



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

National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No.C/ 1, G Block  
Bandra-Kurla Complex  
Bandra (East), Mumbai 400 051

June 25, 2024  
Sc no. - 18315

Dear Sirs/Madam,

**Re: Proceedings of the 79<sup>th</sup> Annual General Meeting ('AGM') of the Tata Motors Limited ('the Company') held on Monday, June 24, 2024**

The 79<sup>th</sup> AGM of the Company was held on Monday, June 24, 2024 from 2.30 p.m. (IST) and concluded at 6:30 p.m. (IST) through Video Conferencing ('VC') / Other Audio-Visual Means ('OAVM') to transact the businesses as stated in the Notice dated May 22, 2024 convening the AGM.

As required under Regulation 30 Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Summary of proceedings of the 79<sup>th</sup> AGM, as **Annexure A**.

The video recording of the proceedings of the AGM is also being made available on the website of the Company at [www.tatamotors.com](http://www.tatamotors.com).

This is for your information and records.

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 Fax 91 22 6665 7799  
[www.tatamotors.com](http://www.tatamotors.com) CIN L28920MH1945PLC004520



## Annexure A

### **Summary of proceedings of the 79<sup>th</sup> Annual General Meeting ('AGM')/Meeting') of the Members of the Company**

The 79<sup>th</sup> AGM of the Members of Tata Motors Limited ('the Company') was held on Monday, June 24, 2024 at 2:30 p.m. (IST) through two-way Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'). The Meeting was conducted in accordance with relevant Circulars issued by the Ministry of Corporate Affairs ('MCA') and the Securities and Exchange Board of India ('SEBI') in this regard.

Mr Maloy Kumar Gupta, Company Secretary, welcomed the Members to the Meeting and briefed them on certain points relating to the participation at the Meeting through VC.

Mr Natarajan Chandrasekaran, Chairman of the Board, chaired the Meeting. The requisite quorum being present, the Chairman called the Meeting to order. The Chairman welcomed all the Directors and requested those, who joined through VC, to introduce themselves to the Members. He also introduced the Executive Director and other Senior Management Personnel present with him at the common venue. The respective Chairpersons of the Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee, Corporate Social Responsibility Committee, Risk Management Committee and Safety, Health & Sustainability Committee were present at the AGM. The representatives of the Company's Statutory Auditors and Secretarial Auditors were also present at the Meeting through VC. The Chairman welcomed the Union Leaders present at the Meeting and acknowledged their contribution in maintaining industrial harmony throughout the year.

The Chairman informed the Members that the proceedings of the Meeting was video recorded and a live streaming was being webcast on the website of National Depository System Limited ('NSDL'). The Company had taken all the requisite steps to enable Members to participate and vote on the items of businesses considered at the AGM.

The details of authorized representations received from promoter group shareholders were informed to the Members. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders. Further, the Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the Notice were available for inspection in electronic mode.

It was informed to the Members that the Statutory Auditors' Report and Secretarial Auditor's Report did not contain any qualifications, other reservations, adverse remarks or disclaimers and hence the Notice of the Meeting and the Auditors' Reports for the financial year ended March 31, 2024 were taken as read.

The Chairman then addressed the Members. In his speech, the Chairman highlighted, *inter-alia*, the macro - economic scenario, the performance of three businesses, *viz.*, Commercial Vehicles ('CV'), Passenger Vehicles ('PV') & Electric Vehicles ('EV') and Jaguar Land Rover ('JLR') in FY 2023-24, corporate actions undertaken by the Company in FY 24 and key focus areas of the Company in future under each of its businesses *i.e.*, improving financial strength, enhancing customer experience, the strategies to improve market share, brand strength as well as meeting growth aspirations and proposed demerger of the Company into two separate listed entities.

The Chairman, thereafter, requested Mr. P B Balaji, Group Chief Financial Officer to make a presentation to the Members. Mr. Balaji made a presentation covering, *inter-alia*, business highlights of the Company comprising of CV, PV & EV and JLR detailing their respective Revenue, EBIDTA, PBT and FCF. He also highlighted various corporate actions during FY24 and proposed demerger of the Company into two separate listed entities.

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Thereafter, the Company Secretary informed that the Members who were present at the AGM but had not cast their votes earlier through remote e-voting, may cast their vote during the AGM and explained the process of e-voting on the Resolutions during the meeting through the NSDL e-voting website. He further informed that Mr. P N Parikh (Membership No. FCS 327) of M/s Parikh & Associates, Practicing Company Secretaries was appointed as the Scrutinizer by the Board to scrutinize the remote e-voting process prior to and during the AGM in a fair and transparent manner.

The Chairman then invited the Members to share their views, suggestions and questions, if any, on the operations and financial performance of the Company and related matters. After the Members expressed their views and asked their queries, the Chairman responded to the queries raised by them.

