

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **TATA CHEMICALS LIMITED**

2. Quarter ending : March 31, 2024

I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)^{&}	Initial date of Appointment	Date of Re-appointment	Date of cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	N. Chandrasekaran	00121863	Chairperson & Non-Executive Director	24-11-2020				02-06-1963	7	0	0	0
Ms.	Vibha Paul Rishi	05180796	Non-Executive - Independent Director	01-09-2014	01-09-2019		115	19-06-1960	5	5	6	3
Mr.	S. Padmanabhan	00306299	Non-Executive - Non Independent Director	23-12-2016				15-05-1958	1	0	3	0
Ms.	Padmini Khare Kaicker	00296388	Non-Executive - Independent Director	01-04-2018	01-04-2023		72	15-04-1965	4	4	6	4
Mr.	C. V. Natraj	07132764	Non-Executive - Independent Director	08-08-2019	08-08-2019		55	31-07-1953	2	2	2	1
Mr.	K. B. S. Anand	03518282	Non-Executive - Independent Director	15-10-2019	15-10-2019		52	30-08-1955	6	6	6	1

I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) ^{&}	Initial date of Appointment	Date of Re-appointment	Date of cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Rajiv Dube	00021796	Non-Executive - Independent Director	18-09-2020	18-09-2020		42	04-02-1962	2	2	1	0
Mr.	R. Mukundan	00778253	Executive Director	26-11-2008				19-09-1966	2	0	3	0
Mr.	Zarir Langrana	06362438	Executive Director	01-04-2018		29-02-2024		12-02-1959	0	0	0	0
Whether Regular chairperson appointed: Yes												
Whether Chairperson is related to managing director or CEO: No												
Note: Mr. Zarir Langrana (DIN: 06362438) retired as an Executive Director on February 29, 2024, on attaining the age of superannuation in line with the Company's Retirement Policy												
\$PAN of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.												

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)&	Date of Appointment	Date of Cessation
1. Audit Committee of Directors	Yes	Padmini Khare Kaicker	Chairperson- Non-Executive - Independent Director	01-04-2018	-
		Vibha Paul Rishi	Non-Executive - Independent Director	08-08-2019	-
		S. Padmanabhan	Non-Executive - Non Independent Director	09-01-2017	-
		K. B. S. Anand	Non-Executive - Independent Director	01-09-2020	-
2. Nomination & Remuneration Committee	Yes	C. V. Natraj	Chairman- Non-Executive - Independent Director	08-08-2019	
		S. Padmanabhan	Non-Executive - Non Independent Director	01-09-2020	-
		Vibha Paul Rishi	Non-Executive - Independent Director	26-03-2020	-
3. Risk Management Committee	Yes	K. B. S. Anand	Chairman- Non-Executive- Independent Director	01-09-2020	-
		S. Padmanabhan	Non-Executive - Non Independent Director	09-01-2017	-
		Padmini Khare Kaicker	Non-Executive - Independent Director	26-03-2020	-
		R. Mukundan	Executive Director	06-02-2015	-
		Zarir Langrana	Executive Director	01-04-2018	29-02-2024
		Nandakumar S Tirumalai	Chief Financial Officer	01-04-2021	-
4. Stakeholders Relationship Committee	Yes	Vibha Paul Rishi	Chairperson- Non-Executive- Independent Director	09-01-2017	-
		S. Padmanabhan	Non-Executive - Non Independent Director	09-01-2017	-
		R. Mukundan	Executive Director	15-02-2014	-
		Zarir Langrana	Executive Director	08-08-2019	29-02-2024
5. Corporate Social Responsibility Committee	Yes	S. Padmanabhan	Chairman- Non-Executive- Non Independent Director	08-08-2019	-
		C. V. Natraj	Non-Executive - Independent Director	01-09-2020	-
		R. Mukundan	Executive Director	08-08-2019	-

6. Safety, Health, Environment and Sustainability Committee	Yes	Rajiv Dube	Chairman- Non-Executive – Independent Director		-
		S. Padmanabhan	Non-Executive - Non Independent Director	09-01-2017	-
		C. V. Natraj	Non-Executive - Independent Director		
		R. Mukundan	Executive Director	15-02-2014	-
		Zarir Langrana	Executive Director	08-08-2019	29-02-2024

Note: The Chief Financial Officer of the Company is appointed as a member of the Risk Management Committee with effect from April 1, 2021.

Note: Mr. Zarir Langrana (DIN: 06362438) retired as an Executive Director on February 29, 2024, on attaining the age of superannuation in line with the Company's Retirement Policy and accordingly he ceased to be a Member of the Safety, Health, Environment & Sustainability Committee w.e.f. close of business hours on February 29, 2024.

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

III. Meeting of Board of Directors						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* Yes/No	Total Number of Directors as on date of the meeting	Number of Directors present*(All Directors including Independent Directors)	Number of Independent Directors attending the meeting*	Maximum gap between any two consecutive (in number of days)
10-11-2023 21-11-2023	05-02-2024 12-03-2024	Yes Yes Yes Yes	9 9 9 8	9 9 9 8	5 5 5 5	10 75 35

* to be filled in only for the current quarter meetings

IV. Meeting of Committees								
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) Yes/No	Total Number of Directors as on date of meeting	Number of Directors(All directors including Independent Director)	Number of Independent directors attending the meeting*	Number of members attending the meeting (other than Board of Directors)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	05-02-2024 13-03-2024	Yes Yes Yes Yes	4 4 4 4	4 4 4 4	3 3 3 3	0 0 0 0	10-11-2023 28-11-2023	68 36
Nomination and remuneration committee	12-03-2024	Yes	3	3	2	0	-	-
Risk Management Committee	13-03-2024	Yes Yes	5 4	5 3	2 1	1 1	28-11-2023	105
Corporate Social Responsibility Committee	14-03-2024	Yes Yes	3 3	3 3	1 1	0 0	07-11-2023	127
Stakeholders Relationship Committee	-	Yes	4	4	1	0	07-11-2023	-
Safety, Health, Environment and Sustainability Committee	14-03-2024	Yes Yes	5 4	5 4	2 2	0 0	07-11-2023	127

*This information has to be mandatorily given for audit committee. For rest of the committees, giving this information is optional.

