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BofA SECURITIES 🥟

JM Financial Limited
7th Floor, Cnergy
Appasaheb Marathe Marg
Prabhadevi
Mumbai 400 025
Maharashtra, India
Tel: +91 22 6630 3030
E-mail: ttl.ipo@jmfl.com
Website: www.jmfl.com
SEBI Registration Number: INM000010361

Citigroup Global Markets India Private Limited
1202, 12th Floor
First International Financial Centre
G Block, Bandra Kurla Complex
Bandra (East), Mumbai 400 098
Maharashtra, India
Tel: +91 22 6175 9999
E-mail: tatatechipo@citi.com
Website: www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm

SEBI Registration Number: INM000010718

CIN: U99999MH2000PTC126657

Ground Floor, "A" Wing, One BKC
"G" Block, Bandra Kurla Complex
Bandra (East), Mumbai 400 051
Maharashtra, India
Tel: +91 22 6632 8000
E-mail: dg.gcib_in_tatatechnologies_ipo@bofa.com
Website: www.ml-india.com

BofA Securities India Limited

Website: www.ml-india.com SEBI Registration Number: INM000011625 CIN: U74140MH1975PLC018618

March 13, 2023

CIN: L67120MH1986PLC038784

National Stock Exchange of India Limited

Exchange Plaza Bandra-Kurla Complex, Bandra (East) Mumbai 400 051 Maharashtra, India

Dear Sir/ Madam:

Re: Proposed initial public offering of equity shares of face value of ₹2 each (the "Equity Shares") of Tata Technologies Limited (the "Company", and such initial public offering, the "Offer")

With respect to the draft red herring prospectus of the Company dated March 9, 2023 (the "**DRHP**") filed with the Securities and Exchange Board of India ("**SEBI**") on March 9, 2023, the public announcement dated March 10, 2023, required to be issued by the Company under Regulation 26(2) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, has been published in all editions of **Financial Express**, an English national daily newspaper, all editions of **Jansatta**, a Hindi national daily newspaper, and the Pune edition of **Loksatta** (a widely circulated Marathi daily newspaper, Marathi being the regional language of Maharashtra, where the registered and corporate office of the Company is located) on March 11, 2023.

In relation to the above and in accordance with the SEBI circular bearing reference number SEBI/HO/CFD/PoD-1/P/CIR/2023/29 dated February 15, 2023, please find enclosed as **Annexure I**, a copy of the public announcement for dissemination on your website and for your records.

All capitalized terms used herein and not specifically defined have the same meaning as ascribed to such terms in the DRHP.

Thanking you,

Sincerely,

Encl.: Annexure as above.



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Maharashtra, India **Tel:** +91 22 6632 8000 **E-mail:** dg.gcib_in_tatatechnologies_ipo@bofa.com

Website: www.ml-india.com SEBI Registration Number: INM000011625 CIN: U74140MH1975PLC018618

Signature page to the letter to be submitted to National Stock Exchange of India Limited for the initial public offering of Equity Shares of Tata Technologies Limited

For JM Financial Limited

Authorized Signatory Name: Nikhil Panjwani Designation: Director

Contact Number: 9819077758 E-mail: nikhil.panjwani@jmfl.com



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Mumbai 400 025 Maharashtra, India **Tel**: +91 22 6630 3030

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For Citigroup Global Markets India Private Limited



Authorized Signatory

Name: Mitul Shah Designation: Director

Contact Number: 022 6175 9844 E-mail: mitul1shah@citi.com



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Signature page to the letter to be submitted to National Stock Exchange of India Limited for the initial public offering of Equity Shares of Tata Technologies Limited

For BofA Securities India Limited





Authorized Signatory

Name: Amit Shah

Designation: Managing Director Contact Number: +91 99309 33975 E-mail: amit.h.shah@bofa.com



JM FINANCIAL

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ANNEXURE I

[A copy of the public announcement]

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THIS IS A PUBLIC ANNOUNCEMENT FOR INFORMATION PURPOSES ONLY AND IS NOT A PROSPECTUS ANNOUNCEMENT AND DOES NOT CONSTITUTE AN INVITATION OR OFFER TO ACQUIRE, PURCHASE OR SUBSCRIBE TO SECURITIES. NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION DIRECTLY OR INDIRECTLY OUTSIDE INDIA

INITIAL PUBLIC OFFERING OF EQUITY SHARES ON THE MAIN BOARD OF THE STOCK EXCHANGES IN COMPLIANCE WITH CHAPTER II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018, AS AMENDED ("SEBI ICDR REGULATIONS").

