

NOT FOR DISTRIBUTION TO ANY PERSON RESIDENT OR LOCATED IN THE UNITED STATES OF AMERICA

This Announcement does not constitute an offer to buy, or a solicitation of an offer to sell, any Securities (as defined below) and no such offer, solicitation, purchase or sale shall be made in the United States, India or any jurisdiction in which such offer, solicitation, purchase or sale would be unlawful.

The distribution of the Re-amended Invitation Memorandum (as defined below) in certain jurisdictions may be restricted by law. Securityholders (as defined in the Invitation Memorandum) and any other person into whose possession the Re-amended Invitation Memorandum comes are required by the Company (as defined below), Tata International Limited, the Sole Dealer Manager (as defined in the Re-amended Invitation Memorandum) and the Tender Agent (as defined in the Re-amended Invitation Memorandum) to inform themselves about, and to observe, any such restrictions.



**TATA INTERNATIONAL**

**TATA INTERNATIONAL SINGAPORE PTE. LIMITED**

(Incorporated in the Republic of Singapore)

Company Registration No. 201132066R

(the "Company")

---

**PROPOSED TENDER OFFER AND CONSENT SOLICITATION EXERCISES**

**IN RESPECT OF (I) S\$50,000,000 4.30 PER CENT.**

**SENIOR NOTES DUE 2018 (ISIN: SG55D5991413) ("NOTES") AND (II) S\$150,000,000 6.65 PER CENT. GUARANTEED SENIOR PERPETUAL CAPITAL SECURITIES (ISIN: SG6TJ0000006) ("PERPETUAL SECURITIES" AND, TOGETHER WITH THE NOTES, THE "SECURITIES"), ISSUED BY THE COMPANY AND UNCONDITIONALLY AND IRREVOCABLY GUARANTEED BY TATA INTERNATIONAL LIMITED**

**ANNOUNCEMENT OF ENTRY INTO SUPPLEMENTAL NOTE TRUST DEED AND EXERCISE OF CALL OPTION**

---

Reference is made to the announcements made by the Company on 27 September 2016, 12 October 2016, 20 October 2016, 7 November 2016, 8 November 2016, 5 December 2016 and 8 December 2016 (the "**Announcements**") in relation to the commencement of the tender offer and consent solicitation exercises by the Company and the Meetings, the change of terms in relation to the tender offer and consent solicitation exercise in respect of the Perpetual Securities and the results as at the Notes Early Tender Deadline, the results as at the Perpetual Securities Early Tender Deadline, the results as at the Expiration Deadline, the re-opening of the offer in relation to the tender offer and consent solicitation exercises by the Company, the results as at the New Expiration Deadline and the acceptance of offer and results of the Meetings. Capitalised or other terms used but not defined herein shall, unless the context otherwise requires, have the meanings as set out in the Announcements and the Re-amended Invitation Memorandum.

The Company wishes to announce that, as a result of the passing of the Extraordinary Resolution in respect of the Notes at the relevant Meeting, the Company has entered into a supplemental trust deed (the "**Supplemental Note Trust Deed**") with Citicorp International Limited (the "**Trustee**") today which has the effect of amending the trust deed dated 11 April 2013 between the Company and the Trustee (the "**Original Note Trust Deed**" together with the Supplemental Note Trust Deed, the "**Note**

**Trust Deed")** by incorporating the amendments as set out in the Extraordinary Resolution in respect of the Notes into the Original Note Trust Deed.

In addition, the Company wishes to announce that it has delivered notice to all Noteholders, by registered mail, of its intention to exercise its option under Condition 10.4A of the conditions of the Notes (the "**Conditions**") set out in the Note Trust Deed, to redeem all outstanding Notes held by the Noteholders on 23 December 2016 (the "**Redemption Settlement Date**") at a redemption price equal to 100% of the principal amount of the Notes, plus accrued and unpaid interest to the Redemption Settlement Date.

The Company shall make or cause to be made payment of the redemption moneys in respect of the Notes in Singapore dollars in accordance with the Conditions. Immediately after the Redemption Settlement Date, the Notes shall cease to be outstanding and interest (if any) on such Notes will cease to accrue and all of other rights of the Noteholders shall be terminated.

BY ORDER OF THE BOARD OF DIRECTORS OF  
**TATA INTERNATIONAL SINGAPORE PTE. LIMITED**

Ajay Murlidhar Ponkshe  
Director  
16 December 2016

NOTE: This announcement does not constitute an invitation to participate in the Invitation. No offer or invitation to issue or redeem any securities is being made pursuant to this release. This announcement must be read in conjunction with the Amended Invitation Memorandum. This announcement does not constitute or form part of, and should not be construed as, an offer for sale or subscription of, or a solicitation of any offer to buy or subscribe for, any securities of the Company, Tata International Limited or any other entity. **None of the Note Trustee or the Perpetual Securities Trustee makes any recommendations or expresses any view as to the merits of the Invitation or the Proposal, or as to the contents of this announcement.**