

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

July 5, 2022 Sc no – 16844

Dear Sirs,

Re: Proceedings and Voting Results of the 77<sup>th</sup> Annual General Meeting ('AGM') of the Tata Motors Limited ("the Company") held on July 4, 2022

The 77<sup>th</sup> AGM of the Company was held on Monday, July 4, 2022 from 3.00 p.m. (IST) to 5.40 p.m. (IST) through video conferencing ('VC') / Other Audio-Visual Means ('OAVM') to transact the businesses as stated in the Notice dated May 31, 2022 convening the 77<sup>th</sup> AGM.

In this regard, we are enclosing herewith the following:

- i. Summary of proceedings of the 77<sup>th</sup> 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 ('Listing Regulations') **Annexure A**.
- ii. Voting Results of the businesses transacted at the 77th AGM, as required under Regulation 44(3) of the Listing Regulations **Annexure B.**
- iii. The Consolidated Report of the Scrutinizer, pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 **Annexure C.**

The Consolidated Voting Results alongwith the Scrutinizer's Report is available on the Company's website at <a href="https://www.tatamotors.com">www.tatamotors.com</a> and on the website of National Securities Depository Limited at <a href="https://www.evoting.nsdl.com">www.evoting.nsdl.com</a>.

The video recording of the proceedings of the 77<sup>th</sup> AGM is also being made available on the website of the Company at www.tatamotors.com.

This is for your information and records.

Yours faithfully, Tata Motors Limited

Maloy Kumar Gupta Company Secretary

Encl. as above



#### Annexure A

# Summary of proceedings of the 77<sup>th</sup> Annual General Meeting ('AGM'/'Meeting') of the Members of the Company

The 77<sup>th</sup> AGM of the Members of Tata Motors Limited ("the Company") was held on Monday, July 4, 2022 at 3:00 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 Chairperson/Chairman 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.

With the consent of the Members, the Notice of the Meeting and the Auditors' Report for the financial year ended March 31, 2022 were taken as read. 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.

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 the product and other highlights of both Tata Motors and Jaguar Land Rover, FY22 Revenue, EBIDTA and PBT as well as key priorities of Commercial Vehicles, Passenger Vehicles and Jaguar Land Rover, funding from TPG Rise for the electric vehicle business and the outlook for FY23 on demand and supply as well as the aim to become net zero auto debt Company by FY24.

The Chairman then read out his speech to the Members. In his speech, the Chairman highlighted that the Company had been at the forefront in coping with the relentless challenges over the past couple of years including global pandemic, high inflation, rising geopolitical risks, supply chain constraints, etc. and delivered a better financial performance in FY22 as compared to FY21. He mentioned that the Passenger Vehicles business witnessed a strong turnaround and the Electric Vehicle business had been leading the industry in India. The Commercial Vehicles business had been getting back to value creating growth. Jaguar Land Rover business would be future ready despite a tough supply chain environment. The



Chairman also provided an outlook of the Company highlighting strong demand, easing of supply chain constraints, shift to sustainable mobility and creation of a virtuous cycle of growth and returns for the shareholders.

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 express their views, give suggestions and make enquiries on the operations and financial performance of the Company and related matters. After the Members finished speaking, the Chairman responded to the questions raised by them.

The Chairman thanked the Members for their continuous support and for attending and participating at the Meeting and requested the Members to complete e-voting for next 15 minutes. The Chairman authorized the Company Secretary to carry out the voting process and declare the voting results of the consolidated voting.

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 placed on the websites of the Company, i.e., <a href="www.tatamotors.com">www.tatamotors.com</a>, the National Securities Depository Limited, i.e., <a href="www.evoting.nsdl.com">www.evoting.nsdl.com</a> not later than two working days from the conclusion of the Meeting.

The Meeting concluded at 5.40 p.m.

The Scrutinizer's Report was received after the conclusion of the Meeting on July 5, 2022 and as set out therein all the said Resolutions were declared 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



#### **ANNEXURE - 1**

Based on the Scrutinizer's Report, the following Resolutions were passed with requisite majority by the Members of Tata Motors Limited, as per the Notice convening the 77<sup>th</sup> Annual General Meeting held on Monday, July 4, 2022:

Item	Details of the Resolutions passed at the 77 <sup>th</sup> AGM	Type of the
No.	Details of the Resolutions passed at the TT Acivi	Resolution
1	To receive, consider and adopt the Audited Financial Statements of the Company	Ordinary
	for the financial year ended March 31, 2022 together with the Reports of the	
2	Board of Directors and the Auditors thereon.  To receive, consider and adopt the Audited Consolidated Financial Statements of	Ordinary
2	the Company for the financial year ended March 31, 2022 together with the	Ordinary
	Report of the Auditors thereon.	
3	To appoint a Director in place of Mr Mitsuhiko Yamashita (DIN: 08871753), who	Ordinary
	retires by rotation and being eligible, offers himself for re-appointment.	,
4	To re-appoint Statutory Auditors of the Company	Ordinary
5	To appoint Mr Al-Noor Ramji (DIN: 00230865) as a Director and as an	Special
	Independent Director	On a sint
6	To appoint Mr Om Prakash Bhatt (DIN: 00548091) as a Director and to re-appoint as an Independent Director for the second term	Special
7	To re-appoint Ms Hanne Birgitte Sorensen (DIN: 08035439) as an Independent	Special
,	Director for the second term	Opoolai
8	To approve material related party transactions between the Company and Tata	Ordinary
	Marcopolo Motors Limited, a subsidiary	
9	To approve material related party transactions between the Company and Tata	Ordinary
10	Technologies Limited, a subsidiary	Oudingsu
10	To approve material related party transactions between the Company and Tata Motors Passenger Vehicles Limited, a subsidiary	Ordinary
11	To approve material related party transactions between the Company and Tata	Ordinary
12	Cummins Private Limited, a Joint Operations Company  To approve material related party transactions between the Company and Tata	Ordinary
12	Capital Financial Services Limited, a subsidiary of Tata Sons Private Limited, the	Ordinary
	Promoter	
13	To approve material related party transactions of Tata Motors Passenger	Ordinary
	Vehicles Limited, a subsidiary with certain identified related parties of the	
14	Company  To approve material related party transactions of Tata Passanger Floatric Mobility	Ordinary
14	To approve material related party transactions of Tata Passenger Electric Mobility Limited, a wholly owned subsidiary with certain identified related parties of the	Orumary
	Company	
15	To approve material related party transactions of Tata Motors Finance Group of	Ordinary
	Companies, as subsidiaries with certain identified related parties of the Company	-
16	To approve material related party transactions of the Jaguar Land Rover Group	Ordinary
	of Companies, as subsidiaries with certain identified Related parties of the	
17	Company  To approve material related party transactions between Tata Cummins Private	Ordinary
''	Limited, a Joint Operations Company and its related parties	Ordinary
18	To amend Tata Motors Limited Employees Stock Option Scheme, 2018	Special
19	To approve change in place of keeping Registers and Records of the Company	Special
20	To approve appointment of Branch Auditors	Ordinary
21	To ratify Cost Auditor's remuneration	Ordinary