The Chairman thanked the Members for their continuous support and for attending and participating at the Meeting and requested the Members who had not voted earlier, to complete e-voting in the next 15 minutes. The Chairman authorized the Company Secretary to carry out the voting process and declare the voting results.

After 15 minutes, the Company Secretary informed the Members that the consolidated voting results alongwith the scrutinizer's report would be disseminated through the Stock Exchanges and also placed on the websites of the Company, i.e., [www.tatamotors.com](http://www.tatamotors.com), the National Securities Depository Limited, i.e., [www.evoting.nsdl.com](http://www.evoting.nsdl.com) not later than two working days from the conclusion of the Meeting.

The Meeting concluded at 6:30 p.m.

The Scrutinizer had informed that all the Resolutions were passed with the requisite majority, as per details mentioned in the attached table and marked as **Annexure – 1**.

Yours faithfully,  
Tata Motors Limited

Maloy Kumar Gupta  
Company Secretary

Encl. as above

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## ANNEXURE – 1

The following Resolutions were passed with requisite majority by the Members of Tata Motors Limited, as per the Notice convening the 79<sup>th</sup> Annual General Meeting held on Monday, June 24, 2024:

Item No.	Details of the Resolutions passed at the 79 <sup>th</sup> AGM	Type of the Resolution(s)
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary
2	To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024 together with the Report of the Auditors thereon.	Ordinary
3	To declare a dividend on Ordinary Shares and 'A' Ordinary Shares of the Company for the financial year ended March 31, 2024 including a special dividend on Ordinary Shares and 'A' Ordinary Shares for the financial year ended March 31, 2024.	Ordinary
4	To appoint a Director in place of Mr. Girish Wagh (DIN: 03119361), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary
5	Appointment of Mr. Bharat Puri (DIN: 02173566) as a Director and as an Independent Director	Special
6	Re-appointment of Ms. Vedika Bhandarkar (DIN: 00033808) as an Independent Director for the Second term	Special
7	Revision in the terms of remuneration of Mr. Girish Wagh (DIN: 03119361), Executive Director	Ordinary
8	Tata Motors Limited Share-based Long Term Incentive Scheme 2024 and grant of Performance Share Units to the Eligible Employees under the Scheme	Special
9	Extending the Tata Motors Share-based Long Term Incentive Scheme 2024 to Eligible Employees of Subsidiary companies of the Company	Special
10	Appointment of Branch Auditors	Ordinary
11	Ratification of Cost Auditor's Remuneration	Ordinary
12	Material Related Party Transactions of the Company with Tata Technologies Limited, a subsidiary of the Company	Ordinary
13	Material Related Party Transaction(s) of the Company with Tata Cummins Private Limited, a Joint Operations Company	Ordinary
14	Material Related Party Transaction(s) of the Company with Tata Advanced Systems Limited, a wholly owned subsidiary of Tata Sons Private Limited, the Promoter of the Company	Ordinary
15	Material Related Party Transaction(s) of the Company with Automobile Corporation of Goa Limited, an associate of the Company	Ordinary
16	Material Related Party Transaction(s) of the Company and its identified wholly owned subsidiaries, viz., Tata Motors Passenger Vehicles Limited and Tata Passenger Electric Mobility Limited with Tata Capital Limited, a subsidiary of Tata Sons Private Limited, the Promoter of the Company	Ordinary
17	Material Related Party Transaction(s) of the Company and its identified subsidiaries with Fiat India Automobiles Private Limited, a Joint Operations Company	Ordinary
18	Material Related Party Transaction(s) of identified subsidiaries of the Company, viz., Tata Motors Passenger Vehicles Limited ('TMPVL') and Tata Passenger Electric Mobility Limited ('TPEML') with Tata AutoComp Systems Limited and its subsidiaries and joint ventures (TACSL Group), related parties of the Company	Ordinary
19	Material Related Party Transaction(s) of Jaguar Land Rover Group of	Ordinary

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	Companies, subsidiaries of the Company with Chery Jaguar Land Rover Automotive Company Limited, a Joint Venture of JLR Group	
20	Material Related Party Transaction(s) of Jaguar Land Rover Group of Companies, subsidiaries of the Company with Sertec Group of companies, an associate of JLR Group	Ordinary
21	Material Related Party Transaction(s) of the Company and/or its identified subsidiaries including Jaguar Land Rover Group of Companies with Tata Consultancy Services Limited and its subsidiaries	Ordinary
22	Material Related Party Transaction(s) of the Company with Tata Steel Limited, identified subsidiaries / affiliates of TSL and Poshs Metals Industries Private Limited (a third party) through dealers of TSL	Ordinary

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