

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity: Tata Steel Limited
2. Quarter ending: June 30, 2024

| I. Composition of Board of Directors | | | | | | | | | | | | |
|--|-----------------------------|----------------------------------|---|------------------------------------|-------------------------------|--------------------------|----------------------------|----------------------|--|--|---|--|
| Title (Mr./ Ms.) | Name of the Director | PAN[§] & DIN | Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)^{&} | Initial Date of Appointment | Date of Re-appointment | Date of Cessation | Tenure* (in months) | Date of Birth | No. of Directorship in listed entities including this listed entity [with reference to Regulation 17A(1)] | No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) and 17A(2)] | Number of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations) ** | No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations) |
| Mr. | Natarajan Chandrasekaran | 00121863 | Chairperson Related to Promoter, Non-Executive, Non-Independent | January 13, 2017 | - | - | - | June 2, 1963 | 7 | 0 | 0 | 0 |
| Mr. | Noel Naval Tata | 00024713 | Non-Executive, Non-Independent | March 28, 2022 | - | - | - | November 12, 1956 | 5 | 0 | 2 | 1 |
| Mr. | Deepak Kapoor | 00162957 | Non-Executive, Independent | April 1, 2017 | April 1, 2022 | - | 87.00 | January 7, 1959 | 3 | 3 | 5 | 2 |
| Ms. | Farida Khambata | 06954123 | Non-Executive, Independent | August 12, 2021 | - | - | 35.00 | December 11, 1949 | 2 | 2 | 1 | 0 |
| Mr. | Vijay Kumar Sharma | 02449088 | Non-Executive, Independent | March 28, 2022 | - | - | 27.00 | December 19, 1958 | 4 | 4 | 3 | 2 |
| Ms. | Bharti Gupta Ramola | 00356188 | Non-Executive, Independent | November 25, 2022 | - | - | 19.00 | October 21, 1958 | 3 | 3 | 3 | 2 |
| Dr. | Shekhar C. Mande | 10083454 | Non-Executive, Independent | June 1, 2023 | - | - | 13.00 | April 5, 1962 | 1 | 1 | 0 | 0 |
| Mr. | Saurabh Agrawal | 02144558 | Non-Executive, Non-Independent | August 10, 2017 | - | - | - | August 13, 1969 | 3 | 0 | 2 | 0 |
| Mr. | T.V. Narendran | 03083605 | Executive | September 19, 2013 | September 19, 2023 | - | - | June 2, 1965 | 1 | 0 | 1 | 0 |
| Mr. | Koushik Chatterjee | 00004989 | Executive | November 9, 2012 | November 9, 2022 | - | - | September 3, 1968 | 1 | 0 | 2 | 0 |
| Whether regular Chairperson appointed: Yes | | | | | | | | | | | | |
| Whether Chairperson is related to Managing Director or CEO: No | | | | | | | | | | | | |

§ PAN number will not be displayed on the website of the stock exchanges or website of the Company.

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

* 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) on April 10, 2023, number of membership in committees include chairmanship in committees during the quarter ended June 30, 2024.

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 public companies have been considered, in compliance with Regulation 26(1)(a) of SEBI Listing Regulations.
3. Membership in committees includes Chairmanship



