

NOTICE

Notice is hereby given that the 119th Annual General Meeting of the Members of Tata Steel Limited will be held on **Thursday, July 2, 2026, at 10:30 a.m. (IST)** through Video Conferencing / Other Audio-Visual Means, to transact the following business:

Ordinary Business:

Item No. 1 - Adoption of Audited Standalone Financial Statements

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Reports of the Board of Directors and the Auditors thereon.

Item No. 2 - Adoption of Audited Consolidated Financial Statements

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, together with the Report of the Auditors thereon.

Item No. 3 - Declaration of Dividend

To declare dividend of ₹4/- per Ordinary (equity) Share of face value ₹1/- each for the Financial Year 2025-26.

Item No. 4 - Re-appointment of a Director

To appoint a Director in the place of Mr. Koushik Chatterjee (DIN: 00004989), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and, being eligible, seeks re-appointment.

Special Business:

Item No. 5 - Ratification of Remuneration of Cost Auditors

To consider and, if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹35 lakh plus applicable taxes and reimbursement of out-of-pocket expenses payable to Messrs Shome & Banerjee, Cost Accountants (Firm Registration Number - 000001), who, based on the recommendation(s) of the Audit Committee,

have been appointed by the Board of Directors of the Company (**‘Board’**), as the Cost Auditors of the Company, to conduct the audit of the cost records maintained by the Company for the Financial Year ending March 31, 2027.

RESOLVED FURTHER THAT the Board and/or any person authorised by the Board, be and is hereby authorised severally to settle any question, difficulty or doubt, that may arise in giving effect to this resolution and to do all such acts, deeds and things as may be necessary, expedient or desirable for the purpose of giving effect to this resolution.”

Item No. 6 – Material Related Party Transaction(s) with Tata Capital Limited

To consider, and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Regulation(s) 23(4), 2(1) (zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**), the applicable provisions of the Companies Act, 2013 (**‘Act’**), read with related rules, if any, each as amended from time to time, and the Policy on Related Party Transaction(s) of Tata Steel Limited (**‘Company’**), and based on the prior approval of the Audit Committee, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of Company (hereinafter referred to as the **‘Board’**, which term shall be deemed to include any Committee constituted / empowered / to be constituted by the Board from time to time to exercise its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/ transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/ transaction(s), (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, with Tata Capital Limited (**‘TCL’**), part of Promoter Group of the Company as well as a subsidiary of Tata Sons Private Limited (Promoter company of Tata Steel Limited) and accordingly, a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and TCL, for an aggregate value up to ₹15,060 crore, for availing of financial services, sale of goods, leasing of assets, to be entered/ continued during FY2026-27, subject to such contract(s)/ arrangement(s)/ transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matter, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Key Managerial Personnel(s) or any other Officer(s) or Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”

Item No. 7 – Material Related Party Transaction(s) with Tata International West Asia DMCC

To consider, and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Regulations 23(4), 2(1)(zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**), the applicable provisions of the Companies Act, 2013 (**‘Act’**), if any, read with related rules, if any, each as amended from time to time, and the Policy on Related Party Transaction(s) of Tata Steel Limited (**‘Company’**), and based on the prior approval of the Audit Committee, approval of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the **‘Board’**), which term shall be deemed to include any Committee constituted/empowered/ to be constituted by the Board from time to time to exercise

its powers conferred by this resolution) to continue with the existing contract(s)/arrangement(s)/transaction(s) and/or enter into and/or execute new contract(s)/ arrangement(s)/ transaction(s), (whether by way of an individual transaction or a series of transactions taken together), as mentioned in the Statement pursuant to Section 102 and other applicable provisions of the Act read with related rules, with Tata International West Asia DMCC (**‘TIWA’**), a foreign subsidiary company of Tata Sons Private Limited (Promoter company of Tata Steel Limited) and accordingly a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be agreed between the Company and TIWA, for an aggregate value up to ₹5,715 crore, for purchase and sale of goods, to be entered/ continued during FY2026-27, subject to such contract(s)/arrangement(s)/ transaction(s) being carried out at arm’s length and in the ordinary course of business of the Company.

RESOLVED FURTHER THAT the Board, be and is hereby authorised, to do and perform all such acts, deeds, matters and things, as may be necessary, including finalising the terms and conditions, methods and modes in respect thereof and finalising and executing necessary documents, including contract(s), scheme(s), agreement(s) and such other documents, file applications and make representations in respect thereof and seek approval from relevant authorities, including Governmental/regulatory authorities, as applicable, in this regard and deal with any matter, take necessary steps as the Board may, in its absolute discretion deem necessary, desirable or expedient, to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board, be and is hereby authorised to delegate all or any of the powers herein conferred, to any Director(s) or Key Managerial Personnel(s) or any other Officer(s) or Authorised Representative(s) of the Company, to do all such acts and take such steps, as may be considered necessary or expedient, to give effect to the aforesaid resolution(s).

RESOLVED FURTHER THAT all actions taken by the Board, or any person so authorised by the Board, in connection with any matter referred to or contemplated in any of the foregoing resolutions, be and are hereby approved, ratified and confirmed in all respects.”

Item No. 8 – Material Related Party Transaction(s) between Tata Steel UK Limited, wholly owned subsidiary of Tata Steel Limited, and Tata International West Asia DMCC, related party of Tata Steel Limited

To consider, and if thought fit, to pass the following Resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Regulations 23(4), 2(1) (zc) and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**), the applicable provisions of the Companies Act, 2013 (**‘Act’**), read with related rules, if any, each as amended from time to time, and the Policy on Related Party Transaction(s) of Tata Steel Limited (**‘Company’**), and based on the prior approval of the Audit Committee, the approval of the Members be and is hereby accorded to the related party contract(s)/arrangement(s)/ transaction(s) (whether by way of an individual transaction or a series of transactions taken together), the details of which are provided in the Statement pursuant to Section 102 and other provisions of the Act read with related rules, to be continued or to be entered into and/or to be executed between Tata Steel UK Limited (**‘TSUK’**), wholly owned foreign subsidiary of the Company and Tata International West Asia DMCC (**‘TIWA’**), foreign subsidiary company of Tata Sons Private Limited (Promoter company of Tata Steel Limited), and therefore, both being related parties of Tata Steel Limited in terms of Regulation 2(1)(zb) of the SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between TSUK and TIWA, for an aggregate value up to ₹6,700 crore, for purchase of goods, to be entered /continued during FY2026-27, subject to such contract(s)/arrangement(s)/transaction(s) being carried out at arm’s length and in the ordinary course of business of TSUK and TIWA.”

NOTES:

(a) The Statement pursuant to Section 102(1) of the Companies Act, 2013, as amended (**‘Act’**), setting out the material facts concerning the business with respect to Item No(s). 5 to 8 forms part of this Notice. Further, relevant information pursuant to Regulation 36 and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘SEBI Listing Regulations’**) and disclosure requirements in terms of Secretarial Standard on General Meetings (**‘SS-2’**) issued by The Institute of Company Secretaries of India, in respect of Director retiring by rotation and seeking re-appointment at this Annual General Meeting (**‘Meeting’** or **‘AGM’**) is furnished as **Annexure** to this Notice.

(b) The Ministry of Corporate Affairs (**‘MCA’**), inter alia, vide its General Circular No(s). 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2022 dated May 5, 2022 and subsequent circulars issued in this regard, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as **‘MCA Circulars’**), has permitted the holding of the AGM through Video Conferencing (**‘VC’**) or through Other Audio-Visual Means (**‘OAVM’**), without the physical presence of the Members at a common venue.

Further, the Securities and Exchange Board of India (**‘SEBI’**), vide Regulations 36(1), 44(4) and 58(1) of the SEBI Listing Regulations have provided relaxations from compliance with certain provisions of the SEBI Listing Regulations relating to the sending of Annual Report to security holders as well as appointing of proxy.

In compliance with the applicable provisions of the Act, SEBI Listing Regulations and MCA Circulars, the 119th AGM of the Company is being held through VC/OAVM on **Thursday, July 2, 2026, at 10:30 a.m. (IST)**. The proceedings of the AGM will be deemed to be conducted at the Registered Office of the Company situated at Bombay House, 24, Homi Mody Street, Fort, Mumbai – 400 001, Maharashtra, India.

(c) **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON ITS BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

SINCE THIS AGM IS BEING HELD PURSUANT TO THE FRAMEWORK PROVIDED IN THE MCA CIRCULARS READ WITH THE COMPANIES ACT, 2013 AND THE SEBI LISTING REGULATIONS, THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.

(d) Members can join the AGM in VC/OAVM mode 30 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Members will be able to view the proceedings on the website of National Securities Depository Limited (**‘NSDL’**) at www.evoting.nsdl.com

Please note that, the facility for participation at the AGM through VC/OAVM will be made available to at least 1,000 Members on a first come first served basis as per the MCA Circulars.

