FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return

(other than OPCs and Small Companies)

U44003MH1945PLC004403

TATA INDUSTRIES LIMITED

AAACT4058L

Pre-fill

Form language English Hindi Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

Name of the Registrar and Transfer Agent

(ii) (a) Name of the company

(iii)

(iv)

(b) Registered office address

| TATA INDUSTRIES LTD BOMBAY MODY STREET | HOUSE 24 HOMI | | | |
|---|-------------------------|-----------|-----------------------------|--|
| MUMBAI Maharashtra 400001 | | | | |
| (c) *e-mail ID of the company | | TA**** | ****TA.COM | |
| (d) *Telephone number with STD code | | 02*****52 | | |
| (e) Website | | www.ta | ataindustries.com | |
| Date of Incorporation | | 07/04/ | 1945 | |
| Type of the Company | Category of the Company | | Sub-category of the Company | |
| | | | | |

| | Public Company | Company limited | d by sh | ares | | Indian Non-Gov | 'ernm | nent company | |
|---------|------------------------------------|---------------------|---------|-------|------|----------------|-------|--------------|--|
| (v) Wh | ether company is having share ca | pital | ۲ | Yes | 0 | No | | | |
| (vi) *W | hether shares listed on recognized | d Stock Exchange(s) | 0 | Yes | ۲ | No | | | |
| (b |) CIN of the Registrar and Transfe | er Agent | | U6719 | ЭОМН | 11999PTC118368 | | Pre-fill | |

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| LINK INTIME INDIA PRIVATE LIMIT | ED | | | | |
|---|----------------------|---------------|-------------|------------|--------------|
| Registered office address of the | e Registrar and Tra | ansfer Agents | | | - |
| C-101, 1st Floor, 247 Park, Lal Bah roli (West), NA | adur Shastri Marg, ' | Vikh | | |] |
| (vii) *Financial year From date 01/02 | 4/2023 | DD/MM/YY | YY) To date | 31/03/2024 | (DD/MM/YYYY) |
| (viii) *Whether Annual general meetii | ng (AGM) held | ۲ | Yes 🔿 | No | |
| (a) If yes, date of AGM | 25/06/2024 | | | | |
| (b) Due date of AGM | 01/09/2024 | | | | |
| (c) Whether any extension for A | GM granted | | ⊖ Yes | No | |
| II. PRINCIPAL BUSINESS AC | TIVITIES OF T | HE COMP | ANY | | |

*Number of business activities 4

| S.No | Main Activity group code | | Business Activity Code | Description of Business Activity | % of turnover of the company |
|------|--------------------------------|---|------------------------------|---|------------------------------------|
| 1 | к | Financial and insurance Service | К8 | Other financial activities | 53.08 |
| 2 | м | Professional, Scientific and Technical | М3 | Management consultancy activities | 37.43 |
| 3 | М | Professional, Scientific and Technical | М9 | Other professional, scientific and technical activities | 9.48 |
| 4 | Q | Hospital and Medical Care | Q6 | Other Hospital and Medical Care Activities | 0 |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given 15 Pre-fill All

| S.No | Name of the company | CIN / FCRN | Holding/ Subsidiary/Associate/ Joint Venture | % of shares held |
|------|----------------------------|------------------------|---|------------------|
| 1 | TATA SONS PRIVATE LIMITED | U999999MH1917PTC000478 | Joint Venture | 53.62 |
| 2 | TATA CHEMICALS LIMITED | L24239MH1939PLC002893 | Joint Venture | 9.13 |
| 3 | INZPERA HEALTHSCIENCES LIN | U74999MH2016PLC282701 | Joint Venture | 76.92 |
| 4 | TATA AUTOCOMP SYSTEMS LII | U34100PN1995PLC158999 | Associate | 34.4 |

| 5 | ORIENTAL FLORATECH INDIA L | U01110MH1990PLC057600 | Associate | 24.19 |
|----|-----------------------------|-----------------------|------------|-------|
| 6 | ORIENTAL SERITECH LIMITED | U74999MH1993PLC072118 | Associate | 48.72 |
| 7 | ITEL INDUSTRIES LIMITED | U84200MH1992PLC066138 | Associate | 30 |
| 8 | INDIGENE PHARMACEUTICALS | | Associate | 32.96 |
| 9 | NISKALP INFRASTRUCTURE SEF | U67120MH1989PLC054778 | Associate | 50 |
| 10 | IMPETIS BIOSCIENCES LIMITED | U74999MH2017PLC295474 | Associate | 34.37 |
| 11 | 915 LABS INC | | Subsidiary | 100 |
| 12 | QUBIT INVESTMENTS PTE. LTD | | Subsidiary | 100 |
| 13 | TATA CLASSEDGE LIMITED | U80301MH2022PLC391776 | Subsidiary | 100 |
| 14 | FLISOM AG | | Subsidiary | 84.1 |
| 15 | FLISOM HUNGARY KFT | | Subsidiary | 84.1 |

