



January 17, 2024

National Stock Exchange of India Limited
Exchange Plaza, C-1, G Block
Bandra Kurla Complex, Bandra(E)
Mumbai 400 051
Scrip Code – **TATACONSUM**

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001
Scrip Code - **500800**

The Calcutta Stock Exchange Limited
7 Lyons Range
Kolkata 700 001
Scrip Code – **10000027**
(Demat) 27 (Physical)

Sub: Intimation regarding simplification of the organisation structure of the overseas subsidiaries of Tata Consumer Products Limited (“TCPL” or the “Company”)

Dear Sir/ Madam,

Pursuant to Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), we wish to inform that the Company, as the ultimate holding company, has, on January 17, 2024, accorded its approval to an internal restructuring plan (**the “Plan”**) involving its existing overseas wholly-owned subsidiaries (“**WOS**”). The plan has been approved by the Board of Directors of the relevant overseas WOSs as well.

In terms of the Listing Regulations read with the SEBI Circular No SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 on Disclosure of material events / information, we are furnishing herewith the details of the Plan as **Annexure I**.

We request you to take this on record, and to treat the same as compliance with the applicable provisions of the Listing Regulations.

Yours Sincerely
For **Tata Consumer Products Limited**

Neelabja Chakrabarty
Company Secretary

Encl: as above

TATA CONSUMER PRODUCTS LIMITED

11/13 Botawala Building 1st Floor Office No 2-6 Horniman Circle Fort Mumbai 400 001 India
Tel: 91-22-6121-8400 | Fax: 91-22-61218499
Registered Office: 1, Bishop Lefroy Road, Kolkata – 700 020
Corporate Identity Number (CIN): L15491WB1962PLC031425
Email: investor.relations@tataconsumer.com
Website: www.tataconsumer.com



Annexure I

a) Details and Reasons for restructuring

The current US legal structure is reflective of various acquisitions made in the past and the legal entity structure inherited as a result. To simplify the organisation structure /operating model and to achieve business consolidation, the following steps are envisaged in the Plan, between existing WOSs of the Company, which are in compliance with the relevant regulations, as applicable to these entities:

- 1) Tata Tea Extractions Inc (“TTEI”), a WOS incorporated in the US, will transfer its business and substantially all of its net assets to Tata Consumer Products US Holdings Inc (“TCPUSH”), a WOS incorporated in the US. To facilitate the transaction as envisaged above, Tata Consumer Products UK Group Ltd (“TCP UK”), a WOS incorporated in the UK, will plan to undertake a selective buy back of its shares representing 10.6% equity share capital held by TTEI.
- 2) Consolidated Coffee Inc (“CCI”), a WOS incorporated in the US, will transfer substantially all its net assets to TCPUSH. This will be followed by a selective buy back of shares by CCI of its 16.7% equity share capital held by Tata Consumer Products Capital Ltd (“TCPC”), a WOS incorporated in the UK.
- 3) Thereafter, TTEI and CCI will cease to trade and adopt a plan for liquidation and dissolution and will be wound up thereafter, as per relevant regulations.
- 4) To achieve further consolidation of the branded business in the US, Good Earth Corporation (“GEC”), Good Earth Teas Inc (“GET”), Tata Waters LLC, Eight O Clock Holdings Inc (“EOHI”) and Eight O Clock Coffee Company (“EOC”) will merge into Tata Consumer Products US Inc (“TCPU”) [formerly known as Tetley USA Inc]. These entities are WOSs incorporated in the US.

As a result, 5 legal entities will cease to exist due to the proposed mergers [refer (4) above] and 2 entities will be wound up [refer (3) above].

Surviving entities in the US will be TCPU (operating the branded business in the US) and TCPUSH (100% holding company of TCPU and operating Company for the US tea extraction business). Once the plan is effective, the US business of the Company will be held 100% by TCP UK through its step-down subsidiaries.

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The plan which is in compliance with the relevant regulations will be implemented in a sequential manner and expected to be completed by December 31, 2024, subject to obtaining necessary corporate/regulatory approvals, as may be required, and on completion of various legal and operational steps, by the relevant entities.

b) Quantitative and/ or qualitative effect of restructuring

The Plan is expected to reduce the number of legal entities, simplify the legal, tax and operational structures, create a unified holding structure for the International branded business and improve the market focus. The Plan involving existing wholly-owned subsidiaries of the Company, will not result in any change in ultimate ownership of the Company over its subsidiaries or in nature of the business carried out in the US. The restructuring will be accounted as a common control transaction, at carrying values, in the books of the Company as envisaged in Ind AS 103- Business Combinations.

c) Details of benefit, if any, to the promoter/promoter group/group companies from such proposed restructuring

The Plan involves steps as envisaged in (a) above, between existing wholly owned subsidiaries of the Company, and hence, there is no benefit to the promoter/promoter group/group companies.

d) Brief details of change in shareholding pattern (if any) of all entities

The attached organisation structure represents the current structure and the resultant structure post implementation of the Plan.