- (e) **Institutional investors/corporate shareholders:** Institutional Investors/Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) who are intending to appoint their authorised representatives pursuant to Sections 112 or 113 of the Act, as the case may be, to attend the AGM and vote through remote e-Voting, are requested to send their certified copy of the Board Resolution/Power of Attorney/Authority Letter:
- › to the Scrutinizer by e-mail at tsl.scrutinizer@gmail.com with a copy marked to evoting@nsdl.com or
 - › upload by clicking on the "Upload Board Resolution/Authority Letter" displayed under the "e-Voting" tab in their login.
- (f) The Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- (g) In case of joint holders attending the AGM through VC/OAVM, only such joint holders who are higher in the order of their names as per the Register of Members of the Company, as of the cut-off date i.e., **Thursday, June 25, 2026**, will be entitled to vote at the Meeting.
- (h) **Despatch of Annual Report:** In accordance with the aforesaid MCA Circulars and the SEBI Listing Regulations, the Notice of the AGM along with the 11th Integrated Report & 119th Annual Accounts for FY2025-26 (**'Integrated Report'**) are being sent ONLY through electronic mode to those Members whose e-mail addresses are registered with the Company/Registrar and Transfer Agent (**'RTA'**)/Depositories/Depository Participants and a letter will be sent by the Company providing the web-link, including the exact path where complete details of the Annual Report is available, to those shareholder(s) who have not so registered their e-mail addresses. The Company shall send physical copy of the Integrated Report to those Members who request for the same at cosec@tatasteel.com or raise request with RTA – MUFG Intime India Private Limited by using URL: https://web.in.mpms.mufg.com/helpdesk/service_request.html or email to RTA at investor.helpdesk@in.mpms.mufg.com mentioning their Folio No./DP ID and Client ID. The Notice convening the 119th AGM along with the Integrated Report is also available on the website of the Company at www.tatasteel.com and websites of the Stock Exchanges where the securities of the Company are listed, i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and the website of NSDL at www.evoting.nsdl.com
- (i) **Registrar and Transfer Agent**
- The Registrar and Transfer Agent of the Company is MUFG Intime India Private Limited (formerly known as Link Intime India Private Limited). The e-mail address of the RTA is investor.helpdesk@in.mpms.mufg.com
- (j) **Record Date for Dividend**
- The Board of Directors of the Company (**'Board'**) at its meeting held on May 15, 2026 has fixed **Friday, June 12, 2026** as the Record Date for determining the Members entitled to receive dividend for the Financial Year ended March 31, 2026, subject to approval of the shareholders at this AGM.
- (k) **Dividend for FY2025-26**
- The Board at its meeting held on May 15, 2026 recommended a dividend of ₹4/- per Ordinary (equity) Share of ₹1/- each (400%).
- The dividend, if approved by the Members at the AGM, will be paid subject to deduction of income-tax at source (**'TDS'**) on and from **Monday, July 6, 2026, only through electronic mode**, as under:
- › **Ordinary Shares held in electronic form:** To all beneficial owners of the shares as per details furnished by the Depositories as of close of business hours on Friday, June 12, 2026, for this purpose.
 - › **Ordinary shares held in physical form:** To all the Members, whose names are on the Company's Register of Members, after giving effect to valid transmission and transposition requests lodged with the Company, as on close of business hours of Friday, June 12, 2026.
- TDS on Dividend:**
- The Company is required to deduct TDS from dividend paid to the Members at rates prescribed in the Income Tax Act, 2025 (**'IT Act'**). The Members are requested to update their Residential Status, PAN and Category with the Depository Participants (**'DPs'**) (if shares held in dematerialized form) and the Company/ RTA (if shares are held in physical form).
- Please send your documents through e-mail at Csg1exemptforms2627@in.mpms.mufg.com (for Resident Shareholders) and TDSDIVNR@in.mpms.mufg.com (for Non-Resident Shareholders), before close of business hours of Friday, June 12, 2026 to enable the Company to determine the appropriate TDS/withholding tax rate applicable to the Member, verify the documents and provide exemption. For detailed process, please visit our website at <https://www.tatasteel.com/media/25733/dividend-se-disclosure.pdf> and also refer to the e-mail sent to members in this regard.

Mandatory updation of PAN, KYC, Bank details, Specimen signature and Nomination details prior to processing the payment of Dividend to physical shareholders:

Pursuant to SEBI Master Circular dated February 6, 2026 issued to the RTA read with other related SEBI Circulars and Regulation 12 of the SEBI Listing Regulations, SEBI has mandated that dividend to the shareholders holding shares in physical mode shall be paid only through electronic mode. Such payment to the eligible shareholders holding physical shares shall be made only after they have furnished their PAN, Contact Details (Postal Address with PIN and Mobile Number), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company or its RTA. Relevant FAQs have been published by SEBI in this regard. The FAQs and the abovementioned SEBI Master Circular and SEBI Circulars are available on SEBI's website and the website of the Company at www.tatasteel.com

The forms for updation of PAN, KYC, Bank details and Nomination viz. Forms ISR-1, ISR-2, ISR-3 and SH-13 are available on our website at www.tatasteel.com/investors/investor-information/forms/. In view of the above, we urge Members holding shares in physical form to submit the required forms duly filled up and signed, along with the supporting documents at the earliest to the RTA at investor.helpdesk@in.mpms.mufig.com. Towards this, the Company is sending letters to the Members holding shares in physical form, in relation to applicable SEBI Circular(s) read with Regulation 12 of the SEBI Listing Regulations.

Members who hold shares in dematerialised form and wish to update their PAN, KYC, Bank details and Nomination, are requested to contact their respective DPs.

Further, Members holding shares in physical form are requested to ensure that their PAN is linked to their Aadhaar card.

Updation of mandate for receiving dividend directly in bank account through Electronic Clearing System or any other means in a timely manner:

Shares held in physical form: Members are requested to send the following details/documents to the Company's RTA, viz. MUFG Intime India Private Limited at C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (W), Mumbai -400 083, latest by Friday, June 12, 2026.

- › Form No. ISR-1 duly filled and signed by the holders, stating their name, folio number, complete address

with pin code, and the following details relating to the bank account in which the dividend is to be received:

- (i) Name of Bank and Bank Branch;
- (ii) Bank Account Number;
- (iii) 11-digit IFSC Code; and
- (iv) 9-digit MICR Code.

The said form is available on the website of the Company at <https://www.tatasteel.com/investors/investor-information/forms/> and on the website of the RTA at <https://web.in.mpms.mufig.com/KYC-downloads.html>

- › Cancelled cheque in original, bearing the name of the Member or first holder (in case shares are held jointly). In case name of the shareholder is not available on the cheque, kindly submit the following documents:
 - (i) Cancelled cheque in original
 - (ii) Bank attested legible copy of the first page of the Bank Passbook/Bank Statement bearing the names of the account holders, address, same bank account number and type as on the cheque leaf and full address of the bank branch;
- › Self-attested copy of the PAN Card; and
- › Self-attested copy of any document (such as Aadhar Card, Driving Licence, Election Identity Card, Passport) in support of the address of the Member as registered with the Company. The PAN Card shall be linked to the Aadhaar Card

Members are requested to refer to detailed process by accessing the link on <https://in.mpms.mufig.com/home-KYC.html> and proceed accordingly.

Shares held in electronic form: Members may please note that their bank details as furnished by the respective DPs to the Company will be considered for remittance of dividend as per the applicable regulations of the DPs and the Company will not be able to accede to any direct request from such Members for change/addition/deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to ensure that their Electronic Bank Mandate is updated with their respective DPs by Friday, June 12, 2026.

Further, please note that instructions, if any, already given by Members in respect of shares held in physical form will not be automatically applicable to the dividend paid on shares held by the same shareholders in electronic form.

- (l) **Nomination facility:** As per the provisions of Section 72 of the Act, read with SEBI Master Circular dated February 6, 2026 issued to RTA the facility for making nomination is available to the Members in respect of the shares held by them. Members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a Member desires to opt-out or cancel the earlier nomination and record a fresh nomination, the Member may submit the requisite application in Form ISR-3 or Form SH-14, as the case may be.

The said forms can be downloaded from the Company's website at <https://www.tatasteel.com/investors/investor-information/forms/>. Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the RTA at investor.helpdesk@in.mpms.mufig.com in case the shares are held in physical form, quoting their folio no(s).

- (m) In accordance with Regulation 40 of the SEBI Listing Regulations, as amended, any new transfer, transmission or transposition requests for securities shall be processed in demat/electronic form only. Members holding shares of the Company in physical form are requested to kindly get their shares converted into demat/electronic form to get inherent benefits of dematerialisation.
- (n) Members may please note that listed companies are mandated to issue securities in demat form only while processing any service requests viz. issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-4/ISR-5 (for transmission), the format of which is available on the Company's website at <https://www.tatasteel.com/investors/investor-information/forms/>. It may be noted that any service request or complaint can be processed only after the folio is KYC compliant. Members holding shares in physical form may raise a service request at investor.helpdesk@in.mpms.mufig.com for any assistance relating to the shares of the Company.
- (o) **Unclaimed Dividend and Investor Education and Protection Fund (IEPF):** Members are requested to note that, dividends if not encashed for a period of 7 (seven) years from the date of transfer of unclaimed dividend to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection

Fund ('IEPF'). The shares in respect of which dividend remain unclaimed for 7 (seven) consecutive years are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their unclaimed dividends from the Company, within the stipulated timeline.

The Members whose unclaimed dividends and/or shares have been transferred to IEPF may write to the Company/RTA and submit the required documents for issue of Entitlement Letter. The Members may then make an application to the IEPF Authority in web Form IEPF-5 (available on www.iepf.gov.in) by attaching the Entitlement Letter and other documents.

The attention of Members is particularly drawn to the Corporate Governance Report forming part of the Integrated Report, in respect of unclaimed dividends and transfer of dividends/shares to the IEPF. Further, the Company is sending request letters to eligible shareholders whose dividend remains unclaimed and whose shares are eligible for transfer to IEPF Authority during Financial Year 2026-27, requesting them to claim their dividends from the Company.