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

| Particulars | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|--|--------------------|-------------------|--------------------|-----------------|
| Total number of equity shares | 111,000,000 | 107,954,602 | 107,954,602 | 107,954,602 |
| Total amount of equity shares (in Rupees) | 11,100,000,000 | 10,795,460,200 | 10,795,460,200 | 10,795,460,200 |

Number of classes

| Class of Shares Equity Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|-----------------------|-------------------|-----------------------|-----------------|
| Number of equity shares | 111,000,000 | 107,954,602 | 107,954,602 | 107,954,602 |
| Nominal value per share (in rupees) | 100 | 100 | 100 | 100 |
| Total amount of equity shares (in rupees) | 11,100,000,000 | 10,795,460,200 | 10,795,460,200 | 10,795,460,200 |

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(b) Preference share capital

| Particulars | Authorised capital | lssued capital | Subscribed capital | Paid-up capital |
|---|--------------------|-------------------|--------------------|-----------------|
| Total number of preference shares | 5,000,000 | 0 | 0 | 0 |
| Total amount of preference shares (in rupees) | 500,000,000 | 0 | 0 | 0 |

Number of classes

| Class of shares Preference Shares | Authorised capital | Issued capital | Subscribed capital | Paid up capital |
|---|-----------------------|-------------------|-----------------------|-----------------|
| Number of preference shares | 5,000,000 | 0 | 0 | 0 |
| Nominal value per share (in rupees) | 100 | 100 | 100 | 100 |
| Total amount of preference shares (in rupees) | 500,000,000 | 0 | 0 | 0 |

1

(c) Unclassified share capital

| Particulars | Authorised Capital |
|-------------------------------------|--------------------|
| Total amount of unclassified shares | 0 |

(d) Break-up of paid-up share capital

| Class of shares | Νι | umber of sh | ares | Total nominal amount | Total Paid-up amount | Total premium |
|---|----------|-------------|-----------|----------------------------|----------------------------|------------------|
| Equity shares | Physical | DEMAT | Total | | | |
| At the beginning of the year | 0 | 107,954,602 | 107954602 | 10,795,460, | 10,795,460 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Pubic Issues | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Rights issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Bonus issue | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Private Placement/ Preferential allotment | 0 | 0 | 0 | 0 | 0 | 0 |
| v. ESOPs | 0 | 0 | 0 | 0 | 0 | 0 |
| vi. Sweat equity shares allotted | 0 | 0 | 0 | 0 | 0 | 0 |
| vii. Conversion of Preference share | 0 | 0 | 0 | 0 | 0 | 0 |
| viii. Conversion of Debentures | 0 | 0 | 0 | 0 | 0 | 0 |
| ix. GDRs/ADRs | 0 | 0 | 0 | 0 | 0 | 0 |

| x. Others, specify | | | | 0 | 0 | |
|----------------------------------|---|-------------|-----------|-------------|------------|---|
| Not Applicable | | | | | U | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Buy-back of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | 0 | 0 | |
| Not Applicable | | | | 0 | 0 | |
| At the end of the year | 0 | 107,954,602 | 107954602 | 10,795,460, | 10,795,460 | |
| Preference shares | | | | | | |
| At the beginning of the year | 0 | 0 | 0 | 0 | 0 | |
| Increase during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Issues of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Re-issue of forfeited shares | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Others, specify | | | | | | |
| Not Applicable | | | | 0 | 0 | |
| Decrease during the year | 0 | 0 | 0 | 0 | 0 | 0 |
| i. Redemption of shares | 0 | 0 | 0 | 0 | 0 | 0 |
| ii. Shares forfeited | 0 | 0 | 0 | 0 | 0 | 0 |
| iii. Reduction of share capital | 0 | 0 | 0 | 0 | 0 | 0 |
| iv. Others, specify | | | | | 0 | |
| Not Applicable | | | | 0 | 0 | |
| At the end of the year | 0 | 0 | 0 | 0 | 0 | |

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

| | | | |
|---|------|------|--|
| 0 | | | |

| Class o | f shares | (i) | (ii) | (iii) |
|----------------|----------------------|-----|------|-------|
| Before split / | Number of shares | | | |
| Consolidation | Face value per share | | | |
| After split / | Number of shares | | | |
| Consolidation | Face value per share | | | |

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

| Nil | \sim | Maria | \sim | N | | |
|--|---------------------|-------|------------|----|---|----------------|
| [Details being provided in a CD/Digital Media] | 0 | Yes | () | No | 0 | Not Applicable |
| Separate sheet attached for details of transfers | $oldsymbol{igodol}$ | Yes | \bigcirc | No | | |

