



BSE Ltd.  
First Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
Mumbai 400 001  
**Kind Attn: Mr Khushro A. Bulsara**  
**General Manager & Head**  
**Listing Compliance & Legal Regulatory**

National Stock Exchange of India Ltd.  
Exchange Plaza, 5th Floor  
Plot No.C/1, G Block  
Bandra-Kurla Complex  
Bandra (East), Mumbai 400 051  
**Kind Attn: Mr Lokesh Bhandari**  
**Senior Manager**  
**Listing & Compliance**

April 27, 2020  
Sc no: 15989

Dear Sirs,

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

**Sub: Reconciliation of Share Capital Audit Report**

Pursuant to the amended Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, enclosed please find the certificate from a Practicing Company Secretary confirming the issued, listed and admitted capital of Ordinary Shares and ‘A’ Ordinary Shares of the Company as on March 31, 2020 for your records and necessary action.

Yours faithfully,  
Tata Motors Limited

Hoshang K Sethna  
Company Secretary

Encl: a/a

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

**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](http://www.tatamotors.com) CIN L28920MH1945PLC004520

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office

111, 11<sup>th</sup> Floor, Sai-Dwar CHS Ltd  
Sab TV Lane, Opp Laxmi Industrail Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri (W) Mumbai : 400053  
Tel No 26301232 / 26301233 / 26301240  
Email : [cs@parikhassociates.com](mailto:cs@parikhassociates.com)  
[parikh.associates@rediffmail.com](mailto: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 electronically before us by Tata Motors Limited ('the Company') and its Registrars and Share Transfer Agents (RTA), TSR Darashaw Consultants Private Limited, in respect of Reconciliation of Share Capital Audit as per Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018. To the best of our knowledge and according to the information and explanations given to us and as shown by the electronic records examined by us, we certify the following:

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

1.	For Quarter Ended:	31 <sup>st</sup> March, 2020	
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.:	--	
8.	Email Address:	<a href="mailto:inv_rel@tatamotors.com">inv_rel@tatamotors.com</a>	
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)	3,08,94,66,453	100.000
11.	Listed Capital (Exchange-wise) (as per Company records)		
	BSE Limited	3,08,89,73,894	99.984
	National Stock Exchange of India Limited	3,08,89,73,894	99.984

12.	Held in dematerialized form in CDSL	15,73,58,391	5.093
13.	Held in dematerialized form in NSDL	2,91,15,14,351	94.240
14.	Physical	2,01,01,152	0.651
15.	Total No. of shares (12+13+14)	3,08,89,73,894	99.984
16.	Reasons for difference if any, between (10&11), (10&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:

Particulars***	No. of shares	Applied / <del>Not Applied</del> 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 made on Preferential basis on December 5, 2019	20,16,23,407	Yes	BSE & NSE	Yes	Yes	-
Equity Shares allotted under Rights Issue 2001 arising out of conversion of Convertible Debentures, which were earlier kept in abeyance.	785 ordinary shares	Yes	BSE & NSE	Yes	Yes	-
Equity Shares allotted under Rights Issue 2001 arising out of Exercise of Warrants, which were earlier kept in abeyance	310 ordinary shares	Yes	BSE & NSE	Yes	Yes	-
Equity Shares allotted under Rights Issue 2008, which were earlier kept in abeyance	525 ordinary shares	Yes	BSE & NSE	Yes	Yes	-

Equity Shares allotted under Rights Issue 2015, which were kept in abeyance	Shares under Issue which earlier in	173 ordinary shares	Yes	BSE & NSE	Yes	Yes	-
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\*\*\* 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	Nil	Nil	N.A.
Pending for more than 21 days	Nil	Nil	N.A.

