

FORM NO. MGT-7

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



सत्यमेव जयते

Annual Return

(other than OPCs and Small Companies)

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

(ii) (a) Name of the company

(b) Registered office address

24th Floor, VIOS Tower, New Cuffe Parade, Off. Eastern Freeway, Sewri, Chembur Road, Wadala
Mumbai
Maharashtra
400037

(c) *e-mail ID of the company

(d) *Telephone number with STD code

(e) Website

(iii) Date of Incorporation

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☐ Yes ☒ No

(b) CIN of the Registrar and Transfer Agent

Name of the Registrar and Transfer Agent

BIGSHARE SERVICES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

E-3 ANSA INDUSTRIAL ESTATESAKI VIHAR ROAD
SAKINAKA

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM 04/07/2023

(b) Due date of AGM 30/09/2023

(c) Whether any extension for AGM granted ☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities 3

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C2	Textile, leather and other apparel products	11.77
2	C	Manufacturing	C7	Metal and metal products	9.57
3	G	Trade	G1	Wholesale Trading	78.66

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

*No. of Companies for which information is to be given 45

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	TATA SONS PRIVATE LIMITED	U99999MH1917PTC000478	Holding	49.68
2	CALSEA FOOTWEAR PRIVATE L	U19201TN2005PTC057816	Subsidiary	100
3	Tata West Asia FZE		Subsidiary	100
4	Tata Africa Holdings (SA) (Prop		Subsidiary	100
5	Pamodzi Hotels Plc		Subsidiary	90

6	Tata Zambia Limited		Subsidiary	100
7	Tata Africa Holdings (Ghana) L +		Subsidiary	100
8	Tata Holdings Mocambique Li +		Subsidiary	100
9	Tata De Mocambique, Limitada +		Subsidiary	100
10	Tata Agro Industrial, Limitada		Subsidiary	100
11	Tata Uganda Limited		Subsidiary	100
12	Tata Africa Holdings (Tanzania +		Subsidiary	100
13	Tata Africa Services (Nigeria) Li +		Subsidiary	100
14	TATA Africa Holdings (Kenya) L +		Subsidiary	100
15	Blackwood Hodge Zimbabwe +		Subsidiary	100
16	Tata International Senegal		Subsidiary	100
17	Newshelf 1369 Pty Ltd		Subsidiary	100
18	Tata Africa (Cote D'Ivoire) SARL +		Subsidiary	100
19	Tata International Singapore P +		Subsidiary	100
20	Tata International Metals (Ame +		Subsidiary	100
21	Tata International Metals (UK) +		Subsidiary	100
22	Tata International Vietnam Cor +		Subsidiary	100
23	Tata International Metals (Asia +		Subsidiary	100
24	Tata International West Asia Di +		Subsidiary	100
25	Motor-Hub East Africa Limited		Subsidiary	100
26	Alliance Finance Corporation L +		Subsidiary	100
27	Tata South East Asia (Cambodi +		Subsidiary	100
28	TIL Leather Mauritius Limited		Subsidiary	100
29	Tata International Canada Ltd		Subsidiary	100
30	Tata International Metals (Gua +		Subsidiary	100

31	AFCL Ghana Limited		Subsidiary	100
32	AFCL Zambia Limited		Subsidiary	100
33	Alliance Leasing Limited		Subsidiary	100
34	AFCL Premium Services Limited		Subsidiary	100
35	STRYDER CYCLE PRIVATE LIMITED	U74999PB2019PTC049351	Subsidiary	100
36	AFCL RSA (Pty) Limited		Subsidiary	100
37	TISPL Trading Company Limited		Subsidiary	100
38	Société Financière Décentralisée		Subsidiary	100
39	TATA INTERNATIONAL VEHICLE LEASING PRIVATE LIMITED	U34200PN2005PTC152193	Subsidiary	100
40	Tata Motors (SA) (Pty) Limited		Associate	40
41	Ferguson Place (Pty) Limited		Joint Venture	50
42	Women in Transport		Joint Venture	50
43	Tata Precision Industries (India) Limited		Joint Venture	50
44	Tata International GST AutoLeasing Private Limited		Joint Venture	50
45	A. O. Avron		Associate	32

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	801,000	651,891	651,891	651,891
Total amount of equity shares (in Rupees)	801,000,000	651,891,000	651,891,000	651,891,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	801,000	651,891	651,891	651,891
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000

Total amount of equity shares (in rupees)	801,000,000	651,891,000	651,891,000	651,891,000
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(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	200,000	0	0	0
Total amount of preference shares (in rupees)	200,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares	200,000	0	0	0
Nominal value per share (in rupees)	1,000	1,000	1,000	1,000
Total amount of preference shares (in rupees)	200,000,000	0	0	0

