

QUARTER AND HALF YEAR COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity: TATA STEEL LIMITED
2. Quarter & Half year ended September 30, 2021

Annexure I – Composition of Board of Directors

Title (Mr/ Ms)	Name of the Director	DIN	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)	Initial date of appointment	Date of Re-appointment	Date of cessation	Tenure* (in months)	Date of Birth	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 17A (1) of Listing Regulations)	No. of Independent Directorship in Listed Entities including this Listed Entity (Refer Regulation 17A (1) of Listing Regulations)	No. of memberships in Audit / Stakeholder Committee(s) including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit / Stakeholder Committee held in Listed Entities including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Natarajan Chandrasekaran	00121863	Chairperson, Non-Executive, Non-Independent	January 13, 2017	-	-	-	June 2, 1963	7	0	0	0
Ms.	Mallika Srinivasan	00037022	Non- Executive, Independent	May 21, 2012	August 14, 2019	-	112.00	November 19, 1959	2	1	0	0
Mr.	Om Prakash Bhatt	00548091	Non- Executive, Independent	June 10, 2013	August 14, 2019	-	99.00	March 7, 1951	4	4	5	2
Dr.	Peter (Petrus) Blauwhoff	07728872	Non-Executive, Independent	February 7, 2017	-	July 13, 2021	53.00	June 30, 1953	1	1	1	0
Mr.	Aman Mehta	00009364	Non-Executive, Independent	March 29, 2017	-	August 31, 2021	53	September 1, 1946	4	4	5	2
Mr.	Deepak Kapoor	00162957	Non-Executive, Independent	April 1, 2017	-	-	54.00	January 7, 1959	2	2	5	1
Ms.	Farida Khambata	06954123	Non-Executive, Independent	August 12, 2021	-	-	1.00	December 11, 1949	2	2	2	1
Mr.	Vijay Kumar Sharma	02449088	Non-Executive, Non-Independent	August 24, 2018	-	-	-	December 19, 1958	4	2	5	3
Mr.	Saurabh Agrawal	02144558	Non-Executive, Non-Independent	August 10, 2017	-	-	-	August 13, 1969	3	0	3	0
Mr.	T.V. Narendran	03083605	Executive	September 19, 2013	September 19, 2018	-	-	June 2, 1965	4	0	1	0
Mr.	Koushik Chatterjee	00004989	Executive	November 9, 2012	November 9, 2017	-	-	September 3, 1968	6	0	5	1

* To be filled only for Independent Director. Tenure would mean total period from which the Independent Director is serving on the Board of the Company in continuity without any cooling off period.

**Pursuant to the FAQs on Corporate Governance Report published by the National Stock Exchange of India Limited (NSE), number of membership in committees include chairmanship in committees during the quarter & half year ended September 30, 2021.

Note:

1. While calculating directorships in listed entities, only directorships in equity listed companies has been considered.
2. While calculating the committee positions of the Directors, both listed and unlisted companies have been considered, in compliance with Regulation 26(1)(a) of SEBI Listing Regulations.

I. Composition of Committees				
Name of the committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/ Independent/Nominee)	Date of appointment	Date of cessation
Audit Committee	Om Prakash Bhatt	Chairperson, Non-Executive, Independent	August 13, 2013	-
	Aman Mehta	Non-Executive, Independent	March 29, 2017	August 31, 2021
	Deepak Kapoor	Non- Executive, Independent	April 25, 2019	-
	Peter (Petrus) Blauwhoff	Non-Executive, Independent	December 18, 2017	July 13, 2021
	Farida Khambata	Non-Executive, Independent	August 12, 2021	
	Saurabh Agrawal	Non-Executive, Non-Independent	August 10, 2017	-
Nomination and Remuneration Committee	Mallika Srinivasan	Chairperson, Non-Executive, Independent	December 22, 2016	-
	Natarajan Chandrasekaran	Non-Executive, Non-Independent	May 16, 2017	-
	Om Prakash Bhatt	Non-Executive, Independent	August 13, 2013	-
Stakeholders' Relationship Committee	V. K. Sharma	Chairperson, Non-Executive, Non-Independent	April 25, 2019	-
	Deepak Kapoor	Non-Executive, Independent	August 13, 2018	-
	T. V. Narendran	Executive	August 13, 2018	-
	Koushik Chatterjee	Executive	April 11, 2014	-
Risk Management Committee	Aman Mehta	Chairperson, Non-Executive, Independent	August 7, 2017	August 31, 2021
	Peter (Petrus) Blauwhoff	Non-Executive, Independent	April 25, 2019	July 13, 2021
	Farida Khambata	Chairperson, Non-Executive, Independent	August 12, 2021	-
	Saurabh Agrawal	Non-Executive, Non-Independent	August 10, 2017	-
	T. V. Narendran	Executive	December 17, 2014	-
	Koushik Chatterjee	Executive	December 17, 2014	-
	Henrik Adam	Member of Management		-
	Sandip Biswas	Member of Management		-
	Samita Shah	Member of Management		-
Corporate Social Responsibility Committee	Deepak Kapoor	Chairperson, Non-Executive, Independent	August 7, 2017	-
	Om Prakash Bhatt	Non-Executive, Independent	March 31, 2015	-
	Koushik Chatterjee	Executive	April 11, 2014	-
	T. V. Narendran	Executive	April 11, 2014	-

