



## **NOTICE**

Notice is hereby given that the 17th Annual General Meeting of the Members of **TATA ADVANCED SYSTEMS LIMITED** ('TASL' or 'the Company') CIN U72900TG2006PLC077939 will be held at a shorter notice on Friday, July 28, 2023 at 4.30 p.m. through Video Conferencing / Other Audio Visual Means to transact the following business:

### **Ordinary Business:**

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of Board of Directors and the Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Auditors thereon.
3. To consider the retirement of Mr. Vijay Singh (DIN 06610802) as the Director of the Company, by rotation, and to consider, review and resolve not to fill the causal vacancy arising from such retirement.

### **Special Business**

#### **4. Alteration of the Object Clause of Memorandum of Association of the Company**

To consider and if thought fit to pass with or without modification(s) the following Resolution as a Special Resolution:

**“RESOLVED THAT** pursuant to provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013, (“Act”) including any statutory modifications or re-enactment thereof for the time being in force and rules made thereunder and subject to such other requisite approvals, if any, in this regard from appropriate authorities and terms(s), condition(s), amendment(s), modification(s), as may be required or suggested by any such appropriate authorities, and agreed to by the Board of Directors of the Company, the consent of the members of the Company be and is hereby accorded for alteration of the existing Clause III A of the Memorandum of

### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystems.com  
CIN: U72900TG2006PLC077939



Association (MOA) titled MAIN OBJECTS OF THE COMPANY TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION by replacing the same with the following new Clause III A as under:

**A. OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED**

1. To engage in and conduct all activities of commercial and/or non-commercial nature including those involving or connected to scientific, technical and other research and development in any field, particularly in the field of defence, aerospace, airborne systems (manned and unmanned), homeland security solutions and services, cyber security solutions and services, mobility solutions and services and any other technologies, including (without limitation) in the fields of electronics, computer software, mechanics and electricals, systems integration, training systems, opto-electronics, radars, communications, composites, , armoured and other types of protective gear, accessories and equipment, and any other field of science, technology, engineering, computing including without limitation artificial intelligence, internet of things, automation and robotics; and generally to encourage, promote and reward, researches, investigations, experiments, tests, discoveries, and invention of any kind that may be considered likely to assist any of the business which the Company is authorised to carry on; and to originate, develop and improve any discoveries, inventions, technology and processes including without limitation to develop or prepare prototypes, models, test-beds and any other depiction of technology of any kind, and to design, develop, manufacture, test, experiment, maintain, repair, refurbish, improve and integrate all kinds of equipment and/or software (or any parts, components, sub-systems and systems thereof), and to purchase, own, hold, operate, sell or otherwise transfer, lease, obtain or provide on license or undertake, procure or permit the use of, distribute or otherwise dispose of and generally to promote, design, develop, finance, trade, manufacture, assemble, develop, procure, integrate, utilize, improve, modify, and sell or otherwise deal in or with equipment, technology and property of every kind and description (including, without limitation, any intangible property), including without limitation of the generality of the foregoing, electronic, electrical and mechanical devices, sub-assemblies or systems, apparatus, appliances, equipment, aircraft, spacecraft (including satellites), watercrafts and other mobility platforms, weapons and weapon systems, and machines and parts, sub-assemblies or components of any of the foregoing, and to integrate any such mobility and/or weapon systems and platforms with any and all kinds of payloads including those not produced by the Company such as explosives and derivatives thereof as also to create, reproduce, amplify, receive, transmit, retain, jam, encrypt and/or decrypt sound, signals, communications for use in a variety of end user segments, including, without limitation, military, para-military, homeland security, disaster management, intelligence and counter-intelligence and any other kinds of customers, enterprises including any national government or any of its political, administrative or jurisdictional sub-divisions, companies, undertakings, boards,

**TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939



agencies or other instrumentalities, and to establish, provide, maintain and conduct or otherwise subsidize research and development, technical laboratories and experimental workshops for scientific and technical research and experiments, and to undertake and carry on with all scientific and technical researches, experiments and tests of all kinds whether on own or jointly or in collaboration with any other person or entity and whether for consideration or otherwise, and to render services and support of any kind and description including but not limited to homeland security, services for effective management of urban and rural environments, access control and watch and ward functions and cyber security solutions and services, data mining and data analysis and to deploy resources, technology, people and infrastructure which may be beneficially provided to or required by or for the benefit of users of any of the above items including, without limitation, operating call centres and similar support centres and/or providing manpower supply services in relation to any of the above activities.

