June 25, 2020

DGM – Corporate Relations
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

The Listing Department
National Stock Exchange
Exchange Plaza
Plot No. C-1, Block G
Bandra – Kurla Complex
Bandra (East)
Mumbai – 400 051

Dear Sirs,

**Sub: Newspaper Advertisement – Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")**

Pursuant to Regulation 30 of the SEBI Listing Regulations and in compliance with Ministry of Corporate Affairs Circular No. 20/2020 dated May 05, 2020, a copy of the Notice to shareholders, as published in Financial Express and Sanjevani, is enclosed herewith.

A copy of the same is also available on the Company's website – www.tataelxsi.com.
This is for your information and records.

Yours faithfully,
**For Tata Elxsi Limited**

G Vaidyanathan

Digitally signed by G Vaidyanathan
DN: c=IN, o=Personal, cn=G Vaidyanathan, serialNumber=bddbe158b32143f23698f83e8e5f76f7575633b116efab2ee9ab0a2ff823888cb7, postalCode=560043, 2.5.4.20=4f67b39f4d55ae633c668f4897 2d877c17ab4f4a6d5fe495b7dbc1f0f9067 56aa, st=Karnataka
Date: 2020.06.25 12:06:14 +05'30'

**G. Vaidyanathan**
General Counsel & Company Secretary

engineering creativity

# TATA ELXSI LIMITED

CIN : L85110KA1989PLC009968 Regd. Off: ITPB Road, Whitefield, Bengaluru-560 048.
Tel: 91 80 2297 9123, Email: investors@tataelxsi.com Website: www.tataelxsi.com

## Notice of AGM, Book Closure and e-voting

Notice is hereby given that the **31st Annual General Meeting of Tata Elxsi Limited will be held on Tuesday, July 21, 2020 through Video Conference (VC) or Other Audio Visual Means (OAVM) at 12.30 PM,** in compliance with the applicable provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020, to transact the business as set out in the Notice to the AGM. The deemed venue for the 31st AGM will be the registered office of the Company.

The Board of Directors of the Company at their Meeting held on April 20, 2020 have recommended a dividend of 165% (i.e., ₹16.50 per equity share of ₹10/- each) for the year ended March 31, 2020. Further thereto, the Register of Shareholders and the Share Transfer Books of the Company will remain closed from **Wednesday, July 15, 2020 to Tuesday July 21, 2020 (both days inclusive),** in respect of the 31st Annual General Meeting of the Company convened on July 21, 2020.

In view of the COVID-19 pandemic and resultant difficulties involved in dispatch of physical copies of the Annual Report, the MCA, vide its Circular dated May 5, 2020 has dispensed with the requirement of dispatch of physical copies of the Annual Report. Accordingly, the Notice of the AGM along with the Annual Report 2019-20 is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.tataelxsi.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL https://www.evoting.nsdl.

**Manner of Updating e-mail addresses of Members**

- Members who hold shares held in physical mode and have not updated / registered their e-mail ID may update the same with the Company's Registrar TSR Darashaw Consultants Private Limited by writing to csg-unit@tsrdarashaw.com or to the Company at investors@tataelxsi.com along with the name, postal address, Folio Number, telephone / mobile numbers and a self-attested copy of the Permanent Account Number (PAN).
- Members who hold their shares in dematerialised form and have not updated/registered their e-mail ID, may get in touch with their Depository Participant to update / register their e-mail IDs

**Manner of Casting vote through e-voting**

The Members are provided with a facility to cast their vote electronically on all resolutions set forth in the Notice to 31st AGM using the e-voting system provided by NSDL. The remote e-voting period commences on **July 17, 2020 (9:00 AM) and ends on July 21, 2020 (5:00 PM).** During the period, shareholders holding shares either physical or in dematerialized form as on the cut-off date, July 14, 2020 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. The instructions on remote e-voting are detailed in the Notes to the Notice convening the AGM, which is also available at www.evoting.nsdl.com. The facility for e-voting, shall also be made available during the AGM and Members attending the AGM through VC / OAVM, who have not already cast their vote by remote e-voting, may exercise their right to vote during the AGM through the NSDL portal. Any person who acquires shares of the Company and becomes the member of the Company after the dispatch of the notice and holding shares as on the cut-off date, July 14, 2020, may obtain the login ID and password by sending a request to evoting@nsdl.co.in

**Manner of Registering Mandate for Electronic Credit of Dividend**

In order to facilitate electronic credit of dividend, shareholders are requested to register their complete bank details with Name and Branch of the Bank, Bank Account number and type, 9-digit MICR Code Number and IFSC Code along with a scanned copy of the cancelled cheque bearing the name of the first shareholder with the Company's Registrar at csg-unit@tsrdarashaw.com for shares held in physical form and with the respective depository participant for shares held in dematerialised form.

In the event that the Company is unable to electronically credit the dividend due to non-availability of bank details, the dividend warrant shall be physically dispatched to the registered address of such shareholders, once normalcy is restored.

**Deduction of Tax at Source for Dividend**

It may be noted that pursuant to Finance Act, 2020, dividend income for resident shareholders in excess of ₹5,000 for the financial year will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to such shareholders at the prescribed rates.

