



Ref: G - 244

July 11, 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 June 30, 2016.

Yours faithfully,  
Tata Steel Limited

A handwritten signature in black ink, appearing to read 'Parvatheesam K'.

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  
Corporate Identity Number L27100MH1907PLC000260



**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of the Listed Entity: TATA STEEL LIMITED
2. Quarter ending: June 30, 2016

Title (Mr./ Ms)	Name of Director	DIN	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	Chairperson Non-Executive	May 21, 2012	-	0	0	0
Mr.	Nusli Wadia	00015731	Non- Executive Independent	August 14, 2014	4 years 6 months	3	0	0
Mr.	Ishaat Hussain	00027891	Non-Executive	July 15, 1999	-	1	5	2
Mr.	Subodh Bhargava	00035672	Non- Executive Independent	August 14, 2014	2 years 7 months	6	4	1
Mr.	Jacobus Schraven	01462126	Non-Executive Independent	August 14, 2014	2 years 5 months	1	0	0
Mrs.	Mallika Srinivasan	00037022	Non- Executive Independent	August 14, 2014	5 years	2	0	0
Mr.	Dinesh Kumar Mehrotra	00142711	Non-Executive	October 22, 2012	-	0	0	1

Title (Mr./ Ms)	Name of Director	DIN	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	Non- Executive Independent	August 14, 2014	5 years	3	4	1
Mr.	Andrew Robb	01911023	Non-Executive Independent	November 12, 2014	2 years 10 months	1	1	0
Mr.	T.V. Narendran	03083605	Executive	September 19, 2013	-	0	0	0
Mr.	Koushik Chatterjee	00004989	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. Dinesh Kumar Mehrotra	Non-Executive
	4. Koushik Chatterjee	Executive
	5. T. V. Narendan	Executive
	6. Hans Fischer	Member of Management
	7. Anand Sen	Member of Management
	8. Sandip Biswas	Member of Management
	9. N.K. Misra	Member of Management
<b>Stakeholders' Relationship Committee</b>	1. Dinesh Kumar Mehrotra	Chairperson, Non-Executive
	2. Ishaat Hussain	Non-Executive
	3. Subodh Bhargava	Non-Executive, Independent
	4. Koushik Chatterjee	Executive



<b>III. 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 4, 2016	April 20, 2016	34
February 12, 2016	May 25, 2016	
March 29, 2016		

<b>IV. 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 24, 2016	Yes (quorum was met)	February 3, 2016	110
<b>Nomination and Remuneration Committee</b>			
May 25, 2016	Yes (quorum was met)	March 29, 2016	56
<b>Risk Management Committee</b>			
-	-	January 13, 2016	NA
<b>Stakeholders' Relationship Committee</b>			
-	NA	-	NA

<b>V. Related Party Transaction</b>	
<b>Subject</b>	<b>Compliance Status (Yes/No/NA)</b>
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 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**