



December 3, 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 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Ref.: Tata Capital Limited (“Company”)

Pursuant to Regulation 30 of the SEBI Listing Regulations, this is to inform you that the Securities and Exchange Board of India (“SEBI”) has passed a Settlement Order in respect of *suo-motu* settlement application filed by the Company under the SEBI (Settlement Proceedings) Regulations, 2018.

The Company had disclosed the details of the aforesaid Settlement application in the Offer Documents filed by the Company in respect to the Initial Public Offering of its Equity Shares.

The details of the Settlement Order as required to be provided as per sub-para 20 of Para A of Part A of Schedule III of SEBI Listing Regulations and Industry Standards Note on Regulation 30 of the SEBI Listing Regulations are enclosed as **Annexure A**.

Further, in respect of the captioned matter, I the undersigned, state and declare that the information and details provided in Annexure A, in compliance with Regulation 30(13) of the SEBI Listing Regulations, is true, correct and complete to the best of my knowledge and belief.

We request you to take the above on record.

Thanking you,

Yours faithfully,

For **Tata Capital Limited**

SARITA
GANESH
KAMATH

Digitally signed by
SARITA GANESH KAMATH
Date: 2025.12.03 17:59:42
+05'30'

Sarita Kamath

Chief Legal and Compliance Officer & Company Secretary

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



Annexure A

Details of the Settlement Order

Sr. No.	Particulars	Details
1.	Name of the listed company	Tata Capital Limited ("Company")
2.	Type of communication received	Settlement Order
3.	Date of receipt of communication	December 3, 2025
4.	Authority from whom communication received	Securities and Exchange Board of India ("SEBI")
5.	Brief summary of the material contents of the communication received, including reasons for receipt of the communication	The Company had filed a <i>suo-motu</i> settlement application with SEBI under the SEBI (Settlement Proceedings) Regulations, 2018, proposing to settle by neither admitting nor denying the findings of facts and conclusions of law, the enforcement proceedings that may be initiated against it for the violations of applicable provisions of the Companies Act, 2013 ("Act") and SEBI (Issue and Listing of Non-Convertible Redeemable Preference Shares) Regulations, 2013 ("SEBI Regulations"). In two instances of issuance of the unlisted Cumulative Redeemable Preference Shares ("CRPSs") on private placement basis, it was found that said CRPSs were down sold to more than 200 investors within six months from the date of the allotment. Thus, the issuance of these CRPSs by the Company is deemed to be public issue and the Company is in violation of the applicable provisions of the Act and SEBI Regulations.
6.	Period for which communication would be applicable, if stated	CRPSs issued by the Company in 2015 and 2017.
7.	Expected financial implications on the listed company, if any	The Company has paid the settlement amount of Rs. 14,40,000. There is no material financial implication to the Company arising out of this Settlement Order.
8.	Details of any aberrations / non-compliances identified by the authority in the communication	Please refer to point no. 5 above.

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Sr. No.	Particulars	Details
9.	Details of any penalty or restriction or sanction imposed pursuant to the communication	Settlement amount of Rs. 14,40,000.
10.	Action(s) taken by listed company with respect to the communication	The Company has already paid the Settlement amount.
11.	Any other relevant information	None

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