



Ref: G - 14

January 14, 2016

The Secretary, Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.  
Maharashtra, India.  
Scrip Code: 500470

The Manager, Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor, Plot No. C/1,  
G Block, Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051.  
Maharashtra, India.  
Symbol: TATASTEEL

Dear Sirs/ Madam,

**Re: Quarterly Compliance Report on Corporate Governance**

In terms of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are forwarding herewith the quarterly Compliance report on Corporate Governance of Tata Steel Limited for the quarter ended December 31, 2015.

Yours faithfully,  
Tata Steel Limited

Parvatheesam K  
Company Secretary

Encl: As above

**TATA STEEL LIMITED**

Registered Office Bombay House 24 Homi Mody Street Mumbai 400 001 India  
Tel 91 22 6665 8282 Fax 91 22 6665 7724 website [www.tatasteel.com](http://www.tatasteel.com)  
Corporate Identity Number L27100MH1907PLC000260

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of the Listed Entity: TATA STEEL LIMITED
2. Quarter ending: December 31, 2015

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of Director	DIN	PAN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in Current Term / Cessation	Tenure	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)	No. of membership 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.	Cyrus P. Mistry	00010178	AERP9037N	Chairperson Non-Executive	May 21, 2012	-	0	0	0
Mr.	Nusli Wadia	00015731	AAAPW0990M	Non- Executive Independent	August 14, 2014	4 years 6 months	3	0	0
Mr.	Ishaat Hussain	00027891	AAVPF6348F	Non-Executive	July 15, 1999	-	1	4	3
Mr.	Subodh Bhargava	00035672	AAIPB9290R	Non- Executive Independent	August 14, 2014	2 years 7 months	6	4	1
Mr.	Jacobus Schraven	01462126	EBZPS9826J	Non-Executive Independent	August 14, 2014	2 years 6 months	1	0	0
Ms.	Malika Srinivasan	00037022	AALPS2708J	Non- Executive Independent	August 14, 2014	5 years	2	1	0
Mr.	Dinesh Kumar Mehrotra	00142711	ADQPM6804K	Non-Executive Nominee	October 22, 2012	-	0	1	1





I. Composition of Board of Directors									
Title (Mr./Ms)	Name of Director	DIN	PAN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in Current Term / Cessation	Tenure	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)	No. of membership 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.	Om Prakash Bhatt	00548091	AGPPB9727Q	Non- Executive Independent	August 14, 2014	5 years	4	4	1
Mr.	Andrew Robb	01911023	BGDPR0256B	Non-Executive Independent	November 12, 2014	2 years 10 months	1	1	0
Mr.	Karl Ulrich Koehler	03319129	CKWPK0931Q	Non-Executive	November 12, 2010	-	0	0	0
Mr.	T.V. Narendran	03083605	ABQPV7287B	Executive	September 19, 2013	-	0	0	0
Mr.	Koushik Chatterjee	00004989	AETPC4136N	Executive	November 9, 2012	-	0	1	0

<b>II. Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee Members</b>	<b>Category (Chairperson/Executive/Non-Executive/ Independent/Nominee)</b>
<b>Audit Committee</b>	1. Subodh Bhargava	Chairperson, Non-Executive, Independent
	2. Ishaat Hussain	Non-Executive
	3. Om Prakash Bhatt	Non-Executive, Independent
	4. Andrew Robb	Non-Executive, Independent
<b>Nomination and Remuneration Committee</b>	1. Nusli Wadia	Chairperson, Non-Executive, Independent
	2. Cyrus P. Mistry	Non-Executive
	3. Subodh Bhargava	Non-Executive, Independent
	4. Om Prakash Bhatt	Non-Executive, Independent
<b>Risk Management Committee</b>	1. Om Prakash Bhatt	Chairperson, Non-Executive, Independent
	2. Ishaat Hussain	Non-Executive
	3. Karl Ulrich Koehler	Non-Executive
	4. Koushik Chatterjee	Executive
	5. T. V. Narendan	Executive
	6. Anand Sen	Member of Management
	7. Sandip Biswas	Member of Management
	8. N.K.Misra	Member of Management
	9. Samita Shah	Member of Management
<b>Stakeholders' Relationship Committee</b>	1. Dinesh Kumar Mehrotra	Chairperson, Non-Executive, Nominee
	2. Ishaat Hussain	Non-Executive
	3. Subodh Bhargava	Non-Executive, Independent
	4. Koushik Chatterjee	Executive



III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
July 9, 2015	November 5, 2015	49
August 11, 2015	December 16, 2015	
September 16, 2015	-	

IV. Meeting of Committee			
Date(s) of Meeting of the Committee in relevant quarter	Whether requirements of Quorum met (details)	Date(s) of meeting of the Committee in previous quarter	Maximum gap between any two consecutive meetings in number of days
<b>Audit Committee</b>			
November 4, 2015	Yes (quorum was met)	July 8, 2015	85
		August 10, 2015	
<b>Nomination and Remuneration Committee</b>			
-	NA	September 16, 2015	
<b>Risk Management Committee</b>			
-	NA	-	
<b>Stakeholders' Relationship Committee</b>			
December 16, 2015	Yes (quorum was met)	-	

V. Related Party Transaction	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

NA – Not Applicable



## VI. 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.
  - a. Audit Committee
  - b. Nomination and Remuneration Committee
  - c. Stakeholders' Relationship Committee
  - d. 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 and/or report submitted in the previous quarter have been placed before Board of Directors. Any comments / observations/ advice of Board of Directors may be mentioned here.~~ This is the first report under the 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.

Tata Steel Limited



Parvatheesam K  
Company Secretary