



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 ('TSAML') was incorporated on June 22, 2012, as a wholly owned subsidiary of Tata Steel Limited ('TSL').</p> <p>In Q2FY2021, TSL had transferred its entire stake in TSAML to Tata Steel Downstream Products Limited ('TSDPL'), a wholly owned subsidiary of TSL.</p> <p>TSL has ventured into New Materials Business ('NMB') in areas of composites, graphene, medical materials amongst others. Towards this, TSAML (wholly owned subsidiary of TSL) has been identified as the anchor company to pursue business opportunities in NMB.</p> <p>Since TSAML is yet to commence operations, the turnover/revenue of TSAML as per the latest 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. TSL holds 66.75% equity stake in TSAML and the balance 33.25% stake is held by Tata Steel Downstream Products Limited (TSDPL). However, since TSL is the holding company of TSDPL, Tata Steel Limited will, directly and indirectly, hold 100% in TSAML.</p> <p>TSAML has allotted 1,15,45,667 equity shares of face value ₹10/- each at an issue price of ₹12.81 per share to TSL aggregating to approximately ₹14.80 crore, on preferential basis. 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>To grow the business of NMB under TSAML, TSL has subscribed for 1,15,45,667 equity shares of TSAML of face value ₹10/- each for a premium of ₹2.81 per share (total ₹12.81 per share) aggregating to approximately ₹14.80 crore.</p> <p>TSAML has allotted these equity shares to TSL</p>



SN	Particulars	Details
		<p>on preferential basis.</p> <p>On completion of the said Transaction, TSL will directly hold 66.75% of equity stake in TSAML. The remaining 33.25% of equity stake will be held by TSDPL, direct wholly owned subsidiary of TSL.</p>
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 December 27, 2022
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;	₹14,78,99,994/- (i.e. approximately ₹14.80 crore)
9.	Percentage of shareholding/ control acquired and / or number of shares acquired;	Enclosed as Annexure 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, as a wholly owned subsidiary of TSL.</p> <p>In Q2FY2021, TSL had transferred its entire stake in TSAML to TSDPL, a direct wholly owned subsidiary of TSL.</p> <p>TSL has ventured into NMB in areas of composites, graphene, medical materials amongst others. Towards this, TSAML (wholly owned subsidiary of TSL) has been identified as the anchor company to pursue business opportunities in NMB.</p> <p>Since TSAML is yet to commence operations, the turnover/revenue of TSAML as per the previous three audited financial statements is Nil.</p>



Annexure B

Name of Shareholder	Pre-Acquisition		Post-Acquisition	
	No.	%	No.	%
Tata Steel Downstream Products Limited	1,35,29,959	46.43	1,35,29,959	33.25
Tata Steel Limited	1,56,12,802	53.57	2,71,58,469	66.75
Total	2,91,42,761	100.00	4,06,88,428	100