

Ref: G-16

14<sup>th</sup> January, 2015

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,

## **Quarterly Compliance Report on Corporate Governance**

Name of the Company Quarter ended on : TATA STEEL LIMITED : 31st December, 2014

| Particulars   | Clause of<br>Listing<br>agreement | Compliance<br>Status<br>Yes/No/NA | Remarks  |
|---|-----------------------------------|-----------------------------------|--|
| II. Board of Directors                                | 49 (II)                           |                                   |  |
| (A) Composition of Board                              | 49 (II A)                         | Yes                               | _  |
| (B) Independent Directors                             | 49 (II B)                         | Yes                               | Criteria for performance     evaluation and familiarization     programmes for Independent     Directors (IDs) will be disclosed in     the Annual Report for FY 2014-15     Separate meeting of IDs will be     held in the January to March 2015     quarter |
| (C)Non-executive Directors Compensation & Disclosures | 49 (II C)                         | Yes                               | <del>-</del>   |
| (D) Other Provisions as to Board and Committees       | 49 (II D)                         | Yes                               | ; <del>_</del>   |
| (E) Code of Conduct                                   | 49 (II E)                         | Yes                               | _  |
| (F) Whistle Blower Policy                             | 49 (II F)                         | Yes                               | _  |
| III. Audit Committee                                  | 49 (11)                           |                                   |  |
| (A) Qualified &<br>Independent Audit<br>Committee     | 49 (III A)                        | Yes                               | <del></del>  |



| *  |             |     |   |
|--|-------------|-----|---|
| (B) Meeting of Audit Committee   | 49 (III B)  | Yes | _   |
| (C) Powers of Audit<br>Committee   | 49 (III C)  | Yes | _   |
| (D) Role of Audit<br>Committee   | 49 (III D)  | Yes |   |
| (E) Review of Information by Audit Committee                                   | 49 (III E)  | Yes |   |
| IV. Nomination and Remuneration Committee                                      | 49 (IV)     | Yes | The Remuneration policy and the evaluation criteria will be disclosed in the Annual Report for FY 2014-15 |
| V. Subsidiary<br>Companies   | 49 (V)      | Yes | _   |
| VI. Risk Management  | 49 (VI)     | Yes | s <del></del> s   |
| VII. Related Party<br>Transactions   | 49 (VII)    | Yes | ·—·   |
| VIII. Disclosures  | 49 (VIII)   |     |   |
| (A) Related Party<br>Transactions  | 49 (VIII A) | Yes | ·—  |
| (B) Disclosure of Accounting Treatment   | 49 (VIII B) | Yes | ·   |
| (C) Remuneration of Directors  | 49 (VIII C) | Yes | ×—->  |
| (D) Management   | 49 (VIII D) | Yes | i—)   |
| (E) Shareholders   | 49 (VIII E) | Yes | ·——ii   |
| (F) Proceeds From Public<br>Issues, Rights Issues,<br>Preferential Issues etc. | 49 (VIII F) | Yes | _   |
| IX. CEO/CFO<br>Certification   | 49 (IX)     | Yes | _   |
| X. Report on Corporate Governance  | 49 (X)      | Yes |   |
| XI. Compliance   | 49 (XI)     | Yes | _   |

Yours faithfully, Tata Steel Limited

(Mr. Parvatheesam K) Company Secretary