TATA MOTORS LIMITED 7	7th AGM VOTING RESULTS	
Date of the Annual General Meeting		July 4, 2022
	Ordinary Shareholders	4148137
Total number of shareholders on cut-off date (June 27, 2022)	`A' Ordinary Shareholders	519190
	Total:	4667327
No. of shareholders present in the Meeting either in person or through proxy:		
Promoters and Promoter Group:	No arrangement for physical appointment of proxy was	
Public:	meeting was held through VC/0	
No. of shareholders attended the Meeting Video Conferencing:		399
Promoters and Promoter Group:		5
Public:		394

Resolution no. 1														
Resolution Required	: (Ordinary/Spe	cial)		Ordinary	Ordinary									
Whether promoter/ pagenda/resolution?	oromoter group	are interested i	n the	No	No									
Description of resolut	tion considered			To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon										
Category	Mode of Voting	No. of shares held*	No. of Votes on Shares Held**	No. of votes	% of Votes Polled on outstanding shares	No. of Votes	No. of Votes -Against	% of Votes in favour on votes polled	% of Votes against on votes polled	No. of votes				
		[1]	[2]	[3]	[4]=[(3)/(2)] *100	[5]	[6]	[7]=[(5)/(3)]*100	[8]=[(6)/(3)]*100	[9]				
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0				
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0				
Promoter Group	Postal Ballot	1579887957	1544785303	0			Ŭ	0.0000	0.0000	0				
	Total			1544785303		1544785303		100.0000		0				
	E-Voting			766431453	79.8533	763885955	+	99.6679		0				
5 11: 1	Poll	4460007005	050700040	0	0.0000	0	0	0.0000	0.0000	0				
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0				
	Total			766431453	79.8533	763885955	2545498	99.6679	0.3321	0				
	E-Voting			249363566	28.7557	249089122	274444	99.8899	0.1101	0				
Public Non	Poll			0	0.0000	0	0	0.0000	0.0000	0				
Institutions	Postal Ballot	1087129352	867178350	0			-	0.0000		0				
	Total			249363566	28.7557	249089122		99.8899		0				
Total		3829415204	3371762596	2560580322	75.9419	2557760380	2819942	99.8899	0.1101	0				

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and ' A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.2												
Resolution Required : (	Ordinary/Special)			Ordinary								
Whether promoter/ pragenda/resolution?	omoter group are i	nterested in the		No								
Description of resolution	on considered			To receive, consi financial year en	-				-	y for the		
Category	Mode of Voting	No. of shares held*	No. of Votes on Shares Held**	No. of votes	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes -Against	% of Votes in favour on votes polled	against on	No. of votes Invalid		
		[1]	[2]	[3]	[4]=[(3)/(2)]* 100	[5]	[6]	[7]=[(5)/(3)] *100	[8]=[(6)/(3)] *100	[9]		
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0		
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Promoter Group	Postal Ballot	1579887957	1544785303	0			_	0.0000		0		
	Total			1544785303		1544785303	0	200:000	0.0000	0		
	E-Voting	4		766431453	79.8533		2545498	99.6679	0.3321	0		
Public Institutions	Poll	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0		
Public ilistitutions	Postal Ballot	1102397893	333730343	0	0.0000	0	0	0.0000	0.0000	0		
	Total	1		766431453	79.8533	763885955	2545498		0.3321	0		
	E-Voting			249361297	28.7555		273065	99.8905	0.1095	0		
	Poll	1		0				0.0000	0.0000	0		
	Postal Ballot	1087129352	867178350	0	0.0000	0	0	0.0000	0.0000	0		
	Total			249361297	28.7555	249088232	273065	99.8905	0.1095	0		
Total		3829415204	3371762596	2560578053	75.9418	2557759490	2818563	99.8899	0.1101	0		

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.3													
Resolution Required : (Ordi	nary/Special)			Ordinary									
Whether promoter/ promo agenda/resolution?	ter group are i	nterested in the	•	No									
Description of resolution co	nsidered			To appoint a Director in place of Mr Mitsuhiko Yamashita (DIN: 08871753), who retires by rotation and being eligible, offers himself for re-appointment									
Category	Mode of Voting	No. of shares	No. of Votes on Shares	No. of votes	% of Votes Polled on outstanding	No. of Votes – in	No. of Votes	% of Votes in favour on	against on	No. of votes			
		held*	Held**	polled	shares	favour	-Against	votes polled [7]=[(5)/(3)]	votes polled [8]=[(6)/(3)]	Invalid			
		[1]	[2]	[3]	[4]=[(3)/(2)]*100	[5]	[6]	*100	*100	[9]			
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0			
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Group	Postal Ballot	1579887957	1544785303	0	0.0000		0						
	Total			1544785303		1544785303	0						
	E-Voting			769874555	80.2121	767485466	2389089		0.3103				
Public Institutions	Poll	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0			
	Postal Ballot	1102397693	959796945	0	0.0000	0	0	0.0000	0.0000	0			
	Total			769874555	80.2121	767485466	2389089	99.6897	0.3103	0			
	E-Voting			249350748	28.7543	248915794	434954	99.8256	0.1744	. 0			
	Poll			0	0.0000	0	0	0.0000	0.0000	0			
<u> </u>	Postal Ballot	1087129352	867178350	0	0.0000		0						
Takal	Total	2020445204	2274762526	249350748	28.7543	248915794	434954			-			
Total		3829415204	3371762596	2564010606	76.0436	2561186563	2824043	99.8899	0.1101	. 0			

