



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

July 8, 2020
Sc no: 16050

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 June 30, 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 CIN L28920MH1945PLC004520

PARIKH & ASSOCIATES
COMPANY SECRETARIES

Office

111, 11th 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
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:	30 th June, 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:	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)	3,08,94,66,453	100.000

Continuation Sheet

11.	Listed Capital (Exchange-wise) (as per Company records) BSE Limited National Stock Exchange of India Limited	3,08,89,73,894 3,08,89,73,894	99.984 99.984
12.	Held in dematerialized form in CDSL	18,07,16,218	5.849
13.	Held in dematerialized form in NSDL	2,88,81,58,659	93.484
14.	Physical	2,00,99,017	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 / 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)
No Change						

*** 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	23	33,594	Physical Demat Request Forms and Share Certificates have not been received by the RTA due to lockdown.

*SEBI vide circular no. SEBI/HO/MIRSD/DOP/CIR/P/2020/112 dated June 30, 2020 has excluded period from March 23, 2020 till July 31, 2020 for processing of the Demat Request Form by Issuer/ RTA.

Continuation Sheet

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 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 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.

For Parikh & Associates

P N**Parikh**

Digitally signed by P N Parikh
DN: c=IN, o=Parikh,
postalCode=400104, st=Maharashtra,
2.5.4.20=02a59473a64d87ecbdf0a8
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serialNumber=e6a5dfe9f9f1e9732378
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8b0c5e69c2fc, cn=P N Parikh
Date: 2020.07.08 17:13:44 +05'30'

Place: Mumbai
Date: July 08, 2020

Name of Company Secretary: **P. N. Parikh**
FCS: 327 CP: 1228
UDIN: F000327B000425609

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 : 400053
Tel No 26301232 / 26301233 / 26301240
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To
Tata Motors Limited
Bombay House,
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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:	30 th June, 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:	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 '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

Continuation Sheet

12.	Held in dematerialised form in CDSL	4,88,19,197	9.596
13.	Held in dematerialised form in NSDL	45,95,47,389	90.331
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.	

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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)
No Change						

*** 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	1	53	Physical Demat Request Forms and Share Certificates have not been received by the RTA due to lockdown.

*SEBI vide circular no. SEBI/HO/MIRSD/DOP/CIR/P/2020/112 dated June 30, 2020 has excluded period from March 23, 2020 till July 31, 2020 for processing of the Demat Request Form by Issuer/ RTA.

Continuation Sheet

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 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 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.

For Parikh & Associates**P N Parikh**

Digitally signed by P N Parikh
DN: cn=P N Parikh, postalCode=400104,
st=Maharashtra,
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serialNumber=ed5d5d0e99f1e9732378e19549
7c9be1a9a5543aafae294f67c98b0c5e69c2fc,
cn=P N Parikh
Date: 2020.07.08 17:13:14 +05'30'

Place: Mumbai
Date: July 08, 2020

Name of Company Secretary: **P. N. Parikh**
FCS: 327 CP: 1228
UDIN: F000327B000425642