



July 13, 2018

The Secretary, Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.  
Maharashtra, India.  
Scrip Code: 500470/890144

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/TATASTEELPP

Dear Madam, Sirs,

**Re: Compliance Report on Corporate Governance**

Please find enclosed the compliance report on Corporate Governance of Tata Steel Limited for the quarter ended June 30, 2018.

This report is being submitted in compliance with Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Yours faithfully,

**Tata Steel Limited**

**Parvatheesam K**

Company Secretary

Encl: As above

**TATA**STEEL LIMITED

Registered Office Bombay House 24 Homi Mody Street Fort 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: June 30, 2018

<b>Title (Mr/ Ms)</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)</b>	<b>Date of Appointment in Current Term / Cessation</b>	<b>Tenure</b>	<b>No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>No. of membership in Audit / Stakeholder Committee(s) including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No. of post of Chairperson in Audit / Stakeholder Committee held in Listed Entities including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Natarajan Chandrasekaran	00121863	Chairperson, Non- Executive, Not Independent	January 13, 2017	-	0	0	0
Ms.	Mallika Srinivasan	00037022	Non- Executive Independent	August 14, 2014	5 years	2	0	0
Mr.	Dinesh Kumar Mehrotra*	00142711	Non-Executive Not -Independent	October 22, 2012	-	2	4	2
Mr.	Om Prakash Bhatt	00548091	Non- Executive Independent	August 14, 2014	5 years	4	4	2
Dr.	Peter (Petrus) Blauwhoff	07728872	Non-Executive Independent	February 7, 2017	5 years	1	1	0
Mr.	Aman Mehta	00009364	Non-Executive Independent	March 29, 2017	4 years 5 months	6	6	1

<b>Title (Mr/ Ms)</b>	<b>Name of Director</b>	<b>DIN</b>	<b>Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)</b>	<b>Date of Appointment in Current Term / Cessation</b>	<b>Tenure</b>	<b>No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>No. of membership in Audit / Stakeholder Committee(s) including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No. of post of Chairperson in Audit / Stakeholder Committee held in Listed Entities including this Listed Entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Deepak Kapoor	00162957	Non-Executive Independent	April 1, 2017	5 years	2	2	1
Mr.	Saurabh Agrawal	02144558	Non-Executive Not Independent	August 10, 2017	-	0	4	1
Mr.	T.V. Narendran	03083605	Executive	September 19, 2013	-	0	0	0
Mr.	Koushik Chatterjee	00004989	Executive	November 9, 2012	-	0	1	0

\*Mr. Dinesh Kumar Mehrotra ceased to be a Member of Board effective May 16, 2018.

<b>I. 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. Om Prakash Bhatt	Chairperson, Non-Executive, Independent
	2. Aman Mehta	Non-Executive, Independent
	3. Saurabh Agrawal	Non-Executive, Not Independent
	4. Dr. Peter (Petrus) Blauwhoff	Non-Executive, Independent
<b>Nomination and Remuneration Committee</b>	1. Mallika Srinivasan	Chairperson, Non-Executive, Independent
	2. Natarajan Chandrasekaran	Non- Executive, Not Independent
	3. Om Prakash Bhatt	Non-Executive, Independent
<b>Risk Management Committee (RMC)</b>	1. Om Prakash Bhatt	Chairperson, Non-Executive, Independent
	2. Dinesh Kumar Mehrotra <sup>(1)</sup>	Non-Executive, Not Independent
	3. Deepak Kapoor	Non- Executive, Independent
	4. Aman Mehta	Non- Executive, Independent
	5. Saurabh Agrawal	Non-Executive, Not Independent
	6. T. V. Narendran	Executive
	7. Koushik Chatterjee	Executive
	8. Hans Fischer	Member of Management
	9. Anand Sen	Member of Management
	10. Sandip Biswas	Member of Management
	11. N. K Misra	Member of Management
<b>Stakeholders' Relationship Committee (SRC)</b>	1. Saurabh Agrawal <sup>(2)</sup>	Chairperson, Non-Executive, Not Independent
	2. Dinesh Kumar Mehrotra <sup>(1)</sup>	Non-Executive, Not Independent
	3. Koushik Chatterjee	Executive

(1) Mr. Dinesh Kumar Mehrotra ceased to be a Member of the Board effective May 16, 2018 and consequently ceased to be Member of the RMC and SRC effective same date.

(2) Mr. Saurabh Agrawal was appointed as Chairperson of SRC effective May 16, 2018.

<b>II. Meeting of Board of Directors</b>		
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive meetings (in number of days)</b>
February 9, 2018	April 3, 2018	52 days
-	May 16, 2018	
-	June 27, 2018	

<b>III. Meeting of Committee</b>			
<b>Date(s) of Meeting of the Committee in relevant quarter</b>	<b>Whether requirements of Quorum met (details)</b>	<b>Date(s) of meeting of the Committee in previous quarter</b>	<b>Maximum gap between any two consecutive meetings (in number of days)</b>
<b>Audit Committee</b>			
May 16, 2018	Yes, requisite quorum was present	February 8, 2018	96 days
<b>Nomination and Remuneration Committee</b>			
April 3, 2018	Yes, requisite quorum was present	-	42 days
May 16, 2018		-	-
<b>Risk Management Committee</b>			
May 15, 2018	Yes, requisite quorum was present	February 8, 2018	95 days
<b>Stakeholders' Relationship Committee</b>			
-	Not Applicable	February 9, 2018	Not Applicable

<b>IV. Related Party Transaction</b>	
<b>Subject</b>	<b>Compliance Status (Yes/No/Not Applicable)</b>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
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.

**Tata Steel Limited**



**Parvatheesam K**  
Company Secretary