

TATA STEEL LIMITED

Corporate Identification No. (CIN): L27100MH1907PLC000260

Registered Office: Bombay House, 24, Homi Mody Street, Fort, Mumbai 400 001

Tel: +91 22 6665 8282 **E-mail:** cosec@tatasteel.com **Website:** www.tatasteel.com

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL, MUMBAI BENCH

CA(CAA)/137/MB-IV/2023

In the matter of Sections 230 to 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016;

And

In the matter of Scheme of Amalgamation amongst Tata Steel Limited ('Transferee Company' or 'Applicant Company' or 'Company') and Tata Metaliks Limited ('Transferor Company') and their respective shareholders

Tata Steel Limited

[CIN: L27100MH1907PLC000260], a company incorporated under the Indian Companies Act, 1882 and a public limited company within the meaning of the Companies Act, 2013, having its registered office at Bombay House, 24, Homi Mody Street, Fort, Mumbai 400001, Maharashtra

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..... Applicant Company/Transferee Company

To,

The Unsecured Debenture holders of Tata Steel Limited

NOTICE SEEKING REPRESENTATIONS, IF ANY, ON THE SCHEME OF AMALGAMATION AMONGST TATA STEEL LIMITED AND TATA METALIKS LIMITED AND THEIR RESPECTIVE SHAREHOLDERS

As directed by the Hon'ble National Company Law Tribunal, Mumbai Bench ("**Hon'ble NCLT**") by an order dated June 14, 2023 ("**Order**") under sub-section (1) of section 230 of the Companies Act, 2013, a meeting of the equity shareholders shall be held through video conferencing / other audio visual means ("**VC/OAVM**"), on Thursday, August 10, 2023 at 12:00 Noon (IST), to consider and if thought fit, approve, with or without modification(s), the Scheme of Amalgamation filed under Sections 230 to 232 of the Companies Act, 2013 read with the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016, amongst Tata Steel Limited (hereinafter referred to as "**Transferee Company**") and Tata Metaliks Limited (hereinafter referred to as "**Transferor Company**") and their respective shareholders (hereinafter referred to as the "**Scheme of Amalgamation**").

NOTICE is hereby given that, the Hon'ble NCLT has *vide* the Order, held that the meeting of the unsecured creditors (including unsecured debenture holders) of the Transferee Company is not required to be convened and *inter alia*, directed the Transferee Company to issue a notice to all its unsecured debenture holders (having outstanding amount of ₹25,00,000 and more) as on December 31, 2022 with a direction that they may submit their representations in relation to the Scheme of Amalgamation, if any, to the Hon'ble NCLT.

The Scheme of Amalgamation and complete Notice of meeting of equity shareholders (along with the Annexures thereto) can be accessed on the website of the Transferee Company at <https://www.tatasteel.com/investors/amalgamation/amalgamation-of-tata-metaliks-limited-into-and-with-tata-steel-limited/> and on the relevant section of the website of BSE Limited ('**BSE**') and the National Stock Exchange of India Limited ('**NSE**') at www.bseindia.com and www.nseindia.com respectively as well as on the website of SEBI at www.sebi.gov.in or you may write an e-mail to our Registrar and Transfer Agent at csg-unit@tcplindia.co.in

Kindly note, that the Order states that: *"If no representation/ response is received by the Tribunal from secured/ (unsecured creditor(s), within a period of thirty days from the date of receipt of such notice, it will be presumed that secured/unsecured creditor(s) has no representation/objection to the proposed scheme as per Rule 8 of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016."*

You are hereby informed that representations, if any, in connection with the proposed Scheme of Amalgamation may be made to the Hon'ble NCLT within 30 (thirty) days from the date of receipt of this notice, failing which it will be presumed that you have no objection to the Scheme of Amalgamation.

Copy of the representation in relation to the Scheme of Amalgamation (if any) may be sent to P&A Law Offices, the Advocates for the Applicant Company in advance and may simultaneously be sent to the Applicant Company by addressing it to the undersigned. The address of the Applicant Company is Tata Steel Limited, Bombay House, 24, Homi Mody Street, Fort, Mumbai 400 001. The address of the Advocates for the Applicant Company is P&A Law Offices, 9th Floor, Mittal Chambers, Nariman Point, Mumbai - 400 021.

We would also like to take this opportunity to inform you that the liability to Unsecured Debenture Holders of the Transferee Company is neither being reduced nor being extinguished and as such, there is no impact of the proposed Scheme of Amalgamation on the Unsecured Debenture Holders.

For the Applicant Company

Sd/-

Parvatheesam Kanchinadham

Company Secretary &

Chief Legal Officer (Corporate & Compliance)

July 26, 2023

Mumbai