



LETTER OF OFFER

Issue of Commercial Paper (CP) of original or initial maturity up to one year

PART I

|                               |   |
|-------------------------------|---|
| Issuer Details                | Tata Realty and Infrastructure Ltd.                                       |
| Name and Address of Issuer    | E Block, Voltas Premises, T. B. Kadam Marg, Chinchpokli, Mumbai – 400 033 |
| Business Segment / Activity   | Real Estate (Construction of Commercial and Residential                   |
| Chief Executive Officer (CEO) | Mr. Sanjay Dutt   |
| Group Affiliation (If Any)    | Tata Group  |

PART II

|   |  |   |
|---|--|---|
| Issue Details                                       | Tata Realty and Infrastructure Ltd.  |   |
| ISIN  | INE371K14DE5   |   |
| Proposed Date of Issue                              | 23 January 2026  |   |
| Amount (Rs.)  | 300,00,00,000/-  |   |
| Tenor and Date of Maturity                          | 91 days / 24 April 2026  |   |
| Proposed to be Listed / Unlisted                    | BSE Limited / 23 January 2026  |   |
| End Use of CP                                       | For servicing/repayment of debt, meeting project expenses & operational expenses, investments /ICDs to subsidiaries / associates/group companies/JVs. Pending full utilization of Issue proceeds, the Issuer shall be entitled to invest the issue proceeds in mutual funds and deposits with banks. |   |
| Market Conventions                                  | FIMMDA Conventions   |   |
| Credit Rating Details for the Proposed              | Credit Rating 1  | Credit Rating 2 (obtained if any) –                 |
| Credit Rating Issuer                                | CARE –   | ICRA  |
| Rating  | A1+  | A1+   |
| Date of Rating                                      | 16 <sup>th</sup> January 2026  | 2 <sup>nd</sup> December 2025                       |
| Validity of Issuance                                | 2 Months   | 3 Months  |
| Validity period for rating                          | Till tenure of instrument 1 year   | Till tenure of instrument 1 year from issuance date |
| For Amount (Rs.)                                    | 2,200 Crore  | 2,200 Crore   |
| Conditions (If Any)                                 | None   | None  |
| Long term credit rating obtained by the Issuer      | ICRA “AA+”   |   |
| Unaccepted Credit Rating assigned to the Issuer     | N.A.   | N.A.  |
| Issuing and Paying Agent Details (Name and Address) | HDFC Bank Limited<br>Lodha 1, Think Techno Campus,<br>Kanjur Marg (E), Mumbai 400 042  |   |

**TATA REALTY AND INFRASTRUCTURE LIMITED**

CIN: U70102MH2007PLC168300

E Block, Voltas Premises, T. B. Kadam Marg, Chinchpokli, Mumbai – 400 033 India.

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|  |                        |   |
|--|------------------------|---|
| Debtenture Trustee Details<br>(Name and Address)<br>(In case of NCD)             | N.A.                   |   |
| Credit Enhancement Details<br>(If any)   | N.A.                   |   |
| Description of Instrument  | N.A.                   |   |
| Amount (Rs. In Lacs)   | N.A.                   |   |
| In Favor of  | N.A.                   |   |
| Name and Address of the Guarantor  | N.A.                   |   |
| Net worth of the Guarantor<br>(Rs. In Lacs)                                      | N.A.                   |   |
| Extent of The Guarantee Offered by the<br>Guarantor for the Issue                | N.A.                   |   |
| Conditions under which the guarantee will be<br>invoked                          | N.A.                   |   |
| Trustee Details (Name and Address)   | N.A.                   |   |
| Whether guarantor is a group entity<br>If yes,                                   | N.A.                   |   |
| Names of Companies to which Guarantor has issued similar guarantees: <b>N.A.</b> |                        |   |
| Name   | Extent of<br>Guarantee | Conditions Under Which the<br>guarantee will be invoked |
| 1  |                        |   |
| 2  |                        |   |
| 3  |                        |   |

### PART III

#### A. Issuer Financial Details

|  |                 |
|--|-----------------|
| CP Borrowing   | Rs. 860 Crore   |
| Date of Board Resolution                                 | 15 June 2022    |
| 1. Limit approved by Board                               | Rs. 2,200 Crore |
| 2. Limit as per CRA                                      | Rs. 2,200 Crore |
| 3. Limit approved by Regulator concerned (if applicable) | N.A.            |

#### B. Details of CP / NCD and other Debt Instruments outstanding as on date of Letter of Offer CP / NCD / other Debt Instruments (Including Liabilities not redeemed on due date) :

