**NOTICE**

NOTICE IS HEREBY GIVEN THAT THE EIGHTY SECOND ANNUAL GENERAL MEETING OF THE MEMBERS OF TATA INDUSTRIES LIMITED will be held on Tuesday, August 25, 2026, at 4:00 p.m. (IST) in the Conference Room No. 103, 1st Floor, Bombay House, 24, Homi Mody Street, Mumbai - 400 001, to transact the following business:

**ORDINARY BUSINESS**

**Item No. 1 – Adoption of Audited Standalone Financial Statements**

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.

**Item No. 2 – Adoption of Audited Consolidated Financial Statements**

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon.

**Item No. 3 – Re-appointment of a Director**

To appoint a Director in place of Ms. Sucharita Choudhury (DIN: 06808315), who retires by rotation and being eligible, offers herself for re-appointment.

**SPECIAL BUSINESS**

**Item No. 4 – Appointment of Mr. Modan Saha (DIN: 02848515) as a Director of the Company.**

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Modan Saha (DIN: 02848515), who was appointed by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director of the Company effective June 29, 2026 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 and any other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including any modification or re-enactment thereof) and the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, designated as Non-Executive Director, be and is hereby appointed as a Director of the Company liable to retire by rotation, subject to approval of the Reserve Bank of India.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorised to take all such steps as may be necessary, proper and expedient to give effect to this resolution."

**NOTES:**

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the AGM. Proxies submitted on behalf of companies, societies, partnership firms etc. must be supported by appropriate resolution/authority, as applicable, issued on behalf of the nominating organisation.

   Members are requested to note that a person can act as a proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or Member.

2. Corporate Members intending to send their authorised representatives to attend the AGM are requested to send a certified copy of the Board Resolution authorising them to attend and vote on their behalf at the AGM by e-mail to tataind@tata.com.

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3. The Notice of AGM (Notice) along with the Annual Report for the financial year 2025-26 is being sent by way of e-mail to all the Members.

   A copy of the Notice and the Annual Report will also be available on the website of the Company at https://tataindustries.com/investors.htm.

4. In terms of Section 152 of the Companies Act, 2013 (the Act), Ms. Sucharita Choudhury (DIN: 06808315), Non-Executive Director of the Company, retires by rotation and being eligible, has offered herself for re-appointment. The Board of Directors of the Company commends her re-appointment. The relevant details as per the Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India with respect to said re-appointment are enclosed as Annexure to this Notice.

5. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the special business of the Notice is annexed hereto. The relevant details, as required under the SS-2, with respect to the Directors seeking appointment/ re-appointment at this AGM are enclosed as Annexure to this Notice.

6. Since the Company is not required to conduct e-voting, the voting at the AGM shall be conducted through show of hands, unless demand for a poll is made by any Member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, the Members are requested to convey their vote by e-mail to tataind@tata.com.

7. The Members who would like to express their views or ask questions during the AGM may raise the same at the AGM or send them in advance (mentioning their name and Folio No./ DP Id & Client Id), up to the date of the AGM by e-mail to tataind@tata.com.

8. The following documents will be available electronically for inspection by the Members before as well as during the AGM:
   (i) the extract of Register of Members as maintained by the Registrar and Share Transfer Agent.
   (ii) the Register of Directors and Key Managerial Personnel and their Shareholding.
   (iii) the Register of Contracts or Arrangements in which the directors are interested.
   (iv) the Annual Report for FY 2025-26.
   (v) relevant documents referred to in the Notice and Explanatory Statement.

   Members desiring inspection, may send their request in writing to the Company from their registered e-mail address by mentioning their name, DP ID and Client ID/Folio No. and Mobile No. at tataind@tata.com up to the date of AGM.

9. In terms of the requirements of the SS-2, the Attendance slip, Proxy form and Route Map for the AGM venue have been enclosed.

