Thanking you.



Yours faithfully,


P. N. Parikh
Parikh & Associates

Encl.: As above.

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To,
The Chairman
TATA COFFEE LIMITED
Pollibetta, South Kodagu
Karnataka - 571215

Report of Scrutinizer

I, P. N. Parikh, Company Secretary in Whole time practice, having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai- 400 053 had been appointed as the Scrutinizer to conduct the postal ballot process in respect of the following resolutions:

- (a) Ordinary Resolution for sub-division of Equity Shares from the face value of Rs 10/- per share to Re 1/- per share.
- (b) Special Resolution consequent to sub-division of Equity Shares for alteration of Clause 5 of the Memorandum of Association.
- (c) Special Resolution consequent to sub-division of Equity Shares for alteration of Article 4 of the Articles of Association.
- (d) Ordinary Resolution for approval to the appointment of Mr. K. Venkataramanan as Executive Director - Finance and CFO.

I have scrutinized the poll papers and e-voting and votes tendered therein and maintained register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014.

I now submit my Report as under on the result of the voting by postal ballot in physical and electronic mode in respect of the said Resolutions.

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(a) Ordinary Resolution for sub-division of Equity Shares from the face value of Rs 10/- per share to Re 1/- per share.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
1,066	1,09,76,393	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
16	597	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
73	3,025



(b) Special Resolution consequent to sub-division of Equity Shares for alteration of Clause 5 of the Memorandum of Association.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
1,005	1,09,72,192	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
21	625	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
109	6,361



(c) Special Resolution consequent to sub-division of Equity Shares for alteration of Article 4 of the Articles of Association.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
1,008	1,09,72,219	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
22	725	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
108	6,276



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(d) Ordinary Resolution for approval to the appointment of Mr. K. Venkataramanan as Executive Director - Finance and CFO.

(i) Voted in favour of the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
1,013	1,09,72,612	99.99

(ii) Voted against the resolution:

Number of members voted through electronic voting system and through physical ballot form	Number of Votes cast (Shares)	% of total number of valid votes cast
20	601	0.01

(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of invalid votes cast (Shares)
109	6,346

Place: Mumbai



Signature:

Name:

P. N. Parikh

Scrutinizer

Dated: January 12, 2015

FCS: 327

CP: 1228

HARISH RHAT CHAIRMAN TATA COFFEE LTD.