

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity: TATA STEEL LIMITED

2. Quarter ending: June 30, 2019

Title (Mr/ Ms)	Name of Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Initial date of appointment	Date of re-appointment	Date of cessation	Tenure*	Date of Birth	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in Listed Entities including this Listed Entity (Refer Regulation 17A(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.	Natarajan Chandrasekaran	00121863	Chairperson, Non-Executive, Not Independent	January 13, 2017	-	-	-	June 2, 1963	6	0	0	0
Ms.	Mallika Srinivasan#	00037022	Non- Executive Independent	May 21, 2012	-	-	7 years 1 month	November 19, 1959	3	2	0	0
Mr.	Om Prakash Bhatt##	00548091	Non- Executive Independent	June 10, 2013	-	-	6 years	March 7, 1951	4	4	3	2
Dr.	Peter (Petrus) Blauwhoff	07728872	Non-Executive Independent	February 7, 2017	-	-	2 years 4 months	June 30, 1953	1	1	1	0
Mr.	Aman Mehta	00009364	Non-Executive Independent	March 29, 2017	-	-	2 years 3 months	September 1, 1946	5	5	6	1
Mr.	Deepak Kapoor	00162957	Non-Executive Independent	April 1, 2017	-	-	2 years 2 months	January 7, 1959	2	2	4	1
Mr.	Vijay Kumar Sharma	02449088	Non-Executive Not Independent	August 24, 2018	-	-	-	December 19, 1958	3	0	0	1
Mr.	Saurabh Agrawal	02144558	Non-Executive Not Independent	August 10, 2017	-	-	-	August 13, 1969	3	0	3	1
Mr.	T.V. Narendran	03083605	Executive	September 19, 2013	September 19, 2018	-	-	June 2, 1965	3	0	1	0
Mr.	Koushik Chatterjee	00004989	Executive	November 9, 2012	November 9, 2017	-	-	September 3, 1968	5	0	3	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.

Ms. Mallika Srinivasan was appointed as an Additional (Independent) Director of the Company effective May 21, 2012 and was an Independent Director in terms of Clause 49 of the erstwhile Listing Agreement. Pursuant to Section 149 of the Companies Act, 2013 and related Rules notified on April 1, 2014, Ms. Srinivasan was appointed as an Independent Director of the Company by the Shareholders at the Annual General Meeting ('AGM') of the Company held on August 14, 2014, for a period of 5 years, effective August 14, 2014 through August 13, 2019. The Board at its meeting held on April 25, 2019, proposed to re-appoint Ms. Srinivasan as an Independent Director for a second term effective August 14, 2019 up to May 20, 2022 subject to Shareholder's approval. Accordingly, the tenure for which Ms. Srinivasan has been on the Board of the Company without any cooling off period has been calculated from her initial date of appointment on the Board of the Company i.e., May 21, 2012.

Mr. O. P. Bhatt was appointed as an Additional (Independent) Director of the Company effective June 10, 2013 and was an Independent Director in terms of Clause 49 of the erstwhile Listing Agreement. Pursuant to Section 149 of the Companies Act, 2013 and related Rules notified on April 1, 2014, Mr. Bhatt was appointed as an Independent Director of the Company by the Shareholders at the Annual General Meeting ('AGM') of the Company held on August 14, 2014, for a period of 5 years, effective August 14, 2014 through August 13, 2019. The Board at its meeting held on April 25, 2019, proposed to re-appoint Mr. Bhatt as an Independent Director for a second term effective August 14, 2019 up to June 9, 2023 subject to Shareholder's approval. Accordingly, the tenure for which Mr. Bhatt has been on the Board of the Company without any cooling off period has been calculated from his initial date of appointment on the Board of the Company i.e., June 10, 2013.



I. Composition of Committees				
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/ Independent/Nominee)	Date of appointment	Date of cessation
Audit Committee	1. Om Prakash Bhatt	Chairperson, Non-Executive, Independent	August 13, 2013	-
	2. Aman Mehta	Non-Executive, Independent	March 29, 2017	-
	3. Dr. Peter (Petrus) Blauwhoff	Non-Executive, Independent	December 18, 2017	-
	4. Deepak Kapoor	Non- Executive, Independent	April 25, 2019	-
	5. Saurabh Agrawal	Non-Executive, Not Independent	August 10, 2017	-
Nomination and Remuneration Committee	1. Mallika Srinivasan	Chairperson, Non-Executive, Independent	December 22, 2016	-
	2. Natarajan Chandrasekaran	Non-Executive, Not Independent	May 16, 2017	-
	3. Om Prakash Bhatt	Non-Executive, Independent	August 13, 2013	-
Risk Management Committee	1. Aman Mehta	Chairperson, Non- Executive, Independent	August 7, 2017	-
	2. Dr. Peter (Petrus) Blauwhoff	Non-Executive, Independent	April 25, 2019	-
	3. Saurabh Agrawal	Non-Executive, Not Independent	August 10, 2017	-
	4. T. V. Narendran	Executive	December 17, 2014	-
	5. Koushik Chatterjee	Executive	December 17, 2014	-
	6. Om Prakash Bhatt	Non-Executive, Independent	December 17, 2014	April 25, 2019
	7. Deepak Kapoor	Non-Executive, Independent	May 16, 2017	April 25, 2019
	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		-
Stakeholders' Relationship Committee	1. V. K. Sharma	Chairperson, Non-Executive, Not Independent	April 25, 2019	-
	2. Deepak Kapoor	Non-Executive, Independent	August 13, 2018	-
	3. T. V. Narendran	Executive	August 13, 2018	-
	4. Koushik Chatterjee	Executive	April 11, 2014	-
Corporate Social Responsibility Committee	1. Deepak Kapoor	Chairperson, Non-Executive, Independent	August 7, 2017	-
	2. Om Prakash Bhatt	Non-Executive, Independent	March 31, 2015	-
	3. Koushik Chatterjee	Executive	April 11, 2014	-
	4. T. V. Narendran	Executive	April 11, 2014	-



II. Meeting of Board of Directors				
Date(s) of Meeting (Enter dates of Previous Quarter and Current Quarter 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
February 8, 2019	-		9	4
March 29, 2019	48 days		10	5
April 25, 2019	26 days		10	5

III. Meeting of Committee				
Date(s) of Meeting (Enter dates of Previous Quarter and Current Quarter 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				
February 7, 2019	-	Yes	4	3
March 28, 2019	48 days		2	2
April 25, 2019	27 days		4	3
Nomination and Remuneration Committee				
March 12, 2019	-	Yes	3	2
March 29, 2019	16 days		3	2
April 25, 2019	26 days		3	2
Risk Management Committee				
April 25, 2019	-	Yes	6	3
Stakeholders' Relationship Committee				
February 7, 2019	Not Applicable	-	-	-



IV. Related Party Transaction	
Subject	Compliance Status (Yes/No/Not Applicable)
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
<ul style="list-style-type: none"> • 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. <ul style="list-style-type: none"> • 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 April 25, 2019.