By Order of the Board of Directors,
For and on behalf of
**Tata Industries Limited**

Sneha Valeja
Company Secretary
ICSI Membership No.: A49007

TATA INDUSTRIES LTD. MUMBAI

Mumbai, July 29, 2026

Registered Office:
Tata Industries Limited
Bombay House,
24, Homi Mody Street,
Mumbai - 400 001
CIN - U44003MH1945PLC004403

## EXPLANATORY STATEMENT

The following Explanatory Statement sets out material facts relating to the special business mentioned under Item No. 4 of the Notice:

**Item No. 4**:

The Board of Directors appointed Mr. Modan Saha (DIN: 02848515) as an Additional Director (Non-Executive Director) w.e.f. June 29, 2026, subject to approval of Reserve Bank of India. Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the Act), Mr. Saha will hold office as an Additional Director up to the date of this AGM and is eligible for appointment as a Director of the Company and has consented to act as a Director of the Company.

Brief Profile:

*Mr. Modan Saha is a general management professional currently working with Tata Group Chairman Office on Strategic Group Initiatives in Deep-Tech and Localisation of advanced manufacturing supply chain. In his earlier role, Mr. Saha was the founding Director and CEO - Financial Services at Tata Digital.*

*Prior to joining Tata Digital, Mr. Saha was the CEO of Tata Strategic Management Group which supports Tata Group companies and Tata Group Chairman's Office in strategy and transformation initiatives.*

*Mr. Saha has more than 17 years of experience in the Banking and Financial Services Industry. Prior to joining the Tata Group, he worked with Axis Bank leading Corporate Strategy, Strategic Investments and New Initiatives. In this role, he drove a number of strategic investment / divestment decisions of Axis Bank and lead various fintech initiatives including setting of digital invoice discounting marketplace – www.invoicemart.com. In addition, he was the chair of Strategic Payments Council at Axis Bank.*

*Earlier in Axis Bank as Head – Enterprise Risk, Market Risk, Risk Analytics, Operational Risk and Risk Data Management, he built credit risk analytics tools and models, rolled out enterprise-wide risk management and risk appetite cascading framework, and strengthened market risk and operational risk practices. In his earlier role as the founding CEO of Axis Securities, he built a next generation online investment and advisory platform.*

*In the financial services sector, Mr. Saha worked across companies like Axis Bank, UBS Singapore and ICICI Bank in multiple roles including in Corporate Strategy, Strategic Investments, Fintech marketplaces and Private Banking.*

*Mr. Saha has hands-on experience in building digital and fintech businesses from a start-up stage, scaling them profitably, and leading multi-functional teams across various sectors.*

*Mr. Saha is a graduate in Aerospace Engineering from IIT Kharagpur and an MBA from IIM Calcutta.*

Considering his knowledge, experience and skills, the Board is of the opinion that his appointment would immensely benefit the Company.

The relevant details of Mr. Saha, pursuant to the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India, are provided in the Annexure to this Notice.

The Board recommends the Resolution at Item No. 4 of the accompanying Notice for approval of the Members by way of an Ordinary Resolution.

Except Mr. Saha and his relatives, none of the other Directors or Key Managerial Personnel (KMP) and their relatives are deemed to be concerned or interested in the aforesaid resolution.

By Order of the Board of Directors,
For and on behalf of
**Tata Industries Limited**

Sneha Valeja
Company Secretary
ICSI Membership No.: A49007

TATA INDUSTRIES LTD. MUMBAI

Mumbai, July 29, 2026
Registered Office:
Tata Industries Limited
Bombay House
24, Homi Mody Street, Mumbai - 400 001
CIN - U44003MH1945PLC004403