- (p) **Details of Members:** Members are requested to intimate changes, if any, about their name, postal address, e-mail address, telephone/ mobile numbers, PAN, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the RTA/Company in case the shares are held in physical form, in prescribed Form No. ISR-1 and other forms, quoting their folio number and enclosing the self-attested supporting document(s). Further, Members may note that SEBI has mandated the submission of PAN by every participant in the securities market.
- (q) To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised to not leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
- (r) **Consolidation for physical shareholders:** Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or RTA, the details of such folios together with the share certificates along with the requisite KYC Documents for consolidating their holdings in one folio. Requests for consolidation of share certificates shall be processed in dematerialised form only.

(s) RTA has implemented below investor initiatives as part of their continuous endeavour to enhance investor servicing:

- › 'SWAYAM' is a secure, user-friendly web-based application, that empowers investors to effortlessly access various services. Investors are requested to get registered on this application which can be accessed at <https://swayam.in.mpms.mufg.com/>
- › 'iDIA' is a Chatbot that utilizes conversational technology to provide investors with a round-the-clock intuitive platform to ask questions and get information about queries. Investors may talk to iDIA by visiting RTA's website at <https://in.mpms.mufg.com/home-KYC.html>
- › FAQs –The FAQ section on the RTA's website has very detailed answers to probable investor queries. Please visit <https://web.in.mpms.mufg.com/faq.html> to find answers to your queries related to securities.
- › Tax Exemption Form submission – You can submit your Tax exemption forms through online services on RTA's website. Please visit <https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html>

(t) **Special window for re-lodgement of physical share transfer requests:** Pursuant to SEBI Circulars dated July 2, 2025 and January 6, 2026 read with SEBI Master Circular issued to RTAs dated February 6, 2026, Members who had submitted transfer deeds for physical shares before April 1, 2019, and whose requests were rejected, returned, or remained unprocessed due to deficiencies, have been provided a special re-lodgement window till February 4, 2027, to re-lodge the transfer requests.

Transfers would be approved if all the requisite documents are in place. Transfer of shares under this window will be credited only in dematerialised form and will carry a one-year lock in period from the date of transfer registration. Members are requested to contact the Company or the RTA for assistance in this regard.

(u) **Simplification of Procedure for Issuance of Duplicate Share Certificates** The SEBI Circular dated December 24, 2025 has simplified the framework for issuance of duplicate share certificates and related procedures. The documentation requirements have been standardized as below:

- i) Value Up to ₹10,000: Undertaking on plain paper (no notarisation required)
- ii) Value Above ₹10,000 and up to ₹10 lakh: Single Affidavit-cum-Indemnity Bond
- iii) Value Above ₹10 lakh: Affidavit-cum-Indemnity Bond along with FIR/Police Complaint and Newspaper Advertisement

Further, Letter of Confirmation ('**LOC**') will not be issued effective April 2, 2026 and shares will be credited directly to the shareholder's demat account by the Company/RTA, subject to due diligence. Shareholders are requested to provide a Client Master List not older than two months, duly attested by their DPs. Any LOC issued before April 2, 2026, may be submitted by the shareholders to DP for dematerialisation within 120 days from the date of issuance of LOC.

(v) The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and relevant documents referred to in the Notice or Statement will be available electronically for inspection by the Members before as well as during the AGM. Members seeking to inspect such documents can send an e-mail to cosec@tatasteel.com from their registered e-mail address by mentioning their name, DP ID and Client ID/Folio No. and Mobile No. Further, the external independent consultant's report for Related Party Transaction is available on the website of the Company at <https://www.tatasteel.com/corporate/our-organisation/report-of-external-party-on-rpts/> the QR code to access the same is provided below:



(w) **Dispute Resolution:** SEBI has established a common Online Dispute Resolution Portal ('**ODR Portal**') for resolution of disputes arising in the Indian Securities Market. Post exhausting the option to resolve their grievance with the RTA/Company directly and/or through the SEBI SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the Company's website at <https://www.tatasteel.com/investors/link-to-smart-odr/>

(x) As per the provisions of the MCA Circulars, the matters of Special Business as appearing at Item No(s). 5 to 8 of the accompanying Notice, are considered to be unavoidable by the Board of Directors of the Company and hence, forms part of this Notice.

PROCESS FOR REGISTERING E-MAIL ADDRESS:

- i. **One-time registration of e-mail address with RTA for receiving the 11th Integrated Report & 119th Annual Accounts for FY2025-26 and to cast votes through remote e-Voting:** The Company has made special arrangements with RTA and NSDL for registration of e-mail address of those Members (holding shares either in electronic or physical form) who wish to receive the 11th Integrated Report & 119th Annual Accounts for FY2025-26 and cast votes electronically through remote e-Voting. Eligible Members whose e-mail addresses are not registered with the Company/ DPs are required to provide the same to RTA on or before 5:00 p.m. (IST) on Thursday, June 25, 2026.

Process to be followed for one-time registration of e-mail address (for shares held in physical form or in electronic form) is as follows:

- Visit the link: https://web.in.mpms.mufig.com/EmailReg/Email_Register.html
- Select the name of the Company from drop-down: **Tata Steel Limited**
- Enter details in respective fields such as DP ID and Client ID (if shares held in electronic form) / Folio no. and Certificate no. (if shares held in physical form), Shareholder name, PAN, mobile number and e-mail ID.
- System will send OTP on mobile no. and e-mail ID.
- Upload a self-attested copy of your PAN card and Address proof viz. Aadhaar Card, passport or front and back side of share certificate in case of Physical folio.
- Enter OTP received on mobile no. and e-mail ID and submit.
- The system will then confirm the e-mail address for the limited purpose of service of AGM Notice along with the Integrated Report and Annual Accounts for FY2025-26 and e-Voting credentials.

After successful submission of the e-mail address, NSDL will e-mail a copy of this AGM Notice and the 11th Integrated Report & 119th Annual Accounts FY2025-26 along with the e-Voting user ID and password, if applicable. In case of any queries, Members may write to evoting@nsdl.com.

Alternatively, Members may send a request to evoting@nsdl.com for procuring user id and password for remote e-Voting by providing Demat account number/Folio number and scanned copy of the Share Certificate (front and Back) or client master, or copy of

consolidated account statement, self-attested copy of PAN card, self-attested copy of Aadhaar Card.

- ii. **Registration of e-mail address permanently with Company / DP:** Members are requested to register the e-mail address with their concerned DPs, in respect of electronic holding and with RTA, in respect of physical holding, by submitting Form ISR-1 duly filled and signed by the shareholders. Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated/updated with their DPs/RTA to enable servicing of notices/documents/ Integrated Reports and other communications electronically to their e-mail address in future.

INSTRUCTIONS FOR E-VOTING AND JOINING THE AGM ARE AS FOLLOWS:

A. PROCESS AND MANNER FOR VOTING THROUGH ELECTRONIC MEANS:

- Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, Regulation 44 of the SEBI Listing Regulations, SS-2 and in terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/ 2020/242 dated December 9, 2020 in relation to e-Voting facility provided by listed entities, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with NSDL for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a Member using remote e-Voting system as well as remote e-Voting during the AGM will be provided by NSDL.
- Members of the Company holding shares either in physical form or in electronic form as on the **cut-off date of Thursday, June 25, 2026** may cast their vote by remote e-Voting. A person who is not a Member as on the cut-off date should treat this Notice for information purpose only. A person, whose name is recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-Voting before the AGM as well as remote e-Voting during the AGM.

Any shareholder(s) holding shares in physical form or non-individual shareholders who acquire shares of the Company and becomes a Member of the Company after dispatch of the Notice and holding shares as on the **cut-off date of Thursday, June 25, 2026**, may obtain the User ID and Password by sending a request at evoting@nsdl.com. However, if

the Member is already registered with NSDL for remote e-Voting then the Member can use the existing User ID and password for casting the vote. If you forget your password, you can reset your password by using “Forgot User Details/Password” or “Physical User Reset Password” option available on www.evoting.nsdl.com or call on 022 4886 7000.

In case of Individual Shareholder who acquires shares of the Company and becomes a Member of the Company after dispatch of the Notice and holds shares in demat mode as on the cut-off date, you may follow the steps mentioned under ‘**Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode.**’

3. The remote e-Voting period commences on **Sunday, June 28, 2026, at 9:00 a.m. (IST)** and ends on **Wednesday, July 1, 2026 at 5:00 p.m. (IST)**. The remote e-Voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members/Beneficial Owners as on the cut-off date i.e. Thursday, June 25, 2026 may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, June 25, 2026.
4. Members will be provided with the facility for voting through electronic voting system during the VC/OAVM proceedings at the AGM and Members participating at the AGM, who have not already cast their vote on the resolution(s) by remote e-Voting will be eligible to exercise their right to vote on such resolution(s) upon announcement by the Chairman of the Company. Members who have cast their votes on resolution(s) by remote e-Voting prior to the AGM will also be eligible to participate at the AGM through VC/OAVM but shall not be entitled to cast their votes on such resolution(s) again. Members who have voted on some of the resolutions during the said voting period are also eligible to vote on the remaining resolutions during the AGM. The remote e-Voting module on the day of the AGM shall be disabled by NSDL for voting 15 minutes after the conclusion of the AGM.

B. INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM AND REMOTE E-VOTING (BEFORE AND DURING THE AGM) ARE AS UNDER:

1. Members will be able to attend the AGM through VC/OAVM or view the live webcast of AGM provided by

NSDL at www.evoting.nsdl.com by following the steps mentioned under ‘Access NSDL e-Voting system’. After successful login, Member(s) can click on link of ‘VC/OAVM’ placed under ‘Join Meeting’ menu against the Company name. You are requested to click on ‘VC/OAVM link’ placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Members who do not have the User ID and Password for e-Voting or have forgotten the User ID/Password may retrieve the same by following the process as mentioned in paragraph titled “Instructions for remote e-Voting before/during the AGM” in the Notice to avoid last minute rush.