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

| Date of the previous | annual general meetir | ng | | | | | | |
|---|-----------------------|----|-------------|------------|--|--|--|--|
| Date of registration of transfer (Date Month Year) | | | | | | | | |
| Type of transfer 1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock | | | | | | | | |
| Number of Shares/ Debentures/ Units Transferred Amount per Share/ Debenture/Unit (in Rs.) | | | | | | | | |
| Ledger Folio of Trans | sferor | | | | | | | |
| Transferor's Name | | | | | | | | |
| | Surname | | middle name | first name | | | | |
| Ledger Folio of Trans | sferee | | | | | | | |

| Transferee's Name | | | |
|-------------------|---------|-------------|------------|
| | Surname | middle name | first name |

| Date of registration c | f transfer (D | ate Month Year) | | | | | | | |
|--|---------------|--|-----------|--------------------------|-----------------------|--|--|--|--|
| Type of transfe | r | 1 - E | Equity, 2 | 2- Preference Shares,3 - | Debentures, 4 - Stock | | | | |
| Number of Shares/ E Units Transferred |)ebentures/ | es/ Amount per Share/ Debenture/Unit (in Rs.) | | | | | | | |
| Ledger Folio of Transferor | | | | | | | | | |
| Transferor's Name | | | | | | | | | |
| | Suri | name | | middle name | first name | | | | |
| Ledger Folio of Trans | sferee | | | | | | | | |
| Transferee's Name | | | | | | | | | |
| | Suri | name | | middle name | first name | | | | |

(iv) *Debentures (Outstanding as at the end of financial year)

| Particulars | Number of units | Nominal value per unit | Total value |
|-------------------------------|-----------------|---------------------------|---------------|
| Non-convertible debentures | 9,500 | 10,00,000 | 9,500,000,000 |
| Partly convertible debentures | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 |
| Total | | | 9,500,000,000 |

Details of debentures

| Class of debentures | the beginning of the | - | Decrease during the year | Outstanding as at the end of the year |
|-------------------------------|----------------------|---|-----------------------------|---------------------------------------|
| | year | | | |
| Non-convertible debentures | 9,500,000,000 | 0 | 0 | 9,500,000,000 |
| Partly convertible debentures | 0 | 0 | 0 | 0 |
| Fully convertible debentures | 0 | 0 | 0 | 0 |

(v) Securities (other than shares and debentures) 0 Type of Securities Number of Securities Nominal Value of each Unit Total Nominal Value Paid up Value of each Unit Total Paid up Value Image: Comparison of Securities Nominal Value Image: Comparison of each Unit Total Nominal Value Paid up Value of each Unit Total Paid up Value Image: Comparison of Securities Image: Comparison of each Unit Image: Comparison of each Unit

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

2,249,776,287.86

(ii) Net worth of the Company

84,644,858,031.1

VI. (a) *SHARE HOLDING PATTERN - Promoters

| S. No. | Category | Equ | ity | Preference | | |
|--------|---|------------------|------------|------------------|------------|--|
| | | Number of shares | Percentage | Number of shares | Percentage | |
| 1. | Individual/Hindu Undivided Family | | | | | |
| | (i) Indian | 0 | 0 | 0 | | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | | |
| 2. | Government | | | | | |
| | (i) Central Government | 0 | 0 | 0 | | |
| | (ii) State Government | 0 | 0 | 0 | | |
| | (iii) Government companies | 0 | 0 | 0 | | |
| 3. | Insurance companies | 0 | 0 | 0 | | |
| 4. | Banks | 0 | 0 | 0 | | |
| 5. | Financial institutions | 0 | 0 | 0 | | |

| 6. | Foreign institutional investors | 0 | 0 | 0 | |
|-----|---|------------|-------|---|---|
| 7. | Mutual funds | 0 | 0 | 0 | |
| 8. | Venture capital | 0 | 0 | 0 | |
| 9. | Body corporate (not mentioned above) | 57,880,448 | 53.62 | 0 | |
| 10. | Others | 0 | 0 | 0 | |
| | Total | 57,880,448 | 53.62 | 0 | 0 |

4

Total number of shareholders (promoters)

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

| S. No. | Category | Equi | ity | Preference | | |
|--------|---|------------------|------------|------------------|------------|--|
| | | Number of shares | Percentage | Number of shares | Percentage | |
| 1. | Individual/Hindu Undivided Family | | | | | |
| | (i) Indian | 0 | 0 | 0 | | |
| | (ii) Non-resident Indian (NRI) | 0 | 0 | 0 | | |
| | (iii) Foreign national (other than NRI) | 0 | 0 | 0 | | |
| 2. | Government | | | | | |
| | (i) Central Government | 0 | 0 | 0 | | |
| | (ii) State Government | 0 | 0 | 0 | | |
| | (iii) Government companies | 0 | 0 | 0 | | |
| 3. | Insurance companies | 0 | 0 | 0 | | |
| 4. | Banks | 0 | 0 | 0 | | |
| 5. | Financial institutions | 0 | 0 | 0 | | |
| б. | Foreign institutional investors | 0 | 0 | 0 | | |
| 7. | Mutual funds | 0 | 0 | 0 | | |
| 8. | Venture capital | 0 | 0 | 0 | | |
| 9. | Body corporate (not mentioned above) | 50,074,154 | 46.38 | 0 | | |
| 10. | Others | 0 | 0 | 0 | | |

| | Total | 50,074,154 | 46.38 | 0 | 0 |
|-----------|---|------------|-------|---|---|
| Total nun | nber of shareholders (other than prom | oters) 8 | | | |
| | ber of shareholders (Promoters+Public n promoters) | c/ 12 | | | |

