



January 10, 2018

The General Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001
Scrip Code: 500770

The Manager, Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Bandra-Kurla Complex
Bandra (E)
Mumbai 400 051
Symbol: TATACHEM

Dear Sir,

Subject: Quarterly Compliance report on Corporate Governance

Pursuant to the Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith attach the quarterly compliance report on Corporate Governance for the quarter ended December 31, 2018.

Yours faithfully,
For Tata Chemicals Limited


Rajiv Chandan
General Counsel & Company Secretary

Enc.: As above

TATA CHEMICALS LIMITED

Bombay House 24 Homi Mody Street Fort Mumbai 400 001
Tel 91 22 6665 8282 Fax 91 22 6665 8143/44 www.tatachemicals.com
CIN : L24239MH1939PLC002893

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Tata Chemicals Limited
2. Quarter ending - 31-Dec-2018

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairpers on /Executive/ Non- Executive/ Independen t/ Nominee)	Date of Appointme nt	Tenure	No of Director ship in listed entities includin g this listed entity	No of member ships in Audit/ Stakehol der Committ ee(s) includin g this listed entity	No of post of Chairperso n in Audit/ Stakeholder Committee held in listed entities including this listed entity	Member ship in Committ ees of the Compan y
Mr.	Nasser Munjee	00010180	AAFPM7588N	ID	21-Aug-2014	60	6	1	5	AC,NRC
Mr.	Y.S.P. Thorat	00135258	AAHPT1512F	ID	21-Aug-2014	60	3	3	1	AC,RC, NRC
Ms.	VIBHA PAUL RISHI	05180796	AAKPR1495E	ID	01-Sep-2014	60	4	4	1	SC
Mr.	BHASKAR BHAT	00148778	AANPB3013D	C & NED	23-Dec-2016		1	3	0	NRC
Mr.	S. PADMANABHAN	00306299	AAKPP0863E	NED	23-Dec-2016		0	3	0	AC,SC, RC
Ms.	PADMINI KHARE KAICKER	00296388	AAKPK3147J	ID	01-Apr-2018	60	4	1	4	AC
Mr.	R. MUKUNDAN	00778253	AACPR7831C	ED	26-Nov-2018		0	1	0	SC,RC
Mr.	ZARIR LANGRANA	06362438	ACCPL1970G	ED	01-Apr-2018		0	0	0	RMC

Company Remarks

1. The chairperson is being elected from meeting to meeting.
2. For determining the Number of Directorships in column P we have considered only Independent Directorships of the directors.



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Whether Permanent chairperson appointed	No
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ii. **Composition of Committees**

a. **Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	PADMINI KHARE KAICKER	ID	Member	01-Apr-2018
2	S. PADMANABHAN	NED	Member	09-Jan-2017
3	Y.S.P. Thorat	ID	Member	15-Feb-2014
4	Nasser Munjee	ID	Chairperson	11-Oct-2006

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. **Stakeholders Relationship Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	R. MUKUNDAN	ED	Member	15-Feb-2014
2	S. PADMANABHAN	NED	Member	09-Jan-2017
3	VIBHA PAUL RISHI	ID	Chairperson	09-Jan-2017

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. **Risk Management Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	John Mulhal	Member	Member	05-Aug-2015
2	R. MUKUNDAN	ED	Member	06-Feb-2015
3	S. PADMANABHAN	NED	Member	09-Jan-2017
4	ZARIR LANGRANA	ED	Member	01-Apr-2018
5	Y.S.P. Thorat	ID	Chairperson	07-Oct-2016

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. **Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date
1	BHASKAR BHAT	C & NED	Member	09-Jan-2017
2	Nasser Munjee	ID	Member	15-Feb-2014



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3	Y.S.P. Thorat	ID	Chairperson	09-Jan-2017
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Company Remarks	
Whether Permanent chairperson appointed	Yes

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
25-Jul-2018	02-Nov-2018
13-Aug-2018	17-Dec-2018

Company Remarks	
Maximum gap between any two consecutive (in number of days)	80

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)
Audit Committee	16-Jul-2018		Yes
Audit Committee	13-Aug-2018	09-Oct-2018	Yes
Audit Committee		02-Nov-2018	Yes
Audit Committee		17-Dec-2018	Yes
Nomination & Remuneration Committee		10-Dec-2018	Yes
Stakeholders Relationship Committee		09-Oct-2018	Yes
Risk Management Committee	16-Jul-2018	09-Oct-2018	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	56

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable



(Signature)

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	

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 & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 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. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

For Tata Chemicals Limited



Rajiv Chandan
General Counsel & Company Secretary