**As per attached Annexure to Letter of Offer:**

#### C. Fund-based facilities from banks/Financial institutions, if any:

**As per attached Annexure to Letter of Offer:**

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D. Shareholding of the issuer's promoters and the details of the share pledged by the promoters as on 31<sup>st</sup> December 2025

| Sr. No.      | Name of Shareholders  | No. of Shares of held of Rs.10 each | Percentage of Holding |
|--------------|---|-------------------------------------|-----------------------|
| 1            | Tata Sons Private Limited                                   | 311,48,70,983                       | 100%                  |
| 2            | Tata Sons Private Limited jointly with Mr. Eruch Kapadia    | 1                                   | -                     |
| 3            | Tata Sons Private Limited jointly with Mr. Modan Saha       | 1                                   | -                     |
| 4            | Tata Sons Private Limited jointly with Mr. Nikhil Kumar     | 1                                   | -                     |
| 5            | Tata Sons Private Limited jointly with Mr. Girish Valecha   | 1                                   | -                     |
| 6            | Tata Sons Private Limited jointly with Ms. Zenobia Bhathena | 1                                   | -                     |
| 7            | Tata Sons Private Limited jointly with Ms. Prachi Rajee     | 1                                   | -                     |
| <b>Total</b> |   | <b>311,48,70,989</b>                | <b>100</b>            |

E. Financial Summary

(Including Net worth / Equity / Investment in subsidiaries / Affiliates) Rs. In Cr.

| Particulars                   | FY 2025  | FY 2024  | FY 2023  | FY 2022  |
|-------------------------------|----------|----------|----------|----------|
|                               | Audited  | Audited  | Audited  | Audited  |
| Equity                        | 3,114.87 | 3,114.87 | 2,117.31 | 1,617.31 |
| Net Worth                     | 8,323.02 | 8,034.90 | 5,823.39 | 3,896.28 |
| Share Application Money       | -        | -        | -        | -        |
| Total Debt Outstanding        |          |          |          |          |
| - Short Term (< 1year)        | 1,091.38 | 1601.05  | 961.08   | 3,108.86 |
| - Other Debt                  | 535.00   | 720      | 625      | 1,023.33 |
| Gross Income                  | 179.25   | 188.17   | 208.49   | 410.31   |
| Operating Profit (PBITD)      | -7.40    | 30.34    | 15.17    | 267.63   |
| Gross Profit (PBT)            | -196.83  | -118.41  | -149.14  | 48.55    |
| Net Profit (Post Tax)         | -191.79  | -112.25  | -146.17  | (5.24)   |
| Audit qualifications (if any) | N.A.     | N.A.     | N.A.     | N.A.     |

E. Details of Statutory auditor and changes thereof in the last three financial years:

F. Details of the statutory auditor:

| Name and address  | Date of appointment | Remarks   |
|---|---------------------|---|
| Deloitte Haskins and Sells LLP, Chartered Accountants<br>Address: Indiabulls Finance Centre, Tower 3,<br>27th-32nd, Floor, Senapati Bapat Marg, | 24/08/2017          | Appointment for 5 years effective for FY 2017-18 to FY 2021-22  |
| B S R & Co. LLP<br>5th Floor, Lodha Excelus, Apollo Mills Compound,<br>N. M Joshi Marg, Mahalaxmi, Mumbai – 400011                              | 03/10/2022          | Appointment for 5 years effective for FY 2022-23 to FY 2026-27. |

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Details of the change in statutory auditors in last three financial years including any change in the current year:

| Name, address | Date of appointment/<br>resignation | Date of cessation (in case<br>of resignation) | Remarks (viz. reasons for<br>change etc.) |
|---------------|-------------------------------------|---|---|
| N.A.          | N.A.                                | N.A.  | N.A.                                      |

G. Details of default in repayment of CP, NCD or any other debt instrument and other financial indebtedness including corporate guarantee issued in the past five financial years including in the current financial year.

**H. Details of any other material event / development having implications for the financials / credit quality resulting in material liability, corporate restructuring event or such other matters affecting the issue or investor's decision.**

**I. Material Litigation if any:** N.A.

*(All ongoing and outstanding material litigation irrespective of age to be reported)*

**J. Regulatory Strictures, if any:** N.A.

*(Regulatory strictures issued during the past five Financial Years to be reported.*

*Also, any regulatory structure which continue to be applicable is to be disclosed)*

1. An issuer which is either an NBFC or an HFC shall disclose the residual maturity profile of its assets and liabilities in the following format – Not Applicable

| Category                              | Up to<br>30/31<br>days | >1<br>month -<br>2 month | >2 months<br>– 3 months | >3<br>months –<br>6 months | >6<br>months –<br>1 year | >1 year<br>– 3<br>years | >3 years<br>– 5<br>years | > 5<br>Years | Total |
|---------------------------------------|------------------------|--------------------------|-------------------------|----------------------------|--------------------------|-------------------------|--------------------------|--------------|-------|
| Deposit                               |                        |                          |                         |                            |                          |                         |                          |              |       |
| Advances                              |                        |                          |                         |                            |                          |                         |                          |              |       |
| Investments                           |                        |                          |                         |                            |                          |                         |                          |              |       |
| Borrowings                            |                        |                          |                         |                            |                          |                         |                          |              |       |
| Foreign Currency<br>Assets (FCA)      |                        |                          |                         |                            |                          |                         |                          |              |       |
| Foreign Currency<br>Liabilities (FCL) |                        |                          |                         |                            |                          |                         |                          |              |       |

**For Tata Realty and Infrastructure Ltd.**

**Authorised Signatory**

Date: 20.01.2026

Original / authenticated copy of any document related to above information will be made available to the investors on request

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