



December 22, 2025

To,
The Listing Department
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001
Scrip Code: 544574

To,
The Listing Department
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400051
Symbol: TATACAP

Dear Sir / Madam,

Sub.: Disclosure under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015

Ref: Tata Capital Limited (“TCL” / “Company”)

Please find enclosed the disclosure received from Tata Motors Passenger Vehicles Limited (*formerly Tata Motors Limited*) on December 22, 2025 under Regulation 7(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 regarding transfer of 43,26,651 equity shares (representing 0.10% of the TCL's paid-up share capital), to TML Commercial Vehicles Limited (now Tata Motors Limited), pursuant to the Composite Scheme of Arrangement amongst Tata Motors Limited, TML Commercial Vehicles Limited and Tata Motors Passenger Vehicles Limited sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For **Tata Capital Limited**

SONALI BHUSHAN PUNEKAR
Digitally signed by SONALI
BHUSHAN PUNEKAR
Date: 2025.12.22 15:25:23
+05'30'

Sonali Punekar
Authorised Signatory

Encl: as above

TATA CAPITAL LIMITED

Corporate Identity Number L65990MH1991PLC060670

Registered Office 11th Floor Tower A Peninsula Business Park Ganpatrao Kadam Marg Lower Parel Mumbai 400 013

Tel 91 22 6606 9000 Web www.tatacapital.com



December 22, 2025

To
The Board of Directors,
Tata Capital Limited
11th Floor, Tower A, Peninsula Business Park Ganpatrao City,
Kadam Marg, Lower Parel, Mumbai, 400013

Dear Sir / Madam,

Sub: Intimation under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015

This is to inform you that the Composite Scheme of Arrangement amongst Tata Motors Limited ("**the Company**" or **Demerged Company**"), TML Commercial Vehicles Limited ("**TMCV**" or "**Resulting Company**"), Tata Motors Passenger Vehicles Limited and their respective shareholders, under Sections 230-232 of the Companies Act, 2013 ("the Act") and other relevant provisions ("**Scheme**"), was approved by the Hon'ble National Company Law Tribunal, Mumbai Bench on August 25, 2025 read along with September 10, 2025 ("**Sanction Orders**").

Pursuant to the said Scheme, the Commercial Vehicles Business ("**Demerged undertaking**") of Tata Motors Limited had been demerged, transferred and vested into TML Commercial Vehicles Limited on a going concern basis.

Furthermore, in accordance with the Scheme, effective October 1, 2025, the following name changes were implemented:

- *The name of Tata Motors Limited was changed to Tata Motors Passenger Vehicles Limited, and*
- *The name of TML Commercial Vehicles Limited was changed to Tata Motors Limited.*

The Demerged Undertaking, pursuant to the Sanction Orders, stood transferred to and vested in the TMCV as a going concern, thereby becoming the business undertaking, assets, liabilities, properties, permits, contracts, right, title, interests, and authorities of the TMCV by operation of law and in the manner provided in the Scheme.

Consequently, the shareholding of Tata Capital Limited ("TCL") previously held by the Company, comprising 43,26,651 equity shares (representing 0.10% of the TCL's paid-up share capital), has been transferred to TML Commercial Vehicles Limited (now Tata Motors Limited) in accordance with the Scheme.

In compliance with Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015, please find attached Form B providing disclosure on ceasing to be a member of Promoter Group.

Thanking you,

Yours faithfully,

Tata Passenger Vehicles Limited
(formerly *Tata Motors Limited*)

MALLOY
KUMAR
GUPTA

Digitally signed
by MALLOY
KUMAR GUPTA
Date: 2025.12.22
14:15:11 +05'30'

Maloy Kumar Gupta
Company Secretary and Chief Legal Officer

Encl: as above

TATA MOTORS PASSENGER VEHICLES LIMITED

Formerly known as **Tata Motors Limited**

Bombay House 24 Homi Mody Street Fort Mumbai 400001

Tel 91 22 6665 8282 www.cars.tatamotors.com CIN L28920MH1945PLC004520

FORM B

SEBI (Prohibition of Insider Trading) Regulations, 2015 [Regulation 7 (2) read with Regulation 6(2) – Continual Disclosure]

Name of the Company: Tata Capital Limited
ISIN of the Company: INE976I01016

Details of change in holding of Securities of Promoter, Member of the Promoter Group, Designated Person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Name, PAN, CIN/DIN, & address with contact nos.	Category of Person (Promoter/ member of the promoter group/designated person/ Director s/immediate relative to/others etc.)	Securities held prior to Acquisition / disposal		Securities acquired /Disposed				Securities held post acquisition/ disposal		Date of allotment advice/ acquisition of shares/disposal of shares, specify		Date of intimation to company	Mode of acquisition /disposal (on market/ public/ rights/ preferential offer/ off market/ Inter-se transfer, ESOPs, etc.)	Exchange on which the trade was executed
		Type of securities (For eg. – Shares Warrants, Convertible Debentures, Rights entitlements etc.)	No. and % of share holding	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No.	Value	Transaction Type (Purchase/sale/ Pledge / Revocation /Invocation/ Others-please specify)	Type of securities (For eg. – Shares, Warrants, Convertible Debentures, Rights entitlement, etc.)	No. and % of shareholding	From	To			
Tata Motors Passenger Vehicles Limited (Formerly Tata Motors Limited) PAN: AAAC2727Q CIN: L28920MH1945PLC004520 Registered Office: Bombay House, 24, Homi Mody Street, Fort, Mumbai – 400 001, Maharashtra, India Tel: +91 22 6665 8282	Member of the Promoter Group (Body Corporate)	Equity Shares	43,26,651 (0.10 %)	Equity Shares	43,26,651	NIL	Pursuant to the Composite Scheme of Arrangement between Tata Motors Limited, TML Commercial Vehicles Limited and Tata Motors Passenger Vehicles Limited sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench.	NIL	NIL	December 18, 2025	December 18, 2025	December 22, 2025	Pursuant to the Composite Scheme of Arrangement between Tata Motors Limited, TML Commercial Vehicles Limited and Tata Motors Passenger Vehicles Limited sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench.	Not Applicable

Note:

(i) "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

(ii) Value of transaction excludes taxes/brokerage/any other charges

Details of Open Interest (OI) in derivatives of the company held on appointment of Key Managerial Personnel (KMP) or Director or upon becoming a Promoter of a listed company and other such persons as mentioned in Regulation 6(2).

Details of trading in derivatives on the securities of the company by Promoter, member of the promoter group, designated person or Director of a listed company and immediate relatives of such persons and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc.)						Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)	
NA	NA	NA	NA	NA	NA	NA

Note: In case of Options, notional value shall be calculated based on Premium plus strike price of options.

Yours faithfully,
Tata Motors Passenger Vehicles Limited
(formerly Tata Motors Limited)

MALLOY
KUMAR
GUPTA

Digitally signed
by MALLOY
KUMAR GUPTA
Date: 2025.12.22
14:15:38 +05'30'

Maloy Kumar Gupta
Company Secretary and Chief Legal Officer
Encl: as above