



## Annexure A

SN	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<p>Tata Steel Advanced Materials Limited ('<b>TSAML</b>') was incorporated on June 22, 2012, under the Companies Act, 1956, as a wholly owned subsidiary of Tata Steel Limited ('<b>TSL</b>').</p> <p>TSAML is yet to commence operations. Hence, the turnover/revenue of TSAML as per the previous three audited financial statements is Nil.</p>
2.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	<p>Yes. TSAML is a wholly owned subsidiary of TSL.</p> <p>Prior to the transaction, TSL directly held 75.94% equity stake in TSAML and the balance 24.06% stake was held by Tata Steel Downstream Products Limited ('<b>TSDPL</b>'), wholly owned subsidiary of TSL. Hence, TSL directly and indirectly held 100% equity stake in TSAML.</p> <p>Consequent to the present transaction, TSL will directly hold 5,62,23,166 equity shares of face value ₹10/- each of TSAML (100% equity stake). As a result, TSAML will become a direct wholly owned subsidiary of TSL.</p> <p>The transaction has been carried out in compliance with all applicable laws.</p>
3.	Industry to which the entity being acquired belongs;	Manufacturing
4.	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	<p>In July 2021, TSL had transferred 100% stake in TSAML to TSDPL, a direct wholly owned subsidiary of TSL. Further, during October 28, 2022, through March 16, 2023, TSL has acquired 75.94% of equity stake in TSAML through various share issuances.</p> <p>TSL has ventured into New Materials Business ('<b>NMB</b>') in areas of composites, graphene, medical materials amongst others. TSAML has been identified as the anchor company to pursue business opportunities under NMB. In view of the above, it was proposed to acquire entire equity stake in TSAML from TSDPL and make it a direct wholly owned subsidiary of the Company.</p>



SN	Particulars	Details
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	None
6.	Indicative time period for completion of the acquisition;	The Transaction was completed on March 22, 2023.
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash consideration
8.	Cost of acquisition or the price at which the shares are acquired;	₹17,33,18,774.80 (approximately ₹17.33 crore)
9.	Percentage of shareholding/ control acquired and / or number of shares acquired;	Enclosed as <b>Annexure B</b>
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>TSAML was incorporated on June 22, 2012, under the Companies Act, 1956, as a wholly owned subsidiary of TSL.</p> <p>TSAML is yet to commence operations. Hence, the turnover/revenue of TSAML as per the previous three audited financial statements is Nil.</p>



## Annexure B – Shareholding Pattern of TSAML

Name of Shareholder	Pre-Acquisition		Post-Acquisition	
	No. of Shares	%	No. of Shares	%
Tata Steel Downstream Products Limited	1,35,29,959	24.06	-	-
Tata Steel Limited	4,26,93,207	75.94	5,62,23,166	100.00
<b>Total</b>	<b>5,62,23,166</b>	<b>100.00</b>	<b>5,62,23,166</b>	<b>100.00</b>