



April 14, 2021

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 – **TATACONSUM**

BSE Ltd.

Corporate Relationship Dept.
1st 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: Compliance Report on Corporate Governance for quarter and year ended March 31, 2021

Dear Sir,

As required under the Regulation 27 (2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, we enclose herewith the compliance report on Corporate Governance in the prescribed format (Annexure– I) and (Annexure II) for the quarter and year ended March 31, 2021.

Yours Sincerely,

For **TATA CONSUMER PRODUCTS LIMITED**

Neelabja Chakrabarty
Company Secretary

Encl. : as above

TATA CONSUMER PRODUCTS LIMITED
(Formerly known as 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: 91-22-61218499
Registered Office: 1, Bishop Lefroy Road, Kolkata – 700 020
Corporate Identity Number (CIN): L15491WB1962PLC031425
Email: investor.relations@tataconsumer.com
Website: www.tataconsumer.com

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **TATA CONSUMER PRODUCTS LIMITED**
2. Quarter ending - **31-March-2021**

i. Composition of Board of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships 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	Remarks
Mr.	N. Chandrasekaran	00121863	ABJPC6349J	C & NED		03-Jul-2017	03-Jul-2017			02-Jun-1963	NA		7	0	0	0	
Mr.	Sankaran Santhanakrishnan	00032049	AAVPS8260R	ID		28-May-2013	11-May-2018		35	01-Nov-1950	NA		3	3	5	4	
Mr.	P.B. Balaji	02762983	AAEPB3486B	NED		08-Aug-2020	08-Aug-2020			09-Sep-1969	NA		4	0	5	0	
Mr.	Sunil Dsouza	07194259	ADTPD0972A	ED	CEO-MD	04-Apr-2020	04-Apr-2020			31-Dec-1967	NA		2	0	0	0	
Mr.	Lakshmanan KrishnaKumar	00423616	AAEPK1157C	ED		01-Apr-2013	01-Apr-2018			29-Oct-1958	NA		1	0	2	0	
Mr.	Siraj Azmat Chaudhry	00161853	AAEPC7659K	ID		03-Jul-2017	03-Jul-2017		45	08-Jan-1967	NA		5	4	5	1	
Mr.	Bharat Puri	02173566	AALPP0839P	ID		07-May-2019	07-May-2019		23	14-Jun-1961	NA		2	1	1	0	
Mrs.	Shikha Sharma	00043265	ALFPS9244J	ID		07-May-2019	07-May-2019		23	19-Nov-1958	NA		5	5	4	0	

Company Remarks	For reckoning number of Membership/Chairmanship in Audit Committee and Stakeholder Relationship Committee, position held in all public companies whether listed or not are considered Number of Directorship or Independent Directorship held in listed entities includes directorship held in debt listed companies
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sankaran Santhanakrishnan	ID	Chairperson	01-Apr-2014	
2	Siraj Azmat Chaudhry	ID	Member	21-Mar-2018	
3	Bharat Puri	ID	Member	01-Aug-2019	
4	Shikha Sharma	ID	Member	01-Aug-2019	
5	P.B. Balaji	NED	Member	06-Nov-2020	

Company Remarks	
Whether Permanent chairperson appointed	Yes

Shankarabarty



b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sankaran Santhanakrishnan	ID	Chairperson	01-Apr-2014	
2	Siraj Azmat Chaudhry	ID	Member	01-Aug-2019	
3	Lakshmanan KrishnaKumar	ED	Member	01-Apr-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Bharat Puri	ID	Chairperson	01-Aug-2019	
2	Shikha Sharma	ID	Member	01-Aug-2019	
3	Siraj Azmat Chaudhry	ID	Member	21-Mar-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Shikha Sharma	ID	Chairperson	01-Aug-2019	
2	Bharat Puri	ID	Member	01-Aug-2019	
3	P.B. Balaji	NED	Member	06-Nov-2020	
4	N. Chandrasekaran	C & NED	Member	06-Jul-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
06-Nov-2020	02-Feb-2021	Yes	7	4
	22-Mar-2021	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	87

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	05-Nov-2020		Yes	4	4
Audit Committee	12-Nov-2020		Yes	5	4
Audit Committee	01-Dec-2020		Yes	5	4
Audit Committee		01-Feb-2021	Yes	5	4

Shakraborty



Audit Committee		19-Mar-2021	Yes	5	4
Nomination & Remuneration Committee	06-Nov-2020		Yes	3	2
Nomination & Remuneration Committee		22-Mar-2021	Yes	4	2
Stakeholders Relationship Committee	05-Nov-2020		Yes	3	2
Stakeholders Relationship Committee		01-Feb-2021	Yes	3	2
Risk Management Committee	05-Nov-2020		Yes	3	3
Risk Management Committee		19-Mar-2021	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	61

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - **Yes**
 - Nomination & remuneration committee - **Yes**
 - Stakeholders relationship committee - **Yes**
 - Risk management committee (applicable to the top 100 listed entities) - **Yes**
- 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**
- 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**
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **NEELABJA CHAKRABARTY**
Designation : **Company Secretary**



ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
<i>Item</i>	<i>Compliance status</i>	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.tataconsumer.com
Terms and conditions of appointment of	Yes		www.tataconsumer.com
Composition of various committees of board of	Yes		www.tataconsumer.com
Code of conduct of board of directors and senior	Yes		www.tataconsumer.com
Details of establishment of vigil mechanism/	Yes		www.tataconsumer.com
Criteria of making payments to non-executive	Yes		www.tataconsumer.com
Policy on dealing with related party transactions	Yes		www.tataconsumer.com
Policy for determining 'material' subsidiaries	Yes		www.tataconsumer.com
Details of familiarization programs imparted to	Yes		www.tataconsumer.com
Email address for grievance redressal and other relevant details entity who are responsible for	Yes		www.tataconsumer.com
Contact information of the designated officials	Yes		www.tataconsumer.com
Financial results	Yes		www.tataconsumer.com
Shareholding pattern	Yes		www.tataconsumer.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity	Yes		www.tataconsumer.com
New name and the old name of the listed entity	Yes		www.tataconsumer.com
Advertisements as per regulation 47 (1)	Yes		www.tataconsumer.com
Credit rating or revision in credit rating obtained	Yes		www.tataconsumer.com
Separate audited financial statements of each	Yes		www.tataconsumer.com
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.tataconsumer.com
Materiality Policy as per Regulation 30	Yes		www.tataconsumer.com
Dividend Distribution policy as per Regulation	Yes		www.tataconsumer.com
It is certified that these contents on the website	Yes		www.tataconsumer.com
II Annual Affirmations			
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status</i>	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	

Shokrabar



Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
Meeting of Risk Management Committee	22	Yes	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6)	Yes	
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
Annual Secretarial Compliance Report	24(A)	Yes	
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure	25(2)	Yes	
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent Directors	25(10)	Yes	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes	
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : NEELABJA CHAKRABARTY
Designation : Company Secretary

