

QUARTER AND HALF YEAR COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity: Tata Steel Limited
2. Quarter and half year ended: September 30, 2023

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 Related to Promoter Non- Executive, Non-Independent	January 13, 2017	-	-	-	June 2, 1963	7	0	0	0
Mr.	Noel Naval Tata	00024713	Non-Executive, Non-Independent	March 28, 2022	-	-	-	November 12, 1956	5	0	2	1
Mr.	Deepak Kapoor	00162957	Non-Executive, Independent	April 1, 2017	April 1, 2022	-	78.00	January 7, 1959	3	3	5	2
Ms.	Farida Khambata	06954123	Non-Executive, Independent	August 12, 2021	-	-	26.00	December 11, 1949	2	2	1	0
Mr.	Vijay Kumar Sharma	02449088	Non-Executive, Independent	March 28, 2022	-	-	18.00	December 19, 1958	4	3	3	2
Ms.	Bharti Gupta Ramola	00356188	Non-Executive, Independent	November 25, 2022	-	-	10.00	October 21, 1958	3	3	3	1
Dr.	Shekhar C. Mande	10083454	Non-Executive, Independent	June 1, 2023	-	-	04.00	April 5, 1962	1	1	0	0
Mr.	Saurabh Agrawal	02144558	Non-Executive, Non-Independent	August 10, 2017	-	-	-	August 13, 1969	3	0	2	0
Mr.	T.V. Narendran	03083605	Executive	September 19, 2013	September 19, 2023	-	-	June 2, 1965	2	0	1	0
Mr.	Koushik Chatterjee	00004989	Executive	November 9, 2012	November 9, 2022	-	-	September 3, 1968	4	0	3	0
Whether Regular chairperson appointed: Yes Whether Chairperson is related to managing director or CEO: No												

* 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 ended September 30, 2023.

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.

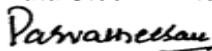
II. Composition of Committees					
Name of the committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of appointment	Date of cessation
Audit Committee	Yes	Deepak Kapoor	Chairperson, Non- Executive, Independent	April 25, 2019	-
		Farida Khambata	Non-Executive, Independent	August 12, 2021	-
		Bharti Gupta Ramola	Non-Executive, Independent	November 25, 2022	-
		Saurabh Agrawal	Non-Executive, Non-Independent	August 10, 2017	-
Nomination and Remuneration Committee	Yes	Vijay Kumar Sharma	Chairperson, Non-Executive, Independent	May 21, 2022	-
		Natarajan Chandrasekaran	Non-Executive, Non-Independent	May 16, 2017	-
		Deepak Kapoor	Non-Executive, Non-Independent	June 13, 2023	-
Risk Management Committee	Yes	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	November 5, 2019	-
		Samita Shah	Member of Management	November 13, 2020	-
Stakeholders' Relationship Committee	Yes	Bharti Gupta Ramola	Chairperson, Non-Executive, Independent	June 13, 2023	-
		Deepak Kapoor	Non-Executive, Independent	August 13, 2018	-
		T. V. Narendran	Executive	August 13, 2013	-
		Koushik Chatterjee	Executive	April 11, 2014	-
Corporate Social Responsibility & Sustainability Committee	Yes	Deepak Kapoor	Chairperson, Non-Executive, Independent	August 7, 2017	-
		Shekhar C. Mande	Non-Executive, Independent	June 13, 2023	-
		T. V. Narendran	Executive	April 11, 2014	-
		Koushik Chatterjee	Executive	April 11, 2014	-

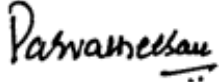
III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total Number of Directors as on date of the meeting	Number of Directors present	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
May 2, 2023	July 24, 2023	Yes	10	10	5	82
	September 13, 2023	Yes	10	10	5	50

IV. Meetings of Committees							
Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Total Number of Directors as on the date of the meeting	Number of Directors present	Number of Independent Directors present	Number of Members attending the meeting (other than Board of Directors)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee							
July 24, 2023	Yes	4	4	3	0	April 28, 2023	82
						May 2, 2023	-
Nomination and Remuneration Committee							
July 24, 2023	Yes	3	3	2	0	May 2, 2023	82
Risk Management Committee							
July 24, 2023	Yes	4	4	1	2	April 21, 2023	93
Corporate Social Responsibility & Sustainability Committee							
July 20, 2023	Yes	4	4	2	0	May 1, 2023	79
Stakeholders' Relationship Committee							
No meeting held during the quarter							

V. 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	Yes
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Details of Cyber Security Incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
If yes, date of the event: NA	
Brief details of event: NA	

VII. Affirmations
<ol style="list-style-type: none"> 1. The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <ul style="list-style-type: none"> • Audit Committee • Nomination and Remuneration Committee • Stakeholders' Relationship Committee • Risk Management Committee 3. The committee members have been made aware of their powers, role, responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. 4. 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. 5. 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 its meeting held on July 24, 2023.
<p>Tata Steel Limited</p>  <p>Parvatheesam Kanchinadham Company Secretary & Chief Legal Officer (Corporate & Compliance)</p>

VIII. Half Year Affirmations (at the end of 6 months from the close of 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)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Tata Steel Limited</p>  <p>Parvatheesam Kanchinadham Company Secretary & Chief Legal Officer (Corporate & Compliance)</p> <p>October 20, 2023 Cambridge, United Kingdom</p>		



Annexure IV

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

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

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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Identity Number L27100MH1907PLC000260