



October 8, 2018

The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.
Maharashtra, India.
Scrip Code: 500470/890144

The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
Maharashtra, India.
Symbol: TATASTEEL/TATASTEELPP

Dear Madam, Sirs,

Re: Compliance Report on Corporate Governance

Please find enclosed the compliance report on Corporate Governance of Tata Steel Limited for the quarter and half year ended September 30, 2018.

This report is being submitted in compliance with Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records.

Thanking you.

Yours faithfully,

Tata Steel Limited

Parvatheesam K.

Company Secretary

Encl: As above

TATA STEEL LIMITED

Registered Office Bombay House 24 Homi Mody Street Fort Mumbai 400 001 India
Tel 91 22 6665 8282 Fax 91 22 6665 7724 website www.tatasteel.com
Corporate Identity Number L27100MH1907PLC000260

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity: TATA STEEL LIMITED
2. Quarter ending: September 30, 2018

I Composition of Board of Directors								
Title (Mr/Ms)	Name of Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in Current Term / Cessation	Tenure**	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)	No. of membership 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.	Natarajan Chandrasekaran	00121863	Chairperson, Non- Executive, Not Independent	January 13, 2017	-	0	0	0
Ms.	Mallika Srinivasan	00037022	Non- Executive Independent	August 14, 2014	5 years	2	0	0
Mr.	Om Prakash Bhatt	00548091	Non- Executive Independent	August 14, 2014	5 years	4	4	2
Dr.	Peter (Petrus) Blauwhoff	07728872	Non-Executive Independent	February 7, 2017	5 years	1	1	0
Mr.	Aman Mehta	00009364	Non-Executive Independent	March 29, 2017	4 years 5 months	6	6	1
Mr.	Deepak Kapoor	00162957	Non-Executive Independent	April 1, 2017	5 years	2	2	2
Mr.	Vijay Kumar Sharma *	02449088	Non-Executive Not Independent	August 24, 2018	-	1	0	0

I Composition of Board of Directors								
Title (Mr/ Ms)	Name of Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment in Current Term / Cessation	Tenure**	No. of Directorship in Listed Entities including this Listed Entity (Refer Regulation 25(1) of Listing Regulations)	No. of membership 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.	Saurabh Agrawal	02144558	Non-Executive Not Independent	August 10, 2017	-	0	4	1
Mr.	T.V. Narendran	03083605	Executive	September 19, 2013	-	0	1	0
Mr.	Koushik Chatterjee	00004989	Executive	November 9, 2012	-	0	2	1

*Mr. Vijay Kumar Sharma was appointed as an Additional (Non-Executive) Director effective August 24, 2018.

**To be filled only for Independent Director. Tenure would mean total period from which the Independent Director is serving on the Board of the Company in continuity without any cooling off period.

II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/ Independent/Nominee)
Audit Committee	1. Om Prakash Bhatt	Chairperson, Non-Executive, Independent
	2. Aman Mehta	Non-Executive, Independent
	3. Saurabh Agrawal	Non-Executive, Not Independent
	4. Peter (Petrus) Blauwhoff	Non-Executive, Independent
Nomination and Remuneration Committee	1. Mallika Srinivasan	Chairperson, Non-Executive, Independent
	2. Natarajan Chandrasekaran	Non- Executive, Not Independent
	3. Om Prakash Bhatt	Non-Executive, Independent
Risk Management Committee (RMC)	1. Om Prakash Bhatt	Chairperson, Non-Executive, Independent
	2. Deepak Kapoor	Non- Executive, Independent
	3. Aman Mehta	Non- Executive, Independent
	4. Saurabh Agrawal	Non-Executive, Not Independent
	5. T. V. Narendran	Executive
	6. Koushik Chatterjee	Executive
	7. Hans Fischer	Member of Management
	8. Anand Sen	Member of Management
	9. Sandip Biswas	Member of Management
	10. N. K Misra	Member of Management
Stakeholders' Relationship Committee (SRC)	1. Deepak Kapoor ⁽¹⁾	Chairperson, Non-Executive, Independent
	2. T. V. Narendran ⁽²⁾	Executive
	3. Koushik Chatterjee	Executive

(1) Mr. Deepak Kapoor was appointed as Chairperson of SRC effective August 13, 2018.

(2) Mr. T. V. Narendran was appointed as Member of SRC effective August 13, 2018.

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	Maximum gap between any two consecutive meetings (in number of days)
April 3, 2018	August 13, 2018	46 days
May 16, 2018		
June 27, 2018		

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IV. Meeting of Committee			
Date(s) of Meeting of the Committee in relevant quarter	Whether requirements of Quorum met (details)	Date(s) of meeting of the Committee in previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee			
August 13, 2018	Yes, requisite quorum was present	May 16, 2018	88 days
Nomination and Remuneration Committee			
August 13, 2018	Yes, requisite quorum was present	April 3, 2018	88 days
-		May 16, 2018	-
Risk Management Committee			
August 13, 2018	Yes, requisite quorum was present	May 15, 2018	89 days
Stakeholders' Relationship Committee			
-	Not Applicable	-	Not Applicable

V. Related Party Transaction	
Subject	Compliance Status (Yes/No/Not Applicable)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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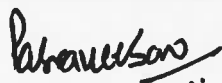
VI. Affirmations

- The Composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - Audit Committee
 - Nomination and Remuneration Committee
 - Stakeholders' Relationship Committee
 - Risk Management Committee
- The committee members have been made aware of their powers, role, responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The meetings of Board of Directors and above committees have been conducted in the manner specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- This report will be placed before the Board of Directors of the Company at their next meeting. The report submitted in the previous quarter has been placed before the Board of Directors.

VII. Half Year Affirmations (at the end of 6 months after end of financial year along with second quarter report of next financial year):

SN	Broad Heading	Regulation Number	Compliance Status (Yes/No/NA)
1	Copy of the Annual Report including Balance Sheet, Profit and Loss Account, Directors' Report, Corporate Governance Report, and Business Responsibility Report displayed on website.	46(2)	Yes
2	Presence of Chairperson of Audit Committee at the Annual General meeting	18(1)(d)	Yes
3	Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General meeting	19(3)	Yes
4	Whether Corporate Governance Report disclosed in Annual Report	34(3) read with Para C of Schedule V	Yes

Tata Steel Limited



Parvatheesam K.
Company Secretary