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS (Details, Promoters, Members (other than promoters), Debenture holders)

| Details | At the beginning of the year | At the end of the year |
|-----------------------------------|------------------------------|------------------------|
| Promoters | 4 | 4 |
| Members (other than promoters) | 8 | 8 |
| Debenture holders | 3 | 13 |

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

| Category | Number of directors at the beginning of the year | | | rectors at the end he year | Percentage of shares held by directors as at the end of year | |
|--------------------------------------|--|---------------|-----------|-------------------------------|--|---------------|
| | Executive | Non-executive | Executive | Non-executive | Executive | Non-executive |
| A. Promoter | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Non-Promoter | 1 | 3 | 1 | 3 | 0 | 0 |
| (i) Non-Independent | 1 | 3 | 1 | 3 | 0 | 0 |
| (ii) Independent | 0 | 0 | 0 | 0 | 0 | 0 |
| C. Nominee Directors representing | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Banks & FIs | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Investing institutions | 0 | 0 | 0 | 0 | 0 | 0 |
| (iii) Government | 0 | 0 | 0 | 0 | 0 | 0 |
| (iv) Small share holders | 0 | 0 | 0 | 0 | 0 | 0 |
| (v) Others | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 1 | 3 | 1 | 3 | 0 | 0 |

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

| Name | DIN/PAN | Designation | Number of equity share(s) held | Date of cessation (after closure of financial year : If any) |
|-------------------|------------|--------------------|--------------------------------|--|
| F.N. SUBEDAR | 00028428 | Director | 0 | |
| ERUCH KAPADIA | 02230412 | Director | 0 | |
| AARTHI SUBRAMANI/ | 07121802 | Director | 0 | |
| K.R.S. JAMWAL | 03129908 | Whole-time directo | 0 | |
| S. SRIRAM | ALPPS6570B | Company Secretar | 0 | |
| S. SRIRAM | ALPPS6570B | CFO | 0 | |

(ii) Particulars of change in director(s) and Key managerial personnel during the year 3 Name DIN/PAN Designation at the Nature of change Date of appointment/ change in beginning / during the (Appointment/ Change in designation/ cessation financial year designation/ Cessation) N. SRINATH 00058133 Director 28/04/2023 Cessation **ERUCH KAPADIA** 02230412 Additional director 28/04/2023 Appointment **ERUCH KAPADIA** Change in designation 02230412 Director 02/06/2023

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

| Number of meetings held | 1 | | | | |
|-------------------------|-----------------|--|------------|----------------------------|--|
| Type of meeting | Date of meeting | Total Number of Members entitled to | Attendance | | |
| | | attend meeting | | % of total shareholding | |
| ANNUAL GENERAL MEETI | 02/06/2023 | 12 | 7 | 82.17 | |

B. BOARD MEETINGS

*Number of meetings held

8

| S. No. | Date of meeting | Total Number of directors associated as on the date | | |
|--------|-----------------|---|------------------------------|-----------------|
| | | 1 | Number of directors attended | % of attendance |
| 1 | 27/04/2023 | 4 | 4 | 100 |

| S. No. | Date of meeting | Total Number of directors associated as on the date | | | |
|--------|-----------------|---|------------------------------|-----------------|--|
| | | of meeting | Number of directors attended | % of attendance | |
| 2 | 24/05/2023 | 4 | 4 | 100 | |
| 3 | 01/08/2023 | 4 | 4 | 100 | |
| 4 | 05/10/2023 | 4 | 4 | 100 | |
| 5 | 30/10/2023 | 4 | 4 | 100 | |
| 6 | 31/01/2024 | 4 | 4 | 100 | |
| 7 | 26/02/2024 | 4 | 4 | 100 | |
| 8 | 28/03/2024 | 4 | 4 | 100 | |