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, consent of the members be and is hereby accorded for alteration in the Memorandum of Association of the Company, to the extent of renaming the existing Clause III B (sub clause 2 to 65) titled ‘OBJECTS INCIDENTAL OR ANCILLARY TO THE ATTAINMENT OF THE MAIN OBJECTS’ as ‘MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS SPECIFIED IN CLAUSE III A;

**RESOLVED FURTHER THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”), read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in accordance with the Table A of the Schedule I of the Act, consent of the members be and is hereby accorded for alteration in the Memorandum of Association of the Company, to the extent of deletion of existing Clause III C titled ‘OTHER OBJECTS’;

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution and/or otherwise considered by them in the best interest of the Company.”

## **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystemscom  
CIN: U72900TG2006PLC077939



**5. Alteration to Liability Clause of the Memorandum of Association of the Company**

To consider and, if thought fit, to pass with or without modification, the following resolution as Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modification or re-enactment thereof for the time being in force and the Rules framed there under, as amended from time to time, the Memorandum of Association of the Company be altered as follows:

Existing clause IV of the Memorandum of Association of the Company be replaced with the following Clause IV as follows:

IV. The liability of the members of the Company is limited and this liability is limited to the amount unpaid, if any, on the shares held by them.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this resolution and/or otherwise considered by them in the best interest of the Company.”

**6. Enhancement of the Borrowing Limit under Section 180(1)(c) of the Companies Act, 2013**

To consider and, if thought fit to pass, with or without modification(s) the following Resolution as a Special Resolution:

**“RESOLVED THAT** in supersession of the Resolution passed at the (01/2020-21) Extraordinary General Meeting held on October 23, 2020 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee of the Board, if any,

**TATA ADVANCED SYSTEMS LIMITED**



constituted for the purpose) for borrowing from time to time, from such persons/institutions/ banks as it may deem fit, at its discretion and by the issue of any instrument(s) as the Board may deem fit, any sum or sums of monies which, together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's Bankers in the ordinary course of business), may exceed the aggregate of the paid-up capital and free reserves of the Company, that is to say, reserves not set apart for any specific purposes, provided that the total amount so borrowed by the Board shall not at any time exceed the limit of Rs.7500,00,00,000/- (Rupees Seven Thousand Five Hundred Crore Only);

**RESOLVED FURTHER THAT** the Board be and is hereby authorised and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds, matters and things as may be necessary to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted /to be constituted by the Board and/ or any member of such Committee, for the purpose of giving effect to the above Resolution.”

**7. Enhancement in the Limits for Creation of Mortgage/Charge/Hypothecation on the assets of the Company under section 180(1)(a) of the Companies Act, 2013**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“**RESOLVED THAT** in supersession of the Resolution passed at the (01/2020-21) Extraordinary General Meeting held on October 23, 2020 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Meetings of Board and its Powers) Rules, 2014 (“the Rules”) including any statutory modification(s), amendment(s) or re-enactment(s) thereof, for the time being in force and the Articles of Association of the Company, consent of the Members be and is hereby accorded to the Board of Directors (the “Board’ which term shall be deemed to include any Committee of the Board, if any, constituted for this purpose) to create such mortgages, charges or hypothecations in addition to the existing mortgages, charges, hypothecations and other encumbrances, if any, created by the Company, on such terms and conditions and at such time or times and in such form or manner as the Board may direct, on the whole or substantially the whole or any one or more of the Company’s undertakings or all its undertakings, including the present and/ or future

**TATA ADVANCED SYSTEMS LIMITED**



properties, whether movable or immovable, as the case may be to secure sums not exceeding Rs.8500,00,00,000/- (Rupees Eight Thousand Five Hundred Crore Only) to be borrowed by the Company in such manner and on such terms as may be decided by the Board from time to time pursuant to the authority conferred upon by the Members of the Company in this regard;

**RESOLVED FURTHER THAT** the Board be and is hereby authorised and empowered to arrange or settle the terms and conditions on which all such mortgage, charge and hypothecation would be created from time to time and to do all such acts, deeds, matters and things as may be necessary to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted/to be constituted by the Board and/ or any member of such Committee, for the purpose of giving effect to the above Resolution.”