2. Members may join the AGM through laptops, smartphones, tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from mobile devices or tablets or through laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is, therefore, recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
3. Members are encouraged to submit their questions in advance with respect to the accounts or the business to be transacted at the AGM. These queries may be submitted from their registered e-mail address, mentioning their name, DP ID and Client ID/folio number and mobile number, to the Company’s email address at cosec@tatasteel.com before **3:00 p.m. (IST) on Monday, June 22, 2026**.
4. Members who would like to express their views or ask questions during the AGM may pre-register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at cosec@tatasteel.com between **Friday, June 26, 2026 (9:00 a.m. IST) to Monday, June 29, 2026 (5:00 p.m. IST)**. The Company reserves the right to restrict the number of questions and speakers depending on the availability of time for the AGM. Further, the sequence in which the shareholders will be called upon to speak will be solely determined by the Company.
5. Members who need assistance before or during the AGM, can contact NSDL at 022 4886 7000 or Mr. Amit Vishal, Deputy Vice President/Ms. Pallavi Mhatre, Assistant Vice President at: [evoting@nsdl.com](http://evoting.nsdl.com).

THE INSTRUCTIONS FOR REMOTE E-VOTING BEFORE/DURING THE AGM

The details of the process and manner for remote e-Voting are explained herein below:

Step 1: Access NSDL e-Voting system





Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

Details on Step 1 are mentioned below:

A. Login method for e-Voting and joining virtual meeting for individual shareholders holding securities in demat mode

Pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on 'e-Voting facility provided by Listed Companies', individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail Id in their demat accounts in order to access e-Voting facility.

Login method for individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	<ol style="list-style-type: none"> If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">   </div> <div style="text-align: center;">   </div> </div>

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with Central Depository Services (India) Limited ('CDSL')	<ol style="list-style-type: none"> Users who have opted for CDSL Easi/Easiest facility, can login through their existing User ID and Password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by Company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL's website www.cdslindia.com Click on login & My Easi New (Token) Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & e-mail as recorded in the demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<ol style="list-style-type: none"> You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use "Forget User ID" and "Forget Password" option available at the respective website details mentioned above.

Helpdesk for individual shareholders holding securities in demat mode for any technical issues related to login through Depositories i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 4886 7000.
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at: helpdesk.evoting@cdslindia.com or contact at toll free No. 1800-21-09911

B. Login Method for e-Voting and joining virtual meeting for shareholders other than individual shareholders holding securities in demat mode and shareholders holding securities in physical mode

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon 'Login' which is available under 'Shareholder/ Member' section.
- A new screen will open. You will have to enter your User ID, your Password / OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDeAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDeAS login. Once you log-in to NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4) Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if folio number is S1***** and EVEN is 139372 for Ordinary (equity) shares then user ID is 139372S1*****

5) Password details for shareholders other than Individual shareholders are given below:

- (a) If you are already registered for e-Voting, then you can use your existing password to log-in and cast your vote.
- (b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- (c) How to retrieve your 'initial password'?
 - i. If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you by NSDL and open the attachment i.e. a .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your e-mail ID is not registered, please follow steps mentioned in process for those shareholders whose e-mail ids are not registered.

6) If you are unable to retrieve or have not received the 'Initial password' or have forgotten your password:

- (a) Click on '[Forgot User Details/Password?](#)' (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com

- (b) Click on '[Physical User Reset Password?](#)' (If you are holding shares in physical mode) option available on www.evoting.nsdl.com

- (c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address.

- (d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

- 7) After entering your password, tick on Agree to 'Terms and Conditions' by selecting on the check box.

- 8) Now, you will have to click on 'Login' button.

- 9) After you click on the 'Login' button, Home page of e-Voting will open.

Details on Step 2 are mentioned below:

How to cast your vote electronically on NSDL e-Voting system and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see "EVEN" of all the companies in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select 'EVEN' of the Company, in case Ordinary (Equity) Shares – 139372 for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on 'Submit' and also 'Confirm' when prompted.
5. Upon confirmation, the message 'Vote cast successfully' will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The instructions for e-Voting during the AGM are as under:

1. The procedure for remote e-Voting during the AGM is same as the instructions mentioned above for remote e-Voting prior to the AGM, since the Meeting is being held through VC/OAVM.
2. Only those Members/Shareholders, who will be present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting prior to the AGM and are otherwise not barred from doing so, shall be eligible to vote on such resolution(s) through e-Voting system during the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote electronically through remote e-Voting at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-voting.

General Guidelines for Shareholders:

1. Institutional Investors/Corporate Members (i.e. other than individuals, HUFs, NRIs, etc.) who are intending to appoint their authorised representatives pursuant to Sections 112 or 113 of the Act, as the case may be, to attend the AGM and vote through remote e-Voting, are requested to send their certified copy (PDF/JPG Format) of the Board Resolution/Power of Attorney/Authority Letter:
 - › to the Scrutinizer by e-mail at tsl.scrutinizer@gmail.com with a copy marked to evoting@nsdl.com or
 - › upload by clicking on the "Upload Board Resolution/ Authority Letter" displayed under the "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot User Details/Password?' or 'Physical User Reset Password?' option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries/grievances pertaining to remote e-Voting (before or during the AGM), you may refer the Frequently Asked Questions ('FAQs') and e-Voting user manual for Shareholders available at the 'Download' section of NSDL at www.evoting.nsdl.com or call on toll free no.: 022 4886 7000 or send a request at evoting@nsdl.com or contact Mr. Amit Vishal, Deputy Vice President-

NSDL or Ms. Pallavi Mhatre, Assistant Vice President from NSDL at the e-mail address evoting@nsdl.com The postal address of NSDL is 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400 051.

Other Instructions:

- i. The Board of Directors has appointed Mr. P. N. Parikh (Membership No. FCS 327) or failing him Ms. Jigyasa Ved (Membership No. FCS 6488) or failing her, Mr. Mitesh Dhaliwala (Membership No. FCS 8331) of M/s Parikh & Associates, Practising Company Secretaries, as the Scrutiniser to scrutinise the remote e-Voting process before the AGM as well as remote e-Voting process during the AGM in a fair and transparent manner.
- ii. The Scrutiniser shall immediately after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting (votes cast during the AGM and votes cast prior to the AGM) and make a consolidated Scrutiniser's Report of the total votes cast in favor or against, if any, to the Chairman or any person authorised by him in writing who shall countersign the same. The results will be declared within timelines stipulated under Regulation 44 of the SEBI Listing Regulations read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.
- iii. The results declared along with the Scrutiniser's Report shall be placed on the website of the Company at www.tatasteel.com and on the website of NSDL at www.evoting.nsdl.com and shall be disseminated to the stock exchanges where the equity shares of the Company are listed i.e., BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The results shall also be made available on the notice board of the Company at its Registered Office.

By Order of the Board of Directors

sd/-

Parvatheesam Kanchinadham

Company Secretary and Chief Legal Officer

Membership No. ACS: 15921

Mumbai

May 15, 2026

Registered Office:

Bombay House, 24, Homi Mody Street

Fort, Mumbai - 400 001

Tel: +91 22 6665 8282

CIN: L27100MH1907PLC000260

Website: www.tatasteel.com

Email: cosec@tatasteel.com

Statement pursuant to Section 102(1) of the Companies Act, 2013 ('Act')

The following Statement sets out all material facts relating to Item Nos. 5 to 8 mentioned in the accompanying Notice.

Item No. 5

In terms of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014 ('Rules'), each as amended from time to time, the Company is required to undertake the audit of its cost records for products covered under the Rules. Such cost audit shall be conducted by a Cost Accountant in practice.

The scope of cost audit of the Company includes, inter alia, major steel plant sites at Jamshedpur, Kalinganagar, Meramandali and Gamharia, downstream facilities and other divisions of Tata Steel such as Long Products, Ferro Alloys and Minerals Division, Metaliks Division, Tinplate Division, Wires Division, Tubes, Bearings, Growth Shop and Power Business amongst others. There is no change in scope of cost audit compared to previous fiscal.

Messrs Shome & Banerjee, Cost Accountants (Firm Registration Number – 000001) has been the Cost Auditors of the Company for over a decade. Considering the past performance of the cost auditors during previous years in examining and verifying the accuracy of the cost accounting records maintained by the Company, the size of the operations of the Company and the scope of cost audit for FY2026-27, the Audit Committee of the Company considered and recommended to the Board, the appointment of Messrs Shome & Banerjee, Cost Accountants as the Cost Auditors of the Company for FY2026-27, for a remuneration of ₹35 lakh plus applicable taxes and reimbursement of out-of-pocket expenses. The recommended remuneration for cost auditors for FY2026-27 has been kept same as that of FY2025-26 since there is no enhancement in scope of cost audit for FY2026-27.

Based on the recommendation of the Audit Committee, the Board at its meeting held on May 15, 2026, approved the appointment of Messrs Shome & Banerjee, Cost Accountants (Firm Registration Number – 000001) as the Cost Auditors of the Company for FY2026-27 at a remuneration of ₹35 lakh plus applicable taxes and reimbursement of out-of-pocket expenses, payable to Cost Auditors.

In accordance with the provisions of Section 148(3) of the Act read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, as amended, the remuneration payable to the Cost Auditors, as recommended by the Audit Committee and approved by the Board, must be ratified by the Members of the Company.

The consent of the Members is sought for passing an Ordinary Resolution as set out at Item No. 5 of the Notice for ratification

of the remuneration payable to the Cost Auditor of the Company for the Financial Year ending March 31, 2027.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No. 5 of the Notice.