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.4													
Resolution Required :	(Ordinary/Speci	al)		Ordinary									
Whether promoter/ p agenda/resolution?	romoter group a	re interested in	the	No	No								
Description of resoluti	on considered			Re-appointment of the Statutory Auditors									
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 Poll	1579887957	1544785303	1544785303 0	100.0000	1544785303 0	0		0.0000 0.0000	0			
Promoter Group	Postal Ballot Total			0 <b>1544785303</b>	0.0000 <b>100.0000</b>	0 <b>1544785303</b>	0		0.0000 <b>0.0000</b>	0			
	E-Voting Poll			769874555 0	80.2121 0.0000	769874555 0	0		0.0000 0.0000	0			
Public Institutions	Postal Ballot <b>Total</b>	1162397895	959798943	0 <b>769874555</b>	0.0000 <b>80.2121</b>	0 <b>769874555</b>	0			0 <b>0</b>			
Public Non	E-Voting Poll			249348248 0	28.7540 0.0000	249178116 0	170132 0	99.9318	0.0682	0			
Public Non nstitutions	Postal Ballot <b>Total</b>			0 <b>249348248</b>	0.0000	0 <b>249178116</b>	0 <b>170132</b>	0.0000 <b>99.9318</b>		0 <b>0</b>			
Total	TOTAL	3829415204											

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.5										
Resolution Required : (O	rdinary/Specia	1)		Special						
Whether promoter/ proragenda/resolution?	moter group ar	e interested in	the	No						
Description of resolution	considered			Appointment of N	Mr Al-Noor Ram	iji (DIN: 002308	365) as a Direc	tor and as an In	dependent Dire	ector
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	against on	No. of votes Invalid
		[1]	[2]	[3]	[4]=[(3)/(2)] *100	[5]	[6]	[7]=[(5)/(3)] *100	[8]=[(6)/(3)] *100	[9]
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0
Promoter Group	Postal Ballot	1579887957	1544785303	0	0.000	0	0	0.0000	0.0000	0
	Total			1544785303		1544785303	0			
	E-Voting			768830176		768830176	0			
	Poll			0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0
	Total			768830176	80.1033	768830176	0	100.0000	0.0000	0
	E-Voting			249349075	28.7541	249097262	251813	99.8990		
	Poll			0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	Postal Ballot	1087129352	867178350	0	0.000	0	0	0.000		
	Total			249349075		249097262	251813	99.8990		
Total		3829415204	3371762596	2562964554	76.0126	2562712741	251813	99.9902	0.0098	0

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.6													
Resolution Required : (Ord	inary/Special)			Special									
Whether promoter/ promoter agenda/resolution?	oter group are i	nterested in the	2	No	No								
Description of resolution co	onsidered				of Mr Om Prakash B Director for the secor	-	8091) as a Dir	ector and his re	-appointment as	an			
Category	No. of Votes on Shares Held**	No. of votes	% 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]			
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0			
Promoter and Promoter	Poll	]		0	0.0000	0	0	0.0000	0.0000	0			
Group	Postal Ballot	1579887957	1544785303	0	0.0000		0		0.0000	0			
	Total			1544785303		1544785303	0		0.0000	0			
	E-Voting			593011797	61.7850		82024555		13.8319	0			
D. Idlanta and a day	Poll	4462207005	050700043	0	0.0000	0	0	0.0000	0.0000	0			
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0		0.0000	0			
	Total			593011797	61.7850	510987242	82024555	86.1681	13.8319	0			
	E-Voting			249197371	28.7366		26087485		10.4686	0			
Public Non Institutions	Poll			0	0.0000	0	0	0.0000	0.0000	0			
	Postal Ballot	1087129352	867178350	0	0.0000		0	0.000	0.0000	0			
	Total			249197371	28.7366		26087485		10.4686	0			
Total		3829415204	3371762596	2386994471	70.7937	2278882431	108112040	95.4708	4.5292	0			

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.7													
Resolution Required :	(Ordinary/Spec	ial)		Special	Special								
Whether promoter/ pagenda/resolution?	oromoter group	are interested in	the	No									
Description of resolut	ion considered			Re-appointment o term	Re-appointment of Ms Hanne Birgitte Sorensen (DIN: 08035439) as an Independent Director for the second term								
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]			
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0			
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Promoter Group	Postal Ballot <b>Total</b>	1579887957	1544785303	0 <b>1544785303</b>	0.0000 <b>100.0000</b>		0		0.0000 <b>0.0000</b>	0			
	E-Voting			769696911	80.1936		19398792	97.4797	2.5203	0			
	Poll	1		0	0.0000		0		0.0000	0			
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0			
	Total			769696911	80.1936		19398792	97.4797	2.5203	0			
	E-Voting			249351257	28.7543	240938058	8413199		3.3740	0			
Public Non nstitutions	Poll		0.7170	0	0.0000	0	0	0.0000	0.0000	0			
	Postal Ballot	1087129352	867178350	0	0.0000		0	0.000		0			
	Total			249351257	28.7543	240938058	8413199		3.3740	0			
Total		3829415204	3371762596	2563833471	76.0384	2536021480	27811991	98.9152	1.0848	0			

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and ' A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.8												
Resolution Required : (Ord	inary/Special)			Ordinary								
Whether promoter/ promoter agenda/resolution?	ter group are i	nterested in the		Yes								
Description of resolution co	onsidered			Material Related subsidiary	Material Related Party Transaction(s) between the Company and Tata Marcopolo Motors Limited, a subsidiary							
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]		
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0		
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000	0.0000	0		
	Total			0	0.0000	0	0	0.0000	0.0000	0		
	E-Voting			769874555	80.2121	769874555	0			0		
	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0		
	Total			769874555	80.2121	769874555	0	100.0000	0.0000	0		
	E-Voting			249254738	28.7432	249039984	214754	99.9138	0.0862	0		
	Poll			0	0.0000	0	0	0.0000	0.0000	0		
ublic Non Institutions	Postal Ballot	1087129352	852 867178350	0	0.0000	0	0	0.0000	0.0000	0		
	Total	1		249254738	28.7432	249039984	214754	99.9138	0.0862	0		
Total		3829415204	3371762596	1019129293	30.2254	1018914539	214754	99.9789	0.0211	0		