#### **8. Payment of Remuneration/ Commission to Non-Executive Directors of the Company**

To consider and if thought fit to pass with or without modification(s) the following Resolution as a Special Resolution:

“**RESOLVED THAT** pursuant to the provisions of section 197 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory amendment, modification or re-enactment thereof for the time being in force), the rules, regulations, directions, and notifications issued/ framed thereunder) read with Schedule V to the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Articles of Association of the Company, and basis the recommendation of the Nomination and Remuneration Committee and the Board of Directors (hereinafter referred to as “Board”) consent of the Members of the Company be and is hereby accorded for payment of Remuneration/Commission for the Financial Year (FY) 2022-23 to the following Non–Executive Directors of the Company as detailed below:

Sr. No.	Name of the Directors	Amount (Rs.in Lakhs)
1	Mr. Vijay Singh	88.00
2	Mr. NAK Browne	80.00
3	Ms. Maya Swaminathan Sinha	80.00
4	Mr. K M Chandrasekhar	80.00
TOTAL		328.00

#### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystemscom  
CIN: U72900TG2006PLC077939



**9. Payment of Remuneration to Mr. Sukaran Singh (DIN:01485745), Managing Director and Chief Executive Officer of the Company**

To consider and if thought fit to pass with or without modification(s) the following Resolutions as a Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and in furtherance of the Special Resolution passed by the Members at the Annual General Meeting of the Company held on July 11, 2022, the Members do hereby ratify and confirm the remuneration of Rs. 5,16,82,350/-(Rupees Five Crore Sixteen Lakh Eighty-Two Thousand Three Hundred and Fifty only) (inclusive of the performance Pay for FY 2022-23 paid in May 2023) for the Financial year 2022-23 paid to Mr. Sukaran Singh (DIN:01485745), Managing Director and Chief Executive Officer of the Company;

**“RESOLVED FURTHER THAT** in partial modification of the Resolution passed at the Annual General Meeting of the Company held on July 11, 2022 for revision in the terms of remuneration of Mr. Sukaran Singh (DIN:01485745), Managing Director and Chief Executive Officer of the Company and pursuant to the provisions of Section 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (‘the Act’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, approval of the Members be and is hereby accorded for the revision in remuneration(including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment) of Mr. Sukaran Singh (DIN:01485745), Managing Director and Chief Executive Officer of the Company with effect from April 01, 2023 as per the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting;

**RESOLVED FURTHER THAT** the Board of Directors or a Committee thereof, be and is hereby, authorised to take such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such other acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to the aforesaid Resolutions.”

**TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939



## **10. Ratification of Remuneration to the Cost Auditor for the Financial Year 2023-24**

To consider and if thought fit to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of Rs 5,00,000/- (Rupees Five Lakh only) excluding Goods and service tax and reimbursement of incidental expenses, if any, at actuals in connection with the aforesaid audit, payable to M/s. Rao, Murthy and Associates, Cost & Management Accountants (Firm Registration Number- 000065) whose appointment and remuneration was approved by the Board of Directors of the Company at its meeting held on May 05, 2023 to conduct the audit of the cost records of the Company for the Financial year 2023-24.”

### **NOTES:**

- i. The Ministry of Corporate Affairs has vide its General Circular No. 20/2020 dated May 5, 2020 in relation to “Clarification on holding of Annual General Meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)” read with General Circular No. 14/ 2020 dated April 8, 2020, the General Circular No. 17/ 2020 dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19”, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 2/2022 dated May 5, 2022 and General Circular No. 10/2022 dated December 28, 2022 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through Video Conferencing or Other Audio Visual Means (“VC / OAVM”), without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the AGM of the Company is being held through VC/OAVM on Friday, July 28, 2023 at 4.30 P.M. The deemed venue for the AGM will be the Registered Office of the Company at Hardware Park, Plot No 21, Sy No 1/1, Imarat Kancha Raviriyala Village, Maheshwaram Mandal Hyderabad, Telangana, India

### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystemscom  
CIN: U72900TG2006PLC077939





- ii. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**
- iii. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- iv. As per the provisions of Clause 3.B. IV. of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Business as appearing at Item No(s).4 to 10 of the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.
- v. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item No(s). 4 to 10 of the Notice is annexed hereto. The relevant details, pursuant to Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India are also annexed.
- vi. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting through the following link:  
<https://taslhyd.webex.com/taslhyd/j.php?MTID=mafd169303e160fb0aaa3be128c3b7f34>
- vii. In line with the MCA Circular dated May 5, 2020 and January 13, 2021, the Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members whose email addresses are registered with the Company.
- viii. Since the Company is not required to conduct e-voting, the voting at the meeting shall be conducted through show of hands, unless demand or a poll is made by any member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, members are requested to convey their vote by e-mail to [cnage@tata.com](mailto:cnage@tata.com)
- ix. Members who need assistance in connection with using the technology before or during the AGM, may reach out to the Company officials at +91 8143700666/ +91 9246852771.

### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939



- x. Corporate Members intending to send their authorized representative to attend the AGM are required to send a duly certified scanned copy of their Resolution authorizing them to attend and vote through VC/OAVM on their behalf at the AGM by e-mail to [cnage@tata.com](mailto:cnage@tata.com)
- xi. Members who would like to express their views or ask questions during the AGM may raise the same at the meeting or send them in advance to [cnage@tata.com](mailto:cnage@tata.com)
- xii. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act will be available electronically for inspection by the Members during the AGM and the same can be accessed by writing to [cnage@tata.com](mailto:cnage@tata.com)
- xiii. Members who wish to inspect the relevant documents referred to in the Notice can send an email to [cnage@tata.com](mailto:cnage@tata.com) up to the conclusion of this Meeting.

**By order of the Board of Directors**

For Tata Advanced Systems Limited

**Chetan Nage**

Company Secretary Membership

No- ACS18074

Place: Mumbai

Date: 27-07-2023

**Registered Office:**

Hardware Park, Plot No 21, Sy No 1/1, Imarat Kancha

Raviryala Village, Maheshwaram Mandal

Hyderabad 501218 Telangana

India Email: [cnage@tata.com](mailto:cnage@tata.com)

CIN: U72900TG2006PLC077939

**TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviryala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939



### **ADDITIONAL INFORMATION PERTAINING TO ITEM NO 3:**

As per the provisions of section 152 of the Act, Mr. Vijay Singh (DIN 06610802) is liable to retire by rotation at this meeting. Mr. Vijay Singh has attained the age of 75 years and will be stepping down as Director from the Board in terms of the retirement policy of the Group and hence do not offer himself for re-appointment.

It is further proposed not to fill the casual vacancy arising on such retirement.

### **EXPLANATORY STATEMENT**

The following Explanatory Statement, pursuant to Section 102(1) of the Companies Act, 2013 ("Act") sets out all material facts relating to the business mentioned in the accompanying Notice dated July 27, 2023

### **ITEM NO 4:**

The Company is one of the country's leading private players for Aerospace and Defence solutions and aspires to be the 'Partner of Choice', especially for the government's 'Make in India' Programme and for global Original Equipment Manufacturers (OEMs). To tap the emerging business opportunities in the changed business environment it is proposed to expand the objects of the Company by amending the main object clause III A of Memorandum of Association.

Further, the existing MOA is based on provisions of the Companies Act, 1956. To align the MOA with the provisions of the Companies Act, 2013 and to make other required alterations, the management had proposed to amend clause III B & clause III C of the MOA.

The gist of amendments proposed are as under:

- (i) Alteration of the existing Main Objects of Clause III A of the Memorandum of Association (MOA) and Renaming of heading of Clause III A as "OBJECTS FOR WHICH THE COMPANY IS ESTABLISHED" from the existing heading "THE MAIN OBJECTS TO BE PURSUED BY THE COMPANY ON ITS INCORPORATION ARE".
- (ii) Renaming of heading of Clause III(B) as "MATTERS WHICH ARE NECESSARY FOR FURTHERANCE OF THE OBJECTS" from the existing heading "OBJECTS INCIDENTAL OR ANCILLARY", without any changes to the content.
- (iii) Deletion of the existing Clause III C titled 'OTHER OBJECTS' of the

### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939



## Memorandum of Association.

The above amendments would be subject to the approval of the Registrar of Companies, Ministry of Corporate Affairs.

Pursuant to the provisions of the Companies Act, 2013 the consent of the members of the Company is required by way of passing Special Resolution.

The existing MOA and the altered MOA with proposed amendments shall be available at the registered office of the Company for inspection during the business hours on all working days till the date of the meeting. The same will also be available electronically for inspection by the Members during the Meeting.

None of the directors/KMP of the Company and their relatives are interested in the resolution financially or otherwise.

The Board recommends the Resolution at Item No.4 of the accompanying Notice for approval by the Members of the Company by way of a Special Resolution.