C. COMMITTEE MEETINGS

| per of meet | ings held | | 9 | | |
|-------------|--------------------|-----------------|--|----------------------------|----------------------------|
| S. No. | Type of meeting | Date of meeting | Total Number of Members as on the date of the meeting | Number of members attended | Attendance % of attendance |
| 1 | CORPORATE | 12/03/2024 | 2 | 2 | 100 |
| 2 | AUDIT COMM | 28/03/2024 | 3 | 2 | 66.67 |
| 3 | NOMINATION | 27/04/2023 | 3 | 3 | 100 |
| 4 | RISK MANAGI | 10/08/2023 | 7 | 7 | 100 |
| 5 | RISK MANAGI | 12/10/2023 | 7 | 5 | 71.43 |
| 6 | RISK MANAGI | 21/12/2023 | 7 | 7 | 100 |
| 7 | RISK MANAGI | 12/03/2024 | 6 | 6 | 100 |
| 8 | ASSET LIABIL | 05/10/2023 | 8 | 7 | 87.5 |
| 9 | ASSET LIABIL | 12/03/2024 | 6 | 6 | 100 |

D. *ATTENDANCE OF DIRECTORS

| | | Board Meetings | | Committee Meetings | | | Whether attended AGM | |
|-----------|-----------------|----------------|----------|--------------------|--|----------|-------------------------|-----------------------------------|
| S. No. | of the director | | Meetings | % of | | Meetings | % of attendance | held on 25/06/2024 (Y/N/NA) |

| 1 | F.N. SUBEDA | 8 | 8 | 100 | 5 | 5 | 100 | Yes |
|---|--------------|---|---|-----|---|---|-------|-----|
| 2 | ERUCH KAPA | 7 | 7 | 100 | 2 | 1 | 50 | No |
| 3 | AARTHI SUBF | 8 | 8 | 100 | 6 | 6 | 100 | No |
| 4 | K.R.S. JAMW/ | 8 | 8 | 100 | 7 | 6 | 85.71 | Yes |

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

| Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered |
|---|
|---|

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|---------------|--------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | K.R.S. JAMWAL | WHOLE TIME D | 45,439,432 | 0 | 0 | 0 | 45,439,432 |
| | Total | | 45,439,432 | 0 | 0 | 0 | 45,439,432 |

Number of CEO, CFO and Company secretary whose remuneration details to be entered

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|-----------|-------------|--------------|------------|-------------------------------|--------|-----------------|
| 1 | S. SRIRAM | COMPANY SEC | 27,575,686 | 0 | 0 | 0 | 27,575,686 |
| | Total | | 27,575,686 | 0 | 0 | 0 | 27,575,686 |

Number of other directors whose remuneration details to be entered

4

No

1

1

| S. No. | Name | Designation | Gross Salary | Commission | Stock Option/ Sweat equity | Others | Total Amount |
|--------|----------------|--------------|--------------|------------|-------------------------------|-----------|-----------------|
| 1 | F.N.SUBEDAR | NON-EXECUTI\ | 0 | 0 | 0 | 480,000 | 480,000 |
| 2 | N.SRINATH | NON-EXECUTI\ | 0 | 0 | 0 | 80,000 | 80,000 |
| 3 | AARTHI SUBRAMA | NON-EXECUTI\ | 0 | 0 | 0 | 560,000 | 560,000 |
| 4 | ERUCH KAPADIA | NON-EXECUTI\ | 0 | 0 | 0 | 320,000 | 320,000 |
| | Total | | 0 | 0 | 0 | 1,440,000 | 1,440,000 |

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

- * A. Whether the company has made compliances and disclosures in respect of applicable Yes (provisions of the Companies Act, 2013 during the year
 - B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS NI

| Name of the | Name of the court/ concerned Authority | Date of Order | | Details of penalty/ punishment | Details of appeal (if any) including present status | | | | |
|---|--|---------------|---|-----------------------------------|--|--|--|--|--|
| | | | | | | | | | |
| (B) DETAILS OF CO | (B) DETAILS OF COMPOUNDING OF OFFENCES NII | | | | | | | | |
| Name of the court/ company/ directors/ Authority Date of Ore | | | Name of the Act and section under which offence committed | Particulars of offence | Amount of compounding (in Rupees) | | | | |

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

● Yes ○ No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

| Name | JIGYASA N. VED |
|--------------------------------|----------------------|
| Whether associate or fellow | ○ Associate ● Fellow |
| Certificate of practice number | 6018 |

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

dated 05/09/2012

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been compiled with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.

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2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

| To be digitally signed by | | | | |
|---------------------------------|---|--------------------------|-------------|--|
| Director | KANWAR Datativ gover by KANWAR KANWAR RAMESHWAR JAMMAN SINGH JAMWAL Date (2014) 112 16/40/04 -0010/ | | | |
| DIN of the director | 0*1*9*0* | |] | |
| To be digitally signed by | Sriram Digitally signed by Sriram Sethuraman Sethuraman Date: 2024.08.12 16.42.00 +0530' | | | |
| Company Secretary | | | | |
| O Company secretary in practice | | | | |
| Membership number 1*0*3 | Ce | ertificate of practice n | umber | |
| Attachments | | | | List of attachments |
| 1. List of share holders, o | debenture holders | 4 | Attach | TIL - List of Share holders and Debentures |
| 2. Approval letter for exte | ension of AGM; | 4 | Attach | TIL - Form MGT-8 - Signed.pdf TIL - List of Debentures Transfers - Signed |
| 3. Copy of MGT-8; | | A | Attach | TIL - MGT-7 - Additional Attachment - FY 2 |
| 4. Optional Attachement | (s), if any | A | Attach | |
| | | | | Remove attachment |
| Modify | Check For | rm | Prescrutiny | Submit |

