



Listing Department
National Stock Exchange of India Ltd
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai 400 051
Kind Attn.: DCS-CRD

April 13 2015
Sc- 15023

Dear Sirs,

Re: Compliance with Clause 49 of the Listing Agreement

Pursuant to revised clause 49 of the Listing Agreement, we hereby submit the corporate governance compliance status as on March 31, 2015:

Sr No.	Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II	Board of Directors	49(II)		
A	Composition of Board	49(II A)	Yes	-
B	Independent Directors	49(II B)	Yes	Refer Note.1 Separate Meeting of Independent Director was held in March 2015. Details of familiarization Programme for directors have been disclosed on Company's Website.
C	Non-executive Directors' compensation and disclosures	49(II C)	Yes	-
D	Other provisions as to Board and Committees	49(II D)	Yes	-
E	Code of Conduct	49(II E)	Yes	Refer Note.1
F	Whistle Blower Policy	49(II F)	Yes	Refer Note.1
III	Audit Committee	49(III)		

TATA MOTORS LIMITED

Bombay House 24 Homi Mody Street Mumbai 400 001

Tel 91 22 6665 8282 Fax 91 22 6665 7799

www.tatamotors.com

CIN - L28020MH1948PLC004520





A	Qualified & Independent Audit Committee	49(III A)	Yes	-
B	Meeting of Audit Committee	49(III B)	Yes	-
C	Powers of Audit Committee	49(III C)	Yes	-
D	Role of Audit Committee	49(III D)	Yes	-
E	Review of Information by Audit Committee	49(III E)	Yes	-
IV	Nomination and Remuneration Committee	49(IV)	Yes	Refer Note.1
V	Subsidiary Companies	49(V)	Yes	Refer Note.1
VI	Risk Management	49(VI)	Yes	-
VII	Related Party Transactions	49(VII)	Yes	-
VIII	Disclosures	49(VIII)		
A	Related party transactions	49(VIII A)	Yes	Policy for dealing with Related Party Transaction has been uploaded on website. Refer Note .1
B	Disclosure of Accounting Treatment	49(VIII B)	Yes	Refer Note.1
C	Remuneration of Directors	49(VIII C)	Yes	Refer Note.1
D	Management	49(VIII D)	Yes	Refer Note.1
E	Shareholders	49(VIII E)	Yes	-
I	Proceeds from public issues, rights, issues, preferential issues, etc	49(VIII I)	Yes	-
IX	CEO/CFO Certification	49(IX)	Yes	-
X	Report on Corporate Governance	49(X)	Yes	Refer Note.1
XI	Compliance	49(XI)	Yes	Refer Note.1

Note-1: The Annual Report disclosure requirement shall be complied in the Annual Report for FY2014-15.

Kindly make a note of the same.

Yours faithfully,
Tata Motors Limited

H K Sethna
H K Sethna
Company Secretary

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