The Board recommends the Resolution set forth in Item No. 5 for the approval of the Members.

Context for Resolution No(s). 6, 7 and 8:

In terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), as amended, material related party transactions require prior approval of the shareholders through ordinary resolutions. In terms of the SEBI Listing Regulations, a transaction with a related party shall be considered material, if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds the thresholds specified in Schedule XII of the SEBI Listing Regulations. Accordingly, the materiality threshold for seeking shareholders' approval for related party transactions of the Company is ₹5,000 crore. The said limits are applicable, even if the transactions are in the ordinary course of business of the concerned company and at an arm's length basis.

Further, Regulation 2(1)(zc) of the SEBI Listing Regulations defines a Related Party Transaction ('RPT') to include a transaction involving transfer of resources, services or obligations between (i) a listed entity or any of its subsidiaries on one hand and a related party of the listed entity or any of its subsidiaries on the other hand, as well as (ii) a listed entity or any of its subsidiaries on one hand and any other person or entity on the other hand, the purpose and effect of which is to benefit a related party of the listed entity or any of its subsidiaries, regardless of whether a price is charged or not and a "transaction" with a related party shall be construed to include a single transaction or a group of transactions in a contract.

Further, SEBI vide its circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2025/93 dated June 26, 2025 has notified the Industry Standards on "Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions" ('Standards') effective September 1, 2025 which inter alia requires listed entity to provide minimum information, in specified format, relating to the proposed RPTs including material modifications, to the Audit Committee and to the Members, while seeking approval.

It is in the above context that, Resolution No(s). 6, 7 and 8 are placed for the approval of the Members of Tata Steel Limited ('Company'/'Tata Steel') along with necessary details on the proposed RPTs provided in this Statement.

Item No. 6 – Material Related Party Transaction(s) with Tata Capital Limited**Background, details, benefits and justification of the transaction(s):**

Tata Capital Limited ('TCL') is a part of the Promoter Group of Tata Steel Limited ('Tata Steel'/'Company') as well as a subsidiary company of Tata Sons Private Limited (Promoter company of Tata Steel) and accordingly, a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations. TCL is the flagship financial services company of the Tata Group. TCL operates as Non-Banking Financial Company – Investment and Credit Company and offers a wide array of services and products in the financial services sector and operates across various areas of business such as commercial finance, infrastructure finance, consumer loans and wealth services. TCL also offers funds and fee based financial services to its customers.

Tata Steel avails various financial services from TCL under its corporate programme such as factoring of receivables, leasing services. Tata Steel discounts with TCL, the sales receivables from its customers arising out of goods sold to them on credit, under a factoring arrangement with TCL. Tata Steel uses the factoring services of TCL to mitigate its credit risk emanating from unsecured sales to small and mid-sized customers arising out of regular business transactions. Under the factoring arrangement, Tata Steel transfers the ownership and all rights, risks, and benefits of the receivables to TCL and receives the collection against its receivables upfront from TCL. TCL takes the credit risk completely and has no recourse on Tata Steel. Tata Steel pays Factoring (discounting) charges to TCL for receiving the abovementioned services. The tentative factoring charge is in the range of 9.10% to 9.35% p.a.

Availing factoring and other financial services from TCL improves Tata Steel's working capital efficiency, liquidity management, and cash-flow optimisation through structured financing solutions. Further, under leasing services, Tata Steel

takes assets such as IT assets, vehicles, equipment etc. on rent or lease from TCL for its business requirements. This helps Tata Steel to optimise capital expenditure, maintain operational flexibility, and access assets on a cost-effective basis. Tata Steel also sells NestIn and other products/goods to TCL to leverage its value-added construction solutions while supporting TCL's infrastructure and project requirements and other business needs. During FY2026-27, Tata Steel will be taking factoring services from TCL to cater to business requirements of its additional/new business segments. Factoring services from TCL will support enhanced business activities of the Company and hence, sales volume and prices are expected to grow by 10% compared to previous fiscal. These transactions are included in the aggregate amount of ₹15,060 crore for which approval is being sought from the Members of the Company.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Chief Executive Officer & Managing Director and the Executive Director & Chief Financial Officer of Tata Steel, confirming that the proposed RPT(s) are in the interest of Tata Steel.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs with TCL for an aggregate amount up to ₹15,060 crore to be entered /continued during FY2026-27. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

Further, as per the review process carried out by the Company, TCL enjoys sound financial health and there have been no audit qualifications reported by the statutory auditors of TCL as per the latest audited financial statements of TCL available.

Details of the proposed transactions with TCL being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

SN	Particulars of the information	Information provided by the Management
A. Details of the related party and transactions with the related party		
A(1) Basic details of the related party		
1.	Name of the related party	Tata Capital Limited ('TCL')
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	TCL is the flagship financial services company of the Tata Group. TCL operates as Non-Banking Financial Company – Investment and Credit Company and offers a wide array of services and products in the financial services sector and operates across various areas of business such as commercial finance, infrastructure finance, consumer loans and wealth services. TCL also offers funds and fee based financial services to its customers.
A(2) Relationship and ownership of the related party		
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	TCL is part of Promoter Group of Tata Steel Limited as well as a subsidiary company of Tata Sons Private Limited (Promoter company of Tata Steel Limited). TCL holds 62,70,720 equity shares (0.05%) in Tata Steel as on March 31, 2026.
	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Tata Steel does not have any shareholding in TCL.
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations). While calculating indirect shareholding, shareholding held by relatives shall also be considered.	TCL is part of the Promoter Group of Tata Steel Limited. TCL holds 62,70,720 Ordinary (equity) Shares (0.05%) in Tata Steel.
A(3) Details of previous transactions with the related party		
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.	
	SN	Category
	1)	Sale of Goods
	2)	Purchase of Goods
	3)	Receiving of Services
	4)	Rendering of Services
	5)	Financial
	6)	Others
Total		8,536
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (₹ crore including GST)	Nil

SN	Particulars of the information	Information provided by the Management	
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No	
A(4) Amount of the proposed transactions			
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders. (₹ crore including GST)	₹15,060 crore	
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes	
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	6.49%	
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction).	Not applicable	
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	47.75% 5.62% as per book size (Book Size: ₹2,68,203.09 crore)	
Financial performance of the related party for the immediately preceding financial year:			
6.	Particulars	Amount (₹ crore) for FY2025-26	
	Turnover	23,051.50	
	Profit After Tax	3,201.14	
	Net worth	39,012.59	
Explanations: The above information is given on standalone basis.			
A(5) Basic details of the proposed transaction			
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Tata Steel avails factoring of receivables and leasing services from TCL. Tata Steel discounts with TCL the sales receivables from its customers arising out of goods sold to them on credit. Tata Steel receives factoring of receivables services from TCL for its small and mid-sized debtors arising from regular business transaction. Tata Steel pays factoring charges to TCL for availing these financial services. Under leasing services, Tata Steel takes assets such as IT assets, vehicles, equipment, etc. on rent or lease from TCL, for its business requirement. It also sells NestlIn and other products to TCL and enter into other similar transactions required for the purpose of business.	
Details of each type of proposed transactions for FY2026-27			
2.	SN	Category	Amount (₹ crore)
	1)	Sale of Goods	40
	2)	Purchase of Goods	Nil
	3)	Receiving of Services	15,020
	4)	Rendering of Services	Nil
	5)	Financial	Nil
	6)	Others	Nil
		Total	15,060

SN	Particulars of the information	Information provided by the Management
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY2026-27
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transactions for FY2026-27 is ₹15,060 crore including GST.
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	The sale of NestIn products by Tata Steel to TCL enables Tata Steel to leverage its value-added construction solutions while supporting TCL's infrastructure and project requirements. Availing factoring and other financial services from TCL improves Tata Steel's working capital efficiency, liquidity management, and cash-flow optimisation through structured financing solutions. Leasing of assets such as vehicles, mining equipment, laptops, and desktops from TCL allows Tata Steel to optimise capital expenditure, maintain operational flexibility, and access assets on a cost-effective basis.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	TCL is a subsidiary of Tata Sons Private Limited (Promoter company of Tata Steel Limited). Tata Sons Private Limited holds 78.80% equity shareholding in TCL as on March 31, 2026. Mr. Saurabh Agrawal is the Non-Executive Director ('NED') and Chairman of Tata Capital Limited and NED of Tata Steel Limited. He holds these positions in professional capacity only.
	a. Name of the director / KMP	None of the directors or KMPs of Tata Steel have any interest in the transaction, whether directly or indirectly.
	b. Shareholding of the director / KMP/ partner, whether direct or indirect, in the related party	
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
B	Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A	
B(1).	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Comparable price
2.	Basis of determination of price.	Pricing mechanism under comparable has been determined either by benchmarking internal / external comparable contracts / published reports of similar nature.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
	a. Amount of Trade advance	
	b. Tenure	
	c. Whether same is self-liquidating?	
Point B(2) to B(7) and C(1) to C(6) is not applicable.		

Arm's length pricing:

The RPTs will be entered based on the market price of the relevant material and service not exceeding an aggregate of ₹15,060 crore. Pricing principle for factoring service is based on TCL's short term prime lending rate plus spread. The short-term prime lending rate offered by TCL is uniformly applicable for all customers. The current tentative factoring charge is in the range of 9.10% to 9.35% p.a.

The related party transaction(s)/contract(s)/arrangement(s) mentioned in this proposal has been evaluated by a reputed external independent consulting firm and the firm has confirmed that the proposed terms of the contract(s)/agreement(s) meet the arm's length testing criteria. The related party transaction(s)/contract(s)/arrangement(s) also qualifies as contract under ordinary course of business. Relevant documents are available for inspection by the Members and can also be accessed through the weblink at <https://www.tatasteel.com/corporate/our-organisation/report-of-external-party-on-rpts/> and QR code provided in the Notes section of this Notice.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 6.