### **ITEM NO 5:**

The existing MOA of the Company is based on the provisions of the Companies Act, 1956. To align the MOA with the provisions of the Companies Act, 2013, management proposed to amend Clause IV of the MOA in line with the clause 4 of the MOA as specified in Table A of Schedule I of the Companies Act, 2013 as stated at Item no. 5 of the notice calling this meeting.

The above amendment would be subject to the approval of the Registrar of Companies, Ministry of Corporate Affairs. Pursuant to the provisions of the Companies Act, 2013 the consent of the members of the Company is required by way of passing Special Resolution.

The existing MOA and the altered MOA with proposed amendments shall be available at the registered office of the Company for inspection during the business hours on all working days till the date of the meeting. The same will also be available electronically for inspection by the Members during the Meeting.

None of the directors/KMP of the Company and their relatives are interested in the resolution financially or otherwise.

The Board recommends the Resolution at Item No.5 of the accompanying Notice for approval by the Members of the Company by way of a Special Resolution.

### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939



### **ITEM NO 6:**

At the (01/2020-21) Extra-ordinary General Meeting held on October 23, 2020, the Members had approved the overall borrowing limit not exceeding Rs.6800,00,00,000/- (Rupees Six Thousand Eight Hundred Crore Only) (excluding temporary loans obtained / to be obtained from the Company's bankers in the ordinary course of business) or the aggregate of the paid-up share capital and free reserves of the Company for the time being, whichever is higher.

The Company's strategy and plans include making investments to significantly expand its operations in India and abroad. In addition to this, funds are required to support the capex and the Bank Guarantee / Letter of Credit requirements for new contracts which are or are being awarded to the various businesses. This would require the Company to borrow from parent company, banks, financial institutions, etc., which would exceed the existing permissible borrowing limits.

It is therefore proposed to increase the borrowing limits to enable the Directors to borrow monies, provided that the total amount so borrowed by the Board shall not at any time exceed Rs.7500,00,00,000/- (Rupees Seven Thousand Five Hundred Crore Only) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher. The Company shall ensure that the debt equity ratio of the Company, at all times, will be within prudent limits.

In view of the above, the Board of Directors of the Company considered it necessary to increase the permissible limits of borrowings and to seek approval of the Members pursuant to provisions of the Act, to increase the borrowing limits of the Company upto Rs.7500,00,00,000/- (Rupees Seven Thousand Five Hundred Crore Only).

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution at Item No.6 of the accompanying Notice.

The Board recommends the Resolution at Item No.6 of the accompanying Notice for approval by the Members of the Company by way of a Special Resolution.

### **ITEM NO 7:**

At the (01/2020-21) Extra-ordinary General Meeting held on October 23, 2020, the

## **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939



Members had passed resolutions under Section 180 (1) (a) of the Companies Act, 2013 ('the Act') for a maximum permissible Limit of Creation of charge on the assets upto Rs. 7300,00,00,000/- (Rupees Seven Thousand Three Hundred Crore only).

The proposed borrowings of the Company may, if necessary, be secured by way of charge/ mortgage/ hypothecation on the Company's assets in favour of the lenders/ holders of securities / trustees for the holders of the said securities as mentioned in the Resolution at Item No. 6. As the documents to be executed between the lenders/security holders/ trustees for the holders of the said securities and the Company may contain provisions to take over substantial assets of the Company in certain events, it is necessary to pass a special resolution under Section 180(1)(a) of the Act, for creation of charges/mortgages/hypothecations for an amount not exceeding Rs. 8500,00,00,000/- (Rupees Eight Thousand Five Hundred Crore Only) or the aggregate of the paid up capital and free reserves of the Company, whichever is higher. The Board recommends the Resolution at Item No.7 of the accompanying Notice for approval by the Members of the Company by way of a Special Resolution.

None of the Directors or KMP of the Company or their respective relatives is concerned or interested in the Resolution at Item No.7 of the accompanying Notice.

#### **ITEM NO 8:**

TASL being in a specialized industry, is hugely benefited from the domain knowledge, expertise, advice and inputs provided by its Non-Executive Directors (NEDs).

In terms of the Act, a Company can pay remuneration/commission on Net Profit to the NEDs collectively up to 1% of PAT (determined as per guidelines for this purpose). In the event of loss or inadequacy of profit in any financial year, a Company may pay remuneration/commission to the NEDs, in terms of Schedule V to the Act.

TASL may pay remuneration/commission to NEDs in excess of limits specified under Schedule V to the Act if the payment of such remuneration is approved by the Members by way of a Special Resolution.