22.	Name, Telephone & Fax No. of the Company Secretary and Compliance Officer of the Company	Mr. H. K. Sethna Company Secretary and Compliance Officer Membership No.: FCS 3507 Tel. No.: 6665 8282
23.	Name, Address, Tel. & Fax No., Regn. No. of the CA/ CS	Mr. P.N. Parikh Parikh & Associates (P1988MH009800) 111,11 <sup>th</sup> 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 Consultants Private Limited 6, 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.)	This report is based on the documents received online from the RTA. Physical verification of the documents could not be done due to the lockdown on account of COVID-19 situation.
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For **Parikh & Associates**

Place: Mumbai

Date: April 23, 2020

Name of Company Secretary: **P. N. Parikh**

**FCS: 327 CP: 1228**

**UDIN: F000327B000174259**

**PARIKH & ASSOCIATES**  
**COMPANY SECRETARIES**

Office

111, 11<sup>th</sup> Floor, Sai-Dwar CHS Ltd  
Sab TV Lane, Opp Laxmi Industrial Estate,  
Off Link Road, Above Shabari Restaurant,  
Andheri (W), Mumbai : 400053  
Tel No 26301232 / 26301233 / 26301240  
Email : [cs@parikhassociates.com](mailto:cs@parikhassociates.com)  
[parikh.associates@rediffmail.com](mailto:parikh.associates@rediffmail.com)

To  
Tata Motors Limited  
Bombay House,  
24 Homi Mody Street,  
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Dear Sirs,

We have examined the relevant books, registers, forms, documents and papers produced electronically before us by Tata Motors Limited ('the Company') and its Registrars and Share Transfer Agents (RTA), TSR Darashaw Consultants Private Limited, in respect of Reconciliation of Share Capital Audit as per Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018. To the best of our knowledge and according to the information and explanations given to us and as shown by the electronic records examined by us, we certify the following:

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT**

1.	For Quarter Ended:	31 <sup>st</sup> March, 2020	
2.	ISIN:	IN9155A01020	
3.	Face Value:	Rs.2/- per 'A' Ordinary Share with differential voting rights	
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.:	--	
8.	Email Address:	<a href="mailto:inv_rel@tatomotors.com">inv_rel@tatomotors.com</a>	
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 'A' Ordinary Shares with differential voting rights	% of Total Issued 'A' Ordinary Share Capital
10.	Issued Capital (as per Company records)	50,87,36,110	100.000
11.	Listed Capital (Exchange-wise) (as per Company records)		
	BSE Limited	50,85,02,896	99.954
	National Stock Exchange of India Limited	50,85,02,896	99.954

12.	Held in dematerialised form in CDSL	4,31,77,378	8.487
13.	Held in dematerialised form in NSDL	46,51,89,208	91.440
14.	Physical	1,36,310	0.027
15.	Total No. of shares (12+13+14)	50,85,02,896	99.954
16.	Reasons for difference if any, between (10&11), (10&15)	Difference between (10 & 11) & (10 & 15) is due to 'A' 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:

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)
Equity Shares allotted under Rights Issue 2008, which were earlier kept in abeyance	525 'A' Ordinary shares	Yes	BSE & NSE	Yes	Yes	-

\*\*\* 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	Nil	Nil	N.A.
Pending for more than 21 days	Nil	Nil	N.A.

22.	Name, Telephone & Fax No. of the Company Secretary and Compliance Officer of the Company	Mr. H. K. Sethna Company Secretary and Compliance Officer Membership No.: FCS 3507 Tel. No.: 6665 8282
23.	Name, Address, Tel. & Fax No., Regn. No. of the CA/ CS	Mr. P.N. Parikh Parikh & Associates (P1988MH009800) 111, 11 <sup>th</sup> 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
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25.	Any other detail that the CA/ CS may like to provide (e.g. BIFR Company, delisting from SE, company changed its name, etc.)	This report is based on the documents received online from the RTA. Physical verification of the documents could not be done due to the lockdown on account of COVID-19 situation.

**For Parikh & Associates**

Place: Mumbai

Date: April 23, 2020

Name of Company Secretary: **P. N. Parikh**

**FCS: 327 CP: 1228**

**UDIN: F000327B000174270**