

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity: **TATA CHEMICALS LIMITED**2. Quarter ending : **December 31, 2020**

| 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 | Non-Executive - Non Independent Director | 24-11-2020 | - | - | - | 02-06-1963 | 7 | 0 | 0 | 0 |
| Mr | Bhaskar Bhat | 00148778 | Non-Executive - Non Independent Director | 23-12-2016 | - | 24-11-2020 | - | 29-08-1954 | - | - | - | - |
| Ms | Vibha Paul Rishi | 05180796 | Non-Executive - Independent Director | 01-09-2014 | 01-09-2019 | - | 76 | 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 | - | 33 | 15-04-1965 | 3 | 3 | 5 | 5 |
| Mr | C V Natraj | 07132764 | Non-Executive - Independent Director | 08-08-2019 | 08-08-2019 | - | 16 | 31-07-1953 | 2 | 2 | 1 | 0 |
| Mr | K B S Anand | 03518282 | Non-Executive - Independent Director | 15-10-2019 | 15-10-2019 | - | 14 | 30-08-1955 | 4 | 4 | 2 | 1 |
| Mr | Rajiv Dube | 00021796 | Non-Executive - Independent Director | 18-09-2020 | 18-09-2020 | - | 3 | 04-02-1962 | 2 | 2 | 1 | 0 |
| Mr | R. Mukundan | 00778253 | Executive Director CEO-MD | 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 | | | | | | | | | | | | |
| <p><i>§ PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><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></p> <p><i>* 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.</i></p> | | | | | | | | | | | | |

| 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 | Non-Executive - Independent Director Chairperson | 01-04-2018 | - |
| | | Vibha Paul Rishi | Non-Executive - Independent Director Member | 08-08-2019 | - |
| | | S. Padmanabhan | Non-Executive - Non Independent Director, Member | 09-01-2017 | - |
| | | K B S Anand | Non-Executive - Independent Director, Member | 01-09-2020 | - |
| 2. Nomination & Remuneration Committee | Yes | C V Natraj | Non-Executive - Independent Director, Chairperson | 08-08-2019 | - |
| | | Vibha Paul Rishi | Non-Executive - Independent Director, Member | 26-03-2020 | - |
| | | Bhaskar Bhat | Non-Executive - Non Independent Director, Member | 09-01-2017 | 24-11-2020 |
| | | S. Padmanabhan | Non-Executive - Non Independent Director, Member | 01-09-2020 | - |
| 3. Stakeholders Relationship Committee | Yes | Vibha Paul Rishi | Non-Executive - Independent Director, Chairperson | 09-01-2017 | - |
| | | S. Padmanabhan | Non-Executive - Non Independent Director, Member | 09-01-2017 | - |
| | | R. Mukundan | Executive Director, Member | 15-02-2014 | - |
| | | Zarir Langrana | Executive Director, Member | 08-08-2019 | - |
| 4. Risk Management Committee | Yes | K B S Anand | Non-Executive - Independent Director, Chairperson | 01-09-2020 | - |
| | | S. Padmanabhan | Non-Executive - Non Independent Director, Member | 09-01-2017 | - |
| | | Padmini Khare Kaicker | Non-Executive - Independent Director, Member | 26-03-2020 | - |
| | | R. Mukundan | Executive Director, Member | 06-02-2015 | - |
| | | Zarir Langrana | Executive Director, Member | 01-04-2018 | - |
| | | John Mulhall | Member | 05-08-2015 | - |

| | | | | | |
|---|-----|----------------|---|------------|---|
| 5. Corporate Social Responsibility Committee | Yes | S. Padmanabhan | Non-Executive - Non Independent Director, Chairperson | 08-08-2019 | - |
| | | C V Natraj | Non-Executive - Independent Director, Member | 01-09-2020 | - |
| | | R. Mukundan | Executive Director, Member | 08-08-2019 | - |
| 6. Safety, Health, Environment and Sustainability Committee | Yes | S. Padmanabhan | Non-Executive - Non Independent Director, Chairperson | 08-08-2019 | - |
| | | C V Natraj | Non-Executive - Independent Director, Member | 01-09-2020 | - |
| | | R. Mukundan | Executive Director, Member | 08-08-2019 | - |
| | | Zarir Langrana | Executive Director, Member | 08-08-2019 | - |

§ 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* | Number of Directors present** | Number of Independent Directors present** | Maximum gap between any two consecutive (in number of days) |
|---|---|------------------------------------|-------------------------------|---|---|
| 31-07-2020 | - | Yes | 8 | 4 | 27 days (i.e. between 01-10-2020 and 29-10-2020) |
| 18-09-2020 | - | Yes | 8 | 4 | |
| - | 01-10-2020 | Yes | 9 | 5 | |
| - | 29-10-2020 | Yes | 9 | 5 | |

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 |
|---------------------------------------|---|------------------------------------|-------------------------------|---|---|
| Audit Committee | 29-10-2020 | Yes | 4 | 3 | 09-07-2020 |
| | 12-11-2020 | Yes | 4 | 3 | 31-07-2020 |
| | 26-11-2020 | Yes | 4 | 3 | 25-08-2020 |
| Nomination and Remuneration Committee | 18-09-2020 | Yes | 4 | 2 | 25-08-2020 |

| | | | | | |
|---|------------|-----|---|---|---|
| Risk Management Committee | 12-11-2020 | Yes | 6 | 2 | 25-08-2020 |
| Corporate Social Responsibility Committee | 17-11-2020 | Yes | 3 | 1 | 30-07-2020 |
| Stakeholders Relationship Committee | 12-11-2020 | Yes | 4 | 1 | No meeting was held during the previous quarter |
| Other Committee - Safety, Health, Environment and Sustainability Committee | 17-11-2020 | Yes | 4 | 1 | 20-07-2020 |
| | | | | | 13-08-2020 |
| * 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~~