In view of the valuable services being rendered by the NEDs to the Company, as recommended by the Nomination and Remuneration Committee, the Board of Directors at their meeting held on May 12,2023, approved payment of remuneration/commission to the NEDs of the Company in excess of the limits provided under Schedule V to the Act in case of no profits or inadequate profits for the Financial Year 2022-23, subject

#### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystemscom  
CIN: U72900TG2006PLC077939



to approval of the Members of the Company. The NEDs will be paid the remuneration/commission aggregating to Rs. 328 Lacs, as per details mentioned in the accompanying Notice, subsequent to obtaining of approval of the Members at this Annual General Meeting.

The requisite details as mandated under Schedule V are provided in the Explanatory Statement after Item No. 9.

The Board recommends the Resolution at Item No.8 of the accompanying Notice for approval by the Members of the Company by way of a Special Resolution.

All the NEDs except Mr. Banmali Agrawala (DIN 00120029) are concerned or interested financially or otherwise in the Resolution as it relates to payment of Remuneration/ Commission to them. Save and except these Directors, no other Directors or Key Managerial Personnel (KMP) of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the accompanying Notice.

#### **ITEM NO 9:**

Mr. Sukaran Singh (DIN: 01485745) was initially appointed as a Director on the Board of Directors (“Board”) of the Company on September 28, 2006. The Board at its meeting held on October 21, 2014 had appointed Mr. Sukaran Singh as Managing Director (“MD”) and Chief Executive Officer (“CEO”) of the Company with effect from December 01, 2014 for a period of 3 (Three) years, i.e, upto November 30, 2017 which was further approved by the Members on September 30, 2015. He was further re-appointed as MD & CEO for a period of 3 years each in 2017 and 2020 and holds office of MD & CEO upto November 30,2023.

As the Managing Director & Chief Executive Officer of the Company, Mr. Sukaran lead the consolidated Aerospace and Defence businesses of Tata Group, which got merged into TASL during his current tenure. Post a complex merger of entities from various Tata Group Companies into TASL, the overall business of the Company has expanded itself into many new programs, campaigns, opportunities in India and abroad including a few which are being undertaken for the first time by an Aerospace & Defense company in the private sector. The continuity of Mr. Sukaran Singh as the Managing Director & Chief Executive Officer of the Company is imperative and would be immensely beneficial to the Company.

During the year under review the Company has made a Cash Profit of Rs 226.13 crore and recorded a profit of Rs. 102.18 crore in FY 2022-23 in terms of

#### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystemscom  
CIN: U72900TG2006PLC077939



the calculation of Net Profit under Section 198 of the Act for the payment of Managerial Remuneration as per the provisions of Section 197 read with Schedule V to the Act and the Rules thereunder.

The Nomination and Remuneration Committee and the Board of Directors at their meetings held on May 12, 2023 have considered and approved a Performance Linked Pay to Mr. Sukaran Singh for the period from April 01, 2022 to March 31, 2023 and revised Annual CTC of Rs 5,15,22,669/- (At base variable Pay) for FY 2023-24.

Since the aforesaid remuneration of Mr. Sukaran Singh would exceed the permissible limit of remuneration payable to a Managing Director pursuant to the provisions of Section 197 of the Act and the Rules framed thereunder read with Schedule V to the Act, approval of the Members of the Company by way of Special Resolution is being sought at this meeting.

In view of the above, approval of the Members is being sought for:

- ratifying the payment of Remuneration to Mr. Sukaran Singh, Managing Director & Chief Executive Officer for FY 2022-23.
- revision in the remuneration of Mr. Sukaran Singh, Managing Director & Chief Executive Officer with effect from April 01, 2023.

In view of the above the Board recommends the Resolution at Item No.9 of the accompanying Notice for approval by the Members of the Company by way of a Special Resolution.

Mr. Sukaran Singh is deemed to be interested in the above Resolution. No other Director or Key Managerial Personnel (KMP) of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the accompanying Notice.