TATA CONSUMER PRODUCTS LIMITED

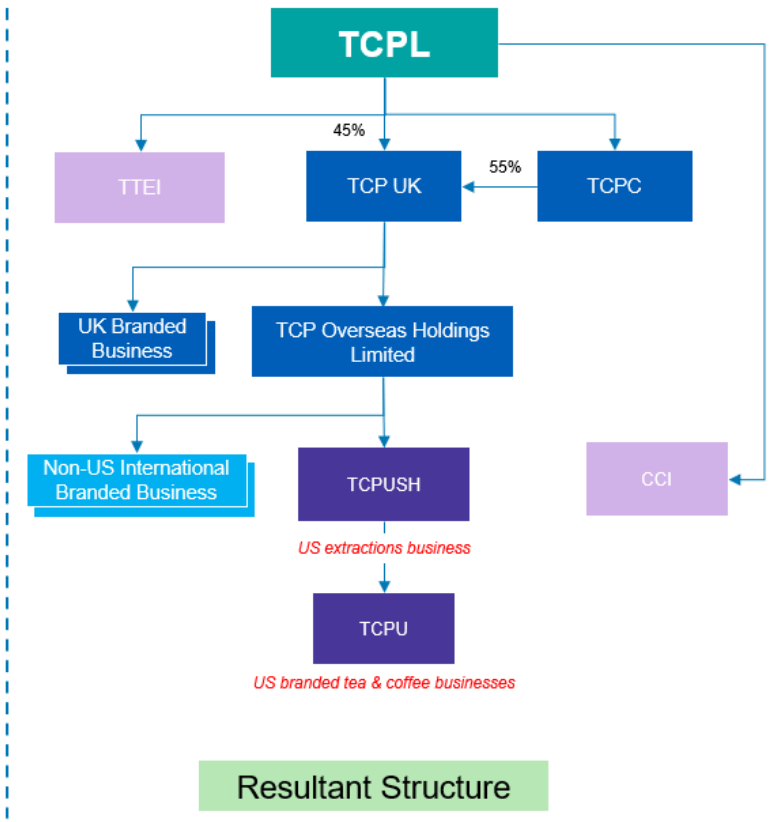
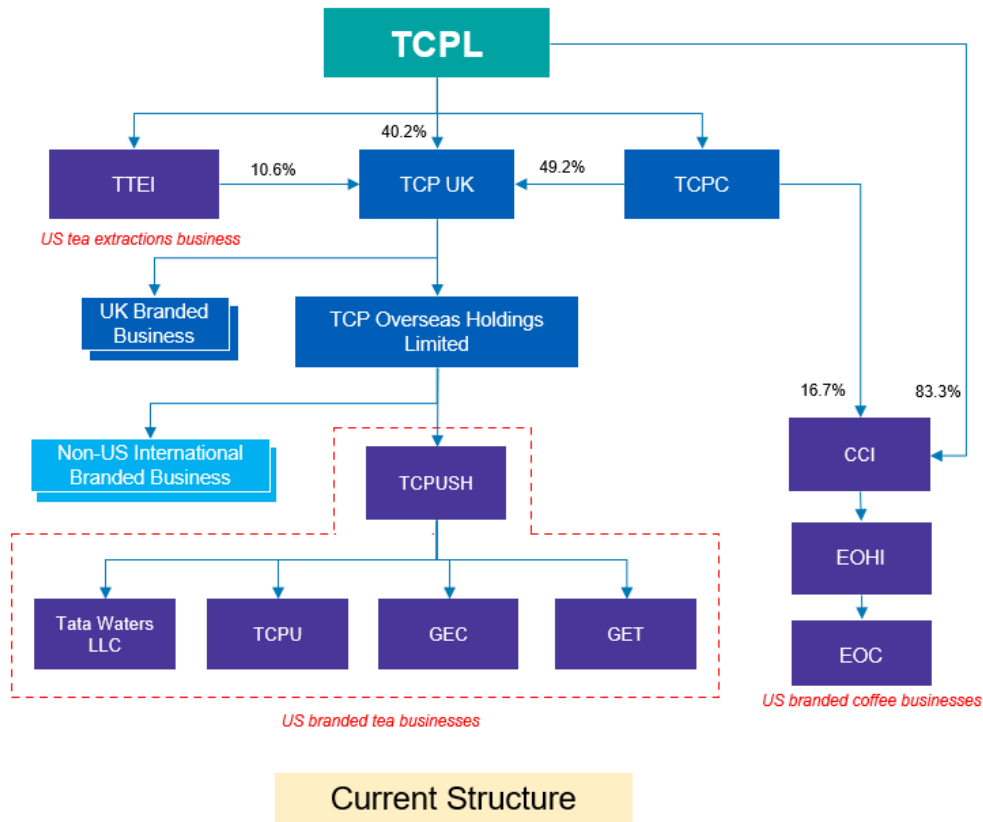
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All entities owned 100% unless specified otherwise

■	Tata Consumer Products Ltd
■	UK Entities
■	US Entities
■	Non-UK/ Non-US Entities
■	To be wound up
■	Multiple entities