## Annexure to the Notice

**Details of Directors seeking appointment/ re-appointment at the AGM**

**(Pursuant to Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India)**

| Name of the Director | Ms. Sucharita Choudhury | Mr. Modan Saha |
|---|---|---|
| DIN | 06808315 | 02848515 |
| Designation | Non-Executive Director | Non-Executive Director |
| Age | 51 years | 54 years |
| Qualification | Post Graduate Diploma in Management from the Indian Institute of Management, Calcutta and BA in Economics from the Shri Ram College of Commerce, Delhi University. | Graduate in Aerospace Engineering from IIT Kharagpur and an MBA from IIM Calcutta. |
| Experience | More than 27 years of experience. | 30 years of experience. |
| Terms and conditions of appointment / re-appointment | Re-appointment as Non-Executive Director, liable to retire by rotation. | Appointed as Additional Director with effect from June 29, 2026, up to the date of this AGM. |
| Details of Remuneration sought to be paid | Sitting Fees | Sitting Fees |
| Remuneration last drawn | Not applicable | Not applicable |
| Date of first appointment on the Board | July 14, 2025 | June 29, 2026 |
| Shareholding in the Company | Nil | Nil |
| Relationship with other Directors, Manager and other Key Managerial Personnel of the Company | Ms. Choudhury is not related to any of the Directors or Key Managerial Personnel of the Company. | Mr. Saha is not related to any of the Directors or Key Managerial Personnel of the Company. |
| No. of Meetings of the Board attended during the FY 2025-26 | 9 | Not Applicable |
| Other Directorships (All Companies except of Foreign Companies to be mentioned) | 1. Agratas Energy Storage Solutions Private Limited<br>2. Tata Business Hub Limited | 1. Tata Business Hub Limited<br>2. Ferbine Private Limited<br>3. Tata Chemicals Limited<br>4. HyperVault AI Data Center Limited<br>5. Tata ClassEdge Limited<br>6. ClassEdge Ventures Limited |
| Membership / Chairmanship of the Committees of other Boards | Agratas Energy Storage Solutions Private Limited:<br>1. Audit Committee - Member | Tata Chemicals Limited:<br>1. Audit Committee – Member<br>2. Stakeholders Relationship Committee – Member<br>3. Risk Management Committee – Member |

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**Form No. MGT-11**

**Proxy form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

| | |
|---|---|
| CIN: | U44003MH1945PLC004403 |
| Name of the company: | Tata Industries Limited |
| Registered office: | Bombay House, 24, Homi Mody Street, Mumbai - 400 001. |

Name of the member(s):
Registered address:
Email Id:
Folio No./Client Id:
DP ID:

I/We, being the member(s) of ____________ Equity shares of the above-named company, hereby appoint

| | | |
|---|---|---|
| 1. | Name: | |
| | Address: | |
| | E-mail Id: | |
| | Signature: | |

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting, to be held on Tuesday, August 25, 2026, at 4:00 p.m. (IST) at the Conference Room No. 103, 1st Floor, Bombay House, 24, Homi Mody Street, Mumbai - 400 001, and at any adjournment thereof in respect of such resolutions as are indicated below:

| Resolution No. | Particulars |
|---|---|
| 1. | To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon. |
| 2. | To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2026, together with the Report of the Auditors thereon. |
| 3. | Re-appointment of Ms. Sucharita Choudhury (DIN: 06808315) as a Director of the Company. |
| 4. | Appointment of Mr. Modan Saha (DIN: 02848515) as a Director of the Company. |

Signed this ___ day of __________ 2026

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue Stamp

***Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the AGM.***

## ATTENDANCE SLIP

**Tata Industries Limited**
CIN No.: U44003MH1945PLC004403
(Registered Office: Bombay House, 24, Homi Mody Street, Mumbai - 400 001)

82nd ANNUAL GENERAL MEETING
Date: Tuesday, August 25, 2026; Time: 4:00 p.m. (IST)
Place: Conference Room No. 103, 1st Floor, Bombay House, 24, Homi Mody Street, Mumbai - 400 001

| | |
|---|---|
| DP ID* | |
| Client ID* | |
| Folio No. | |
| No. of Shares | |

Name of the Member :

Registered Address of the Member :

I/We hereby record my/our presence at the 82nd Annual General Meeting of the Company held on Tuesday, August 25, 2026, at 4:00 p.m. (IST) at the Conference Room No. 103, 1st Floor, Bombay House, 24, Homi Mody Street, Mumbai - 400 001.

