January 13, 2020


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 ended December 31, 2019.

Yours faithfully,
For Tata Global Beverages Limited

Neeladri Chakrabarty
Vice President & Company Secretary

Encl.: as above
**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**
   - December 31, 2019

### I. Composition of Board of Directors

<table>
<thead>
<tr>
<th>Title (Mr./Ms)</th>
<th>Name of the Director</th>
<th>DIN</th>
<th>PAN</th>
<th>Category (Chairperson/Executive/Non-Executive/Independent/Nominee)</th>
<th>Initial date of Appointment</th>
<th>Date of Re-Appointment</th>
<th>Date of Cessation</th>
<th>Tenure</th>
<th>Date of Birth</th>
<th>No. of Directorship in listed entities including this listed entity</th>
<th>No of Independent Directorship in listed entities including this listed entity</th>
<th>Number of memberships in Audit/Stakeholder Committee held in listed entities including this listed entity</th>
<th>No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mr. N. Chandrasekaran</td>
<td>00121863</td>
<td>ABJPC6349J</td>
<td>C &amp; NED</td>
<td>03-07-2017</td>
<td>02-06-1963</td>
<td>6</td>
<td>0</td>
<td>0</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mr. Sankaran Santhanakrishnan</td>
<td>00032049</td>
<td>AAVPS8260R</td>
<td>ID</td>
<td>28-05-2013</td>
<td>11-05-2018</td>
<td>20</td>
<td>01-01-1951</td>
<td>3</td>
<td>3</td>
<td>2</td>
<td>3</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mr. Harish Bhat</td>
<td>00478198</td>
<td>ABPPB0072K</td>
<td>NED</td>
<td>01-07-2012</td>
<td>08-11-1962</td>
<td>3</td>
<td>0</td>
<td>1</td>
<td>1</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mr. Ajoy Misra</td>
<td>00050357</td>
<td>AAIPM2998K</td>
<td>ED</td>
<td>01-12-2011</td>
<td>01-04-2019</td>
<td>25-04-1957</td>
<td>1</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mr. Lakshmanan KrishnaKumar</td>
<td>00423616</td>
<td>AAEPK1157C</td>
<td>ED</td>
<td>01-04-2013</td>
<td>01-04-2018</td>
<td>29-10-1958</td>
<td>2</td>
<td>0</td>
<td>2</td>
<td>0</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mr. Siraj Azmat Chaudhry</td>
<td>00161853</td>
<td>AAEPC7659K</td>
<td>ID</td>
<td>03-07-2017</td>
<td>08-01-1967</td>
<td>30</td>
<td>2</td>
<td>2</td>
<td>3</td>
<td>0</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mr. Bharat Puri</td>
<td>02173566</td>
<td>AALPP0839P</td>
<td>ID</td>
<td>07-05-2019</td>
<td>14-06-1961</td>
<td>8</td>
<td>1</td>
<td>1</td>
<td>1</td>
<td>0</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mrs. Shikha Sharma</td>
<td>00043265</td>
<td>ALFPS9244J</td>
<td>ID</td>
<td>07-05-2019</td>
<td>19-11-1958</td>
<td>8</td>
<td>5</td>
<td>5</td>
<td>5</td>
<td>0</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to managing director or CEO: No
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

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Name of the Director</th>
<th>Category</th>
<th>Chairperson/Membership</th>
<th>Date of Appointment</th>
<th>Date of cessation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Sankaran Santhanakrishnan</td>
<td>ID</td>
<td>Chairperson</td>
<td>01-04-2014</td>
<td>-</td>
</tr>
<tr>
<td>2</td>
<td>Siraj Azmat Chaudhry</td>
<td>ID</td>
<td>Member</td>
<td>21-03-2018</td>
<td>-</td>
</tr>
<tr>
<td>3</td>
<td>Bharat Puri</td>
<td>ID</td>
<td>Member</td>
<td>01-08-2019</td>
<td>-</td>
</tr>
<tr>
<td>4</td>
<td>Shikha Sharma</td>
<td>ID</td>
<td>Member</td>
<td>01-08-2019</td>
<td>-</td>
</tr>
<tr>
<td>5</td>
<td>Harish Bhat</td>
<td>NED</td>
<td>Member</td>
<td>21-03-2018</td>
<td>-</td>
</tr>
</tbody>
</table>

#### Stakeholders Relationship Committee

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Name of the Director</th>
<th>Category</th>
<th>Chairperson/Membership</th>
<th>Date of Appointment</th>
<th>Date of cessation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Sankaran Santhanakrishnan</td>
<td>ID</td>
<td>Chairperson</td>
<td>01-04-2014</td>
<td>-</td>
</tr>
<tr>
<td>2</td>
<td>Siraj Azmat Chaudhry</td>
<td>ID</td>
<td>Member</td>
<td>01-08-2019</td>
<td>-</td>
</tr>
<tr>
<td>3</td>
<td>Lakshmanan KrishnaKumar</td>
<td>ED</td>
<td>Member</td>
<td>01-04-2014</td>
<td>-</td>
</tr>
</tbody>
</table>