None of the Directors and/or Key Managerial Personnel(s) of the Company and/or their respective relatives are concerned or interested either directly or indirectly, financially or otherwise, in the Resolution mentioned at Item No. 6 of the Notice.

Basis the consideration and approval of the Audit Committee, the Board of Directors recommend the Ordinary Resolution forming part of Item No. 6 of the accompanying Notice to the shareholders for approval.

Item No. 7 - Material Related Party Transaction(s) with Tata International West Asia DMCC

Background, details, justification and benefits of the transaction(s):

Tata International West Asia DMCC ('**TIWA**') is a foreign subsidiary company of Tata Sons Private Limited [Promoter company of Tata Steel Limited ('**Company**''/''**Tata Steel**'')] and accordingly a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations. TIWA is a global trading and distribution entity located in Dubai with its major focus on the European, Asian and African markets. Steel trading comprises ~90% of the overall business of TIWA with the rest of its pursuits in minerals and agri trading.

Tata Steel is expanding its steel production capacity for which it intends to increase its customer base, expand its footprint in global markets and create a competitive position for its customers. For business synergy and to leverage the market knowledge and supply chain management of TIWA,

it is proposed to enter into various transactions with TIWA such as sale of steel products (such as coils, sheets, coated products, plates, rebar, ready build, slab, tubes, pipes, wire and wire products, bearings, etc.) and purchase of steel products, steel scrap, etc. TIWA has relevant business expertise and, being a part of the Tata Group is also aligned with the values and underlying Code of Conduct that governs the company. Further, the quality of product(s)/service(s) provided by TIWA meets the expectations of the Company.

During FY2026-27, as the domestic steelmaking capacity of the Company is expected to grow, the Company plans to increase its sale of products to TIWA and leverage TIWA's strong global network and ability to efficiently handle higher volumes across multiple markets. Due to an expected rise by up to 10% in price and volume, the sale value for the proposed RPTs will also increase. Considering the reasons mentioned above, the Company proposes to enter into transactions with TIWA for an aggregate amount up to ₹5,715 crore, during FY2026-27. These transactions will not only help in continuing uninterrupted business operations for the Company but also help in generating revenue for each other. The transactions proposed to be entered into are in the ordinary course of business and at arm's length of the Company.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of the certificate placed before it by the Chief Executive Officer & Managing Director and the Executive Director & Chief Financial Officer of Tata Steel, confirming that the proposed RPT(s) are in the interest of Tata Steel.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs with TIWA for an aggregate amount up to ₹5,715 crore to be entered during FY2026-27. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of the Company.

Further, as per the review process carried out by the Company, TIWA enjoys sound financial health and there have been no audit qualifications reported by the statutory auditors of TIWA as per the latest audited financial statements of TIWA available.

Details of the proposed transactions with TIWA being a related party of the Company, including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

SN	Particulars of the information	Information provided by the Management	
A. Details of the related party and transactions with the related party			
A(1) Basic details of the related party			
1.	Name of the related party	Tata International West Asia DMCC ('TIWA')	
2.	Country of incorporation of the related party	United Arab Emirates	
3.	Nature of business of the related party	TIWA is a global trading and distribution entity located in Dubai with its major focus on the European, Asian and African markets. Steel trading comprises ~90% of the overall business of TIWA with the rest of its pursuits in minerals and Agri trading.	
A(2) Relationship and ownership of the related party			
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	TIWA is a foreign subsidiary company of Tata Sons Private Limited (Promoter Company of Tata Steel Limited) and consequently a related party of Tata Steel.	
	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Tata Steel holds 5.01% shareholding in TIWA. TIWA is a foreign subsidiary company of Tata Sons Private Limited (Promoter Company of Tata Steel Limited) and consequently a related party of Tata Steel. Tata Sons Private Limited holds 61.67% shareholding in TIWA. TIWA does not hold any shares in Tata Steel as on March 31, 2026.	
	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable	
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations). While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None	
A(3) Details of previous transactions with the related party			
1.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.		
	SN	Category	Amount (₹ crore) FY2025-26
	1)	Sale of Goods	2,146
	2)	Purchase of Goods	Nil
	3)	Receiving of Services	Nil
	4)	Rendering of Services	Nil
	5)	Financial	Nil
	6)	Others	Nil
	Total	2,146	
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (₹ crore including GST)	Nil	
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No	

SN	Particulars of the information	Information provided by the Management
A(4) Amount of the proposed transactions		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders. (₹ crore including GST)	₹5,715 crore
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	2.46%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction).	Not applicable
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	66.53%
Financial performance of the related party for the immediately preceding financial year:		
Particulars		Amount (₹ crore) for FY2025-26
6.	Turnover	8,589
	Profit After Tax	(21)
	Net worth	8
Explanations: <i>The above information is given on standalone basis.</i>		
A(5) Basic details of the proposed transaction		
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	It is proposed to enter into various transactions with TIWA such as sale of steel products (such as coils, sheets, coated products, plates, rebar, ready build, slab, tubes, pipes, wire and wire products, bearings, etc.) and purchase of steel products, steel scrap, etc.
Details of each type of the proposed transaction (FY2026-27)		
SN		Amount (₹ crore)
2.	Category	
	1) Sale of Goods	5,500
	2) Purchase of Goods	215
	3) Receiving of Services	Nil
	4) Rendering of Services	Nil
	5) Financial	Nil
	6) Others	Nil
	Total	5,715
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY2026-27
4.	Whether omnibus approval is being sought?	Yes
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transaction for FY2026-27 is ₹5,715 crore including GST

SN	Particulars of the information	Information provided by the Management
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>Tata Steel has ambitions to be a leader in chosen product segments. Accordingly, the Company has embarked on a growth journey, scaling its domestic steelmaking capacity to 26.6 million tonnes per annum ('MTPA') in 2025. The strategic roadmap for the future envisages further growth to 40 MTPA, with a strong focus on value added products that would cater to a host of industries within India and overseas. Recognizing the need to develop and expand the overseas customer base, the Company intends to partner with trading companies having diversified global footprints. Furthermore, an uncertain geopolitical situation precipitated by trade barriers, declining growth in select geographies and ever emerging supply chain disruptions, increases the need to have nimble trade partners with well-established supply and distribution networks, to support uninterrupted and seamless trade.</p> <p>TIWA, a Tata group company, has global trading and distribution operations focused on the European, Asian and African markets. Steel trading comprises ~90% of its operations, wherein it supports the entire supply chains encompassing global sourcing, distribution and sales through a network of committed partners. With their diversified presence through multiple global offices, TIWA demonstrates the ability and agility to support our business requirements to seed the Company's steel products across multiple global markets while providing logistics and other service support.</p> <p>Tata Steel will collaborate with TIWA to leverage its market knowledge as well as supply chain management capabilities.</p> <p>TIWA being part of the Tata Group is ingrained with the business and ethical practices followed in Tata group and Tata Steel is aligned with such practices in carrying out business. This alignment between Tata Steel and TIWA advances strategic and operational efficiencies, reduces risk and provides the required comfort to Tata Steel in carrying on its operations seamlessly, thereby eliminating and/or minimizing disruptions to operations leading to cost and effort overruns.</p>
7.	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</p> <p>a. Name of the director / KMP</p> <p>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</p>	<p>TIWA is a foreign subsidiary company of Tata Sons Private Limited (Promoter Company of Tata Steel Limited) and consequently a related party of Tata Steel. Tata Sons Private Limited holds 61.67% shareholding in TIWA.</p> <p>Mr. Noel Naval Tata is the Non-Executive Vice Chairman of Tata Steel Limited. He is also the Chairman of TIWA. He holds these positions in professional capacity.</p> <p>None of the directors or KMPs of Tata Steel have any interest in the transaction, whether directly or indirectly.</p>
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.
B	Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A	
B(1).	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Comparable price
2.	Basis of determination of price.	Pricing mechanism has been determined either by benchmarking internal/external comparable contracts / published reports of similar nature.

SN	Particulars of the information	Information provided by the Management
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
a.	Amount of Trade advance	
b.	Tenure	
c.	Whether same is self-liquidating?	
Point B(2) to B(7) and C(1) to C(6) is not applicable.		

Arm's length pricing:

The RPTs will be entered based on the market price of the relevant material and service not exceeding an aggregate of ₹5,715 crore. Where market price is not available, alternative method including reimbursement of actual cost incurred or cost-plus mark-up as applicable at the sole discretion of the independent consulting firm has been considered as per arm's length pricing criteria.

The related party transaction(s)/contract(s)/arrangement(s) mentioned in this proposal has been evaluated by a reputed external independent consulting firm and the firm has confirmed that the proposed terms of the contract(s)/agreement(s) meet the arm's length testing criteria. The related party transaction(s)/contract(s)/arrangement(s) also qualifies as contract under ordinary course of business. The relevant documents are available for inspection by the Members and can also be accessed through the weblink at <https://www.tatasteel.com/corporate/our-organisation/report-of-external-party-on-rpts/> and QR code provided in the Notes section of this Notice.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 7.

None of the Directors and/or Key Managerial Personnel(s) of the Company and/or their respective relatives are concerned or interested either directly or indirectly, financially or otherwise, in the Resolution mentioned at Item No. 7 of the Notice.

Basis the consideration and approval of the Audit Committee, the Board of Directors recommend the Ordinary Resolution forming part of Item No. 7 of the accompanying Notice to the shareholders for approval.

