



**Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

|  |   |   |  |
|--|---|---|--|
| Name of the Target Company (TC)  | Titan Company Limited                                   |   |  |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer  | Tata Sons Limited                                       |   |  |
| Whether the acquirer belongs to Promoter/Promoter group  | Yes   |   |  |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed   | BSE Limited<br>National Stock Exchange of India Limited |   |  |
| Details of the acquisition / disposal as follows   | Number  | % w.r.t. total share/voting capital wherever applicable *   | % w.r.t. total diluted share/voting capital of the TC (**) |
| <b>Before the acquisition under consideration, holding of :</b>  |   |   |  |
| a) Shares carrying voting rights   |   |   |  |
| <b>Tata Sons Limited</b>   | 154513331   | 17.40   | 17.40  |
| <b>Tata Steel Limited</b>  | 19387920  | 2.18  | 2.18   |
| b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking / others)  |   |   |  |
| c) Voting rights (VR) otherwise than by shares   |   |   |  |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)              |   |   |  |
| e) Total (a+b+c+d)   |   |   |  |
| Holding of   |   |   |  |
| <b>Tata Sons Limited</b>   | 154513331   | 17.40   | 17.40  |
| <b>Tata Steel Limited</b>  | 19387920  | 2.18  | 2.18   |
| <b>Details of acquisition/sale:</b>  |   |   |  |
| a) Shares carrying voting rights acquired/sold   | Number  | % w.r.t. total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| Shares carrying voting rights acquired/sold  |   |   |  |
| <b>Tata Sons Limited</b>   | 19387920  | 2.18  | 2.18   |
| Shares carrying voting rights acquired/sold  |   |   |  |
| <b>Tata Steel Limited</b>  | 19387920  | 2.18  | 2.18   |
| b) VRs acquired /sold otherwise than by shares   |   |   |  |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold |   |   |  |
| d) Shares encumbered / invoked/released by the acquirer  |   |   |  |
| e) Total (a+b+c+/-d)   |   |   |  |
| <b>Tata Sons Limited (Shares Acquired)</b>   | 19387920  | 2.18  | 2.18   |
| <b>Tata Steel Limited (Shares Sold)</b>  | 19387920  | 2.18  | 2.18   |

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**TATA SONS LIMITED**

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| After the acquisition/sale, holding of:  |                   |       |       |
|--|-------------------|-------|-------|
| a) Shares carrying voting rights   |                   |       |       |
| <b>Tata Sons Limited</b>   | 173901251         | 19.59 | 19.59 |
| <b>Tata Steel Limited</b>  | 0                 | 0.00  | 0.00  |
| b) Shares encumbered with the acquirer   |                   |       |       |
| c) VRs otherwise than by shares  |                   |       |       |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition |                   |       |       |
| e) Total (a+b+c+d)   |                   |       |       |
| <b>Tata Sons Limited</b>   | 173901251         | 19.59 | 19.59 |
| <b>Tata Steel Limited</b>  | 0                 | 0.00  | 0.00  |
| Mode of acquisition /sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).  | Inter-se Transfer |       |       |
| Date of acquisition /sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable  | 11th August, 2015 |       |       |
| Equity share capital / total voting capital of the TC before the said acquisition / sale<br>(No. of Shares)  | 887,786,160       |       |       |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale<br>(No. of Shares)  | 887,786,160       |       |       |
| Total diluted share/voting capital of the TC after the said acquisition<br>(No. of Shares)   | 887,786,160       |       |       |
| (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.                           |                   |       |       |
| (**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.     |                   |       |       |

Additional Information

The aggregate holding of the other members of the Promoter Group and Persons Acting in Concert before and after acquisition of shares by Tata Sons Ltd ("TSL") is given below.

|  | Before acquisition of shares |                        | After acquisition of shares by TSL |                        |
|--|------------------------------|------------------------|------------------------------------|------------------------|
|  | No. of shares                | % w.r.t. total Capital | No. of shares                      | % w.r.t. total Capital |
| Aggregate holding of other members of Promoter Group and Tata AIA Life Insurance Company Ltd # | 51,387,273                   | 5.79                   | 51,387,273                         | 5.79                   |

# Note: Tata AIA Life Insurance Company Limited ("TALIC") does not act in concert with Tata Sons Limited or any of its group companies for the acquisition of shares, voting rights or control over the Target Company. However TALIC is disclosed above as a "person acting in concert" pursuant to its being deemed so under Regulation 2(1)(q)(2)(i) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Signature of the acquirer / seller / Authorised Signatory

**TATA SONS LIMITED**

*K. R. BHAGAI*  
**K. R. BHAGAI**  
Vice President Finance

Place: Mumbai  
Date: 11.08.2015

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