

TATA ELXSI LIMITED

CIN : L85110KA1989PLC009968

Regd. Off: ITPB Road, Whitefield

Bangalore-560 048. Phone: 22979123

Notice of AGM and Book Closure

Notice is hereby given that the **26th Annual General Meeting of Tata Elxsi Limited will be held on Friday, 24th July, 2015 at Devraj Urs Bhavan, (behind Dr. Ambedkar Bhavan), 16 D Miller's Tank Bed Area, Vasanthnagar, Bangalore-560 052 at 12.30 p.m.** Notice convening the AGM along with the Annual Report has been despatched between 29th June, 2015 and 30th June, 2015 to the registered address of those shareholders whose e-mail IDs are not registered with the Company/ Depositories. For those whose e-mail IDs are registered with the Company/ Depositories, the same has been sent electronically.

The Board of Directors of the Company at their Meeting held on 28th April, 2015 have recommended a dividend of 110% (i.e., Rs.11/- per equity share of Rs. 10/- each) for the year ended 31st March, 2015. Further thereto, the Register of Shareholders and the Share Transfer Books of the Company will remain closed from **Friday 17th July, 2015 to Friday 24th July, 2015 (both days inclusive)**, in respect of the Twenty-Sixth Annual General Meeting of the Company convened on 24th July, 2015. Share transfers in physical form, duly executed and valid, will be accepted up to the close of business hours on 16th July, 2015 for the purpose of determining the shareholders holding shares in physical form, who will receive dividend and can be lodged with the Company's Registrars and Transfer Agents, M/s TSR Darashaw Limited, 6-10 Haji Moosa Patrawala Industrial Estate, 20 Dr. E Moses Road, Mahalaxmi, Mumbai-400 011. In respect of shares held in electronic form, the dividend will be payable to the beneficial owners as at closing hours of business on 16th July 2015, as per details furnished by the Depositories for this purpose. The dividend on shares as recommended by the Board of Directors of the Company, if declared at the Meeting, will be payable to the shareholders entitled thereto on or after 24th July, 2015.

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 and Clause 35B of the Listing Agreement, Members are provided with the facility to cast their votes on all resolutions set forth in the Notice of the AGM using electronic voting system from a place other than the venue of the AGM ('remote e-voting'), provided by National Securities Depository Limited (NSDL).

The remote e-voting period commences on **21st July, 2015 (9:00 a.m.) and ends on 23rd July, 2015 (5:00 p.m.)** During the period shareholders holding shares either physical or in dematerialized form as on the cut off date, 17th July, 2015 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.nsd.com or www.tataelxsi.com. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again. 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, 17th July, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or csg-unit@tsrdarashaw.com

Shareholders are hereby informed that the Notice of the meeting and the above mentioned documents are available on Company's Website (www.tataelxsi.com) and also available for inspection at the registered office of the Company on all working days between 11.00 a.m. to 1.00 p.m. on working days up to the date of meeting.

for **TATA ELXSI LIMITED**

sd/-

(G. VAIDYANATHAN)

Company Secretary

Place: Bengaluru

Dated: July 01, 2015