Listing Department
BSE Ltd.
First Floor, New Trading Ring
Rotunda Building, P J Towers
Davel 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

October 10, 2017
Sc: 15238

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/FITCC/CIR-15/2002 dated December 31,
please find the certificate from a Practicing Company Secretary confirming the
issued, listed and admitted capital of Ordinary Shares of the Company as on
September 30, 2017 for your records and necessary action.

Yours faithfully,
Tata Motors Limited

H K Sethia
Company Secretary

Encl: a/e

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

TATA MOTORS LIMITED
Bombay House, 24-28, Haji Ali, Mumbai 400 001
Tel: 91-22-6665 8283, Fax: 91-22-6665 7799
www.tatamotors.com CIN: L29200MH1945PLC004520
To
Tata Motors Limited
Bombay House,
24 Horn 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 DARSHAW LIMITED, in respect of Reconciliation of Share Capital Audit as per regulation 55A of the SEBI (Depositories and Participants) Regulations, 1995 and SEBI Circular No DCC/FITCC/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**

<table>
<thead>
<tr>
<th>1.</th>
<th>For Quarter Ended:</th>
<th>30th September, 2017</th>
</tr>
</thead>
<tbody>
<tr>
<td>2.</td>
<td>ISIN:</td>
<td>INE155A01022</td>
</tr>
<tr>
<td>3.</td>
<td>Face Value:</td>
<td>Rs. 2/- per Ordinary Share</td>
</tr>
<tr>
<td>4.</td>
<td>Name of the Company:</td>
<td>Tata Motors Limited</td>
</tr>
<tr>
<td>5.</td>
<td>Registered Office Address:</td>
<td>Bombay House, 24 Horn Mody Street, Mumbai 400 001</td>
</tr>
<tr>
<td>6.</td>
<td>Correspondence Address:</td>
<td>Bombay House, 24 Horn Mody Street, Mumbai 400 001</td>
</tr>
<tr>
<td>7.</td>
<td>Telephone Nos.:</td>
<td>6665 8282</td>
</tr>
<tr>
<td></td>
<td>Fax Nos.:</td>
<td>6665 7799</td>
</tr>
<tr>
<td>8.</td>
<td>Email Address:</td>
<td><a href="mailto:inv.rel@tatamotors.com">inv.rel@tatamotors.com</a></td>
</tr>
<tr>
<td>9.</td>
<td>Names of the Stock Exchanges where the Company's securities are listed:</td>
<td>BSE Limited (BSE) National Stock Exchange of India Limited (NSE)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th></th>
<th>Number of Ordinary Shares</th>
<th>% of Total Issued Ordinary Capital</th>
</tr>
</thead>
<tbody>
<tr>
<td>10. Issued Capital (as per Company records)</td>
<td>2,88,78,43,046</td>
<td>100.00</td>
</tr>
<tr>
<td>11. Listed Capital (Exchange-wise) (as per Company records)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>BSE Limited</td>
<td>2,88,73,46,428</td>
<td>99.98</td>
</tr>
<tr>
<td>National Stock Exchange of India Limited</td>
<td>2,88,73,46,428</td>
<td>99.98</td>
</tr>
</tbody>
</table>

C.P. Parikh
Company Secretary
PARIKH & ASSOCIATES
COMPANY SECRETARIES
Office:
111, 11th Floor, Sal-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
12. Held in dematerialized form in CDSL | 4,38,92,191 | 1.52
13. Held in dematerialized form in NSDL | 2,81,36,20,157 | 97.43
14. Physical | 2,98,36,346 | 1.03
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), (11&15) Difference between (10 & 11) & (10 & 15) is due to Ordinary Shares held in abeyance for legal / disputed cases not settled.

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

<table>
<thead>
<tr>
<th>Particulars***</th>
<th>No. of shares</th>
<th>Applied / Not Applied for listing</th>
<th>Listed on Stock Exchanges (Specify Names)</th>
<th>Whether intimated to CDSL</th>
<th>Whether intimated to NSDL</th>
<th>In prin. Appr. Pending for SE (Specify Names)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ordinary Shares allotted which were earlier kept in abeyance</td>
<td>266</td>
<td>Not Applied</td>
<td>No</td>
<td>No</td>
<td>No</td>
<td>—</td>
</tr>
</tbody>
</table>

*** 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:

<table>
<thead>
<tr>
<th>Total No. of demat requests</th>
<th>No. of requests</th>
<th>No. of shares</th>
<th>Reasons for delay</th>
</tr>
</thead>
<tbody>
<tr>
<td>Confirmed after 21 days</td>
<td>Nil</td>
<td>Nil</td>
<td>N.A.</td>
</tr>
<tr>
<td>Pending for more than 21 days</td>
<td>Nil</td>
<td>Nil</td>
<td>N.A.</td>
</tr>
</tbody>
</table>

22. Name, Telephone & Tax 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
111,11th 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

Place: Mumbai
Date: October 10, 2017
Signature: ____________________________
Name of Company Secretary: P.N. Parikh
FCS: 327 CP: 1228