

**QUARTER COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of the Listed Entity: TATA STEEL LIMITED
2. Quarter ended December 31, 2019

I Composition of the Board of Directors												
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(1) 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, Non-Independent	January 13, 2017	-	-	-	June 2, 1963	6	0	0	0
Ms.	Mallika Srinivasan	00037022	Non- Executive, Independent	May 21, 2012	August 14, 2019	-	7 years 7 months	November 19, 1959	2	1	0	0
Mr.	Om Prakash Bhatt	00548091	Non- Executive, Independent	June 10, 2013	August 14, 2019	-	6 years 6 months	March 7, 1951	4	4	5	2
Dr.	Peter (Petrus) Blauwhoff	07728872	Non-Executive, Independent	February 7, 2017	-	-	2 years 10 months	June 30, 1953	1	1	1	0
Mr.	Aman Mehta	00009364	Non-Executive, Independent	March 29, 2017	-	-	2 years 9 months	September 1, 1946	5	5	6	1
Mr.	Deepak Kapoor	00162957	Non-Executive, Independent	April 1, 2017	-	-	2 years 9 months	January 7, 1959	2	2	5	1
Mr.	Vijay Kumar Sharma	02449088	Non-Executive, Non-Independent	August 24, 2018	-	-	-	December 19, 1958	3	0	1	1
Mr.	Saurabh Agrawal	02144558	Non-Executive, Non-Independent	August 10, 2017	-	-	-	August 13, 1969	2	0	3	0
Mr.	T.V. Narendran	03083605	Executive	September 19, 2013	September 19, 2018	-	-	June 2, 1965	4	0	1	0
Mr.	Koushik Chatterjee	00004989	Executive	November 9, 2012	November 9, 2017	-	-	September 3, 1968	6	0	5	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.

\*\*Pursuant to the FAQs on Corporate Governance Report published by the National Stock Exchange of India Limited (NSE) during the quarter ended December 31, 2019, number of membership in committees include chairmanship in committees.

Note: While calculating directorships in listed entities, only directorships in equity listed companies has been considered.



<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>Date of appointment</b>	<b>Date of cessation</b>
<b>Audit Committee</b>	1. Om Prakash Bhatt	Chairperson, Non-Executive, Independent	August 13, 2013	-
	2. Aman Mehta	Non-Executive, Independent	March 29, 2017	-
	3. Peter (Petrus) Blauwhoff	Non-Executive, Independent	December 18, 2017	-
	4. Deepak Kapoor	Non- Executive, Independent	April 25, 2019	-
	5. Saurabh Agrawal	Non-Executive, Non-Independent	August 10, 2017	-
<b>Nomination and Remuneration Committee</b>	1. Mallika Srinivasan	Chairperson, Non-Executive, Independent	December 22, 2016	-
	2. Natarajan Chandrasekaran	Non-Executive, Non-Independent	May 16, 2017	-
	3. Om Prakash Bhatt	Non-Executive, Independent	August 13, 2013	-
<b>Risk Management Committee</b>	1. Aman Mehta	Chairperson, Non-Executive, Independent	August 7, 2017	-
	2. Peter (Petrus) Blauwhoff	Non-Executive, Independent	April 25, 2019	-
	3. Saurabh Agrawal	Non-Executive, Non-Independent	August 10, 2017	-
	4. T. V. Narendran	Executive	December 17, 2014	-
	5. Koushik Chatterjee	Executive	December 17, 2014	-
	6. Henrik Adam	Member of Management		-
	7. Sandip Biswas	Member of Management		-
	8. N.K. Misra	Member of Management		-
<b>Stakeholders' Relationship Committee</b>	1. V. K. Sharma	Chairperson, Non-Executive, Non-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	-
<b>Corporate Social Responsibility Committee</b>	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	-



<b>II. Meeting of Board of Directors</b>					
<b>Date(s) of Meeting (Enter dates of Previous Quarter and Current Quarter in chronological order)</b>	<b>Maximum gap between any two consecutive meetings (in number of days)</b>	<b>Whether requirement of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors attending the meeting</b>	
August 7, 2019	-	Yes	7	3	
November 6, 2019	90 days		10	5	
December 18, 2019	41 days		9	5	

<b>III. Meeting of Committee</b>					
<b>Date(s) of Meeting (Enter dates of Previous Quarter and Current Quarter in chronological order)</b>	<b>Maximum gap between any two consecutive meetings (in number of days)</b>	<b>Whether requirements of Quorum met</b>	<b>Number of Directors present</b>	<b>Number of Independent Directors attending the meeting</b>	
<b>Audit Committee</b>					
August 7, 2019	-	Yes	3	2	
October 23, 2019	76 days		5	4	
November 5, 2019	12 days		5	4	
November 11, 2019	5 days		5	4	
<b>Nomination and Remuneration Committee</b>					
November 6, 2019	-	Yes	3	2	
<b>Risk Management Committee</b>					
November 5, 2019	-	Yes	5	2	
<b>Stakeholders' Relationship Committee</b>					
No meeting was held					



<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

<b>V. Affirmations</b>
<ul style="list-style-type: none"> <li>• The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>• The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <ul style="list-style-type: none"> <li>• Audit Committee</li> <li>• Nomination and Remuneration Committee</li> <li>• Stakeholders' Relationship Committee</li> <li>• Risk Management Committee</li> </ul> </li> <li>• The committee members have been made aware of their powers, role, responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>• 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.</li> <li>• 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 November 6, 2019.</li> </ul>

