



SEC/SH/19/

The Secretary  
The Calcutta Stock Exchange Ltd.  
7 Lyons Range  
**Kolkata – 700 001**

Bombay Stock Exchange Ltd.  
Corporate Relationship Dept.  
1<sup>st</sup> Floor, New Trading Wing  
Rotunda Building, PJ Towers,  
Dalal Street  
**Mumbai – 400 001**

National Stock Exchange of India Ltd.  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
**Mumbai – 400 051**

January 15, 2015

Dear Sirs,

**Quarterly Compliance Report on Corporate Governance –  
Quarter ended 31<sup>st</sup> December, 2014**

We enclose herewith Quarterly Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> December, 2014, in terms of the requirement of Clause 49 of the Listing Agreement.

Yours faithfully,  
For **TATA GLOBAL BEVERAGES LTD.**

( V. Madan )  
**Vice President & Secretary**

**Enc: as above**

**TATA GLOBAL BEVERAGES LIMITED**

Kirloskar Business Park Block-C 3rd & 4th Floor Hebbal Bengaluru-560 024

Tel 91-80-67171200 Fax 91-80 6717 1201

Registered Office 1 Bishop Lefroy Road Kolkata 700 020

Corporate Identity Number (CIN) - L15491WB1962PLC031425

E-mail id - investor.relations@tataglobalbeverages.com

Website address - www.tataglobalbeverages.com

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

Name of the Company  
Quarter ending on

: Tata Global Beverages Limited  
: 31.12.2014

Particulars	Clause of Listing Agreement	Compliance status (Yes/ No)	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49(II A)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' Compensation & disclosure	49(II C)	Yes	
(D) Other Provisions as to Board and Committees	49(II D)	Yes	
(E) Code of Conduct	49 (II E)	Yes	Suitable disclosures will be made in the Annual Report for FY 2014-15.
(F) Whistle Blower Policy	49 (II F)	Yes	The details of establishment of the whistle blower policy will be disclosed in the annual report for 2014-15.
<b>III. Audit Committee</b>	49 (III)		
A) Qualified & independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of information by Audit Committee	49 (III E)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI Risk Management</b>	49(VI)	Yes	
<b>VII Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	There were no material transactions with related parties as per Clause 49 (VIII A) (1).  The web link to the policy on dealing with Related Party Transactions will be provided in the annual report for 2014-15.

(B) Disclosure of Accounting Treatment	49(VIII B)	Yes	Will be complied in the Annual Report for FY 2014-15.
(C) Remuneration of Directors	49(VIII C)	Yes	Requisite disclosures will be made in the annual report for 2014-15 and in the report on corporate governance for 2014-15.
(D) Management	49(VIII D)	Yes	MDA was included in the Annual Report of 2013-14 and will be included in the annual report for 2014-15.
(E) Shareholders	49(VIII E)	Yes	The information as required in Clause 49 (VIII E) (1) was given in the notice of the AGM held in August 2014 and will be made as and when applicable.  Requisite disclosures as per Clause 49 (VIII E) (2) will be made as applicable.
(F) Proceeds from Public issues, rights issues, preferential issues etc	49 (VIII I)	Yes	There has been no Public/Rights/Preferential Issue of Shares so far during this financial year.
<b>V. CEO/CFO Certification</b>	49 (IX)	Yes	A CEO / CFO certificate was submitted to the Board for the year ended 31 <sup>st</sup> March 2014. CEO / CFO certificate will be submitted to the Board for the year ending 31 <sup>st</sup> March 2015.
<b>VI. Report on Corporate Governance</b>	49 (X)	Yes	
<b>VII. Compliance</b>	49 (XI)	Yes	

For Tata Global Beverages Limited



**V. Madan**  
Vice President & Company Secretary