



Listing Department
BSE Ltd.
First Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

January 16, 2018
Sc: 15347

Dear Sirs,

**Ref: ISIN: INE155A01022 – Ordinary Shares
IN9155A01020 – ‘A’ Ordinary Shares**

Sub: Reconciliation of Share Capital Audit Report

Pursuant to the SEBI Circular No.D&CC/FITTC/CIR-16/2002 dated December 31, 2002 and Circular No.CIR/MRD/DP/30/2010 dated September 6, 2010, enclosed please find the certificate from a Practicing Company Secretary confirming the issued, listed and admitted capital of Ordinary Shares of the Company as on December 31, 2017 for your records and necessary action.

Yours faithfully,
Tata Motors Limited

H K Sethna
Company Secretary

Encl: a/a

Cc: National Securities and Depository Limited
Central Depository Services India Limited

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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 L28920MH1945PLC004520

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office :
111, 11th Floor, Sai-Dwar CHS Ltd,
Sab TV Lane, Opp Laxmi Industrial Estate
Off Link Road, Above Shabari Restaurant,
Andheri (W), Mumbai : 400 053
Tel. : 26301232 / 26301233 / 26301240
Email : cs@parikhassociates.com
parikh.associates@rediffmail.com

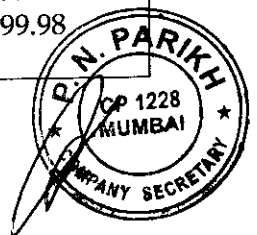
To
Tata Motors Limited
Bombay House,
24 Homi Mody Street,
Fort, Mumbai 400 001

Dear Sirs,

We have examined the relevant books, registers, forms, documents and papers produced before us by Tata Motors Limited ('the Company') and its Registrars and Share Transfer Agents, TSR DARASHAW LIMITED, in respect of Reconciliation of Share Capital Audit as per regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996 and SEBI Circular No D&CC/FITTC/Cir-16/2002 dated December 31, 2002 as amended. To the best of our knowledge and according to the information and explanations given to us and as shown by the records examined by us, we certify the following:

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

1.	For Quarter Ended:	31 st December, 2017	
2.	ISIN:	INE155A01022	
3.	Face Value:	Rs.2/- per Ordinary Share	
4.	Name of the Company:	Tata Motors Limited	
5.	Registered Office Address:	Bombay House, 24 Homi Mody Street, Mumbai 400 001	
6.	Correspondence Address:	Bombay House, 24 Homi Mody Street, Mumbai 400 001	
7.	Telephone Nos.:	6665 8282	
	Fax Nos.:	6665 7799	
8.	Email Address:	inv_rel@tatamotors.com	
9.	Names of the Stock Exchanges where the Company's securities are listed:	BSE Limited (BSE) National Stock Exchange of India Limited (NSE)	
		Number of Ordinary Shares	% of Total Issued Ordinary Capital
10.	Issued Capital (as per Company records)	2,88,78,43,046	100.00
11.	Listed Capital (Exchange-wise) (as per Company records)		
	BSE Limited	2,88,73,48,428	99.98
	National Stock Exchange of India Limited	2,88,73,48,428	99.98



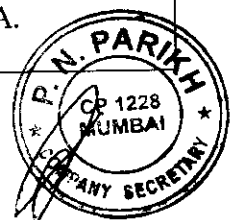
12.	Held in dematerialized form in CDSL	4,93,98,600	1.71
13.	Held in dematerialized form in NSDL	2,81,20,39,256	97.37
14.	Physical	2,59,10,838	0.90
15.	Total No. of shares (12+13+14)	2,88,73,48,694	99.98
16.	Reasons for difference if any, between (10&11), (10&15)	<p>Difference between (10 & 11) & (10 & 15) is due to Ordinary Shares held in abeyance for legal / disputed cases not settled.</p> <p>Difference between (11 & 15) is due to allotment of 266 Ordinary Shares for which Listing Approval is yet to be received.</p>	

17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars***	No. of shares	Applied / Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In prin. Appr. Pending for SE (Specify Names)
Allotment of Shares held in Abeyance - Right Issue 2001, 2008 and 2015	266	Yes	Approval Pending	Yes	No	No

*** Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to specify).

18.	Register of Members is updated (Yes/No)	Yes
	If not, updated upto which date	N. A.
19.	Reference of previous quarter with regards to excess dematerialized shares, if any.	NIL
20.	Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?	N. A.



21. Mention the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	1	55405	Incorrect type of Holding of DN Range i.e Physical/ Demat status of DN Ranges uploaded in DN Database.
Pending for more than 21 days	Nil	Nil	N.A.

22.	Name, Telephone & Fax No. of the Compliance Officer of the Company	Mr. H. K. Sethna Tel. No.: 6665 8282 Fax No.: 6665 7799
23.	Name, Address, Tel. & Fax No., Regn. No. of the CA/ CS	Mr. P.N. Parikh Parikh & Associates 111,11 th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp Laxmi Industrial Estate, Off Link Road, Andheri (West), Mumbai - 400053 Tel. Nos.: 26301232/26301233/26301240 FCS. No.: 327 CP No.: 1228
24.	Appointment of common agency for share registry work (if yes, name and address)	TSR DARASHAW LIMITED 6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E. Moses Road Mahalaxmi Mumbai : 400 011
25.	Any other detail that the CA/ CS may like to provide (e.g. BIFR Company, delisting from SE, company changed its name, etc.)	---



For Parikh & Associates

Signature:

Name of Company Secretary: P.N. Parikh

FCS: 327 CP: 1228

Place: Mumbai

Date: January 16, 2018