PUBLIC ANNOUNCEMENT







TATA TECHNOLOGIES TATA TECHNOLOGIES LIMITED

Our Company was incorporated as 'Core Software Systems Private Limited' at New Delhi, as a private limited company under the Companies Act, 1956, pursuant to a certificate of incorporation dated August 22, 1994 issued by the Registrar of Companies, NCT of Delhi and Haryana. On March 29, 1996, the entire paid up share capital of our Company was transferred in favour of four public limited companies, namely, Tata Industries Limited, Sheba Properties Limited, Ewart Investments Limited and Investa Limited and our Company became a deemed public company as per Section 43A(1) of the Companies Act, 1956 with effect from the same date and subsequently the name of our Company was changed to 'Core Software Systems Limited' by deletion of the word 'Private'. Subsequently, upon acquisition by four public limited companies from the Tata group, the name of our Company was changed to 'Tata Technologies (India) Limited', and a fresh certificate of incorporation was issued by the Registrar of Companies, NCT of Delhi and Haryana on November 15, 1996. Thereafter, the registered office of our Company was changed from the NCT of Delhi to the state of Maharashtra and a certificate of registration of the order of the Company Law Board bench confirming the change of state dated February 10, 1999 was issued by the RoC. Upon conversion of our Company from a deemed public company under Section 43A to a public limited company, a fresh certificate of incorporation was issued dated September 26, 2000 by the RoC. Subsequently, the name of our Company was changed to 'Tata Technologies Limited' and a fresh certificate of incorporation dated February 8, 2001, was issued by the RoC. For further details in relation to the changes in the name and registered office of our Company, see "History and Certain Corporate Matters" beginning on page 201 of the Draft Red Herring Prospectus dated March 9, 2023 ("DRHP") filed with the Securities and Exchange Board of India ("SEBI").

Registered and Corporate Office: Plot No. 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune - 411 057, Maharashtra, India. Telephone: +91 20 6652 9090; Contact Person: Vikrant Gandhe, Company Secretary and Compliance Officer, E-mail: jpo@tatatechnologies.com; Website: www.tatatechnologies.com; Corporate Identity Number: U72200PN1994PLC013313

PROMOTER OF OUR COMPANY: TATA MOTORS LIMITED

INITIAL PUBLIC OFFER OF UP TO 95,708,984 EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("EQUITY SHARES") OF TATA TECHNOLOGIES LIMITED ("COMPANY") FOR CASH AT A PRICE OF ₹[●] PER EQUITY SHARE (INCLUDING A PREMIUM OF ₹ [●] PER EQUITY SHARE) ("OFFER PRICE") AGGREGATING UP TO ₹[●] MILLION THROUGH AN OFFER FOR SALE (THE "OFFER") OF UP TO 81,133,706 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY TATA MOTORS LIMITED (THE "PROMOTER SELLING SHAREHOLDER"), UP TO 9,716,853 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY ALPHA TC HOLDINGS PTE. LTD., UP TO 4,858,425 EQUITY SHARES AGGREGATING UP TO ₹[●] MILLION BY TATA CAPITAL GROWTH FUND I (TOGETHER WITH ALPHA TC HOLDINGS PTE. LTD., THE "INVESTOR SELLING SHAREHOLDERS" AND TOGETHER THE PROMOTER SELLING SHAREHOLDER AND INVESTOR SELLING SHAREHOLDERS ARE REFERRED TO AS, THE "SELLING SHAREHOLDERS" AND SUCH EQUITY SHARES OFFERD BY THE SELLING SHAREHOLDERS, THE "OFFERD SHARES"). THE OFFER WILL CONSTITUTE [●]% OF THE POST OFFER PAID UP CAPITAL OF OUR COMPANY.