Item No. 8 – Material Related Party Transaction(s) between Tata Steel UK Limited, a wholly owned subsidiary of Tata Steel Limited and Tata International West Asia DMCC, a related party of Tata Steel Limited

Background, details, justification and benefits of the transaction(s):

Tata Steel UK Limited ('**TSUK**') is a wholly owned foreign subsidiary of Tata Steel Limited located in the United Kingdom. It is primarily engaged in the manufacturing of steel. TSUK is a related party of Tata Steel Limited under Regulation 2(1)(zb) of the SEBI Listing Regulations.

Tata International West Asia DMCC ('**TIWA**') is a foreign subsidiary company of Tata Sons Private Limited [Promoter company of Tata Steel Limited ('**Company**''**Tata Steel**')] and accordingly a related party under Regulation 2(1)(zb) of the SEBI Listing Regulations. TIWA is a global trading and distribution company located in Dubai with its major focus on the European, Asian and African markets. Steel trading comprises ~90% of the overall business of TIWA with the rest of its pursuits in minerals and agri trading.

As part of its restructuring and transformation plan, TSUK is transitioning from the legacy blast furnace route to an electric arc furnace route at Port Talbot, marking a significant move towards sustainable green steelmaking. During the transition, TSUK has closed its coke oven and heavy end assets while continuing to operate its downstream and steel processing centres. To ensure uninterrupted operations at the downstream facility, TSUK sources essential steel products such as slab, coil substrate, etc. from market participants having wide geographical presence as well as get its inventory managed from them. For business synergy, TSUK leverages the market knowledge and supply chain management of TIWA and enters into various transactions with them such as purchase of steel products including coils, sheets, slab, etc.

During FY2026-27, TSUK and TIWA will enter into RPTs for purchase of goods, for an amount aggregating to ₹6,700 crore. To ensure smooth downstream operations and meet the growing demands, TSUK will increase its procurement of slabs and other steel products from TIWA and other vendors. Hence, the value of RPTs have enhanced during FY2026-27 compared to previous fiscal. Further, price revisions have been undertaken aligned to prevailing market price movements, which have contributed to the overall rise in purchase value during FY2026-27.

The Management of the Company has provided the Audit Committee with the relevant details (as required under the Standards) about the proposed RPTs including rationale, material terms, justification as to why the proposed RPT(s) are in the interest of the Company and the basis of pricing. The Audit Committee has reviewed and taken note of

the certificate placed before it by the Chief Executive Officer & Managing Director and the Executive Director & Chief Financial Officer of Tata Steel, confirming that the terms of the proposed RPT(s) are in the interest of Tata Steel.

After considering the details on RPT(s) as placed by the Management, the Audit Committee has granted approval for entering into RPTs between TSUK and TIWA for an aggregate amount up to ₹6,700 crore to be entered during FY2026-27. The Committee has noted that the said transactions will be on an arm's length basis and in the ordinary course of business of TSUK and TIWA.

Further, as per the review process carried out by the Company, TSUK and TIWA does not have any audit qualifications reported by the statutory auditors of TSUK and TIWA as per the latest available audited financial statements of the respective companies.

Details of the proposed transactions between TSUK and TIWA including the information pursuant to Clause 4 of the Standards read with applicable laws and as placed before the Audit Committee for consideration while seeking prior approval of the proposed RPT(s), are provided below:

SN	Particulars of the information	Information provided by the Management
A. Details of the related party and transactions with the related party		
A(1) Basic details of the related party		
1.	Name of the related party	Tata Steel UK Limited, (' TSUK ') and Tata International West Asia DMCC (' TIWA ')
2.	Country of incorporation of the related party	TSUK is incorporated in the United Kingdom and TIWA is incorporated in the United Arab Emirates
3.	Nature of business of the related party	TSUK is primarily engaged in the manufacturing of steel. TIWA is a trading entity located in Dubai with its major focus on the European, Asian and African markets. Steel trading comprises ~90% of the overall business of TIWA with the rest of its pursuits in minerals and agri trading.
A(2) Relationship and ownership of the related party		
	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	TSUK is a wholly owned foreign subsidiary of Tata Steel Limited. TIWA is a foreign subsidiary company of Tata Sons Private Limited (Promoter Company of Tata Steel Limited). Consequently, both TSUK and TIWA are related parties of Tata Steel.
	Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Tata Steel Limited holds 100% shareholding in TSUK. Tata Steel Limited holds 5.01% shareholding in TIWA. TSUK does not hold shares in TIWA and vice-versa.
1.	Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not Applicable
	Shareholding of the related party, whether direct or indirect, in the listed entity/subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/Subsidiary/related party has control (as defined under SEBI Listing Regulations). While calculating indirect shareholding, shareholding held by relatives shall also be considered.	None

SN	Particulars of the information	Information provided by the Management
A(3) Details of previous transactions with the related party		
Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year. Explanation: Details need to be disclosed separately for listed entity and its subsidiary.		
1.	SN	Nature
	1)	Sale of Goods
	2)	Purchase of Goods
	3)	Receiving of services
	4)	Rendering of services
	5)	Financial
	6)	Others
	Total	4,459
2.	Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought. (₹ crore including GST)	Nil
3.	Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.	No
A(4) Amount of the proposed transactions		
1.	Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders. (₹ crore including GST)	₹6,700 crore
2.	Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?	Yes
3.	Value of the proposed transactions as a percentage of the listed entity's annual consolidated turnover for the immediately preceding financial year.	2.07%
4.	Value of the proposed transactions as a percentage of subsidiary's annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary, and where the listed entity is not a party to the transaction).	27.76%
5.	Value of the proposed transactions as a percentage of the related party's annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.	78%
6.	Financial performance of TIWA, related party for the immediately preceding financial year:	
	Particulars	Amount (₹ crore) for FY2025-26
	Turnover	8,589
	Profit After Tax	(21)
	Net worth	8
Explanations: The above information is given on standalone basis.		

SN	Particulars of the information	Information provided by the Management																								
A(5)	Basic details of the proposed transaction																									
1.	Specific type of the proposed transaction (e.g. sale of goods/services, purchase of goods/services, giving loan, borrowing etc.)	Purchase of steel and related products.																								
2.	Details of each type of the proposed transaction (FY2026-27)																									
	<table border="1"> <thead> <tr> <th data-bbox="196 301 247 337">SN</th> <th data-bbox="247 301 1273 337">Category</th> <th data-bbox="1273 301 1461 337">Amount (₹ crore)</th> </tr> </thead> <tbody> <tr> <td data-bbox="196 337 247 368">1)</td> <td data-bbox="247 337 1273 368">Sale of Goods</td> <td data-bbox="1273 337 1461 368">Nil</td> </tr> <tr> <td data-bbox="196 368 247 399">2)</td> <td data-bbox="247 368 1273 399">Purchase of Goods</td> <td data-bbox="1273 368 1461 399">6,700</td> </tr> <tr> <td data-bbox="196 399 247 431">3)</td> <td data-bbox="247 399 1273 431">Receiving of Services</td> <td data-bbox="1273 399 1461 431">Nil</td> </tr> <tr> <td data-bbox="196 431 247 462">4)</td> <td data-bbox="247 431 1273 462">Rendering of Services</td> <td data-bbox="1273 431 1461 462">Nil</td> </tr> <tr> <td data-bbox="196 462 247 493">5)</td> <td data-bbox="247 462 1273 493">Financial</td> <td data-bbox="1273 462 1461 493">Nil</td> </tr> <tr> <td data-bbox="196 493 247 525">6)</td> <td data-bbox="247 493 1273 525">Others</td> <td data-bbox="1273 493 1461 525">Nil</td> </tr> <tr> <td data-bbox="196 525 247 595"></td> <td data-bbox="247 525 1273 595">Total</td> <td data-bbox="1273 525 1461 595">6,700</td> </tr> </tbody> </table>	SN	Category	Amount (₹ crore)	1)	Sale of Goods	Nil	2)	Purchase of Goods	6,700	3)	Receiving of Services	Nil	4)	Rendering of Services	Nil	5)	Financial	Nil	6)	Others	Nil		Total	6,700	
SN	Category	Amount (₹ crore)																								
1)	Sale of Goods	Nil																								
2)	Purchase of Goods	6,700																								
3)	Receiving of Services	Nil																								
4)	Rendering of Services	Nil																								
5)	Financial	Nil																								
6)	Others	Nil																								
	Total	6,700																								
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	FY2026-27																								
4.	Whether omnibus approval is being sought?	Yes																								
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Aggregate value of proposed transaction for FY2026-27 is ₹6,700 crore																								
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	<p>TSUK is transitioning from the legacy blast furnace route to an electric arc furnace route at Port Talbot, marking a significant move towards sustainable green steelmaking. During the transition, TSUK has closed its coke oven and heavy end assets while continuing to operate its downstream and steel processing centres. To ensure uninterrupted operations at the downstream facility, TSUK sources essential steel products such as slab, coil substrate, etc. from market participants having wide geographical presence as well as get its inventory managed from them. For business synergy, TSUK leverages the market knowledge and supply chain management of TIWA and enters into various transactions with them such as purchase of steel products including coils, sheets, slab, etc., for an amount aggregating to ₹6,700 crore to be entered during FY2026-27.</p> <p>Choosing TIWA, an existing related party within the Tata Group, over a third party ensures seamless supply chain integration, operational efficiencies, and leveraging of established internal relationships.</p> <p>This arrangement not only secures the necessary volume but also capitalizes on TIWA's proven role in facilitating a stable and predictable supply of steel materials, thereby aligning with Tata Steel's strategic objectives for efficient operations and effective market response.</p>																								
7.	<p>Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly.</p> <p>Explanation: Indirect interest shall mean interest held through any person over which an individual has control.</p> <p>a. Name of the director / KMP</p> <p>b. Shareholding of the director / KMP, whether direct or indirect, in the related party</p>	<p>Mr. Noel Naval Tata is the Non-Executive Vice-Chairman of the Company. He is also the Chairman on the Board of TIWA.</p> <p>Mr. T. V. Narendran is the Chief Executive Officer & Managing Director of Tata Steel and Chairman of TSUK.</p> <p>Mr. Koushik Chatterjee is the Executive Director & Chief Financial Officer of Tata Steel and Director of TSUK.</p> <p>They hold these positions in professional capacity.</p> <p>None of the directors or KMPs of Tata Steel have any interest in the transaction, whether directly or indirectly.</p>																								
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable																								
9.	Other information relevant for decision making.	All important information forms part of the Statement setting out material facts, pursuant to Section 102(1) of the Companies Act, 2013 forming part of this Notice.																								

