



October 11, 2019

**The National Stock Exchange of India Ltd.**

Exchange Plaza, 5th floor  
Plot No. C/1, G Block  
Bandra Kurla Complex  
Bandra (E)  
Mumbai 400 051  
Scrip Code – TATAGLOBAL

**BSE Ltd.**

Corporate Relationship Dept.  
1<sup>st</sup> Floor, New Trading Wing  
Rotunda Building, PJ Towers  
Dalal Street  
Mumbai 400 001  
Scrip Code - 500800

**The Calcutta Stock Exchange Ltd.**

7 Lyons Range  
Kolkata 700 001  
Scrip Code – 10000027 (Demat)  
27 (Physical)

**Sub: Quarterly Compliance Report on Corporate Governance – for Quarter and half year ended September 30, 2019.**

Dear Sir,

As required under the Regulation 27 (2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, we enclose herewith the quarterly compliance report on Corporate Governance in the prescribed format (Annexure– I) and (Annexure III) for the quarter and half year ended September 30, 2019.

Yours faithfully,

For Tata Global Beverages Limited

  
Neelabja Chakrabarty  
Vice President & Company Secretary



Encl.: as above

**TATA GLOBAL BEVERAGES LIMITED**

11/13 Botawala Building 1st Floor Office No 2-6 Horniman Circle Fort Mumbai 400 001 India

Tel 91 22 6121 8400 Fax 91 22 6121 8499

Registered Office 1 Bishop Lefroy Road Kolkata 700 020

Corporate Identity Number - L15491WB1962PLC031425

e-mail investor.relations@tgb.com

website www.tataglobalbeverages.com

Format of report on Corporate Governance to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Tata Global Beverages Limited  
 2. Quarter ending - 30- September – 2019

I. Composition of Board of Directors													
Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive /Non- Executive / Independent/ Nominee)	Initial date of Appointment	Date of Re- Appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	Number of member ships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	N. Chandrasekaran	00121863	ABJPC6349J	C & NED	03-07-2017				02-06-1963	6	0	0	0
Mrs.	Mallika Srinivasan*	00037022	AALPS2708J	ID	22-10-2008	26-08-2014	25-08- 2019	131	19-11-1959	2	1	0	0
Mr.	Vittaldas Leeladhar*\$	02630276	AAXPL8099D	ID	24-04-2009	26-08-2014	25-08- 2019	125	07-12-1946	1	1	1	2
Mrs.	Ranjana Kumar*@	02930881	AESPK9527J	ID	29-01-2010	26-08-2014	25-08- 2019	116	10-12-1945	1	1	0	0
Mr.	Sankaran Santhanakrishnan#	00032049	AAVPS8260R	ID	28-05-2013	11-05-2018		17	01-01-1951	2	2	2	3
Mr.	Harish Bhat	00478198	ABPPB0072K	NED	01-07-2012				08-11-1962	4	0	3	1
Mr.	Ajoy Misra	00050557	AAIPM2998K	ED	01-12-2011	01-04-2019			25-04-1957	1	0	0	0
Mr.	Lakshmanan KrishnaKumar	00423616	AAEPK1157C	ED	01-04-2013	01-04-2018			29-10-1958	2	0	2	0



Mr.	Siraj Azmat Chaudhry	00161853	AAEPC7659K	ID	03-07-2017			27	08-01-1967	2	2	3	0
Mr.	Bharat Puri	02173566	AALPP0839P	ID	07-05-2019			5	14-06-1961	2	1	1	0
Mrs.	Shikha Sharma	00043265	ALFPS9244J	ID	07-05-2019			5	19-11-1958	5	5	5	0
		Whether Regular chairperson appointed : <b>Yes</b>											
		Whether Chairperson is related to managing director or CEO: <b>No</b>											

\* Mrs. Mallika Srinivasan, Mr. Vittaldas Leeladhar & Mrs. Ranjana Kumar ceased to be the directors of the Company w.e.f. 26-08-2019, on completion of their term as an Independent directors on the Board of the Company.

The no. of Directorships in listed entities including this listed entity, No. of Independent Directorships in listed entity including this listed entity, No. of membership in Audit / Stakeholder Committee including this listed entity and No. of Chairperson in Audit / Stakeholder Committee including this listed entity is as on 30-09-2019.

\$ Mr. Vittaldas Leeladhar ceased to be the Chairman of Audit and Stakeholders Relationship Committee of the Company with effect from 01-08-2019.

@ Mrs. Ranjana Kumar ceased to be the member of Audit Committee and Chairperson of Nomination and Remuneration Committee of the Company with effect from 01-08-2019.

# Tenure of Mr. Sankaran Santhanakrishnan has been calculated from the date he became Independent Director i.e. 11.05.2018.

^No of post of Chairperson in Audit/ Stakeholder Relationship Committee includes the chairmanship in all public companies, whether listed or not.

II. Composition of Committees					
Audit Committee					
Whether Regular chairperson appointed : <b>Yes</b>					
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of cessation
1	Vittaldas Leeladhar#	ID	Member	01-04-2014	01-08-2019
2	Ranjana Kumar#	ID	Member	01-04-2014	01-08-2019
3	Sankaran Santhanakrishnan*	ID	Chairperson	01-04-2014	-
4	Siraj Azmat Chaudhry	ID	Member	21-03-2018	-
5	Harish Bhat	NED	Member	21-03-2018	-
6	Bharat Puri^	ID	Member	01-08-2019	-
7	Shikha Sharma^	ID	Member	01-08-2019	-



#Mr. Vittaldas Leeladhar stepped down as the Chairman and Mrs. Ranjana Kumar stepped down as the member of the Committee with effect from 01-08-2019.