| II. Composition of Committees | | | | | |
|---|--|----------------------------------|--|----------------------------|--------------------------|
| Name of the Committee | Whether Regular chairperson appointed | Name of Committee Members | Category (Chairperson/Executive/Non-Executive/ Independent/Nominee) | Date of Appointment | Date of Cessation |
| Audit Committee | Yes | Deepak Kapoor | Chairperson, Non- Executive, Independent | April 25, 2019 | - |
| | | Farida Khambata | Non-Executive, Independent | August 12, 2021 | - |
| | | Bharti Gupta Ramola | Non-Executive, Independent | November 25, 2022 | - |
| | | Saurabh Agrawal | Non-Executive, Non-Independent | August 10, 2017 | - |
| Nomination and Remuneration Committee | Yes | Vijay Kumar Sharma | Chairperson, Non-Executive, Independent | May 21, 2022 | - |
| | | Natarajan Chandrasekaran | Non-Executive, Non-Independent | May 16, 2017 | - |
| | | Deepak Kapoor | Non-Executive, Independent | June 13, 2023 | - |
| Risk Management Committee | Yes | Farida Khambata | Chairperson, Non-Executive, Independent | August 12, 2021 | - |
| | | Saurabh Agrawal | Non-Executive, Non-Independent | August 10, 2017 | - |
| | | T. V. Narendran | Executive | December 17, 2014 | - |
| | | Koushik Chatterjee | Executive | December 17, 2014 | - |
| | | Henrik Adam | Member of Management | November 5, 2019 | - |
| | | Samita Shah | Member of Management | November 13, 2020 | - |
| Stakeholders' Relationship Committee | Yes | Bharti Gupta Ramola | Chairperson, Non-Executive, Independent | June 13, 2023 | - |
| | | Deepak Kapoor | Non-Executive, Independent | August 13, 2018 | - |
| | | T. V. Narendran | Executive | August 13, 2018 | - |
| | | Koushik Chatterjee | Executive | April 11, 2014 | - |
| Corporate Social Responsibility & Sustainability Committee | Yes | Deepak Kapoor | Chairperson, Non-Executive, Independent | August 7, 2017 | - |
| | | Shekhar C. Mande | Non-Executive, Independent | June 13, 2023 | - |
| | | T. V. Narendran | Executive | April 11, 2014 | - |
| | | Koushik Chatterjee | Executive | April 11, 2014 | - |



| III. Meeting of Board of Directors | | | | | | |
|---|---|---|--|------------------------------|--|--|
| Date(s) of Meeting (if any) in the previous quarter | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met (Yes/No)* | Total Number of Directors as on date of the meeting* | Number of Directors present* | Number of Independent Directors present* | Maximum gap between any two consecutive meetings (in number of days) |
| January 24, 2024 | May 29, 2024 | Yes | 10 | 9 | 5 | 69 |
| March 20, 2024 | | | | | | |

*only for current quarter meetings

| IV. Meetings of Committees | | | | | | | |
|---|---|--|------------------------------|--|---|---|--|
| Date(s) of Meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No)* | Total Number of Directors as on the date of the meeting* | Number of Directors present* | Number of Independent Directors present* | Number of Members attending the meeting (other than Board of Directors) | Date(s) of meeting of the committee in the previous quarter | Maximum gap between any two consecutive meetings (in number of days) |
| Audit Committee | | | | | | | |
| April 16, 2024 | Yes | 4 | 4 | 3 | 0 | March 19, 2024 | 27 |
| May 6, 2024 | Yes | 4 | 4 | 3 | 0 | January 24, 2024 | 54 |
| May 29, 2024 | Yes | 4 | 4 | 3 | 0 | | |
| Nomination and Remuneration Committee | | | | | | | |
| May 29, 2024 | Yes | 3 | 3 | 2 | 0 | March 20, 2024 | 69 |
| Risk Management Committee | | | | | | | |
| May 6, 2024 | Yes | 4 | 4 | 1 | 2 | January 24, 2024 | 102 |
| | | | | | | January 18, 2024 | 5 |
| Corporate Social Responsibility & Sustainability Committee | | | | | | | |
| May 3, 2024 | Yes | 4 | 4 | 2 | 0 | January 23, 2024 | 100 |
| Stakeholders' Relationship Committee | | | | | | | |
| No meeting held during the quarter | | | | | | March 27, 2024 | - |

*for the current quarter meetings



| V. Related Party Transaction | | |
|-------------------------------------|--|--|
| SN | Subject | Compliance Status (Yes/No/Not Applicable) |
| 1 | Whether prior approval of audit committee obtained | Yes |
| 2 | Whether shareholder approval obtained for material RPT | Yes |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee | Yes |

| VI. Details of Cyber Security Incidence | |
|--|----|
| Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | No |
| If yes, date of the event: NA | |
| Brief details of event: NA | |



VII. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - Audit Committee
 - Nomination and Remuneration Committee
 - Stakeholders' Relationship Committee
 - Risk Management Committee
3. The committee members have been made aware of their powers, role, responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. 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.
5. This report will be placed before the Board of Directors of the Company at its upcoming meeting. The report submitted in the previous quarter has been placed before Board of Directors of the Company at its meeting held on May 29, 2024. The Board of Directors of the Company has not given any comments/observations/advice.

Tata Steel Limited



Parvatheesam Kanchinadham

Company Secretary &
Chief Legal Officer (Corporate & Compliance)

Place: Mumbai

Date: July 15, 2024