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



List of Shareholders as on March 31, 2024

Type of Shares: Equity

| Sr. No. | Name and Address | Total No. of shares held | % | DPID | BENID |
|------------|---|--------------------------------|--------|-----------|------------------------------------|
| Promo | ters | | | | |
| 1 | Tata Sons Private Limited. Bombay House, 24 Homi Mody Street, Mumbai 400 001. | 53,521,229 | 49.58% | IN301127/ | 10015811/ 16504488/ 20886524 |
| 2 | Ewart Investments Limited. Elphinstone Building, 1 st Floor, 10 Veer Nariman Road, Fort, Mumbai - 400 001. | 297,943 | 0.27% | IN300011 | 10020739 |
| 3 | Tata Investment Corporation Limited. Elphinstone Building, 10 Veer Nariman Road, Near Horniman Circle, Mumbai 400 001. | 676,790 | 0.63% | IN301127 | 16503673 |
| 4 | Tata International Limited. 24 th Floor, VIOS Tower, New Cuffe Parade, Off. Eastern Freeway, Sewri, Chembur Road, Wadala, Mumbai - 400037. | 3,384,486 | 3.14% | IN300011 | 10697178 |
| Other I | Bodies Corporates | | | | |
| 5 | Tata Steel Limited. Bombay House, 24 Homi Mody Street, Fort, Mumbai 400 001. | 99,80,436 | 9.24% | | 20012128/ 22388159 |
| 6 | Tata Motors Limited. Bombay House, 24 Homi Mody Street, Mumbai 400 001. | 10,310,242 | 9.55% | IN300476 | 41072687 |
| 7 | Tata Motors Finance Limited. Lodha I Think Techno Campus, Building A, 2nd Floor, Off Pokhran Road 2, Thane West, Thane – 400 601. | 993,753 | 0.92% | IN301549 | 52395337 |
| 8 | The Tata Power Co. Limited. Bombay House, 24 Homi Mody Street, Mumbai – 400 001. | 6,828,669 | 6.33% | IN301524 | 30005534 |
| 9 | Tata Chemicals Limited. Bombay House, 24 Homi Mody Street, Fort, Mumbai 400 001. | 9,861,303 | 9.13% | IN301127 | 15793133 |
| 10 | Voltas Limited. Voltas House - A, Dr. Babasaheb Ambedkar Road, Chinchpokli, Mumbai 400 033. | 1,305,720 | 1.21% | IN301127 | 16366452 |
| 11 | Tata Consumer Products Limited 1, Bishop Lefroy Road, Kolkata-7000020. | 65,19,441 | 6.04% | IN301250 | 28052168 |
| 12 | The Indian Hotels Company Limited Mandlik House, Mandlik Rd, Colaba, Mumbai 400 001 | 42,74,590 | 3.96% | IN301151 | 27847784 |
| | TOTAL | 107,954,602 | 100% | | |

TATA INDUSTRIES LIMITED

S. Sriram Chief Financial Officer & Company Secretary ICSI Membership No: A10083 Add.: Bombay House 24 Homi Mody Street, Mumbai – 400001

