

TATA MOTORS LTD/FI

Form SC 13G/A

February 12, 2007

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(02-02)

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 3)*

Tata Motors Limited

(Name of Issuer)

Ordinary Shares, par value Rs.10 per share

(Title of Class of Securities)

8765685024

(CUSIP Number)

December 31, 2006

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

.. Rule 13d-1(b)

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Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 8765685024

1. **Names of Reporting Persons.**

I.R.S. Identification Nos. of above persons (entities only).

Tata Sons Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. **Citizenship or Place of Organization**

The Republic of India

Number of 5. **Sole Voting Power**

Shares **84487717**

6. **Shared Voting Power**

Beneficially **43984712**

Owned by 7. **Sole Dispositive Power**

Each **84487717**

8. **Shared Dispositive Power**

Reporting **43984712**

Person

With

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**

128827405

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares.**

Not Applicable

11. **Percent of Class Represented by Amount in Row (9)**

- 33.4 %

12. **Type of Reporting Person**

CO

CUSIP No. 8765685024

1. **Names of Reporting Persons.**

I.R.S. Identification Nos. of above persons (entities only).

Ewart Investments Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. **Citizenship or Place of Organization**

The Republic of India

Number of 5. **Sole Voting Power**

Shares **501191**

6. **Shared Voting Power**

Beneficially **0**

Owned by 7. **Sole Dispositive Power**

Each **501191**

8. **Shared Dispositive Power**

Reporting **0**

Person

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

128827405

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares.**

Not Applicable

11. **Percent of Class Represented by Amount in Row (9)**

- 33.4%

12. **Type of Reporting Person**

CO

CUSIP No. 8765685024

1. **Names of Reporting Persons.**

I.R.S. Identification Nos. of above persons (entities only).

Tata Steel Limited (formerly Tata Iron and Steel Company Limited)

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. **Citizenship or Place of Organization**

The Republic of India

Number of 5. **Sole Voting Power**

Shares **32378410**

6. **Shared Voting Power**

Beneficially **847973**

Owned by 7. **Sole Dispositive Power**

Each **32378410**

8. **Shared Dispositive Power**

Reporting **847973**

Person

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

128827405

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares.**

Not Applicable

11. **Percent of Class Represented by Amount in Row (9)**

- 33.4 %

12. **Type of Reporting Person**

CO

CUSIP No. 8765685024

1. **Names of Reporting Persons.**

I.R.S. Identification Nos. of above persons (entities only).

Kalimati Investment Company Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. **Citizenship or Place of Organization**

The Republic of India

Number of 5. **Sole Voting Power**

Shares **847973**

6. **Shared Voting Power**

Beneficially **0**

Owned by 7. **Sole Dispositive Power**

Each **847973**

8. **Shared Dispositive Power**

Reporting **0**

Person

With

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**

128827405

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares.**

Not Applicable

11. **Percent of Class Represented by Amount in Row (9)**

-33.4%

12. **Type of Reporting Person**

CO

CUSIP No. 8765685024

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Tata Investment Corporation Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. Citizenship or Place of Organization

The Republic of India

Number of **5. Sole Voting Power**

Shares **1550000**

6. Shared Voting Power

Beneficially **0**

Owned by **7. Sole Dispositive Power**

Each **1550000**

8. Shared Dispositive Power

Reporting **0**

Person

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

128827405

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares.

Not Applicable

11. Percent of Class Represented by Amount in Row (9)

- 33.4%

12. Type of Reporting Person

CO

CUSIP No. 8765685024

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Tata Industries Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. Citizenship or Place of Organization

The Republic of India

Number of **5. Sole Voting Power**

Shares **7734255**

6. Shared Voting Power

Beneficially **0**

Owned by **7. Sole Dispositive Power**

Each **7734255**

8. Shared Dispositive Power

Reporting **0**

Person

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

128827405

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares.

Not Applicable

11. Percent of Class Represented by Amount in Row (9)

- 33.4%

12. Type of Reporting Person

CO

CUSIP No. 8765685024

1. **Names of Reporting Persons.**

I.R.S. Identification Nos. of above persons (entities only).

Tata AIG Life Insurance Company Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. **Citizenship or Place of Organization**

The Republic of India

Number of 5. **Sole Voting Power**

Shares **11000**

6. **Shared Voting Power**

Beneficially **0**

Owned by 7. **Sole Dispositive Power**

Each **11000**

8. **Shared Dispositive Power**

Reporting **0**

Person

With

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**

128827405

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares.**

Not Applicable

11. **Percent of Class Represented by Amount in Row (9)**

- 33.4%

12. **Type of Reporting Person**

CO

CUSIP No. 8765685024

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons (entities only).

Tata International Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. Citizenship or Place of Organization

The Republic of India

Number of **5. Sole Voting Power**

Shares **270961**

6. Shared Voting Power

Beneficially **0**

Owned by **7. Sole Dispositive Power**

Each **270961**

8. Shared Dispositive Power

Reporting **0**

Person

With

9. Aggregate Amount Beneficially Owned by Each Reporting Person

128827405

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares.

Not Applicable

11. Percent of Class Represented by Amount in Row (9)

- 33.4%

12. Type of Reporting Person

CO

CUSIP No. 8765685024

1. **Names of Reporting Persons.**

I.R.S. Identification Nos. of above persons (entities only).

Tata Chemicals Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. **Citizenship or Place of Organization**

The Republic of India

Number of 5. **Sole Voting Power**

Shares **603207**

6. **Shared Voting Power**

Beneficially **1550000**

Owned by 7. **Sole Dispositive Power**

Each **603207**

8. **Shared Dispositive Power**

Reporting **1550000**

Person

With

9. **Aggregate Amount Beneficially Owned by Each Reporting Person**

128827405

10. **Check if the Aggregate Amount in Row (9) Excludes Certain Shares.**

Not Applicable

11. **Percent of Class Represented by Amount in Row (9)**

- 33.4%

12. **Type of Reporting Person**

CO

CUSIP No. 8765685024

1. Names of Reporting Persons.

I.R.S. Identification Nos. of above persons.

Tata Tea Limited

2. Check the Appropriate Box if a Member of a Group

(a) Not Required

(b) Not Required

3. SEC Use Only

4. Citizenship or Place of Organization

The Republic of India