



28th February 2019

Department of Corporate Services
BSE Limited
PJ Towers
Dalal Street
Fort
Mumbai 400 001

Tata Motors Limited
Bombay House,
24 Homi Mody Street,
Mumbai 400 001.

National Stock Exchange of India Limited
Exchange Plaza
Plot No. C-1, Block 'G'
Bandra Kurla Complex
Bandra (E), Mumbai 400 051

Dear Sirs,

Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Code, 2011")

In connection with the purchase of Ordinary Shares of Tata Motors Limited by our Company by way of market purchase, we are submitting herewith the abovementioned disclosure in the prescribed format.

Kindly acknowledge receipt.

Yours faithfully,
TATA SONS PRIVATE LIMITED

Suprakash Mukhopadhyay
Company Secretary

TATA SONS PRIVATE LIMITED

Bombay House 24 Homi Mody Street Mumbai 400 001
Tel 91 22 6665 8282 Fax 91 22 6665 8080 e-mail tatasons@tata.com
website www.tata.com CIN U99999MH1917PTC000478



Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Tata Motors Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Tata Sons Private Limited		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*) #	% w.r.t. total diluted share/voting capital of the TC (**)#
Before the acquisition under consideration, holding of :			
a) Shares carrying voting rights			
Tata Sons Private Limited - Ordinary Shares	96,13,81,852	32.72	32.72
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking / others)			
c) Voting rights (VR) otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)			
e) Total (a+b+c+d)			
Tata Sons Private Limited - Ordinary Shares	96,13,81,852	32.72	32.72
Details of acquisition/sale:			
a) Shares carrying voting rights acquired/sold			
Shares carrying voting rights acquired/sold			
Tata Sons Private Limited - Ordinary Shares	5,77,74,671	1.97	1.97
Shares carrying voting rights acquired/sold			
b) VRs acquired /sold otherwise than by shares			
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold			
d) Shares encumbered / invoked/released by the acquirer			
e) Total (a+b+c+/-d)			
Tata Sons Private Limited (Shares Acquired) - Ordinary Shares	5,77,74,671	1.97	1.97
After the acquisition/sale, holding of:			
a) Shares carrying voting rights			
Tata Sons Private Limited - Ordinary Shares	1,01,91,56,523	34.69	34.69
b) Shares encumbered with the acquirer			
c) VRs otherwise than by shares			
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition			
e) Total (a+b+c+d)			
Tata Sons Private Limited - Ordinary Shares	1,01,91,56,523	34.69	34.69
Mode of acquisition /sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Open Market		
Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	13.08.2018 to 20.08.2018 - 2,61,00,000 Ordinary Shares 11.02.2019 to 25.02.2019 - 2,28,25,058 Ordinary Shares 26.02.2019 - 88,49,613 Ordinary Shares		
Equity share capital / total voting capital of the TC before the said acquisition / sale (No. of Shares)	2,93,81,64,487		
Equity share capital/ total voting capital of the TC after the said acquisition / sale (No. of Shares)	2,93,81,64,487		
Total diluted share/voting capital of the TC after the said acquisition (No. of Shares)	2,93,81,64,487		

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(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.
(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Additional Information

The aggregate holding of the other members of the Promoter Group and Persons Acting in Concert before and after acquisition of shares by Tata Sons Private Limited ("TSPL") is given below.

Particulars	After acquisition of shares by TSPL i.e. as on 26.02.2019	
	No. of shares	% w.r.t. total Capital #
Aggregate holding of other members of Promoter Group and Persons Acting in Concert		
Ordinary Shares	9,55,75,951	3.25
'A' Ordinary Shares	4,91,667	0.00

Notes :

1. Tata AIA Life Insurance Company Limited ("TALIC") and Tata AIG General Insurance Company Limited ("TAGIC") do not act in concert with Tata Sons Private Limited or any of its group companies for the acquisition of shares, voting rights or control over the Target Company. However, TALIC and TAGIC are included above as "Persons Acting in Concert" pursuant to their being deemed so under Regulation 2(1)(q)(2)(i) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
2. Members of the Promoter Group do not act in concert with Tata Sons Private Limited or any of its group companies for the acquisition of shares, voting rights or control over the Target Company, however, they have been included above as "Persons Acting in Concert" pursuant to their being deemed so under Regulation 2(1)(q)(2)(iv) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Since the Target Company has issued Ordinary and 'A' Ordinary Shares (having differential voting rights), % of total voting capital is given.

Signature of the acquirer / seller / Authorised Signatory
Tata Sons Private Limited

Suprakash Mukhopadhyay
Company Secretary
Place: Mumbai
Date: 28.02.2019

