



November 13, 2021

To  
The Manager – Debt Listing  
National Stock Exchange of India Ltd  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051

To  
The Manager – WDM Listing  
BSE Limited Phiroze Jeejeebhoy Towers,  
Dalal St, Kala Ghoda, Fort,  
Mumbai – 400001

**Sub:** Proceedings of the Extra- Ordinary General Meeting of Tata Motors Finance Limited (“the Company”) held on November 12, 2021.

**Ref:** Regulation 51(3) read with Schedule III – Part B and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)

Dear Sir/ Madam,

We wish to inform you that the Extra-Ordinary General Meeting of Tata Motors Finance Limited (“the Company”) was held on Friday, November 12, 2021 at 05.30 P.M. (IST) through Video Conference facility.

In connection therewith and in terms of the provisions of Regulation 51(3) read with Schedule III – Part B of the SEBI LODR Regulations, a summary of the proceedings of the said EGM is enclosed herewith as **Annexure A**. Please note that the same shall be available on the Company’s website i.e. [www.tmf.co.in](http://www.tmf.co.in)

This is for your information and records.

For **TATA MOTORS FINANCE LIMITED**

**VINAY LAVANNIS**  
Company Secretary  
ICSI Memb. No. A7911

**TATA MOTORS FINANCE LIMITED**

I-Think Techno Campus Building A 2nd Floor Off Pokhran Road 2 Thane West 400 601  
Tel 91 22 6181 5400 Fax 91 22 6181 5700 website [www.tmf.co.in](http://www.tmf.co.in) CIN - U45200MH1989PLC050444  
Registered Office 14 4th Floor Sir H C Dinshaw Building 16 Horniman Circle Fort Mumbai 400 001 Maharashtra



## Annexure A

### Summary of the proceedings of the Extra- Ordinary General Meeting of Tata Motors Finance Limited

The Extra- Ordinary General Meeting ("said EGM") of Tata Motors Finance Limited ("the Company") was held on Friday, November 12, 2021, at 5.30 p.m. (IST) through Video Conferencing ("VC"), without the physical presence of the Members at a common venue. The Company, while conducting the said EGM, adhered to the applicable provisions of the Companies Act, 2013 read with the Circulars issued by the Ministry of Corporate Affairs ("MCA") with respect to the holding of Extra- Ordinary General meeting through VC/ OAVM, from time to time.

The deemed venue for the said EGM was the Registered Office of the Company i.e. 14, 4<sup>th</sup> Floor, Sir H.C. Dinshaw Building, 16, Horniman Circle, Fort, Mumbai – 400001.

Mr. Nasser Munjee, Chairman of the Board ("Chairman"), chaired the said EGM. He welcomed all the shareholders and other participants at the Extra- Ordinary General Meeting of Tata Motors Finance Limited. Since the requisite quorum of the Members of the Company was present, the Chairman called the meeting to order. He further requested Mr. Vinay Lavannis, Company Secretary to commence the proceedings of the meeting.

All the Directors were present at the said EGM and on request of the Chairman, they introduced themselves to the Members of the Company. Mrs. Vedika Bhandarkar, Chairperson of the Audit Committee and the Nomination and Remuneration Committee and Mr. P.S. Jayakumar, chairman of Stakeholders Relation Committee were also present at the said EGM. The said EGM was also attended by Ms. Ridhi Gangar, Chief Financial Officer & Mr. Vinay Lavannis, Company Secretary, through VC.

Mr. Vinay Lavannis, Company Secretary commenced the meeting and briefed members and other participants on certain points relating to participation at the said EGM through VC.

Mr. Vinay Lavannis, Company Secretary informed the Members that the Company had received authorized representation letters and/or Board Resolutions, in terms of the applicable provisions of the Companies Act, 2013, from its members who were attending the said EGM.

With members' consent, the Notice of EGM which has already been circulated, it was taken as read.

He further informed the members that existing Statutory Auditor of the Company, M/s. B S R & Co. LLP, Chartered Accountants, was appointed as the Statutory Auditor to hold office for a period of 5 years to conduct the statutory audit of the Company commencing from FY 2017-18. M/s B S R & Co. LLP, current Statutory Auditors of the Company has conducted their last statutory audit for FY 2020-21 and till H1/Q2 F.Y. 2021-22. However, pursuant to RBI Guidelines on SA RBI/2021-22/25-Ref.No.DoS.CO.ARG/SEC.01/08.91.001/2021-22 dated April 27, 2021, M/s B S R & Co LLP has vacated this position after the conclusion of the September 2021 quarter Q2/ H1 F.Y. 2021-22.

Therefore, as mandated under the aforesaid RBI guidelines, the Company has to appoint new Statutory Auditors to conduct the statutory audit from FY 2021-22. As total asset size of Tata Motors Finance Ltd.

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is more than ₹15,000 Crore as at the end of previous financial year i.e. on March 31, 2021; the Company is required to appoint two joint statutory auditors as per aforesaid RBI guidelines.

He further informed that the Board of Directors of the Company at its meeting held on October 20, 2021 has approved and recommended the appointment of M/s Sharp & Tannan Associates, Chartered Accountants, (Firm Registration No. 109983W) and M/s GM Kapadia & Co Chartered Accountants, (Firm Registration No. 104767W) as the joint Statutory Auditors of the Company commencing from Q3 FY 2021-22 until the conclusion of the Annual General Meeting of the Company to be held in the year 2024, which shall be ratified by way of an ordinary resolution at each Annual General Meeting if so required under the Companies Act, 2013 or RBI Guidelines on such remuneration as may be mutually agreed by Board/ Audit Committee and the above Statutory Auditors.

The Chairman then invited the Members who wished to speak or had any query on the agenda item. No queries were raised by any of the Members.

Thereafter, the Chairman moved following items of business, as contained in the Notice of the said EGM, for consideration and approval of the Members:

Sr. No.	Particulars	Type of Resolution
1.	Approval for appointment of M/s Sharp & Tannan Associates, Chartered Accountants, (Firm Registration No. 109983W) and M/s GM Kapadia & Co Chartered Accountants, (Firm Registration No. 104767W) as the joint Statutory Auditors of Tata Motors Finance Ltd. commencing from Q3 FY 2021-22 until the conclusion of the Annual General Meeting of the Company to be held in the year 2024.	Ordinary

In compliance with the provisions of the Companies Act, 2013 and in compliance with the Circulars and Directions issued by the MCA, the voting at the said EGM was conducted through show of hands and the Chairman declared that all the resolutions were considered and approved unanimously by the Members present at the said EGM.

The Chairman confirmed that the requisite quorum was present throughout the said EGM.

Thereafter, the Chairman thanked the Members and Directors for attending the said EGM through VC and declared the said EGM as closed at 05.45 pm.

For TATA MOTORS FINANCE LIMITED

**VINAY LAVANNIS**  
Company Secretary  
ICSI Memb. No. 7911

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