II. Meeting of Board of Directors				
Date(s) of Meeting (Dates of Previous Quarter (Q1FY22) and Current Quarter (Q2FY22) have been entered in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors attending the meeting
May 05, 2021		Yes	10	5
August 12, 2021	98		9	4

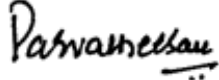
III. Meeting of Committee				
Date(s) of Meeting (Dates of Previous Quarter (Q1FY22) and Current Quarter (Q2FY22) have been entered in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Whether requirements of Quorum met	Number of Directors present	Number of Independent Directors attending the meeting
Audit Committee				
April 1, 2021	-	Yes	4	3
April 14, 2021	12		4	3
May 5, 2021	20		5	4
August 12, 2021	98		4	3
Nomination and Remuneration Committee				
May 4, 2021	-	Yes	3	2
August 12, 2021	99		3	2
Risk Management Committee				
May 6, 2021	-	Yes	5	2
August 11, 2021	96		4	1
Corporate Social Responsibility Committee				
May 6, 2021	-	Yes	4	2
August 11, 2021	96		4	2
Stakeholders' Relationship Committee				
May 15, 2021	-	Yes	4	1

IV. Related Party Transaction		
Sr	Subject	Compliance Status (Yes/No/Not Applicable)
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	Not Applicable
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

V. Affirmations

- The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - Audit Committee
 - Nomination and Remuneration Committee
 - Stakeholders' Relationship Committee
 - Risk Management Committee
- The committee members have been made aware of their powers, role, responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The meetings of Board of Directors and above committees have been conducted in the manner specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- This report will be placed before the Board of Directors of the Company at their next meeting. The report submitted in the previous quarter has been placed before Board of Directors at their meeting held on August 12, 2021.

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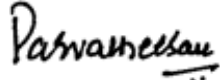


Parvatheesam Kanchinadham

Company Secretary &
Chief Legal Officer (Corporate & Compliance)**VI. Half Year Affirmations (at the end of 6 months after end of financial year along with second quarter report of next financial year):**

Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	No Due to personal exigency, Mr. V. K. Sharma, Non-Executive Director and Chairman of the Stakeholders' Relationship Committee did not attend the Annual General Meeting. In his absence, he had nominated Mr. Koushik Chatterjee, Member of the Stakeholders' Relationship Committee to respond to the queries on the activities of the Stakeholders' Relationship Committee.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Tata Steel Limited



Parvatheesam Kanchinadham

Company Secretary &
Chief Legal Officer (Corporate & Compliance)



I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Director (including relatives) or any other entity controlled by them	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter, etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Director (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Director (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

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II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Tata Steel Limited

A handwritten signature in black ink, appearing to read 'Koushik Chatterjee', written over a circular stamp or mark.

Koushik Chatterjee

Executive Director and Chief Financial Officer

Note

These disclosures exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;

a) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.

b) by the listed entity to its employees or directors as a part of the service conditions

TATA STEEL LIMITED

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Corporate Identity Number L27100MH1907PLC000260