



BSE Limited  
First Floor, New Trading Ring  
Rotunda Building, P J Towers  
Dalal Street, Fort  
Mumbai 400 001  
**Kind Attn: Mr Khushro A. Bulsara**  
**General Manager - Listing**  
**Listing Compliance & Legal Regulatory**

National Stock Exchange of India Ltd.  
Exchange Plaza, 5th Floor  
Plot No.C/1, G Block  
Bandra-Kurla Complex  
Bandra (East), Mumbai 400 051  
**Kind Attn: Mr Lokesh Bhandari**  
**Senior Manager**  
**Listing Department**

May 24, 2021  
Sc.no. 16371

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the Financial Year 2020-21**

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read alongwith CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report of the Company issued by Mr. P.N. Parikh of Parikh & Associates, Practicing Company Secretaries for the financial year 2020-21.

This is for the information of the exchange and the members.

Yours faithfully,  
Tata Motors Limited

Hoshang K Sethna  
Company Secretary

**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

**Secretarial Compliance Report of Tata Motors Limited for the year ended March 31, 2021**

We Parikh & Associates have examined:

- a) all the documents and records made available to us and explanation provided by **Tata Motors Limited** ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2021 ("Review Period") in respect of compliance with the provisions of :

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations , circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the review period)
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not Applicable to the Company during the review period)
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- j) Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993;

and circulars/ guidelines issued thereunder;

and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, We hereby report that, during the Review Period:

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

| Sr. No. | Compliance Requirement<br>(Regulations / circulars/<br>guidelines including specific<br>clause) | Deviations | Observations/<br>Remarks of the<br>Practicing<br>Company Secretary |
|---------|---|------------|--|
|         | Nil   |            |  |

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

| Sr. No. | Action taken by | Details of violation | Details of action taken<br>E.g. fines,<br>warning letter,<br>debarment, etc. | Observations/<br>remarks of the<br>Practicing<br>Company<br>Secretary, if<br>any. |
|---------|-----------------|----------------------|--|---|
|         |                 | Nil                  |  |   |

- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

| Sr. No.               | Observations of<br>the Practicing<br>Company<br>Secretary in the<br>previous reports | Observations<br>made in the<br>secretarial<br>compliance report<br>for the year ended<br>.....<br>(The years are to<br>be mentioned) | Actions taken by<br>the listed entity,<br>if any | Comments of the<br>Practicing<br>Company<br>Secretary on the<br>actions taken by<br>the listed entity |
|-----------------------|--|--|--|---|
| <b>Not Applicable</b> |  |  |  |   |

Place: Mumbai

Date: 18.05.2021

For Parikh & Associates  
Company Secretaries

Signature: **P N Parikh**

Name of the Practicing Company Secretary: P. N. Parikh

FCS No.: 327 C P No.: 1228

UDIN: F000327C000338137

Digitally signed by P N Parikh  
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serialNumber=6da2d6cf9f91e9732378e198497c9be1a9a554aaf6  
294fe7c98b0c5e69c2fc, cn=P N Parikh  
Date: 2021.05.18 20:25:36 +05'30'