



BSE Limited
First Floor, New Trading Ring
Rotunda Building, P J Towers,
Dalal Street, Fort, Mumbai 400 001

National Stock Exchange of India Ltd.
Listing Compliance Department
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051

December 13, 2023
Sc no – 17963

Dear Sir/Madam,

Sub: Voting Results of Postal Ballot through remote e-Voting process

This is further to our letter dated November 9, 2023, enclosing a copy of the Postal Ballot Notice dated November 9, 2023, seeking approval of the Members of Tata Motors Limited (“the Company”) by way of Ordinary Resolution through remote e-Voting process for material modification to the approved Related Party Transaction(s) of the Company with Tata Steel Limited (‘TSL’), identified subsidiaries/affiliates of TSL and Poshs Metal Industries Limited (a third party) through dealers of TSL (“Transactions”).

The remote e-Voting process concluded on December 12, 2023, at 5.00 p.m. (IST), post which the Scrutinizer has submitted the Report on the voting results of the Postal Ballot. Based on the Report of the Scrutinizer, we hereby inform that the above Ordinary Resolution was passed by the Members with requisite majority.

Accordingly, we are enclosing herewith the following:

- i. Voting Results of the said Postal Ballot through remote e-Voting, in relation to aforesaid Transactions, as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - **Annexure A.**
- ii. The Scrutinizer’s Report dated December 12, 2023, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 - **Annexure B.**

The aforesaid Voting Results and the Scrutinizer’s Report are also made available on the website of the Company www.tatamotors.com and on website of National Securities Depository Limited www.evoting.nsdl.com as well as on the Notice Board at the Registered Office of the Company at Bombay House, 24 Homi Mody Street, Fort, Mumbai 400 001.

This is for the information of the Exchange and the Members.

Yours faithfully,
Tata Motors Limited

Maloy Kumar Gupta
Company Secretary

Encl: as above

TATA MOTORS LIMITED

Bombay House 24 Homi Mody Street Mumbai 400 001

Tel 91 22 6665 8282

www.tatamotors.com CIN L28920MH1945PLC004520



ANNEXURE A

I. DETAILS OF VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Sr. no	Particulars	Details
1.	Date of Postal Ballot Notice	Thursday, November 9, 2023
2.	Cut-off Date	Friday, November 3, 2023
3.	Voting Start Date & Time	Monday, November 13, 2023, at 9:00 a.m. (IST)
4.	Voting End Date & Time	Tuesday, December 12, 2023, at 5:00 p.m. (IST)
5.	Total Number of Shareholders as on the Cut-off Date	Ordinary Shareholder : 4309747 'A' Ordinary Shareholders : 529373
6.	No. of Members present in meeting either in person or proxy	
	Promoter & Promoter Group	NA
	Public	NA
7.	No. of Members attended the meeting through Video Conferencing	
	Promoter & Promoter Group	NA
	Public	NA

II. RESULTS OF THE POSTAL BALLOT

Sr. No	Agenda	Resolution Required	Mode of Voting	Remarks
1.	Material Modification to the approved related party transaction(s) of the Company with Tata Steel Limited (TSL), identified subsidiaries/affiliates of TSL and Poshs Metal Industries Private Limited (a third party) through dealers of TSL	Ordinary Resolution	Remote E-voting	Passed with requisite majority