#### Risk Management Committee

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Name of the Director</th>
<th>Category</th>
<th>Chairperson/Membership</th>
<th>Date of Appointment</th>
<th>Date of cessation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Bharat Puri</td>
<td>ID</td>
<td>Chairperson</td>
<td>01-08-2019</td>
<td>-</td>
</tr>
<tr>
<td>2</td>
<td>Shikha Sharma</td>
<td>ID</td>
<td>Member</td>
<td>01-08-2019</td>
<td>-</td>
</tr>
<tr>
<td>3</td>
<td>Siraj Azmat Chaudhry</td>
<td>ID</td>
<td>Member</td>
<td>21-03-2018</td>
<td>-</td>
</tr>
<tr>
<td>4</td>
<td>Harish Bhat</td>
<td>NED</td>
<td>Member</td>
<td>28-07-2014</td>
<td>-</td>
</tr>
</tbody>
</table>
### Nomination and Remuneration Committee

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Name of the Director</th>
<th>Category</th>
<th>Chairperson/Membership</th>
<th>Date of Appointment</th>
<th>Date of cessation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Shikha Sharma</td>
<td>ID</td>
<td>Chairperson</td>
<td>01-08-2019</td>
<td>-</td>
</tr>
<tr>
<td>2</td>
<td>Bharat Puri</td>
<td>ID</td>
<td>Member</td>
<td>01-08-2019</td>
<td>-</td>
</tr>
<tr>
<td>3</td>
<td>N. Chandrasekaran</td>
<td>C &amp; NED</td>
<td>Member</td>
<td>06-07-2017</td>
<td>-</td>
</tr>
<tr>
<td>4</td>
<td>Harish Bhat</td>
<td>NED</td>
<td>Member</td>
<td>01-04-2014</td>
<td>-</td>
</tr>
</tbody>
</table>

### Corporate Social Responsibility Committee

<table>
<thead>
<tr>
<th>Sr. No.</th>
<th>Name of the Director</th>
<th>Category</th>
<th>Chairperson/Membership</th>
<th>Date of Appointment</th>
<th>Date of cessation</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Siraj Azmat Chaudhry</td>
<td>ID</td>
<td>Chairperson</td>
<td>01-08-2019</td>
<td>-</td>
</tr>
<tr>
<td>2</td>
<td>Sankaran Santhanakrishnan</td>
<td>ID</td>
<td>Member</td>
<td>01-04-2014</td>
<td>-</td>
</tr>
<tr>
<td>3</td>
<td>Ajoy Misra</td>
<td>ED</td>
<td>Member</td>
<td>01-04-2014</td>
<td>-</td>
</tr>
</tbody>
</table>

### III. Meeting of Board of Directors

<table>
<thead>
<tr>
<th>Date(s) of Meeting (if any) in the previous quarter</th>
<th>Date(s) of Meeting (if any) in the relevant quarter</th>
<th>Whether requirement of Quorum met (details)</th>
<th>No. of Directors present</th>
<th>No. of Independent Directors present</th>
<th>Maximum gap between any two consecutive (in number of days)</th>
</tr>
</thead>
<tbody>
<tr>
<td>31-07-2019</td>
<td>30-10-2019</td>
<td>YES</td>
<td>08</td>
<td>04</td>
<td>62</td>
</tr>
<tr>
<td>29-08-2019</td>
<td>20-12-2019</td>
<td>YES</td>
<td>08</td>
<td>04</td>
<td>50</td>
</tr>
</tbody>
</table>
IV. Meeting of Committees

<table>
<thead>
<tr>
<th>Name of the Committee</th>
<th>Date(s) of Meeting (if any) in the relevant quarter</th>
<th>Whether requirement of Quorum met (details)</th>
<th>No. of Directors present</th>
<th>No. of Independent Directors present</th>
<th>Date(s) of meeting of the committee in the previous quarter</th>
<th>Maximum gap between any two consecutive meetings in number of days</th>
</tr>
</thead>
<tbody>
<tr>
<td>Audit Committee</td>
<td>29-10-2019</td>
<td>YES</td>
<td>05</td>
<td>04</td>
<td>30-07-2019</td>
<td>60</td>
</tr>
<tr>
<td>Stakeholders Relationship Committee</td>
<td>29-10-2019</td>
<td>YES</td>
<td>03</td>
<td>02</td>
<td>30-07-2019</td>
<td>90</td>
</tr>
<tr>
<td>Risk Management Committee</td>
<td>29-10-2019</td>
<td>YES</td>
<td>04</td>
<td>03</td>
<td>30-07-2019</td>
<td>90</td>
</tr>
<tr>
<td>Nomination &amp; Remuneration Committee</td>
<td>30-10-2019</td>
<td>YES</td>
<td>04</td>
<td>02</td>
<td>31-07-2019</td>
<td>90</td>
</tr>
<tr>
<td></td>
<td>20-12-2019</td>
<td>YES</td>
<td>04</td>
<td>02</td>
<td>NIL</td>
<td>50</td>
</tr>
<tr>
<td>Corporate Social Responsibility Committee</td>
<td>29-10-2019</td>
<td>YES</td>
<td>03</td>
<td>02</td>
<td>NIL</td>
<td>223</td>
</tr>
</tbody>
</table>

V. Related Party Transactions

<table>
<thead>
<tr>
<th>Subject</th>
<th>Compliance status (Yes/No/NA)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Whether prior approval of audit committee obtained</td>
<td>Yes</td>
</tr>
<tr>
<td>Whether shareholder approval obtained for material RPT</td>
<td>Not Applicable</td>
</tr>
<tr>
<td>Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee</td>
<td>Yes</td>
</tr>
</tbody>
</table>

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.

Name: Neelabja Chakrabarty
Designation: Vice President and Company Secretary
Place: Mumbai
Date: January 13, 2020