

**FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT**  
**(FOR ELIGIBLE SHAREHOLDERS HOLDING EQUITY SHARES IN DEMATERIALISED FORM)**

Buyback Opening Date		13 <sup>th</sup> February 2020
Buyback Closing Date		28 <sup>th</sup> February 2020
For the Registrar & Transfer Agent		
Inward No.	Date	Stamp
Status (please tick appropriate box)		
<input type="checkbox"/>	Individual	
<input type="checkbox"/>	Company	
<input type="checkbox"/>	Body Corporate	
<input type="checkbox"/>	Others	

Date: \_\_\_\_ February 2020

To,  
The Board of Directors,  
TATA TECHNOLOGIES LIMITED  
Plot No 25, Rajiv Gandhi Infotech Park, Hinjawadi, Pune – 411057

Dear Sirs,

**Sub: Letter of Offer dated 9<sup>th</sup> February 2020 in relation to the buyback of up to 21,35,337 (Twenty One Lakh Thirty Five Thousand Three Hundred and Thirty Seven only) Equity Shares of Tata Technologies Limited (Company) at a price of Rs. 748 (Rupees Seven Hundred and Forty Eight only) per Equity Share (Buyback Offer Price) payable in cash (Buyback)**

1. I / We, (having read and understood the Letter of Offer dated 9<sup>th</sup> February 2020) hereby tender my / our Equity Shares in response to the Buyback in accordance with the terms and conditions set out below and in the Letter of Offer.
2. I / We authorize the Company to buy back the Equity Shares offered (as mentioned below) and to issue instruction(s) to the Registrar to the Buyback to extinguish such Equity Shares.
3. I / We hereby affirm that the Equity Shares comprised in this tender are offered for the Buyback by me / us free from all liens, equitable interests, charges and encumbrances.
4. I / We declare that there are no restraints / injunctions or other order(s) of any nature which limits / restricts in any manner my / our right to tender / offer Equity Shares for the Buyback and that I / we am / are legally entitled to tender / offer for the Buyback.
5. I / We agree that the Company will pay the Buyback Offer Price only after due verification of the validity of the documents and that the consideration will be paid.
6. I / We agree that the excess demat Equity Shares or unaccepted demat Equity Shares tendered, if any, may be delivered to the respective demat account of the eligible shareholder.
7. I / We undertake to return to the Company any consideration in respect of the Buyback that may be wrongfully received by me / us.
8. I / We undertake to execute any further documents and give any further assurances that may be required or expedient to give effect to my / our tender / offer and agree to abide by any decision that may be taken by the Company to effect the Buyback in accordance with the Act.

9. Details of Equity Shares held and tendered / offered in the Buyback:

Particulars	In Figures	In Words
Number of Equity Shares held as on Record Date (5 <sup>th</sup> February 2020)		
Number of Equity Shares entitled for Buyback (Buyback Entitlement)		
Number of Equity Shares offered for Buyback (Including Additional Shares)		

**Note: Eligible Shareholders also have the option of tendering Additional Equity Shares (over and above their Buyback Entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any. The Acceptance of any Equity Shares tendered in excess of the Buyback Entitlement by the Eligible Shareholder shall be in terms of Paragraphs 17.9 of the Letter of Offer. Equity Shares tendered by any Eligible Shareholder over and above the number of Equity Shares held by such Eligible Shareholder as on the Record Date shall not be considered for the purpose of Acceptance.**

Acknowledgement Slip for TATA TECHNOLOGIES LIMITED – Buyback

*(to be filled by the Eligible Shareholder) (subject to verification)*

DP ID		Client ID	
Received from Mr. / Ms. / M/s.			
No. of Equity Shares offered for Buyback (in figures)		(in words)	
Please quote Client ID and DP ID for all future correspondence		Stamp of Duty	

10. Details of Account with Depository Participant (DP):

Name of the Depository (tick whichever is applicable)		NSDL		CDSL
Name of the Depository Participant				
DP ID No.				
Client ID No. with the DP				

11. Eligible Shareholders Details:

Particulars	First / Sole Holder	Joint Shareholder 1	Joint Shareholder 2	Joint Shareholder 3
Full Name(s) of the Eligible Shareholder				
Signature(s)*				
PAN				
Address of the First / Sole Eligible Shareholder				
Telephone No. / Email ID				

*\* Corporate must affix rubber stamp and sign under valid authority. The relevant corporate authorisation should be enclosed with the application form submitted.*

**INSTRUCTIONS:**

1. The Buyback will open on Thursday, 13<sup>th</sup> February 2020 and close on Friday, 28<sup>th</sup> February 2020.
2. This Form of Acceptance-cum-Acknowledgement has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in the Letter of Offer.
3. Eligible Shareholders who desire to tender their Equity Shares in the dematerialized form under the Buyback would have to do so through their respective DP by indicating the details of Equity Shares they intend to tender under the Buyback. In order to participate, the shareholder needs to fill in the Delivery Instruction slip in favour the special Demat account opened with Stock Holding Corporation of India Limited, as under:

DP ID-	<b>IN301330</b>
Client ID-	<b>40237002</b>
Name of the Account	<b>TATA TECHNOLOGIES LIMITED</b>

4. The Equity Shares tendered in the Buyback shall be rejected if (i) the Equity Shareholder is not an Eligible Shareholder of the Company as on the Record Date; (ii) if there is a name mismatch in the demat account of the Eligible Shareholder, (iii) in case of receipt of the completed Form of Acceptance-cum-Acknowledgement and other documents but non-receipt of Equity Shares in the special demat account,
5. The Eligible Shareholders will have to ensure that they keep the DP account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to the Buyback being on a proportionate basis in terms of the Buyback Entitlement.
6. In case of non-receipt of the Letter of Offer, Eligible Shareholders holding Equity Shares may participate in the Buyback by providing their application in plain paper in writing signed by all Eligible Shareholders (in case of joint holding), stating name and address of the Eligible Shareholder(s), number of Equity Shares held as on the Record Date, Client ID number, DP Name, DP ID, beneficiary account number and number of Equity Shares tendered for the Buyback.
7. Eligible Shareholders to whom the Buyback is made are free to tender Equity Shares to the extent of their Buyback Entitlement in whole or in part or in excess of their Buyback Entitlement.
8. All documents sent by Eligible Shareholders will be at their own risk. Eligible Shareholders are advised to safeguard adequately their interests in this regard.
9. By agreeing to participate in the Buyback the Non-Resident Shareholders give the Company the authority to make, sign, execute, deliver, acknowledge and perform all applications to file regulatory reporting, if required, including disclosure under FC-TRS in Form SMF or any Successor thereof, if necessary and undertake to provide assistance to the Company for such regulatory reporting, if required by the Company.

*For details, please also read and follow the procedures set out in the Paragraph 17 of the Letter of Offer.*

*All capitalised items shall have the meaning ascribed to them in the Letter of Offer*

Tear along this line \_\_\_\_\_

**ALL FUTURE CORRESPONDENCE IN CONNECTION WITH THIS BUYBACK SHOULD BE ADDRESSED TO THE REGISTRAR AT THE FOLLOWING ADDRESS QUOTING YOUR DP ID & CLIENT ID:**

TSR Darashaw Consultants Private Limited

6-10, Haji Moosa Patrawala Industrial Estate, 20, Dr. E Moses Road, Mahalaxmi, Mumbai, Maharashtra 400011,

Email: [csg-unit@tsrdarashaw.com](mailto:csg-unit@tsrdarashaw.com)