

**TATA GLOBAL BEVERAGES LIMITED**

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NOTICE OF 52nd AGM, E-VOTING INFORMATION AND BOOK CLOSURE

NOTICE is hereby given that the Fifty-Second Annual General Meeting (AGM) of the Company will be held on Friday, August 14, 2015, at The Oberoi Grand, 15 Jawaharlal Nehru Road, Kolkata 700 013, at 10.30 a.m. to transact the business, as set out in the Notice of the AGM. The Annual Report of the Company for 2014-15 along with the Notice of the AGM has been e-mailed to members whose e-mail addresses have been made available by the depositories or are registered with the Company and sent by permitted mode, by courier/ Speed Post/Registered post to members who have not registered their e-mail address by 20th July, 2015.

In compliance with Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Clause 55B 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) and the business may be transacted through such voting. In order to enable its Members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in the Notice of AGM, the Company has also enclosed a ballot form with the Annual Report for 2014-15.

Members can opt for only one mode of voting, i.e. e-voting or ballot form. In case members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through ballot form shall be treated as invalid.

The e-voting period commences on Tuesday, 11th August 2015 (9.00 a.m. IST) and ends on Thursday, 13th August 2015 (5.00 p.m. IST). During this period, Members may cast their vote electronically. The e-voting module shall be disabled by NSDL thereafter.

The voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on 7th August 2015 (cut-off date). Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote on all the resolutions set forth in the Notice of AGM using remote e-voting or ballot form or voting at the AGM.

In case a Member is desirous of obtaining a duplicate ballot form, he may send an e-mail to investor.relations@tataglobalbeverages.com by mentioning their Folio/DP ID and Client ID No. However, the duly completed ballot form should reach the Scrutinizer, Dr. Asim Kumar Chattopadhyay to C/o. TGR Darashaw Limited, 6-10, Haji Moosa Petrawala Industrial Estate, 20, Dr. E. Moses Road, Mahalaxmi, Mumbai 400 011, not later than 8th August 2015 (5.00 p.m. IST). Ballot Forms received after this date will be treated as invalid.

The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the AGM and Members who have not already cast their vote by remote e-voting shall be able to exercise their right at the AGM. The Members who have cast their vote by remote e-voting/ballot prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

A person who has acquired shares and become a member of the Company after the dispatch of notice of the AGM and holding shares as of the cut-off date, may obtain the login ID and password by sending a request to e-voting@nsdl.co.in. However, if the person is already registered with NSDL for remote e-voting then the existing user ID and password can be used for casting vote.

For details relating to remote e-voting, ballot and poll, please refer to the Notice of the AGM. In case of any queries relating to voting by electronic means, please refer to the Frequently Asked Questions (FAQs) and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or contact NSDL at the following Toll Free No. 1800-222-990. In case of any grievances connected with the facility for voting by electronic means, please contact Mr. Rajiv Ranjan, (Assistant Manager), NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Panel, Mumbai - 400 013. Email: rajivr@nsdl.co.in, Tel: 1800 222990/91 22 2499 4200/ 91 22 24994739.

Persons entitled to attend and vote at the meeting, may vote in person or by proxy through authorized representative, provided that all proxies in the prescribed form/authorization duly signed by the person entitled to attend and vote at the meeting are deposited at the Registered Office of the Company, not later than 48 hours before the meeting.

The Directors have recommended a dividend of Rs. 2.25 per equity share of Rs.1 each of the Company for approval by the shareholders at the forthcoming Annual General Meeting of the Company.

Notice is also given that pursuant to the provisions of Section 91 of the Companies Act, 2013 read with Rules framed thereunder and Clause 16 of the Listing Agreement, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 1st August 2015 to Friday, 14th August 2015, both days inclusive.

If the dividend, as recommended by the Board of Directors, is approved at the forthcoming Annual General Meeting, payment of such dividend will be made on Tuesday, 19th August 2015, as under:

- (a) To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the National Securities Depository Limited and the Central Depository Services (India) Limited as of the close of business hours on Friday, 31st July 2015.
- (b) To all Members in respect of shares held in physical form after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on Friday, 31st July 2015.

For Tata Global Beverages Limited
 V. Madan
 Vice President &
 Company Secretary

21st July, 2015
 Bangalore