THE FACE VALUE OF EQUITY SHARES IS ₹ 2 EACH AND THE OFFER PRICE IS [●] TIMES THE FACE VALUE OF THE EQUITY SHARES. THE PRICE BAND AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS, AND WILL BE ADVERTISED IN ALL EDITIONS OF ENGLISH NATIONAL DAILY NEWSPAPER, [●], ALL EDITIONS OF HINDI NATIONAL DAILY NEWSPAPER, [a], AND [a] EDITIONS OF THE MARATHI DAILY NEWSPAPER, [a], MARATHI DEING THE REGIONAL LANGUAGE OF MAHARASHTRA, WHERE OUR REGISTERED OFFICE IS LOCATED), EACH WITH WIDE CIRCULATION, AT LEAST TWO WORKING DAYS PRIOR TO THE BID/OFFER OPENING DATE AND SHALL BE MADE AVAILABLE TO BSE LIMITED ("BSE") AND NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE", AND TOGETHER WITH BSE, THE "STOCK EXCHANGES") FOR THE PURPOSE OF UPLOADING ON THEIR RESPECTIVE WEBSITES IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2018 (THE "SEBI ICDR REGULATIONS").

In case of any revision to the Price Band, the Bid/Offer Period will be extended by at least three additional Working Days following such revision of the Price Band, subject to the Bid/Offer Period not exceeding 10 Working Days. In cases of force majeure, banking strike or similar circumstances, our Company may, in consultation with the Book Running Lead Managers, for reasons to be recorded in writing, extend the Bid/Offer Period for a minimum of three Working Days, subject to the Bid/Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Bid/Offer Period, if applicable, will be widely disseminated by notification to the Stock Exchanges, by issuing a public notice, and also by indicating the change on the respective websites of the Book Running Lead Managers and at the terminals of the Syndicate Members and by intimation to Self-Certified Syndicate Banks ("SCSBs"), other Designated Intermediaries and the Sponsor Bank(s), as applicable.

Members and by intimation to Self-Certified Syndicate Banks ("SCSBs"), other Designated Intermediaries and the Sponsor Bank(s), as applicable.

This Offer is being made in terms of Rule 19(2)(b) of the Securities Contracts (Regulation) Rules, 1957, as amended ("SCRR") read with Regulation 31 of the SEBI ICDR Regulations. The Offer is being made in accordance with Regulation 6(1) of the SEBI ICDR Regulations and through the Book Building Process wherein not more than 50% of the Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs", and such portion, the "QIB Portion"). Our Company may, in consultation with the Book Running Lead Managers, allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis in accordance with the SEBI ICDR Regulations ("Anchor Investor Portion"), out of which at least one-third shall be available for allocation to domestic Mutual Funds only, subject to valid Bids being received from the domestic Mutual Funds at or above the Anchor Investor Allocation Price. In the event of under-subscription, or non-allocation in the Anchor Investor Portion, the balance Equity Shares shall be added to the Net QIB Portion. Further, 5% of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the Net QIB Portion shall be available for allocation to Non-Institutional Bidders shall be reserved for applicants with application size of more than ₹ 200,000 and up to ₹ 1,000,000, and (b) two-thirds of the portion available to Non-Institutional Bidders, shall be reserved for applicants with application size of more

₹1,000,000, provided that the unsubscribed portion in either of the categories specified in (a) or (b) above, may be allocated to Bidders in the other sub-category of Non-Institutional Bidders, subject to valid Bids being received at or above the Offer Price and not less than 35% of the Offer shall be available for allocation to Retail Individual Bidders ("RIBs") in accordance with SEBI ICDR Regulations, subject to valid Bids being received at or above the Offer Price. All Bidders, other than Anchor Investors, are required to mandatorily utilise the Application Supported by Blocked Amount ("ASBA") process by providing details of their respective bank account (including UPI ID (defined hereinafter) in case of UPI Bidders), pursuant to which their corresponding Bid Amounts will be blocked by the SCSBs or the Sponsor Bank(s) as applicable, to participate in the Offer. Anchor Investors are not permitted to participate in the Anchor Investor Portion through the ASBA process. For details, see "Offer Procedure" on page 440 of the DRHP. This public announcement is being made in compliance with the provisions of Regulation 26(2) of the SEBI ICDR Regulations to inform the public that our Company is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its Equity Shares pursuant to the Offer and has filed the DRHP with the Securities and Exchange Board of India ("SEBI") on March 9, 2023. Pursuant to Regulation 26(1) of the SEBI ICDR Regulations, the DRHP filed with SEBI shall be made public for comments, if any, for a period of at least 21 days from the date of such filing by hosting it on the website of SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e. BSE and NSE at www.bseindia.com and www.nseindia.com respectively and the websites of the Book Running Lead Managers ("BRLMs"), i.e. JM Financial Limited, Citigroup Global Markets India Private Limited and BofA Securities India Lim before 5.00 p.m. on the 21st day from the aforesaid date of filing of the DRHP with SEBI.