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.9												
Resolution Required : (Ordi	inary/Special)			Ordinary								
Whether promoter/ promo agenda/resolution?	ter group are i	nterested in the	•	Yes	/es							
Description of resolution co	onsidered			Material Related	Party Transaction(s)	between the C	ompany and T	ata Technologies	s Limited, a subsi	diary		
Category	Mode of Voting	No. of shares held*	No. of Votes on Shares Held**	No. of votes	% 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]		
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0		
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000	0.0000	0		
	Total			0	0.0000		0	0.0000	0.0000	0		
	E-Voting			769874555	80.2121	769874555	0	100.0000	0.0000	0		
	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0		
	Total			769874555	80.2121	769874555	0	100.0000	0.0000	0		
	E-Voting			249253549	28.7431	249037145	216404	99.9132	0.0868	0		
	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Public Non Institutions	Postal Ballot	1087129352	867178350	0			0	0.0000	0.0000	0		
	Total			249253549		249037145	216404	99.9132	0.0868	0		
Total		3829415204	3371762596	1019128104	30.2254	1018911700	216404	99.9788	0.0212	0		

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.10												
Resolution Required : (O	rdinary/Specia	1)		Ordinary								
Whether promoter/ pror agenda/resolution?	moter group ar	e interested in t	he	Yes								
Description of resolution	considered			Material Relat Limited, a sub	ted Party Transaction sidiary	(s) between th	e Company an	d Tata Motors P	assenger Vehicle	es		
Category	Mode of Voting	No. of shares held*	No. of Votes on Shares Held**	No. of votes	% 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]		
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0		
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Promoter Group	Postal Ballot	1579887957	1544785303	0	0.0000		0			0		
	E-Voting			769874555	80.2121	769874555	0			0		
	Poll			0	0.0000		0			0		
Public Institutions	Postal Ballot	1162397895	959798943		0.0000		0			0		
	Total			769874555	80.2121	769874555	0	100.0000	0.0000	0		
	E-Voting			249251804	28.7429		201616	99.9191	0.0809	0		
	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Public Non Institutions	Postal Ballot	1087129352 867178350	0	0.0000		0			0			
	Total			249251804	28.7429		201616	99.9191	0.0809	0		
Total		3829415204	3371762596	1019126359	30.2253	1018924743	201616	99.9802	0.0198	0		

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.11													
Resolution Required :	(Ordinary/Speci	al)		Ordinary									
Whether promoter/ pragenda/resolution?	romoter group a	re interested in	the	Yes									
Description of resoluti	on considered			Material Rela Joint Operatio	=	ction(s) betwe	en the Compa	ny and Tata Cumr	mins Private Limi	ted, a			
Category	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)]*1 00	[8]=[(6)/(3)]* 100	[9]			
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0			
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Promoter Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000	0.0000	0			
	Total			0	0.0000	0	0	0.0000	0.0000	0			
	E-Voting			769874555	80.2121	769874555	0	100.0000	0.0000	0			
	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0			
	Total			769874555	80.2121	769874555	0	100.0000	0.0000	0			
	E-Voting	]		249256017	28.7433	249043469	212548			0			
Public Non	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Institutions	Postal Ballot	1087129352	867178350	0			0	0.000		0			
	Total			249256017     28.7433     249043469     212548     99.9147     0.0853     0									
Total		3829415204	3371762596	1019130572	30.2255	1018918024	212548	99.9791	0.0209	0			

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and ' A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.12												
Resolution Required : (O	rdinary/Specia	1)		Ordinary								
Whether promoter/ pror agenda/resolution?	moter group ar	e interested in t	the	Yes								
Description of resolution	considered				ted Party Transaction sidiary of Tata Sons P		= =		nancial Services			
Category Mode of Voting No. of Votes on Shares No. of votes on outstanding No. of No.									No. of votes Invalid			
		[1]	[2]	[3]	[4]=[(3)/(2)]*100	[5]	[6]	[7]=[(5)/(3)]* 100	[8]=[(6)/(3)]* 100	[9]		
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0		
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Promoter Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000				
	Total			760074555	0.0000	760074555	0	0.0000		0		
	E-Voting Poll			769874555	80.2121 0.0000	769874555	0	100.0000 0.0000		0		
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000		0		
	Total			769874555	80.2121	769874555	0	100.0000	0.0000	0		
	E-Voting			249248280	28.7424	249024947	223333	99.9104	0.0896	0		
	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Public Non Institutions	Postal Ballot	1087129352	867178350	0	0.0000	0	0 0 0.0000 0.0000			0		
	Total			249248280 28.7424 249024947 223333 99.9104 0.0896								
Total		3829415204	3371762596	1019122835	30.2252	1018899502	223333	99.9781	0.0219	0		

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.13											
Resolution Required :	(Ordinary/Spec	ial)		Ordinary							
Whether promoter/ pagenda/resolution?	oromoter group	are interested in	n the	Yes							
Description of resolut	ion considered				ted Party Transac ied Related Parti			ger Vehicles Lim	ited, a subsidiary	with	
									No. of votes Invalid		
		[1]	[2]	[3]	[4]=[(3)/(2)]*1 00	[5]	[6]	[7]=[(5)/(3)]* 100	[8]=[(6)/(3)]* 100	[9]	
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0	
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0	
Promoter Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000	0.0000	0	
	Total			0	0.0000		0				
	E-Voting			769874555	80.2121	769874555	0				
	Poll			0	0.0000	0	0	0.0000	0.0000	0	
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0	
	Total			769874555	80.2121	769874555	0	100.0000	0.0000	0	
	E-Voting			249244306	28.7420	249023616	220690	99.9115	0.0885	0	
Public Non	Poll			0	0.0000	0	0	0.0000	0.0000	0	
Institutions	Postal Ballot	1087129352	867178350	0	0.0000		0				
	Total			249244306         28.7420         249023616         220690         99.9115         0.0885         0							
Total		3829415204	3371762596	06 1019118861 30.2251 1018898171 220690 99.9783 0.0217 0							