**Additional information requirement as per Schedule V to the Act for Item No 8 and 9:**

**I. GENERAL INFORMATION:**

a) Nature of Industry:

The Company was incorporated to engage in and conduct business of scientific, technical and other research and development in the field of defense and other technologies and to manufacture, assemble, develop and sell equipment and

**TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystemscom  
CIN: U72900TG2006PLC077939





technologies in relation thereto.

b) Date or expected date of commencement of commercial production:

The Company was incorporated on September 19, 2006 and on receipt of Commencement of Business Certificate on September 27, 2006, the Company had since commenced its business.

c) Expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus- Not applicable.

d) Financial performance based on given indicators:

Particulars	2022-23 (Rs in crore)	2021-22 (Rs in crore)	2020-21 (Rs in crore)
Gross Revenue & Other Income	3,527.79	3,046.66	1,771.49
Profit after Tax	34.73	25.46	(46.91)
Profit/(Loss) computed as per Section 198 of the Act	102.18	(41.33)	(38.12)

e) Foreign investments or collaborations, if any:

Tata Advanced Systems Limited and Airbus Defence and Space (Airbus DS) have entered a collaboration for manufacturing and assembly of the C-295 medium-lift tactical transport aircraft for the Indian Air Force (IAF). Under the agreement Tata Advanced Systems has been selected as the Indian Production Agency (IPA) by Airbus DS. Tata Advanced Systems will produce 40 fly-away C-295 aircraft from its facilities and will subsequently provide MRO support and service for the total 56 aircraft that will be procured by IAF.

**TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystems.com  
CIN: U72900TG2006PLC077939



## II. INFORMATION ABOUT THE APPOINTEE'S:

Name of the Director	Sukaran Singh	Vijay Singh	NAK Browne	Maya Sinha	K M Chandrasekhar (Retired w.e.f. February 20, 2023)
Background details, Job profile & suitability, Recognition & Awards	The details in respect of each of these Directors can be found on the website of the Company at <a href="https://www.tataadvancedsystems.com/about">https://www.tataadvancedsystems.com/about</a>				
Date of Appointment / Re-appointment	December 1, 2020 First appointment : September 28, 2006	August 28, 2018	August 28, 2018	January 14, 2019	August 28, 2018
Past Remuneration (Rs. in lakhs)					
FY 2021-22	470.33	80.00	73.00	73.00	73.00
FY 2020-21	424.08	72.60	66.00	66.00	66.00
FY 2019-20	356.04	66.00	60.00	60.00	60.00
Remuneration proposed (Rs In lakhs)	<b>FY2022-23</b> Rs.516.83 <b>FY 2023-24</b> -Rs 515.23(At base variable Pay)	88.00 (FY 2022-23)	80.00 (FY 2022-23)	80.00 (FY 2022-23)	80.00 (FY 2022-23)
Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	<p><i>Comparative remuneration profile with respect to industry:</i></p> <p>Taking into consideration the growth prospects of the Company TASL being in a specialized industry, is hugely benefited from the domain knowledge, expertise, advice and inputs provided by its Non-Executive Directors (NEDs). Further taking account of the profile of the Managing Director, the responsibilities to be shouldered and industry benchmarks, the Board of Directors are of the view that the above remuneration would be commensurate with the remuneration package of similar Key Managerial Personnel in the Industry in which the Company belongs.</p>				

### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
 Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
 Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystems.com  
 CIN: U72900TG2006PLC077939



	<i>Size of the Company:</i>				
	The present Paid up share capital is Rs 2110,39,44,650 (Rupees Two Thousand One Hundred and Ten Crore Thirty-Nine Lakh Forty-Four Thousand Six Hundred Fifty only)				
Pecuniary relationship directly or indirectly with the Company or with the Managerial Personnel, if any	Except for drawing remuneration in his professional capacity, there is no other pecuniary relationship with the Company or with the managerial personnel of the Company.	NIL	NIL	NIL	NIL

### **III. OTHER INFORMATION**

a) Reasons of loss or inadequate profits:

The performance for the year was impacted due to delay in execution of certain orders for Government due to issues relating to supply chain (delays) and also order closures and acceptance milestones were deferred.

b) Steps taken or proposed to be taken for improvement

The Company has built a larger pipeline of new business it is attempting to acquire, to have a diversified portfolio to overcome challenges in any specific segment or division.

c) Expected increase in productivity and profits in measurable terms

The Company is looking to add scale to its businesses across Government / Defense sector and also on Civil aviation side since the environment is opening up post the disruptions over last few years. The Company wants to lead the market growth in the areas it operates.

#### **ITEM NO 10:**

The Company is required under Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, as amended from time to time, to have the audit of its cost records for products covered under the Companies (Cost Records and Audit) Rules,

### **TATA ADVANCED SYSTEMS LIMITED**



2014 conducted by a Cost Accountant in practice.