Investments in equity and equity-related securities involve a degree of risk and Bidders should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. Bidders are advised to read the risk factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares in the Offer have neither been recommended, nor approved by the SEBI, nor does SEBI guarantee the accuracy or adequacy of the contents of the Draft Red Herring Prospectus. Specific attention of the Bidders is invited to "Risk Factors" beginning on page 27 of the DRHP.

Any decision to invest in the Equity Shares described in the DRHP may only be taken after the Red Herring Prospectus ("RHP") has been filed with the RoC and must be made solely on the basis of such RHP. The Equity Shares, when offered through the RHP, are proposed to be listed on the Stock Exchanges.

For details of the share capital and capital structure of our Company, please see the section titled 'Capital Structure' beginning on page 75 of the DRHP. The liability of members of our Company is limited. For details of the main objects of our Company as contained in the Memorandum of Association, please see the section titled 'History and Certain Corporate Matters' on page 201 of the DRHP.

BOOK RUNNING LEAD MANAGERS REGISTRAR TO THE OFFER **LINK**Intime citi JM FINANCIAL BofA SECURITIES BofA Securities India Limited
Ground Floor, "A" Wing, One BKC, "G" Block
Bandra Kurla Complex, Bandra (East)
Mumbai-400051, Maharashtra, India Link Intime India Private Limited C 101, 1st Floor, 247 Park, L.B.S Marg Citigroup Global Markets India Private Limited JM Financial Limited 7th Floor, Cnergy Appasaheb Marathe Marg 1202. 12th Floor, First International Financial Center, G - Block, Bandra Kurla Complex, Bandra Vikhroli West, Mumbai-400 083 Prabhadevi, Mumbai-400 025 Maharashtra, India (East), Mumbai-400 098, Maharashtra, India Tel: +91 22 6175 9999 Maharashtra, India **Tel:** +91 810 811 4949 Tel: +91 22 6632 8000 E-mail: dg.gcib_in_tatatechnologies_ipo@bofa.com Website: www.ml-india.com Investor Grievance ID: E-mail: tatatechnologies.ipo@linkintime.co.in Website: www.linkintime.co.in Investor Grievance ID: Tel: +91 22 6630 3030 E-mail: tatatechipo@citi.com E-mail: ttl.ipo@jmfl.com Website: www.jmfl.com Website: www.online.citibank.co.in/rhtm/ citigroupglobalscreen1.htm Investor Grievance ID: investors.cgmib@citi.com dg.india merchantbanking@bofa.com Investor Grievance ID: grievance.ibd@jmfl.com tatatechnologies.ipo@linkintime.co.in Contact Person: Prachee Dhuri SEBI Registration Number: INM000010361 Contact Person: Harsh Agarwal SEBI Registration Number: INM000010718 Contact Person: Priyanka Saraf SEBI Registration No.: INM000011625 Contact Person: Shanti Gopalkrishnan SEBI Registration Number: INR000004058

All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the DRHP

For TATA TECHNOLOGIES LIMITED On behalf of the Board of Directors Vikrant Gandhe

Place: Pune Date: March 10, 2023

Company Secretary and Compliance Officer

TATA TECHNOLOGIES LIMITED is proposing, subject to the receipt of requisite approvals, market conditions and other considerations, to undertake an initial public offering of its Equity Shares and has filed the DRHP with SEBI on March 9, 2023. The DRHP shall be available on the website of SEBI at www.sebi.gov.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively, and is available on the websites of the BRLMs, i.e. JM Financial Limited, Citigroup Global Markets India Private Limited and BofA Securities India Limited at www.jmfl.com, www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm and www.ml-india.com, respectively. Any potential investors should note that investment in equity shares involves a high degree of risk and for details relating to such risk, please see the section entitled 'Risk Factors' on page 27 of the DRHP. Potential investors should not rely on the DRHP filed with SEBI for making any investment decision.

This announcement is not an offer of securities for sale in the United States or elsewhere. This announcement has been prepared for publication in India only and is not for publication or distribution, directly or indirectly, in or into the United States. The securities described in this announcement have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act") and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws. No public offering of securities in the United States is contemplated.