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and ' A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.14													
Resolution Required :	(Ordinary/Specia	al)		Ordinary									
Whether promoter/ p agenda/resolution?	romoter group a	re interested in	the	Yes									
Description of resolut	ion considered				ted Party Transaction h certain identified R				, a wholly-owned	I			
Category	Mode of Voting	No. of	No. of Votes on Shares	No. of votes	% of Votes Polled on outstanding	No. of Votes – in	No. of Votes	% of Votes in favour on	% of Votes against on	No. of votes			
		shares held*	Held**	polled	shares	favour	-Against	votes polled	votes polled	Invalid			
		[1]	[2]	[3]	[4]=[(3)/(2)]*100	[5]	[6]	[7]=[(5)/(3)]*1 00	[8]=[(6)/(3)]*1 00	[9]			
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0			
Promoter and	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Promoter Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000	0.0000	0			
	Total			0	0.0000		0	0.0000	0.0000	0			
	E-Voting			769874555	80.2121	769874555	0	100.0000	0.0000	_			
	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0			
	Total			769874555	80.2121	769874555	0	100.0000	0.0000	0			
	E-Voting			249259489	28.7437	249081509	177980	99.9286	0.0714	0			
Public Non	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Institutions	Postal Ballot	1087129352	867178350	0	0.0000	0	0	0.0000	0.0000	0			
	Total			249259489	28.7437	249081509	177980	99.9286	0.0714	0			
Total		3829415204	3371762596	1019134044	30.2256	1018956064	177980	99.9825	0.0175	0			

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.15													
Resolution Required : (Ord	inary/Special)			Ordinary									
Whether promoter/ promoted agenda/resolution?	oter group are i	nterested in the	2	Yes	/es								
Description of resolution co	onsidered				-	ion(s) of Tata Mot s of the Company	tors Finance G	roup of Compar	nies, as subsidiari	es with			
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]			
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0			
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.000		0			
	Total			760074555	0.0000	760074555	0	0.0000		0			
	E-Voting			769874555	80.2121	769874555	0			0			
Public Institutions	Poll	1162397895	959798943	0	0.0000	0	U	0.0000	0.0000	U			
Public institutions	Postal Ballot	1102397893	333736343	0	0.0000	0	0	0.0000	0.0000	0			
	Total			769874555	80.2121	769874555	0	100.0000		0			
	E-Voting			249244952	28.7421	249030400	214552	99.9139		0			
	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Public Non Institutions	Postal Ballot	1087129352	867178350	0	0.0000	0	0	0.0000	0.0000	0			
	Total			249244952	28.7421	249030400	214552	99.9139	0.0861	0			
Total		3829415204	3371762596	06 1019119507 30.2251 1018904955 214552 99.9789 0.0211 0									

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.16											
Resolution Required : (Ordi	nary/Special)			Ordinary							
Whether promoter/ promo agenda/resolution?	ter group are i	nterested in the	2	Yes							
Description of resolution co	onsidered			Material Related Party Transaction(s) of the Jaguar Land Rover Group of Companies, as subsidiaries with certain identified Related Parties of the Company							
Category	Mode of Voting	No. of shares held*	No. of Votes on Shares Held**	ares No. of votes on outstanding Votes – in Votes favour on against on votes							
		[1]	[2]	[3]	[4]=[(3)/(2)]*100	[5]	[6]	[7]=[(5)/(3)]* 100	[8]=[(6)/(3)]* 100	[9]	
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0	
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0	
Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000		0	
	Total			0	0.0000	0	0	0.000		0	
	E-Voting			769874555	80.2121	769874555	0			0	
Public Institutions	Poll	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0	
Public institutions	Postal Ballot	1102397893	959798943	0	0.0000	0	0	0.0000	0.0000	0	
	Total			769874555	80.2121	769874555	0			0	
	E-Voting			249271964	28.7452	249069297	202667		0.0813	0	
	Poll			0		0	0			0	
Public Non Institutions	Postal Ballot	1087129352	867178350	0	0.0000	0	0	0.0000	0.0000	0	
	Total			249271964 28.7452 249069297 202667 99.9187 0.0813 0							
Total		3829415204	3371762596	596 1019146519 30.2259 1018943852 202667 99.9801 0.0199 0							

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and ' A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.17	esolution No.17										
Resolution Required : (Ord	inary/Special)			Ordinary							
Whether promoter/ promo agenda/resolution?	ter group are i	nterested in the	2	Yes							
Description of resolution co	onsidered				ted Party Transact		n Tata Cummir	ns Private Limited	l, a joint operations	5	
Category Mode of Voting No. of Votes No. of Votes on Shares held* No. of Held** Polled on Shares held* No. of Votes outstanding Shares on Shares held* No. of Votes outstanding Shares S								votes			
		[1]	[2]	[3]	[4]=[(3)/(2)]*1 00	[5]	[6]	[7]=[(5)/(3)]*1 00	[8]=[(6)/(3)]*10 0	[9]	
	E-Voting			0	0.0000	0	0	0.0000	0.0000	0	
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0	
Group	Postal Ballot	1579887957	1544785303	0	0.0000 <b>0.0000</b>	0	0	0.0000 <b>0.0000</b>		0	
	E-Voting			769874555		542706259	227168296		29.5072	0	
	Poll			0	0.0000	0	0	0.0000	0.0000	0	
Public Institutions	Postal Ballot	1162397895	959798943	0 <b>769874555</b>	0.0000 <b>80.2121</b>	0 <b>542706259</b>	0 <b>227168296</b>	0.0000 <b>70.4928</b>		0	
	E-Voting			249271775		221708346	27563429	88.9424	11.0576	0	
	Poll			0 0.0000 0 0 0.0000 0.0000 0							
Public Non Institutions	Postal Ballot	1087129352	867178350	0 0.0000 0 0.000						0	
Total		3829415204	3371762596	1019146330							

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.18	lution No.18												
Resolution Required : (Ord	inary/Special)			Special									
Whether promoter/ promo agenda/resolution?	oter group are i	nterested in the	2	No									
Description of resolution co	onsidered			Amendment i	n the Tata Motors Lin	nited Employees S	tock Option S	cheme, 2018					
Category	Mode of Voting	No. of shares held*	No. of Votes on Shares Held**	No. of votes	% 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]			
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0			
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Group	Postal Ballot	1579887957	1544785303	0	0.000		0			0			
	<b>Total</b> E-Voting			<b>1544785303</b> 769943063	<b>100.0000</b> 80.2192	<b>1544785303</b> 747900942	22042121		<b>0.0000</b> 2.8628	<b>0</b>			
	Poll			709943003		747900942	0			0			
Public Institutions	Postal Ballot	1162397895	959798943				0			0			
	Total			769943063	80.2192	747900942	22042121	97.1372	2.8628	0			
	E-Voting			249353080	28.7545	247952206	1400874		0.5618	0			
	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Public Non Institutions	Postal Ballot	1087129352	867178350	0	0.000	_	0			0			
	Total			249353080	28.7545		1400874			0			
Total		3829415204	3371762596	2564081446	76.0457	2540638451	23442995	99.0857	0.9143	0			

