

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity: **TATA CHEMICALS LIMITED**2. Quarter ending : **June 30, 2021**

| 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* (in months) | 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 proviso 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 | - | 82 | 19-06-1960 | 5 | 5 | 8 | 2 |
| 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 | 01-04-2018 | - | 39 | 15-04-1965 | 3 | 3 | 5 | 5 |
| Mr. | C. V. Natraj | 07132764 | Non-Executive Independent Director | 08-08-2019 | 08-08-2019 | - | 22 | 31-07-1953 | 2 | 2 | 1 | 0 |
| Mr. | K B S Anand | 03518282 | Non-Executive | 15-10-2019 | 15-10-2019 | - | 20 | 30-08-1955 | 4 | 4 | 2 | 1 |

| | | | | | | | | | | | | |
|-----|----------------|----------|------------------------------------|------------|------------|---|---|------------|---|---|---|---|
| | | | Independent Director | | | | | | | | | |
| Mr. | Rajiv Dube | 00021796 | Non-Executive Independent Director | 18-09-2020 | 18-09-2020 | - | 9 | 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 | - | - | - | 12-02-1959 | 1 | 0 | 1 | 0 |

Whether Regular chairperson appointed – Yes

Whether Chairperson is related to managing director or CEO – No

§ 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 | Yes | Padmini Khare Kaicker | Chairperson - Non-Executive – Independent | 01-04-2018 | - |
| | | Vibha Paul Rishi | Non-Executive - Independent | 08-08-2019 | - |
| | | S. Padmanabhan | Non-Executive – Non-Independent | 09-01-2017 | - |
| | | K B S Anand | Non-Executive Independent | 01-09-2020 | - |
| 2. Nomination & Remuneration Committee | Yes | C V Natraj | Chairperson - Non-Executive - Independent | 08-08-2019 | - |
| | | S. Padmanabhan | Non-Executive – Non-Independent | 01-09-2020 | - |
| | | N. Chandrasekaran | Non-Executive – Independent | 28-01-2021 | - |
| | | Vibha Paul Rishi | Non-Executive – Independent | 26-03-2020 | - |
| 3. Stakeholders Relationship Committee | Yes | Vibha Paul Rishi | Chairperson - Non-Executive – Independent | 09-01-2017 | - |
| | | S. Padmanabhan | Non-Executive – Non-Independent | 09-01-2017 | - |
| | | R. Mukundan | Executive | 15-02-2014 | - |
| | | Zarir Langrana | Executive | 08-08-2019 | - |

| | | | | | |
|---|-----|------------------------|---|------------|---|
| 4. Risk Management Committee | Yes | K B S Anand | Chairperson - Non-Executive –Independent | 01-09-2020 | - |
| | | S. Padmanabhan | Non-Executive – Non-Independent | 09-01-2017 | - |
| | | Padmini Khare Kaicker | Non- Executive – Independent | 26-03-2020 | - |
| | | R. Mukundan | Executive | 06-02-2015 | - |
| | | Zarir Langrana | Executive | 01-04-2018 | - |
| | | Nandakumar S Tirumalai | Member | 01-04-2021 | - |
| 5. Corporate Social Responsibility Committee | Yes | S. Padmanabhan | Chairperson - Non-Executive – Non-Independent | 08-08-2019 | - |
| | | C V Natraj | Non-Executive – Independent | 01-09-2020 | - |
| | | R. Mukundan | Executive | 08-08-2019 | - |
| 6. Safety, Health, Environment and Sustainability Committee | Yes | Vibha Paul Rishi | Chairperson - Non-Executive - Independent | 09-01-2017 | - |
| | | S. Padmanabhan | Non-Executive – Non-Independent | 09-01-2017 | - |
| | | R. Mukundan | Executive | 15-02-2014 | - |
| | | Zarir Langrana | Executive | 08-08-2019 | - |
| <i>§ 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</i> | | | | | |

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* | Number of Directors present** | Number of Independent Directors present** | Maximum gap between any two consecutive (in number of days) |
|---|---|------------------------------------|-------------------------------|---|---|
| 28-01-2021 | 03-05-2021 | Yes | 9 | 5 | 40 days (i.e. between March 23, 2021 and May 05, 2021) |
| 26-02-2021 | - | | | | |
| 23-03-2021 | | | | | |

IV. Meeting of Committees

| Name of the Committee | Date(s) of Meeting (if any) in the relevant quarter | Whether requirement of Quorum met* | Number of Directors present** | Number of Independent Directors present** | Date(s) of Meeting (if any) in the previous quarter | Maximum gap between any two consecutive (in number of days) |
|-----------------------|---|------------------------------------|-------------------------------|---|---|---|
| Audit Committee | 03-05-2021 | Yes | 4 | 3 | 28-01-2021 | 43 days (i.e. between March 20, 2021 |

| | | | | | | |
|---|---|-----|---|---|------------|--|
| | 14-05-2021 | Yes | 4 | 3 | 09-02-2021 | and May 05, 2021) |
| | | | | | 01-03-2021 | |
| | | | | | 20-03-2021 | |
| Nomination and Remuneration Committee | 03-05-2021 | Yes | 4 | 2 | 23-03-2021 | 40 days (i.e. between March 20, 2021 and May 05, 2021) |
| Risk Management Committee | 14-05-2021 | Yes | 5 | 2 | 09-02-2021 | - |
| Stakeholders Relationship Committee | No meeting was held during the relevant quarter | Yes | 3 | 1 | 11-02-2021 | - |
| Corporate Social Responsibility Committee | 23-04-2021 | Yes | 3 | 1 | 11-02-2021 | - |
| Safety, Health, Environment and Sustainability Committee | 12-04-2021 | Yes | 4 | 1 | 11-02-2021 | - |
| | 25-05-2021 | Yes | 4 | 1 | - | - |

* This information has to be mandatorily be 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 | |
|---|---|
| <i>Subject</i> | <i>Compliance status (Yes/No/NA) refer note below</i> |
| 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 the 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. | |

| |
|-------------------------|
| VI. Affirmations |
|-------------------------|

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **YES**
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee - **YES**
 - b. Nomination and Remuneration Committee - **YES**
 - c. Stakeholders Relationship Committee - **YES**
 - d. Risk Management Committee (applicable to top 500 listed entities) –**YES**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **YES**
4. 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. **YES**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **YES**
Any comments/observations/advice of the board of directors may be mentioned here. **NIL**

Name & Designation

Rajiv Chandan

Company Secretary/Compliance Officer/~~Managing Director/CEO~~