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

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

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	400	651,491	651891	651,891,000	651,891,000	
Increase during the year	0	0	0	0	0	0
i. Public 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 <input type="text"/>						
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 <input type="text"/>						
At the end of the year	400	651,491	651891	651,891,000	651,891,000	
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 <input type="text"/>						
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 <input type="text"/>						
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)

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

[Details being provided in a CD/Digital Media]

☐ Yes ☐ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ 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 meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	

Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	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	8,000	1000000	8,000,000,000
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			8,000,000,000

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	8,000,000,000	8,000,000,000	8,000,000,000	8,000,000,000
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

1

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Commercial Paper	400	500000	200,000,000	490222.50	196,089,000
Total	400		200,000,000		196,089,000

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

(i) Turnover

67,894,415,399

(ii) Net worth of the Company

21,253,652,641

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		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)	651,323	99.91	0	
10.	Others	0	0	0	
	Total	651,323	99.91	0	0

Total number of shareholders (promoters)

11

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

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	568	0.09	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)	0	0	0	
10.	Others	0	0	0	

	Total	568	0.09	0	0
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Total number of shareholders (other than promoters)

3

**Total number of shareholders (Promoters+Public/
Other than promoters)**

14

**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	12	11
Members (other than promoters)	3	3
Debenture holders	12	12

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the 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	6	1	6	0	0
(i) Non-Independent	1	3	1	3	0	0
(ii) Independent	0	3	0	3	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	6	1	6	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

9

(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)
NOEL NAVAL TATA	00024713	Director	0	
ANAND SEN	00237914	Managing Director	0	
RAMAKRISHNAN MUK	00778253	Director	0	
GOPAL KRISHNA PILL	02340756	Director	0	
SANDHYA SHAILESH I	00021947	Director	0	
PRAVEEN PURUSHOT	00016814	Director	0	
RAJIV DUBE	00021796	Director	0	
LALIT KUMAR KASLIW	AGTPK1259J	CFO	0	
LALIT KUMAR KASLIW	AGTPK1259J	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

0

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)

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

2

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETI	03/08/2022	14	11	99.85
EXTRA-ORDINARY GENE	05/12/2022	14	11	99.85

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	22/04/2022	7	7	100
2	05/05/2022	7	7	100
3	28/07/2022	7	6	85.71
4	08/11/2022	7	7	100
5	02/12/2022	7	6	85.71
6	13/02/2023	7	7	100

C. COMMITTEE MEETINGS

Number of meetings held

11

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	22/04/2022	3	3	100
2	Audit Committee	04/05/2022	3	3	100
3	Audit Committee	28/07/2022	3	2	66.67
4	Audit Committee	07/11/2022	3	3	100
5	Audit Committee	13/02/2023	3	3	100
6	Nomination and Remuneration Committee	05/05/2022	3	3	100
7	Nomination and Remuneration Committee	28/07/2022	3	3	100
8	Nomination and Remuneration Committee	08/11/2022	3	3	100
9	Risk Management Committee	29/07/2022	3	3	100
10	Risk Management Committee	08/11/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
							04/07/2023	
							(Y/N/NA)	

1	NOEL NAVAL	6	6	100	4	4	100	
2	ANAND SEN	6	6	100	0	0	0	
3	RAMAKRISHN	6	5	83.33	1	1	100	
4	GOPAL KRISI	6	6	100	10	10	100	
5	SANDHYA SH	6	6	100	8	8	100	
6	PRAVEEN PU	6	5	83.33	7	6	85.71	
7	RAJIV DUBE	6	6	100	3	3	100	

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Anand Sen	Managing Director	68,402,957	0	0	0	68,402,957
	Total		68,402,957	0	0	0	68,402,957

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

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Lalit Kumar Kasliwal	Chief Financial Officer	34,848,804	0	0	0	34,848,804
	Total		34,848,804	0	0	0	34,848,804

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Noel Naval Tata	Non-Executive Director	26,719,321.54	0	0	420,000	27,139,321.54
2	Ramakrishnan Mukund	Non-Executive Director	0	0	0	280,000	280,000
3	Gopal Krishna Pillai	Independent Director	0	0	0	730,000	730,000
4	Sandhya Shailesh Kumar	Independent Director	0	0	0	670,000	670,000
5	Praveen Purushottam	Non-Executive Director	0	0	0	510,000	510,000
6	Rajiv Dube	Independent Director	0	0	0	420,000	420,000
	Total		26,719,321.54	0	0	3,030,000	29,749,321.54

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

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

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	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

Ritika Agrawal

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

8266

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

(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 complied 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.
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

DIN of the director

To be digitally signed by

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

Remove attachment

Modify

Check Form

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