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.19	ution No.19											
Resolution Required : (Ord	inary/Special)			Special								
Whether promoter/ promoter agenda/resolution?	oter group are i	nterested in the	2	No								
Description of resolution co	onsidered			Change in plac	ce of keeping register	s and records o	of the Compan	у				
Category	Mode of Voting	No. of shares held*	No. of Votes on Shares Held**	No. of votes	% 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)]*1 00	[8]=[(6)/(3)] *100	[9]		
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0		
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Group	Postal Ballot	1579887957	1544785303	0	0.0000		0			0		
	Total			1544785303		1544785303	0			0		
	E-Voting			769943063	80.2192	769943063	0	100.0000	0.0000	0		
B 11: 1	Poll	4460007005	050700040	0	0.0000	0	0	0.0000	0.0000	0		
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0		
	Total			769943063	80.2192	769943063	0	100.0000	0.0000	0		
	E-Voting			249343814	28.7535	249191765	152049	99.9390		0		
	Poll			0	0.0000	0	0	0.0000	0.0000	0		
Public Non Institutions	Postal Ballot	1087129352	867178350	0	0.0000	0	0	0.0000	0.0000	0		
	Total			249343814         28.7535         249191765         152049         99.9390         0.0610         0								
Total		3829415204	3371762596	06 2564072180 76.0455 2563920131 152049 99.9941 0.0059 0								

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.20	lution No.20												
Resolution Required : (Ordin	nary/Special)			Ordinary									
Whether promoter/ promot agenda/resolution?	ter group are i	nterested in the	2	No	No								
Description of resolution co	nsidered			Appointment of Branch Auditors									
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)]*1 00	[8]=[(6)/(3)]* 100	[9]			
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0			
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000	0.0000	0			
	Total			1544785303	100.0000	1544785303	0	100.0000	0.0000	0			
	E-Voting			769874555	80.2121	769874555	0	100.0000	0.0000				
	Poll			0	0.0000	0	0	0.0000	0.0000	0			
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000		0	0.0000	0.0000	0			
	Total			769874555	80.2121	769874555	0	100.0000	0.0000	0			
I	E-Voting			249336479	28.7526	249193900	142579	99.9428	0.0572	0			
	Poll			0	0.0000	0	0	0.0000	0.0000	0			
-	Postal Ballot <b>Total</b>	1087129352	867178350	0 <b>249336479</b>	0.0000 <b>28.7526</b>		0 <b>142579</b>	0.0000 <b>99.9428</b>	0.0000 <b>0.0572</b>	0			
Total	ıotai	3829415204	3371762596	96 2563996337									

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.

Resolution No.21										
Resolution Required : (Ord	inary/Special)			Ordinary						
Whether promoter/ promo agenda/resolution?	oter group are i	nterested in the	е	No						
Description of resolution of	onsidered			Ratification of	Cost Auditor's F	Remuneration				
Category	Mode of Voting	No. of shares held*	No. of Votes on Shares Held**	No. of votes	% 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)]*1 00	[8]=[(6)/(3)]*1 00	[9]
	E-Voting			1544785303	100.0000	1544785303	0	100.0000	0.0000	0
Promoter and Promoter	Poll			0	0.0000	0	0	0.0000	0.0000	0
Group	Postal Ballot	1579887957	1544785303	0	0.0000	0	0	0.0000	0.0000	0
	Total			1544785303	100.0000		0			0
	E-Voting			769745615	80.1986		0			
<b>-</b> 1.00 - 100 - 100	Poll			0	0.0000	0	0	0.0000	0.0000	0
Public Institutions	Postal Ballot	1162397895	959798943	0	0.0000	0	0	0.0000	0.0000	0
	Total			769745615	80.1986	769745615	0	100.0000	0.0000	0
	E-Voting			249325407	28.7513	225335946	23989461	90.3783	9.6217	0
	Poll			0	0.0000	0	0	0.0000	0.0000	0
Public Non Institutions	Postal Ballot	1087129352	867178350	0	0.0000	0	0	0.0000	0.0000	0
	Total			249325407	28.7513	225335946	23989461	90.3783	9.6217	0
Total		3829415204	3371762596	2563856325	76.0391	2539866864	23989461	99.0643	0.9357	0

<sup>\*</sup> Includes Ordinary shares and 'A' Ordinary Shares wherever applicable.

<sup>\*\*</sup> The Company has two category of shares - Ordinary shares and 'A' Ordinary shares. 'A' Ordinary shareholders are entitled to one vote for every ten 'A' Ordinary shares held by them. Accordingly, the no. of votes on shares held has been calculated taking into account the full voting rights on Ordinary shares plus 1/10th voting rights of 'A' Ordinary Shares, wherever applicable.



To,
The Chairman,
Tata Motors Limited

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 for the 77th Annual General Meeting of Tata Motors Limited held on Monday, July 4, 2022 at 3.00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM').

I, P. N. Parikh, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of Tata Motors Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct the remote e-voting process in respect of the below mentioned resolutions proposed at the 77th Annual General Meeting ("AGM") of Tata Motors Limited on Monday, July 4, 2022 at 3.00 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated May 31, 2022 convening the AGM along with the Integrated and Annual Accounts 2021-22, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same. The e-mails were sent in compliance with the MCA General Circular No. 20/2020 dated May 5, 2020 in relation to clarification on holding of AGM through VC/OAVM read with General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 5, 2022 (collectively referred to as 'MCA Circulars').

The Company had availed the e-voting facility offered by National Securities Depository Limited' ('NSDL') for conducting remote e-voting by the Shareholders of the Company.

The voting period for remote e-voting commenced on Thursday, June 30, 2022 (9:00 a.m. IST) and ended on Sunday, July 3, 2022 (5:00 p.m. IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date Monday, June 27, 2022 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-votin at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Monday, June 27, 2022 and as per the Register of Members of the Company.

Further, I would also like to mention that Shareholders who have split their votes into "Assent" as well as "Dissent" in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head "Assent".