SN	Particulars of the information	Information provided by the Management
B	Information to be provided only if a specific type of RPT as mentioned below is proposed to be undertaken and is in addition to Part A	
B(1).	Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances	
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Comparable prices
2.	Basis of determination of price.	Pricing mechanism has been determined either by benchmarking internal / external comparable contracts / published reports of similar nature.
3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice), if any, proposed to be extended to the related party in relation to the transaction, specify the following:	Not Applicable
a.	Amount of Trade advance	
b.	Tenure	
c.	Whether same is self-liquidating?	
Point B(2) to B(7) and C(1) to C(6) is Not applicable		

Arm's length pricing:

The RPTs will be entered based on the market price of the relevant material and service not exceeding in aggregate ₹6,700 crore. Where market price is not available, alternative method including reimbursement of actual cost incurred or cost-plus mark-up as applicable at the sole discretion of the independent consulting firm has been considered as per arm's length pricing criteria. The related party transaction(s)/contract(s)/arrangement(s) mentioned in this proposal has been evaluated by a reputed external independent consulting firm and the firm has confirmed that the proposed terms of the contract(s)/agreement(s) meet the arm's length testing criteria. The related party transaction(s)/contract(s) /arrangement(s) also qualifies as contract under ordinary course of business. The relevant documents are made available for inspection by the Members and can also be accessed through the weblink at <https://www.tatasteel.com/corporate/our-organisation/report-of-external-party-on-rpts/> and QR code provided in the Notes section of this Notice.

The Members may note that in terms of the provisions of the SEBI Listing Regulations, the related parties as defined thereunder (whether such related party(ies) is a party to the aforesaid transactions or not), shall not vote to approve resolution under Item No. 8.

None of the Directors and/ or Key Managerial Personnel(s) of the Company and/or their respective relatives are concerned or interested either directly or indirectly, financially or otherwise, in the Resolution mentioned at Item No. 8 of the Notice.

Basis the consideration and approval of the Audit Committee, the Board of Directors recommend the Ordinary Resolution forming part of Item No. 8 of the accompanying Notice to the shareholders for approval.

By Order of the Board of Directors

sd/-

Parvatheesam Kanchinadham
Company Secretary and Chief Legal Officer
Membership No. ACS: 15921

Mumbai
May 15, 2026

Registered Office:
Bombay House, 24, Homi Mody Street
Fort, Mumbai - 400 001
Tel: +91 22 6665 8282
CIN: L27100MH1907PLC000260
Website: www.tatasteel.com
Email: cosec@tatasteel.com

Annexure to the Notice

Details of the Director seeking re-appointment at the 119th Annual General Meeting

[Pursuant to Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2)]

Profile of Mr. Koushik Chatterjee

(Executive Director and Chief Financial Officer)



Mr. Koushik Chatterjee (57 years) completed his under graduation from University of Calcutta and is a Fellow Member of the Institute of Chartered Accountants of India. Mr. Chatterjee joined Tata Steel in 1995 in Corporate Finance and Planning Group. In 1999, he was transferred to the Group Executive Office (GEO) of Tata Sons, the parent company of the Tata Group, where he worked for the Tata Group Finance Director till 2004 in the areas of M&A, new ventures and corporate restructuring.

In August 2004, at the age of 36 years, Mr. Chatterjee assumed the role of the Chief Financial Officer of Tata Steel Limited and was designated as the Vice President (Finance).

Further, Mr. Chatterjee was appointed to the Board of Tata Steel in November 2012 as the Whole-Time Director with the responsibility for Finance function globally.

During his tenure as the CFO of the Company, he has been providing stewardship in the areas of financial strategy, performance management, large and complex financing in India & overseas of over USD 70 billion across several instruments and currencies, mergers & acquisitions including divestments, risk management, reporting & controlling, investor relations and taxation. He has also been deeply involved in portfolio restructuring, turnaround of businesses of various subsidiary companies, organic & inorganic acquisitions for growth in India and in the Decarbonisation journey of Tata Steel for greener steelmaking. He has also been involved in the development and execution of Enterprise Strategy of Tata Steel.

Mr. Chatterjee has been appointed as Chairman of the Working Group constituted by SEBI for review of the regulatory framework governing ESG Rating Providers (ERPs) in India. He had also been a member of the Primary Market Advisory

Committee of the SEBI and was member of the task force set up by SEBI that drafted the Takeover Code in the past. He is a member of the CII National Council and also a member of CII National Council on Manufacturing Excellence, in addition to serving as Co-Chairman of the CII National Committee on Steel. He is appointed as the Global Technical Expert Panel on Carbon Accounting – ICC Carbon Measure Expert Panel on Carbon Accounting and is currently the Co – Chair of the Advisory Board of the United Nations Global Compact CFO Coalition for Sustainable Development Goals, Task Force on Nature Related Financial Disclosures (TNFD).

He is a frequent speaker in various conferences in India and abroad and is also an occasional guest lecturer at the Blavatnik School of Government at the University of Oxford on Risk Management, Climate Change and Sustainability. He has been recognised as one of India's best CFO by several organisations like Business Today Magazine, CNBC, Asiamoney, Chartered Institute of Management Accountants UK. He has also been awarded the CFO Lifetime Achievement Award by Financial Express in 2019.

Particulars of experience, expertise, attributes or skills that qualify Mr. Chatterjee for Board membership:

Mr. Koushik Chatterjee has over three decades of valuable experience in managing the issues faced by large and complex corporations as a result of his services at Tata Sons Private Limited and Tata Steel Limited. Mr. Chatterjee brings to the Board extensive experience in the areas of controllership, financial stewardship, business responsibility, transformation programmes, business development (mergers, acquisitions, restructuring, divestments and turnaround of large organisations), strategies relating to financing and raising of capital, strategic communication, risk management, crisis leadership, public affairs, advocacy, legal, compliance, governance and stewardship in sustainability. Mr. Chatterjee's experience demonstrates his leadership capability, general business acumen and knowledge of complex financial and operational issues that large corporations face. By virtue of his global background and experience, Mr. Chatterjee has an extraordinarily broad and deep knowledge of the global steel industry and sustainability leadership. His experiences will enable him to provide the Board with valuable insights on a broad range of business, social and governance issues that are relevant to the Company.

Terms and conditions of re-appointment:

Mr. Chatterjee was re-appointed as the Whole-time Director designated as the Executive Director and Chief Financial Officer, for a period of 5 years i.e. from November 9, 2022 through November 8, 2027. He is liable to retire by rotation.

Any Regulatory / Statutory Orders issued against the Director:

Mr. Chatterjee has not been restrained or debarred from holding office of Director pursuant to any Order of the Securities and Exchange Board of India, Ministry of Corporate Affairs or any other such statutory authority.

Board Meeting Attendance and Remuneration:

During FY2025-26, Mr. Chatterjee has attended all six (6) Board Meetings that were held.

Mr. Chatterjee, being an Executive Director was not paid any sitting fees for attending the meetings of the Board/ Committees.

Details of remuneration (salary and commission) for FY2025-26 of Mr. Chatterjee are given in the Corporate Governance Report forming part of this Integrated Report and Annual Accounts for FY2025-26.

Disclosure of Relationship inter se between Directors, Manager and other Key Managerial Personnel:

There is no *inter se* relationship between Mr. Koushik Chatterjee, other Members of the Board and Key Managerial Personnel of the Company.

Shareholding in the Company

Mr. Chatterjee holds 19,660 Ordinary (equity) Shares of face value ₹1/- each of the Company.

Bodies Corporate (other than Tata Steel Limited) in which Mr. Koushik Chatterjee holds Directorships and Committee positions:Directorship in Bodies Corporate

Neelachal Ispat Nigam Limited
Tata Steel Europe Limited
TS Global Procurement Co. Pte. Ltd.
Tata Steel UK Limited
Tata Steel Nederland

Directorship in Not-for Profit Companies

Tata Steel Foundation

Membership in Regulatory/ Industry/ Think-Tank Bodies

IFRS Foundation
Advisory Board of the United Nations Global Compact
CFOCoalition for Sustainable Development Goals
Worldsteel Association Audit Committee
CII National Steel Committee
CII National Council
CII National Council on Manufacturing Excellence
ICC Carbon Measure Expert Panel on Carbon Accounting
Taskforce on Nature-related Finance Disclosures (TNFD) setup by UNDP & UNEP
SEBI working group for review of the regulatory framework governing ESG Rating Providers (ERPs)

Member (including Chairperson) of Board Committees:

Tata Steel Europe Limited
Audit Committee
Tata Steel Nederland
Audit Committee
Remuneration Committee

Listed Entities from which Mr. Koushik Chatterjee has resigned as Director in past 3 years: None