Shareholders are requested to note that in case their PAN is not registered with the Company / RTA / DP, the tax will be deducted at a higher rate of 20%.

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source, by email to csg-exemptforms@tsrdarashaw.com by 06.00 PM (IST), July 05, 2020.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an e-mail to nriexemptforms@tataelxsi.com. The aforesaid declarations and documents need to be submitted by the shareholders by 06.00 PM (IST), July 05, 2020.

for **TATA ELXSI LIMITED**
Sd/-
**G. VAIDYANATHAN,** Company Secretary

Place : Bengaluru
Dated : June 24, 2020

# TATA ELXSI LIMITED

TATA ELXSI

CIN : L85110KA1989PLC009968 Regd. Off: ITPB Road, Whitefield, Bengaluru-560 048.
Tel: 91 80 2297 9123, Email: investors@tataelxsi.com Website: www.tataelxsi.com

## Notice of AGM, Book Closure and e-voting

Notice is hereby given that the **31st Annual General Meeting of Tata Elxsi Limited will be held on Tuesday, July 21, 2020 through Video Conference (VC) or Other Audio Visual Means (OAVM) at 12.30 PM,** in compliance with the applicable provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020, to transact the business as set out in the Notice to the AGM. The deemed venue for the 31st AGM will be the registered office of the Company.

The Board of Directors of the Company at their Meeting held on April 20, 2020 have recommended a dividend of 165% (i.e., ₹16.50 per equity share of ₹10/- each) for the year ended March 31, 2020. Further thereto, the Register of Shareholders and the Share Transfer Books of the Company will remain closed from **Wednesday, July 15, 2020 to Tuesday July 21, 2020 (both days inclusive),** in respect of the 31st Annual General Meeting of the Company convened on July 21, 2020.

In view of the COVID-19 pandemic and resultant difficulties involved in dispatch of physical copies of the Annual Report, the MCA, vide its Circular dated May 5, 2020 has dispensed with the requirement of dispatch of physical copies of the Annual Report. Accordingly, the Notice of the AGM along with the Annual Report 2019-20 is being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.tataelxsi.com, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of NSDL https://www.evoting.nsdl.

**Manner of Updating e-mail addresses of Members**

- Members who hold shares held in physical mode and have not updated / registered their e-mail ID may update the same with the Company's Registrar TSR Darashaw Consultants Private Limited by writing to csg-unit@tsrdarashaw.com or to the Company at investors@tataelxsi.com along with the name, postal address, Folio Number, telephone / mobile numbers and a self-attested copy of the Permanent Account Number (PAN).
- Members who hold their shares in dematerialised form and have not updated/registered their e-mail ID, may get in touch with their Depository Participant to update / register their e-mail IDs

**Manner of Casting vote through e-voting**

The Members are provided with a facility to cast their vote electronically on all resolutions set forth in the Notice to 31st AGM using the e-voting system provided by NSDL. The remote e-voting period commences on **July 17, 2020 (9:00 AM) and ends on July 21, 2020 (5:00 PM).** During the period, shareholders holding shares either physical or in dematerialized form as on the cut-off date, July 14, 2020 may cast their vote electronically. The remote e-voting module shall be disabled by NSDL for voting thereafter. The instructions on remote e-voting are detailed in the Notes to the Notice convening the AGM, which is also available at www.evoting.nsdl.com. The facility for e-voting, shall also be made available during the AGM and Members attending the AGM through VC / OAVM, who have not already cast their vote by remote e-voting, may exercise their right to vote during the AGM through the NSDL portal. Any person who acquires shares of the Company and becomes the member of the Company after the dispatch of the notice and holding shares as on the cut-off date, July 14, 2020, may obtain the login ID and password by sending a request to evoting@nsdl.co.in

**Manner of Registering Mandate for Electronic Credit of Dividend**

In order to facilitate electronic credit of dividend, shareholders are requested to register their complete bank details with Name and Branch of the Bank, Bank Account number and type, 9-digit MICR Code Number and IFSC Code along with a scanned copy of the cancelled cheque bearing the name of the first shareholder with the Company's Registrar at csg-unit@tsrdarashaw.com for shares held in physical form and with the respective depository participant for shares held in dematerialised form.

In the event that the Company is unable to electronically credit the dividend due to non-availability of bank details, the dividend warrant shall be physically dispatched to the registered address of such shareholders, once normalcy is restored.

**Deduction of Tax at Source for Dividend**

It may be noted that pursuant to Finance Act, 2020, dividend income for resident shareholders in excess of ₹5,000 for the financial year will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to such shareholders at the prescribed rates.

Shareholders are requested to note that in case their PAN is not registered with the Company / RTA / DP, the tax will be deducted at a higher rate of 20%.

A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source, by email to csg-exemptforms@tsrdarashaw.com by 06.00 PM (IST), July 05, 2020.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an e-mail to nriexemptforms@tataelxsi.com. The aforesaid declarations and documents need to be submitted by the shareholders by 06.00 PM (IST), July 05, 2020.

for **TATA ELXSI LIMITED**
Sd/-
**G. VAIDYANATHAN,** Company Secretary

Place : Bengaluru
Dated : June 24, 2020