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TATA INDUSTRIES LIMITED



List of Debenture Holders as on March 31, 2024

Type of Debentures: Non-Convertible Debentures

| Sr. No. | Name and Address | No. of Debentures of Rs.10 lakhs each | DPID | BENID |
|------------|---|--|----------|----------|
| 1 | Shaku Suresh Vaswani Flat No 12, Sukh Shanti Bldg No 1, 19, Peddar Road, Dr G Deshmukh Marg, Mumbai – 400026 | 2 | IN300159 | 11253879 |
| 2 | Prime Research & Advisory Limited 1109, 1110, 11 th Floor, Maker Chambers V, Nariman Point Mumbai – 400021 | 25 | IN300159 | 11335727 |
| 3 | Manju Vijay Damani Flat No 301, Loknath Tower, Patwardhan Ground, Dhantoli, Nagpur – 440012 | 2 | IN301330 | 22051698 |
| 4 | Tarushi Jha 1602, Challenger Tower-2, Thakur Village, Kandivali East, We Highway, Next to Mahindra and Mahindra Mumbai – 400101 | 1 | IN301549 | 51758516 |
| 5 | PB Fintech Limited Etechaces Marketing and Consulting, Plot No 119, Ground Floor, Sec 44, Gurgaon – 122001 | 1,300 | IN301549 | 66223761 |
| 6 | Wipro Enterprises Private Limited No 8, SY No 17, 80FT Road, Koramangala, Industrial Layout, Ward No 151, Bangalore – 560034 | 340 | IN302927 | 10206133 |
| 7 | Kal Publications Private Limited 229, Kutchery Road, Mylapore, Chennai – 600004 | 60 | IN304295 | 52386051 |
| 8 | Advanced Vital Enzymes Private Limited Office No. 424, D wing, Lodha Supremus 2, Rd No.22 Wagle Estate, Thane – 400604 | 150 | 12023000 | 01244186 |
| 9 | Ambit Private Limited Ambit House, 449, Senapati Bapat Marg Lower Parel Mumbai – 400013 | 45 | 12047500 | 00008355 |
| 10 | Ambit Private Limited Ambit House, 449, Senapati Bapat Marg Lower Parel Mumbai – 400013 | 50 | 12047500 | 00030653 |
| 11 | Prime Securities Limited 1109-1110, Maker Chambers V, Nariman Point, Mumbai - 400021 | 25 | 12063600 | 00005803 |
| 12 | Aditya Birla Sun Life Insurance Company Limited One Indiabulls Centre Tower -1 16th Floor Mumbai - 400013 | 500 | IN300167 | 10007362 |
| 13 | DBS Bank Limited DBS Bank India Ltd First Floor Express Towers Nariman Point, Mumbai - 400021 | 7,000 | IN303307 | 10002083 |
| | Total | 9,500 | | |

TATA INDUSTRIES LIMITED

S. Sriram Chief Financial Officer & Company Secretary ICSI Membership No: A10083 Add.: Bombay House 24 Homi Mody Street, Mumbai - 400001

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TATA INDUSTRIES LIMITED



List of Transfer of Debentures during FY 2023-24

Type: Non-Convertible Debentures (NCDs)

| Sr. No. | Transferor Name | Transferor Folio No. | Total No. of debentures transferred | Transferee Name | Transferee Folio |
|------------|-----------------------------------|-------------------------|---|---|----------------------|
| 1. | SBI Life Insurance Co. Limited | IN300126 11234066 | 2 | Shaku Suresh Vaswani | IN300159 11253879 |
| 2. | SBI Life Insurance Co. Limited | IN300126 11234066 | 25 | Prime Research & Advisory Limited | IN300159 11335727 |
| 3. | SBI Life Insurance Co. Limited | IN300126 11234066 | 2 | Manju Vijay Damani | IN301330 22051698 |
| 4. | SBI Life Insurance Co. Limited | IN300126 11234066 | 1 | Tarushi Jha | IN301549 51758516 |
| 5. | SBI Life Insurance Co. Limited | IN300126 11234066 | 1300 | PB Fintech Limited | IN301549 66223761 |
| 6. | SBI Life Insurance Co. Limited | IN300126 11234066 | 340 | Wipro Enterprises Private Limited | IN302927 10206133 |
| 7. | SBI Life Insurance Co. Limited | IN300126 11234066 | 60 | Kal Publications Private Limited | IN304295 52386051 |
| 8. | SBI Life Insurance Co. Limited | IN300126 11234066 | 150 | Advanced Vital Enzymes Private Limited | 12023000 01244186 |
| 9. | SBI Life Insurance Co. Limited | IN300126 11234066 | 45 | Ambit Private Limited | 12047500 00008355 |
| 10. | SBI Life Insurance Co. Limited | IN300126 11234066 | 50 | Ambit Private Limited | 12047500 00030653 |
| 11. | SBI Life Insurance Co. Limited | IN300126 11234066 | 25 | Prime Securities Limited | 12063600 00005803 |

Note: All the NCDs are dematerialised and freely transferable by the investors.

TATA INDUSTRIES LIMITED

S. Sriran Chief Financial Officer & Company Secretary ICSI Membership No: A10083 Add.: Bombay House 24 Homi Mody Street, Mumbai – 400001



TATA INDUSTRIES LIMITED

Annexure 1



Item No. III - PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

1. Following are the joint venture companies, listed in Item no. III as 1 & 2 which hold shares in the Company:

| Sr No. | Name of the Company | CIN / FRN | Holding/ Subsidiary/ Associate/Joint Venture | % of shares held | |
|-----------|-------------------------------|------------------------|---|------------------------|--|
| 1. | Tata Sons Private Limited* | U999999MH1917PTC000478 | Joint Venture | 53.62 | |
| 2. | Tata Chemicals Limited | L24239MH1939PLC002893 | Joint Venture | 9.13 | |

- * Tata Sons Private Limited (formerly Tata Sons Limited), collectively with its subsidiaries, holds 53.62%.
- 2. The Companies listed at nos. 3 to 13 are the companies in which Tata Industries Limited (the Company) holds shares as investments.
- 3. Flisom AG and Flison Hungary KFT ceased to be subsidiaries of Qubit Investments Pte. Ltd., w.e.f June 29, 2023. Accordingly, they also ceased to be step-down subsidiaries of the Company.
- The Company holds investments in Inzpera Healthsciences Limited pursuant to a joint venture (JV) agreement, and hence it is reported as a JV in Form MGT-7.