**to be filled in only for the current quarter meetings

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) ^{refer note below}
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

Details of Cyber security incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter			No
Date of the event		Brief details of the event	

ANNEXURE I

VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	<i>The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</i>	Yes
2	<i>The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee</i>	Yes
3	<i>The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee</i>	Yes
4	<i>The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee</i>	Yes
5	<i>The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)</i>	Yes
6	<i>The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</i>	Yes
7	<i>The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</i>	Yes
8	<i>This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</i>	Yes

Sr	Subject	Compliance status
1	<i>Name of Signatory</i>	<i>Mr. Rajiv Chandan</i>
2	<i>Designation</i>	<i>Company Secretary and Compliance Officer</i>

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
Details of business	Yes	https://www.tatachemicals.com/about-us/businesses
Terms and conditions of appointment of independent directors	Yes	https://www.tatachemicals.com/upload/content_pdf/tatachem-terms-conditions-appointment-2018.pdf
Composition of various committees of board of directors	Yes	https://www.tatachemicals.com/Investors/governance
Code of conduct of board of directors and senior management personnel	Yes	https://www.tatachemicals.com/about-us/governance/code-of-conduct
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.tatachemicals.com/upload/content_pdf/whistle-blower-policy-5-feb-2019.pdf
Criteria of making payments to non-executive directors	Yes	https://www.tatachemicals.com/upload/content_pdf/tatachemicals-remu-managerial-policy.pdf
Policy on dealing with related party transactions	Yes	https://www.tatachemicals.com/upload/content_pdf/tcl-related-party-transactions-policy-February-5-2019.pdf
Policy for determining 'material' subsidiaries	Yes	https://www.tatachemicals.com/upload/content_pdf/policy-on-determining-material-subsiidiaries-october-27-2021.pdf
Details of familiarization programmes imparted to independent directors	Yes	https://www.tatachemicals.com/upload/content_pdf/Familiarization_programme_for_Independent_Directors.pdf
Email address for grievance redressal and other relevant details	Yes	https://www.tatachemicals.com/investors/investor-resources/contact-information
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.tatachemicals.com/investors/investor-resources/contact-information
Financial results	Yes	https://www.tatachemicals.com/investors/financial-reports
Shareholding pattern	Yes	https://www.tatachemicals.com/Investors/Stock-exchange-communication
Details of agreements entered into with the media companies and/or their associates	NA	
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes	https://www.tatachemicals.com/Investors/Stock-exchange-communication

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
Audio or video recordings and transcripts of post earnings/quarterly calls	Yes	https://www.tatachemicals.com/investors/financial-reports
New name and the old name of the listed entity	NA	
Advertisements as per regulation 47 (1)	Yes	https://www.tatachemicals.com/Investors/Stock-exchange-communication
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	https://www.tatachemicals.com/Investors/Stock-exchange-communication
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.tatachemicals.com/investors/financial-reports
Secretarial Compliance Report	Yes	https://www.tatachemicals.com/investors/stock-exchange-communication
Materiality Policy as per Regulation 30 (4)	Yes	https://www.tatachemicals.com/upload/content_pdf/Policy_on_Materiality_for_Disclosures1.pdf
Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://www.tatachemicals.com/upload/content_pdf/disclosure-under-regulation-30-kmp-changes-01042021.pdf
Disclosures under regulation 30(8)	Yes	https://www.tatachemicals.com/Investors/Stock-exchange-communication
Statement of deviation (s) or variation(s) as specified in Regulation 32	NA	
Dividend Distribution policy as per Regulation 43A (1)	Yes	https://www.tatachemicals.com/upload/content_pdf/dividend-distribution-policy-clean-mode-amended-on_july-25-2018.pdf
Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://www.tatachemicals.com/investors/agm-documents
Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://www.tatachemicals.com/investors
Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://www.tatachemicals.com/investors
It is certified that these contents on the website of the listed entity are correct. Yes		

Annexure II

II Annual Affirmations		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for Appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
Composition of Nomination & Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Role of Stakeholders Relationship Committee	20(4)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee meeting	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes

II Annual Affirmations		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party Transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management Personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	NA
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Annexure II		
1	Name of signatory	Rajiv Chandan
2	Designation	Company Secretary and Compliance Officer

ANNEXURE III

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half Year ending: March 31, 2024

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	1500000000
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount advanced during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	Nil	Nil
Promoter Group or any other entity controlled by them	NA	Nil	Nil
Directors (including relatives) or any other entity controlled by them	NA	Nil	Nil
KMPs or any other entity controlled by them	NA	Nil	Nil

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount advanced during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	Nil	Nil
Promoter Group or any other entity controlled by them	NA	Nil	Nil
Directors (including relatives) or any other entity controlled by them	NA	Nil	Nil
KMPs or any other entity controlled by them	NA	Nil	Nil

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name & Designation: Nandakumar S Tirumalai
Chief Financial Officer
19-04-2024

Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company ; and
 - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

Sd/-

Name : Rajiv Chandan

Designation : Company Secretary & Compliance Officer

Date: 19-Apr-2024