February 3, 2021
Sc - 16243

Dear Sirs,

**Re: Declaration under Regulation 7(2)(b) of SEBI (Prohibition of Insider Trading) Regulations, 2015**

Pursuant to the provisions of Regulation 7(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, we hereby notify receipt of trading disclosures (enclosed herewith) in the prescribed Form C dated February 2, 2021 from Tata Sons Private Limited, regarding exercise / conversion of 231,333,871 Convertible Warrants to Ordinary Shares in Tata Motors Limited, as detailed in the Form C enclosed herewith.

You are requested to kindly take note of the same.

Yours faithfully,
Tata Motors Limited

[Hoshang K Sethna]
Company Secretary

Encl.: As above
February 2, 2021

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

Dear Sirs,

Sub: Disclosure under Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015

In connection with the conversion of Convertible Warrants to Ordinary Shares of Tata Motors Limited on a preferential basis, as required in terms of Regulation 7(2) read with Regulation 6(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, we are attaching herewith the details of change in shareholdings of Tata Sons Private Limited in Tata Motors Limited.

On December 5, 2019, Tata Sons Private Limited had subscribed to 23,13,33,871 Convertible Warrants, on payment of 25% of the Warrant Price. On January 29, 2021, 231,333,871 Ordinary Shares of face value Rs. 2 each were allotted to Tata Sons Private Limited upon exercise/conversion of 231,333,871 Convertible Warrants to Ordinary Shares at a price of Rs. 150/- per share (on payment of Rs 112.50 per warrant - being 75% of the balance warrant issue price), which were allotted pursuant to and in terms of shareholders’ approval dated November 22, 2019.

Kindly acknowledge receipt.

Thanking You

Yours faithfully,

TATA SONS PRIVATE LIMITED

Suprakash Mukhopadhyay
Company Secretary

Encl. As Above
Details of change in holding of Securities of Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

<table>
<thead>
<tr>
<th>Name of Person</th>
<th>Category of Person (Promoters/ KMP/Directors/ immediate relative to others etc.)</th>
<th>Securities held prior to acquisition/deal (Type of security (For eg - Shares, Warrants, Convertible Debentures etc.))</th>
<th>No. and % of shareholding</th>
<th>Securities acquired/Deceased (Type of security (For eg - Shares, Warrants, Convertible Debentures etc.))</th>
<th>Value (Rs. Cr.)</th>
<th>Transaction Type (Buy/Sell/Pledge/Return/Incorporation/Issue)</th>
<th>Securities held post acquisition/deal (Type of security (For eg - Shares, Warrants, Convertible Debentures etc.))</th>
<th>No. and % of shareholding</th>
<th>Date of allotment (if any) or date of acquisition (if any)</th>
<th>Date of disposal (if any)</th>
<th>Mode of disposal (on market/partial/digital/preferential offer/off market/inter-se transfer, ESOPs etc.)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tata Sons Private Limited</td>
<td>Promoter</td>
<td>Ordinary Shares</td>
<td>1,22,07,79,930</td>
<td>Ordinary Shares</td>
<td>23,13,33,871</td>
<td>2,602.51</td>
<td>Buy (Preferential Allotment)</td>
<td>Ordinary Shares</td>
<td>1,45,21,13,801</td>
<td>29,01,2021</td>
<td>29,01,2021</td>
</tr>
</tbody>
</table>

Note: "Securities shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

<table>
<thead>
<tr>
<th>Type of contract</th>
<th>Contract Specifications</th>
<th>Notional Value (contracts * lot size)</th>
<th>Number of units</th>
<th>Notional Value (contracts * lot size)</th>
<th>Number of units</th>
</tr>
</thead>
<tbody>
<tr>
<td>15</td>
<td>Buy</td>
<td>17</td>
<td>18</td>
<td>15</td>
<td>20</td>
</tr>
<tr>
<td>16</td>
<td>Sell</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
<td>NA</td>
</tr>
</tbody>
</table>

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

* Since Tata Motors Limited has issued Ordinary and 'A' Ordinary Shares (having differential voting rights), % of total voting capital is given.

* On December 5, 2019, Tata Sons Private Limited had subscribed to 23,13,33,871 Convertible Warrants, on payment of 25% of the Warrant Price. On January 29, 2021, 231,333,871 Ordinary Shares of face value Rs. 2 each were allotted to Tata Sons Private Limited upon exercise/ conversion of 231,333,871 Convertible Warrants to Ordinary Shares at a price of Rs. 150/- per share (on payment of Rs 125.50 per warrant - being 75% of the balance warrant issue price), which were allotted pursuant to and in terms of shareholders' approval dated November 22, 2019.

Name & Signature: Tata Sons Private Limited

Designation: Company Secretary

Date: 02.02.2021

Place: Mumbai