Item No. I (vi) (b) - CIN OF THE REGISTRAR AND TRANSFER AGENT

During FY 2023-24, the entity appointed as the Registrar and Transfer Agent (RTA) of the Company, i.e., TSR Consultants Private Limited has merged with Link Intime India Private Limited effective December 22, 2023. Accordingly, Link Intime India Private Limited is the RTA of the Company.

Item No. IX (C) - COMMITTEE MEETINGS

The Committees listed at nos. 2 to 9 are constituted pursuant to the Master Direction – Core Investment Companies (Reserve Bank) Directions, 2016 read with the Master Direction – Reserve Bank of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023.

DETAILS OF DESIGNATED PERSON RESPONSIBLE FOR PROVIDING INFORMATION WITH RESPECT TO BENEFICIAL INTERESTS IN SHARES

In pursuance of the Companies (Management and Administration) Second Amendment Rules, 2023, the Board of Directors of the Company have appointed the undersigned, Chief Financial Officer & Company Secretary, as the Designated Person for compliance under the said Rules.

TATA INDUSTRIES LIMITED

Chief Financial Officer & Company Secretary ICSI Membership No.: A10083 Add: Bombay House 24 Hom Mody Street, Mumbai 400001.

TATA INDUSTRIES LIMITED



FORM NO. MGT-8 [Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of Tata Industries Limited (the company) CIN No. U44003MH1945PLC004403 having its Registered Office at Bombay House, 24 Homi Mody Street, Fort, Mumbai 400 001 as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31st March, 2024. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the company, its officers, agents and authorised representatives, the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. during the aforesaid financial year the company has generally complied with provisions of the Act & Rules made thereunder in respect of :
- 1. its status under the Act;
- maintenance of registers/records & making entries therein within the time prescribed therefor;
- 3. filing of forms and returns as stated in the annual return, with the Registrar of Companies within the prescribed time;
- 4. calling/convening/holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, notices were given and the proceedings including the circular resolutions, have been recorded in the Minute Book / registers maintained for the purpose and the same have been signed;
- 5. the Register of Members was not required to be closed;
- 6. no advances/loans have been made to its directors and/or persons or firms or companies referred in section 185 of the Act;
- 7. there were no contracts/arrangements with related parties as specified in section 188 of the Act except the transactions in the ordinary course of business and which were at arm's length basis;
- 8. transfer of securities, as applicable;

there was no issue of securities, transmission or buy back of securities/redemption of preference shares or debentures/alteration or reduction of share capital /conversion of shares/ securities, and issue of security certificates;

- 9. there was no dividend which was required to be kept in abeyance, pending registration of transfer of shares;
- 10. No dividend was declared during the period;

there was no unclaimed or unpaid dividend or other amount which was required to be transferred to Investor Education and Protection Fund in accordance with the provisions of section 125 of the Act;

- 11. signing of audited financial statements as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
- 12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them, as applicable;
- 13. appointment/ re-appointment of auditors as per the provisions of section 139 of the Act;
- 14. no approvals were required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act; as applicable
- 15. the Company has not accepted any Fixed Deposits during the year;
- 16. borrowings from banks and financial institutions;

there were no borrowings from directors, members, public financial institutions, and no creation/modification/satisfaction of charges;

17. the loans and investments or guarantees given under the provisions of section 186 of the Act;

the Company being an NBFC (categorized as a Core Investment Company), nothing in Section 186 of the Companies Act, 2013 except sub-section (1) is applicable;

18. there had been no alteration of the provisions of the Memorandum and/ or Articles of Association of the Company during the year.

Place: Mumbai Date: 06.08.2024

For Parikh & Associates

Jigyasa Nilesh Nilesh Ved Signature: Date 2024,08.06 10:37:39 10530

Name of Company Secretary: Jigyasa N. Ved C.P.No.: 6018 UDIN: F006488F000904792 P/R No: 1129/2021

This Report is to be read with our letter of even date which is annexed as Annexure A to Form MGT-8 and Forms an integral part of this report.

'Annexure A to Form MGT-8'

To, Tata Industries Limited

Our Certificate on the Annual Return (Form MGT-8) of even date is to be read along with this letter.

- 1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- 2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the Annual Return (Form MGT-7). We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- 3. The Compliance of the provisions of Companies Act, 2013, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of records on test basis.

Place: Mumbai Date: 06.08.2024

For Parikh & Associates

Jigyasa Nilesh ^{Dighaliy}signed by Jigyasa Nilesh Ved Ved Name of Company Secretary: Jigyasa N. Ved C.P.No.: 6018 UDIN: F006488F000904792 P/R No: 1129/2021