\*Mr. Sankaran Santhanakrishnan appointed as the Chairman of the Committee with effect from 01-08-2019.

^ Mr. Bharat Puri and Mrs. Shikha Sharma appointed as member of the Committee with effect from 01-08-2019.

<b>Stakeholders Relationship Committee</b>					
<b>Whether Regular chairperson appointed : Yes</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>	<i>Date of cessation</i>
1	Vittaladas Leeladhar\$	ID	Member	01-04-2014	01-08-2019
2	Lakshmanan KrishnaKumar	ED	Member	01-04-2014	-
3	Sankaran Santhanakrishnan*	ID	Chairperson	01-04-2014	-
4	Siraj Azmat Chaudhry^	ID	Member	01-08-2019	-

\$ Mr. Vittaladas Leeladhar stepped down as the Chairman of the Committee with effect from 01-08-2019.

\* Mr. Sankaran Santhanakrishnan appointed as the Chairman of the Committee with effect from 01-08-2019.

^ Mr. Siraj Azmat Chaudhry appointed as a member of the Committee with effect from 01-08-2019.

<b>Risk Management Committee</b>					
<b>Whether Regular chairperson appointed : Yes</b>					
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Date of Appointment</i>	<i>Date of cessation</i>
1	Vittaladas Leeladhar*	ID	Member	28-07-2014	01-08-2019
2	Sankaran Santhanakrishnan*	ID	Member	28-07-2014	01-08-2019
3	Ranjana Kumar*	ID	Member	28-07-2014	01-08-2019
4	Siraj Azmat Chaudhry	ID	Member	21-03-2018	-
5	Harish Bhat	NED	Member	28-07-2014	-
6	Bharat Puri@	ID	Chairperson	01-08-2019	-
7	Shikha Sharma@	ID	Member	01-08-2019	-



\* Mr. Vittaldas Leeladhar stepped down as the Chairman, Mr. Sankaran Santhanakrishnan and Mrs. Ranjana Kumar stepped down as the member of the Committee with effect from 01-08-2019.

@ Mr. Bharat Puri and Mrs. Shikha Sharma appointed as the Chairman and member of the Committee respectively with effect from 01-08-2019.

Nomination and Remuneration Committee					
Whether Regular chairperson appointed : Yes					
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of cessation
1	Ranjana Kumar*	ID	Member	01-04-2014	01-08-2019
2	N. Chandrasekaran	C & NED	Member	06-07-2017	-
3	Vittaldas Leeladhar*	ID	Member	01-04-2014	01-08-2019
4	Harish Bhat	NED	Member	01-04-2014	-
5	Bharat Puri\$	ID	Member	01-08-2019	-
6	Shikha Sharma\$	ID	Chairperson	01-08-2019	-

\*Mrs. Ranjana Kumar stepped down as the Chairperson and Mr. Vittaldas Leeladhar stepped down as the member of the Committee with effect from 01-08-2019.

\$ Mrs. Shikha Sharma and Mr. Bharat Puri appointed as the Chairperson and member of the Committee respectively with effect from 01-08-2019.

Corporate Social Responsibility Committee					
Whether Regular chairperson appointed : Yes					
Sr. No.	Name of the Director	Category	Chairperson/Membership	Date of Appointment	Date of cessation
1	Ranjana Kumar*	ID	Member	01-04-2014	01-08-2019
2	Vittaldas Leeladhar@	ID	Member	01-04-2014	01-08-2019
3	Sankaran Santhanakrishnan	ID	Member	01-04-2014	
4	Ajoy Misra	ED	Member	01-04-2014	-
5	Siraj Azmat Choudhry\$	ID	Chairperson	01-08-2019	-

\* Mrs. Ranjana Kumar stepped down as the Chairperson of the Committee with effect from 01-08-2019..

@ Mr. Vittaldas Leeladhar stepped down as the member of the Committee with effect from 01-08-2019

\$ Mr. Siraj Azmat Chaudhry appointed as the Chairman of the Committee with effect from 01-08-2019.



III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>No. of Directors present</i>	<i>No. of Independent Directors present</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
23 – 04 - 2019	31- 07- 2019	YES	09	05	76
15 – 05 - 2019	29- 08- 2019	YES	08	04	28

IV. Meeting of Committees						
<i>Name of the Committee</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>No. of Directors present</i>	<i>No. of Independent Directors present</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
Audit Committee	30- 07- 2019	YES	04	03	22-04-2019	75
	29- 08- 2019	YES	05	04	15-05-2019	29
Stakeholders Relationship Committee	30- 07- 2019	YES	03	02	22-04-2019	
Risk Management Committee	30- 07- 2019	YES	04	03	Nil	
Nomination & Remuneration Committee	31-07-2019	YES	03	01	23-04-2019	

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
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

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 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. 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:

This Report shall be placed before the Board of Directors in the Next Board Meeting. The Report for the previous quarter was placed before the Board of Directors and they had no comments/ observation/ advice on the same.

*Neelabja Chakrabarty*

Name : Neelabja Chakrabarty  
 Designation : Vice President and Company Secretary  
 Place : Mumbai  
 Date : October 11, 2019

