

QUARTER AND HALF YEAR COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity: TATA STEEL LIMITED
2. Quarter & Half year ended: September 30, 2020

Composition of the Board of Directors													
I	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 Director	January 13, 2017	-	-	-	June 2, 1963	6	0	0	0
	Ms.	Mallika Srinivasan	00037022	Non- Executive, Independent Director	May 21, 2012	August 14, 2019	-	8 years 4 months	November 19, 1959	2	1	0	0
	Mr.	Om Prakash Bhatt	00548091	Non- Executive, Independent Director	June 10, 2013	August 14, 2019	-	7 years 3 months	March 7, 1951	4	4	5	2
	Dr.	Peter (Petrus) Blauwhoff	07728872	Non-Executive, Independent Director	February 7, 2017	-	-	3 years 7 months	June 30, 1953	1	1	1	0
	Mr.	Aman Mehta	00009364	Non-Executive, Independent Director	March 29, 2017	-	-	3 years 6 months	September 1, 1946	4	4	5	2
	Mr.	Deepak Kapoor	00162957	Non-Executive, Independent Director	April 1, 2017	-	-	3 years 6 months	January 7, 1959	2	2	5	1
	Mr.	Vijay Kumar Sharma	02449088	Non-Executive, Non-Independent Director	August 24, 2018	-	-	-	December 19, 1958	2	0	1	1
	Mr.	Saurabh Agrawal	02144558	Non-Executive, Non-Independent Director	August 10, 2017	-	-	-	August 13, 1969	2	0	3	0
	Mr.	T.V. Narendran	03083605	Executive Director	September 19, 2013	September 19, 2018	-	-	June 2, 1965	4	0	1	0
	Mr.	Koushik Chatterjee	00004989	Executive Director	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), number of membership in committees include chairmanship in committees during the quarter and half ended September 30, 2020.

Note:

1. While calculating directorships in listed entities, only directorships in equity listed companies has been considered.
2. While calculating the committee positions of the Directors, both listed and unlisted companies have been considered, in compliance with Regulation 26(1)(a) of SEBI Listing Regulations.
3. Membership in committees includes chairmanship.

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. 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	-
Nomination and Remuneration Committee	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	-
Risk Management Committee	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		-
Stakeholders' Relationship Committee	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	-
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	-

Note:

1. Mr. Henrik Adam and Mr. Sandip Biswas, Members of Management are also members of the Risk Management Committee.

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
April 24, 2020	-	Yes	10	5
June 29, 2020	65		10	5
August 13, 2020	44		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				
April 7, 2020	-	Yes	5	4
May 22, 2020	44		5	4
June 20, 2020	28		5	4
June 28, 2020	7		4	3
August 13, 2020	45		5	4
Nomination and Remuneration Committee				
June 19, 2020	-	Yes	2	2
June 28, 2020	8		3	2
Risk Management Committee				
June 19, 2020	-	Yes	5	2
Corporate Social Responsibility Committee				
June 20, 2020	-	Yes	4	2
Stakeholders' Relationship Committee				
No meeting was held during this quarter				

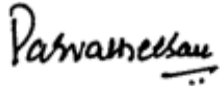
Annexure I

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 August 13, 2020.

VI. Half Year Affirmations (at the end of 6 months after end of financial year along with second quarter report of next financial year):			
SN	Broad Heading	Regulation Number	Compliance Status (Yes/No/NA)
1	Copy of the Annual Report including Balance Sheet, Profit and Loss account, Directors' report, Corporate Governance Report, and Business Responsibility Report displayed on website.	46(2)	Yes
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3	Presence of Chairperson of Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
4	Presence of Chairperson of Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
5	Whether Corporate Governance Report disclosed in Annual Report	34(3) read with Para C of Schedule V	Yes

Tata Steel Limited



Parvathesam Kanchinadham

Company Secretary &

Chief Legal Officer (Corporate & Compliance)