I now submit my consolidated report as under on the result of the remote e-voting prior to and during the AGM in respect of the said resolutions.

# **Resolution 1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.

#### (i) Voted in favour of the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	8129	253,27,30,626	
'A' Ordinary Shares*	743	2,50,29,754	
Total	8872	255,77,60,380	99.89

#### (ii) Voted against the resolution:

True of Oudinaur Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	100	27,24,040	
'A' Ordinary Shares*	14	95,902	
Total	114	28,19,942	0.11

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

# **Resolution 2: Ordinary Resolution**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022 together with the Report of the Auditors thereon.

# (i) Voted **in favour** of the resolution:

Town of Oudingson Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	8078	253,27,29,840	
'A' Ordinary Shares*	741	2,50,29,650	
Total	8819	255,77,59,490	99.89

#### (ii) Voted against the resolution:

Towns of Oudinamy Chans	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	125	27,22,661	
'A' Ordinary Shares*	14	95,902	
Total	139	28,18,563	0.11

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

#### **Resolution 3: Ordinary Resolution**

Appointment of a Director in place of Mr Mitsuhiko Yamashita (DIN: 08871753), who retires by rotation and being eligible, seeks re-appointment.

#### (i) Voted **in favour** of the resolution:

True of Oudinaury Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7820	253,60,61,655	
'A' Ordinary Shares*	731	2,51,24,908	
Total	8551	256,11,86,563	99.89

# (ii) Voted **against** the resolution:

True of Oudinaury Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	385	28,23,265	
'A' Ordinary Shares*	27	778	
Total	412	28,24,043	0.11

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

#### **Resolution 4: Ordinary Resolution**

Re-appointment of the Statutory Auditors - M/s. B S R & Co. LLP, Chartered Accountants, (Firm Registration No. 101248W/W-100022) for the second consecutive term of five years, from the conclusion of this  $77^{\rm th}$  Annual General Meeting till the conclusion of the  $82^{\rm nd}$  Annual General Meeting to be held in the year 2027.

#### (i) Voted in favour of the resolution:

Town of Oudingson Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7882	253,87,12,834	
'A' Ordinary Shares*	738	2,51,25,140	
Total	8620	256,38,37,974	99.99

#### (ii) Voted against the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	315	1,69,586	
'A' Ordinary Shares*	20	546	
Total	335	1,70,132	0.01

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

# **Resolution 5: Special Resolution**

Appointment of Mr Al-Noor Ramji (DIN: 00230865) as a Director and as an Independent Director.

# (i) Voted **in favour** of the resolution:

Town of Oudingson Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7691	253,75,87,935	
'A' Ordinary Shares*	728	2,51,24,806	
Total	8419	256,27,12,741	99.99

# (ii) Voted **against** the resolution:

T (O 1: Cl	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	492	2,50,989	
'A' Ordinary Shares*	28	824	
Total	520	2,51,813	0.01

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	-
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

# **Resolution 6: Special Resolution**

Appointment of Mr Om Prakash Bhatt (DIN: 00548091) as a Director and his re-appointment as an Independent Director for the second term.

# (i) Voted **in favour** of the resolution:

Towns of Outlines and Chause	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7642	225,53,62,779	
'A' Ordinary Shares*	699	2,35,19,652	
Total	8341	227,88,82,431	95.47

# (ii) Voted **against** the resolution:

True of Oudinaur Chans	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	508	10,65,35,857	
'A' Ordinary Shares*	54	15,76,183	
Total	562	10,81,12,040	4.53

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

# **Resolution 7: Special Resolution**

Re-appointment of Ms Hanne Birgitte Sorensen (DIN: 08035439) as an Independent Director for the second term.

#### (i) Voted **in favour** of the resolution:

True of Oudinama Chana	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7701	251,10,17,018	
'A' Ordinary Shares*	715	2,50,04,462	
Total	8416	253,60,21,480	98.92

# (ii) Voted **against** the resolution:

True of Oudinamy Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	467	2,76,90,792	
'A' Ordinary Shares*	39	1,21,199	
Total	506	2,78,11,991	1.08

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

#### **Resolution 8: Ordinary Resolution**

Material Related Party Transaction(s) between the Company and Tata Marcopolo Motors Limited, a subsidiary.

# (i) Voted **in favour** of the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7972	99,76,90,310	
'A' Ordinary Shares*	732	2,12,24,229	
Total	8704	101,89,14,539	99.98

# (ii) Voted **against** the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	183	2,13,684	
'A' Ordinary Shares*	18	1,070	
Total	201	2,14,754	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

# **Resolution 9: Ordinary Resolution**

Material Related Party Transaction(s) between the Company and Tata Technologies Limited, a subsidiary.

# (i) Voted **in favour** of the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	8002	99,76,87,261	
'A' Ordinary Shares*	735	2,12,24,439	
Total	8737	101,89,11,700	99.98

## (ii) Voted **against** the resolution:

True of Oudinamy Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	168	2,15,495	
'A' Ordinary Shares*	17	909	
Total	185	2,16,404	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

# **Resolution 10: Ordinary Resolution**

Material Related Party Transaction(s) between the Company and Tata Motors Passenger Vehicles Limited, a subsidiary.

## (i) Voted **in favour** of the resolution:

Type of Oudinary Chara	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	8004	99,77,00,287	
'A' Ordinary Shares*	734	2,12,24,456	
Total	8738	101,89,24,743	99.98

## (ii) Voted **against** the resolution:

True of Oudinamy Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	159	2,00,714	
'A' Ordinary Shares*	19	902	
Total	178	2,01,616	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	-
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

### **Resolution 11: Ordinary Resolution**

Material Related Party Transaction(s) between the Company and Tata Cummins Private Limited, a Joint Operations Company.

# (i) Voted **in favour** of the resolution:

True of Oudinaury Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7958	99,76,93,593	
'A' Ordinary Shares*	732	2,12,24,431	
Total	8690	101,89,18,024	99.98

## (ii) Voted **against** the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	192	2,11,631	
'A' Ordinary Shares*	20	917	
Total	212	2,12,548	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

## **Resolution 12: Ordinary Resolution**

Material Related Party Transaction(s) between the Company and Tata Capital Financial Services Limited, a subsidiary of Tata Sons Private Limited, the Promoter.