TATA MOTORS LIMITED

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TATA MOTORS LIMITED - VOTING RESULTS OF POSTAL BALLOT

Resolution Required:				Ordinary						
Particulars of Resolution:				Material Modification to the approved Related Party Transaction(s) of the Company with Tata Steel Limited (TSL), identified subsidiaries/affiliates of TSL and Poshs Metal Industries Private Limited (a third party) through dealers of TSL.						
Whether promoter/ promoter group are interested in the agenda/resolution?				Yes						
Category	Mode of Voting	No. of shares held	No. of Votes on Shares Held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes Invalid
		[1]	[2]	[3]	[4]=([3]/(2))*100	[5]	[6]	[7]=([5]/(3))*100	[8]=([6]/(3))*100	[9]
Promoter and Promoter Group	E-Voting	1579887957	1544785303	0	0.0000	0	0	0.0000	0.0000	0
	Poll			0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot			0	0.0000	0	0	0.0000	0.0000	0
	Total			0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	E-Voting	1443310732	1206704910	1012441118	83.9013	1012441118	0	100.0000	0.0000	0
	Poll			0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot			0	0.0000	0	0	0.0000	0.0000	0
	Total			1012441118	83.9013	1012441118	0	100.0000	0.0000	0
Public Non Institutions	E-Voting	807902518	621958386	68957888	11.0872	68917039	40849	99.9408	0.0592	0
	Poll			0	0.0000	0	0	0.0000	0.0000	0
	Postal Ballot			0	0.0000	0	0	0.0000	0.0000	0
	Total			68957888	11.0872	68917039	40849	99.9408	0.0592	0
Total		3831101207	3373448599	1081399006	32.0562	1081358157	40849	99.9962	0.0038	0

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

Report of Scrutinizer

I, P.N. Parikh, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 327), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the Postal ballot through electronic voting process (“remote e-voting”) in respect of Ordinary Resolution for approval of Material Modification to the approved Related Party Transaction(s) of the Company with Tata Steel Limited (TSL), identified subsidiaries/affiliates of TSL and Poshs Metals Industries Private Limited (a third party) through dealers of TSL.

Pursuant to the Postal Ballot Notice dated November 09, 2023, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, and Circular No.10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 8, 2021, Circular No. 03/2022 dated May 5, 2022, Circular No. 11 dated December 28, 2022 and 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs (“MCA”) (hereinafter collectively referred to as “MCA Circulars”) and pursuant to other applicable laws and regulations the Postal Ballot Notice dated November 09, 2023 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolution, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by NSDL for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the “cut-off” date of Friday, November 03, 2023 were entitled to vote on the resolution as contained in the Notice.

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The voting period for remote e-voting commenced on Monday, November 13, 2023 at 09:00 a.m. (IST) and ended on Tuesday, December 12, 2023 at 05:00 p.m. (IST) and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolution contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said Resolution.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Ordinary Resolution as under:

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Resolution 1: Ordinary Resolution

Material Modification to the approved Related Party Transaction(s) of the Company with Tata Steel Limited (TSL), identified subsidiaries/affiliates of TSL and Poshs Metals Industries Private Limited (a third party) through dealers of TSL.

(i) Voted in favour of the resolution:

	Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
Ordinary Shares	13504	105,96,17,134	
'A' Ordinary Shares*	2368	2,17,41,023	
Total	15872	108,13,58,157	100.00 (Rounded off)

(ii) Voted against the resolution:

	Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
Ordinary Shares	311	39,754	
'A' Ordinary Shares*	55	1095	
Total	366	40,849	0.00

(iii) Invalid votes:

	Number of members voted	Number of valid votes cast (Shares)
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

*Each 'A' Ordinary shareholder is entitled to one vote for every ten 'A' Ordinary shares held.

TATA MOTORS LIMITED



**MALOY KUMAR GUPTA
COMPANY SECRETARY**

**Pravinchandra
Nahalchand**

Signature: **Parikh**

Name: P.N. Parikh
Scrutinizer

FCS: 327 CP: 1228

UDIN: F000327E002920607

P/R No. 1129/2021

Digitally signed by Pravinchandra Nahalchand Parikh
DN: cn=Pravinchandra Nahalchand Parikh, o=Tata Motors Limited, ou=Personnel, email=15274,
pseudoym=F000327E002920607, postalCode=400001, st=Maharashtra,
serialNumber=6A00F0001E9712370E10807C0E1A0A843A7AE204,
c=IN, email=pravinchandra.nahalchand@tata.com,
Date: 2023.12.12 19:43:09 +05:30

Dated: December 12, 2023

Place: Mumbai