Based on the documents made available and the discussions held at the meeting of the Audit Committee, it considered and recommended the appointment and remuneration of the Cost Auditors to the Board of Directors ('Board'). The Board has on the recommendation of the Audit Committee approved the appointment of M/s. Rao, Murthy and Associates (Firm Registration Number- 000065) as the Cost Auditor of the Company for the Financial Year 2023-24 at a remuneration of Rs.5,00,000/- (Rupees Five Lakh only) excluding Goods and service tax and reimbursement of incidental expenses, if any, at actuals in connection with the aforesaid audit.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended by the Audit Committee and approved by the Board has to be ratified by the Members of the Company.

Accordingly, the consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 10 of the Notice for ratification of the remuneration payable to the Cost Auditor of the Company for the Financial Year ending March 31, 2023.

None of the Directors or Key Managerial Personnel (KMP) of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 10 of the accompanying Notice.

The Board recommends the Resolution at Item No.10 of the accompanying Notice for approval by the Members of the Company by way of an Ordinary Resolution.

**By order of the Board of Directors**

For Tata Advanced Systems Limited

**Chetan Nage**

Company Secretary

Membership No. ACS 18074

Place: Mumbai

Date: 27-07-2023

**Registered Office:**

Hardware Park, Plot No 21, Sy No 1/1, Imarat Kancha

Raviryala Village, Maheshwaram Mandal

Hyderabad 501218 Telangana India

Email: [cnage@tata.com](mailto:cnage@tata.com)

CIN: U72900TG2006PLC077939

**TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviryala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939



## Details Pursuant to SS-2 – Secretarial Standards on General Meetings

Name of the Director	Mr. Sukaran Singh
DIN	01485745
Designation	Non-Executive Director
Age	54 years
Qualification	MBA in Finance/Marketing from the University of Chicago. He also has an M.A. in Economics from the University of Oxford in the UK and a B.A. in Economics from St. Stephen's College, Delhi University.
Experience	Mr. Sukaran Singh is the CEO and MD of the Company. He has worked for consultancies such as Booz Allen in New York and McKinsey in Delhi prior to joining the office of the Group Chairman of Tata Sons in 2003. Working for Tata Sons Chairman, Mr. Sukaran Singh has led a range of new business opportunities that required leveraging cross-linkages between multiple Tata companies in industries such as metals, mining and energy.
Terms and Conditions of re-appointment	NA
Details of Remuneration sought to be paid	Rs. 5,15,22,669/-(At base variable Pay) for FY 2023-24
Remuneration last drawn	Rs. 5,16,82,350/- for FY 2022-23
Date of first appointment on the Board	28/09/2006
Shareholding in the Company	1 share jointly with Tata Sons Private Limited
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None
Number of Meetings of the Board attended during FY 2022-23	7

### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: email@tataadvancedsystems.com website: www.tataadvancedsystemscom  
CIN: U72900TG2006PLC077939



Other Directorships	-Tata Sikorsky Aerospace Limited -Tata Lockheed Martin Aerostructures Limited -Tata Boeing Aerospace Limited -Tvlive India Private Limited -Strategic Energy Technology Systems Private Limited -Nova Integrated Systems Limited -Infromnet Media Pvt Limited
Membership / Chairmanship of Committees of other Boards	-Tata Boeing Aerospace Limited <ul style="list-style-type: none"><li>• CSR (Member)</li></ul> -Tata Sikorsky Aerospace Limited <ul style="list-style-type: none"><li>• NRC, Audit &amp; CSR (Member)</li></ul> -Tata Lockheed Martin Aerostructures Limited <ul style="list-style-type: none"><li>• Audit Committee (Member)</li><li>• CSR (Member)</li></ul>

### **TATA ADVANCED SYSTEMS LIMITED**

TSIIC Aerospace SEZ Plot 1/A, SY No 656, Aditya Nagar, Adibatla (V), Ibrahimpatnam (M), R.R.Dist. Telangana-501510  
Regd. Office: Hardware park Plot No 21 Sy No1/1 Imarat Kancha Raviriyala Village Maheshwaram Mandal Hyderabad – 501 218, Telangana, India.  
Tel 9140 6644 8282 Fax 91 40 6644 7438 e-mail: [email@tataadvancedsystems.com](mailto:email@tataadvancedsystems.com) website: [www.tataadvancedsystems.com](http://www.tataadvancedsystems.com)  
CIN: U72900TG2006PLC077939