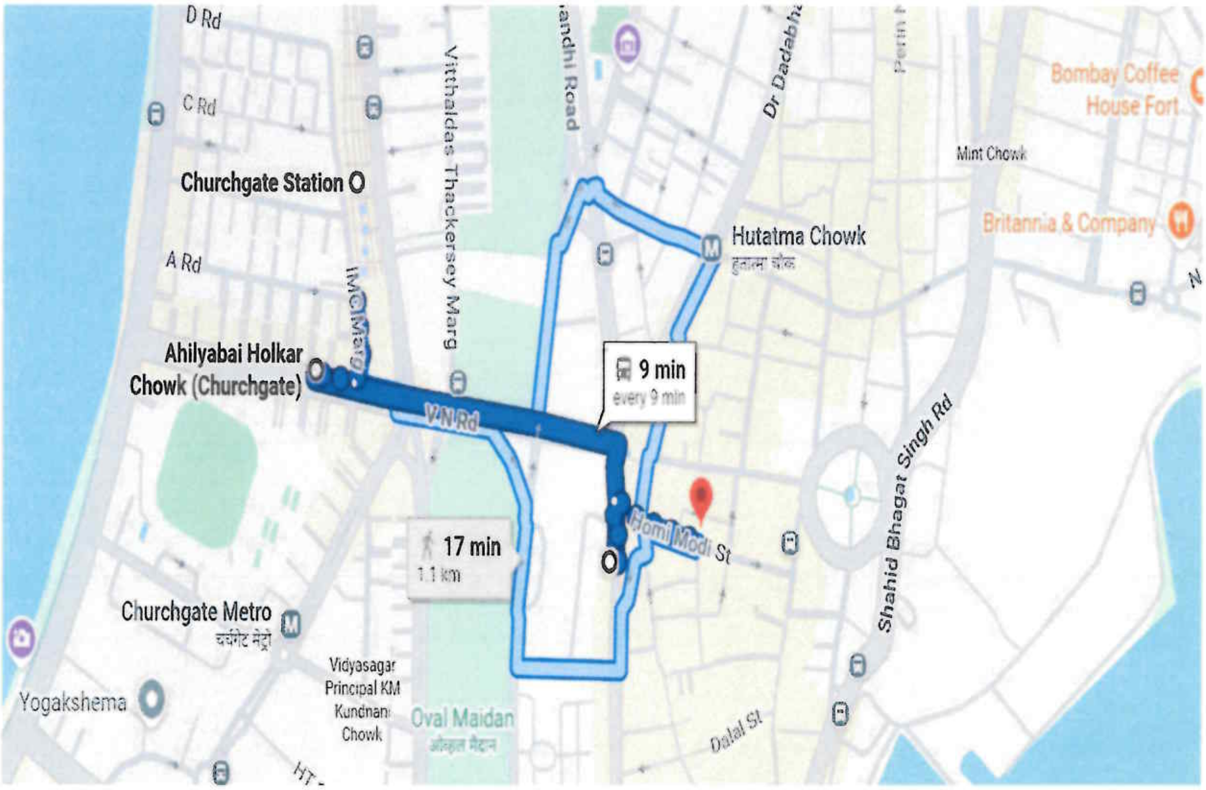
*Applicable for investors holding shares in electronic form

**Signature of the Member / Proxy / Authorised Representative:**

TATA INDUSTRIES LIMITED
Bombay House 24 Homi Mody Street Mumbai 400 001
Tel 91 22 6665 8282 Fax 91 22 6665 7974 e-mail tataind@tata.com
website www.tata.com CIN U44003MH1945PLC004403
GSTIN 27AAACT4058L1Z2

## ROUTE MAP FOR AGM VENUE

## (from Churchgate Railway Station)





**TATA INDUSTRIES LIMITED**

Bombay House 24 Homi Mody Street Mumbai 400 001

Tel 91 22 6665 8282 Fax 91 22 6665 7974 e-mail tataind@tata.com

website www.tata.com CIN U44003MH1945PLC004403

GSTIN 27AAACT4058L1Z2