## (i) Voted **in favour** of the resolution:

Type of Ordinary Share		Number of valid	
	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7961	99,76,75,049	
'A' Ordinary Shares*	733	2,12,24,453	
Total	8694	101,88,99,502	99.98

# (ii) Voted **against** the resolution:

True of Oudinaux Chans	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	187	2,22,433	
'A' Ordinary Shares*	19	900	
Total	206	2,23,333	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	-
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

#### **Resolution 13: Ordinary Resolution**

Material Related Party Transaction(s) of Tata Motor Passenger Vehicles Limited, a subsidiary with certain identified Related Parties of the Company.

## (i) Voted **in favour** of the resolution:

Town of Oudingson Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7954	99,76,73,742	
'A' Ordinary Shares*	732	2,12,24,429	
Total	8686	101,88,98,171	99.98

#### (ii) Voted against the resolution:

Town a of Oudin are Chara	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	184	2,19,776	
'A' Ordinary Shares*	19	914	
Total	203	2,20,690	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

#### **Resolution 14: Ordinary Resolution**

Material Related Party Transaction(s) of Tata Passenger Electric Mobility Limited, a wholly-owned subsidiary with certain identified Related Parties of the Company.

#### (i) Voted in favour of the resolution:

True of Oudinam Chan	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7970	99,77,31,633	
'A' Ordinary Shares*	734	2,12,24,431	
Total	8704	101,89,56,064	99.98

## (ii) Voted against the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	175	1,77,058	
'A' Ordinary Shares*	18	922	
Total	193	1,77,980	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

## **Resolution 15: Ordinary Resolution**

Material Related Party Transaction(s) of Tata Motors Finance Group of Companies, as subsidiaries with certain identified Related Parties of the Company.

## (i) Voted **in favour** of the resolution:

Trung of Oudingury Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7947	99,76,80,541	
'A' Ordinary Shares*	732	2,12,24,414	
Total	8679	101,89,04,955	99.98

## (ii) Voted **against** the resolution:

True of Oudinaury Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	193	2,13,633	
'A' Ordinary Shares*	19	919	
Total	212	2,14,552	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

#### **Resolution 16: Ordinary Resolution**

Material Related Party Transaction(s) of the Jaguar Land Rover Group of Companies, as subsidiaries with certain identified Related Parties of the Company.

## (i) Voted **in favour** of the resolution:

Type of Oudinous Chans	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7979	99,77,19,431	
'A' Ordinary Shares*	732	2,12,24,421	
Total	8711	101,89,43,852	99.98

#### (ii) Voted against the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	169	2,01,750	
'A' Ordinary Shares*	18	917	
Total	187	2,02,667	0.02

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

## **Resolution 17: Ordinary Resolution**

Material Related Party Transaction(s) between Tata Cummins Private Limited, a Joint Operations Company and it's Related Parties.

## (i) Voted **in favour** of the resolution:

Type of Ordinary Share	Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
Ordinary Shares	7650	74,93,28,598	or varia votes east
'A' Ordinary Shares*	682	1,50,86,007	
Total	8332	76,44,14,605	75.01

## (ii) Voted against the resolution:

True of Oudinaury Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	476	24,85,92,389	
'A' Ordinary Shares*	69	61,39,336	
Total	545	25,47,31,725	24.99

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	-
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

## **Resolution 18: Special Resolution**

# Amendment in Tata Motors Limited Employees Stock Option Scheme, 2018.

# (i) Voted **in favour** of the resolution:

True of Oudinaury Chang	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7817	251,56,83,819	
'A' Ordinary Shares*	716	2,49,54,632	
Total	8533	254,06,38,451	99.09

## (ii) Voted **against** the resolution:

Towns of Oudinasses Chaus	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	367	2,32,68,051	
'A' Ordinary Shares*	40	1,74,944	
Total	407	234,42,995	0.91

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

# **Resolution 19: Special Resolution**

# Change in place of keeping registers and records of the Company.

# (i) Voted **in favour** of the resolution:

Towns of Oudings are Chaus	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7871	253,87,91,120	
'A' Ordinary Shares*	734	2,51,29,011	
Total	8605	256,39,20,131	99.99

## (ii) Voted **against** the resolution:

Towns of Oudings are Chaus	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	305	1,51,490	
'A' Ordinary Shares*	20	559	
Total	325	1,52,049	0.01

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

## **Resolution 20: Ordinary Resolution**

# Appointment of Branch Auditors - M/s Mani & Co., Cost Accountants (Firm Registration No. 000004)

## (i) Voted **in favour** of the resolution:

Towns of Oudings are Chaus	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	8023	253,87,28,656	
'A' Ordinary Shares*	739	2,51,25,102	
Total	8762	256,38,53,758	99.99

## (ii) Voted **against** the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
Type of Ordinary Share	members voted	votes cast by them	of valid votes cast
Ordinary Shares	165	1,42,039	
'A' Ordinary Shares*	16	540	
Total	181	1,42,579	0.01

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

#### **Resolution 21: Ordinary Resolution**

#### Ratification of Cost Auditor's Remuneration.

#### (i) Voted **in favour** of the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number
	members voted	votes cast by them	of valid votes cast
Ordinary Shares	7846	251,47,41,800	
'A' Ordinary Shares*	728	2,51,25,064	
Total	8574	253,98,66,864	99.06

#### (ii) Voted against the resolution:

Type of Ordinary Share	Number of	Number of valid	% of total number	
	members voted	votes cast by them	of valid votes cast	
Ordinary Shares	334	2,39,88,883		
'A' Ordinary Shares*	27	578		
Total	361	2,39,89,461	0.94	

#### (iii) Invalid votes:

	Number of members	Number of invalid
Type of Ordinary Share	voted whose votes	votes cast by them
	were declared invalid	
Ordinary Shares	Nil	Nil
'A' Ordinary Shares*	Nil	Nil
Total	Nil	Nil

Thanking you, Yours faithfully,

PN Digitally signed by PN Parikh Date: 2022.07.05 14:2926+05'30'
P.N. Parikh

FCS: 327 CP No.: 1228 Parikh & Associates

**Practising Company Secretaries** 

P/R No.: 1129/202

UDIN: F000327D000566521 111,11<sup>th</sup> Floor, Sai Dwar CHS Ltd Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Above Shabari Restaurant, Andheri West, Mumbai – 400053

Place: Mumbai

Dated: July 5, 2022