

Report on Corporate Governance for the quarter ended December 31, 2021



ANNEXURE I

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

i. Composition of Board of Director

Title (Mr./ Ms)	Name of the Director	DIN	Category (Chairperson / Executive/ Non- Executive/ Independent/ Nominee)	Subcategory	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	Membership in Committees of the Company
Mr.	N. Chandrasekaran	00121863	C & NED		03-Jul-2017	03-Jul-2017			02-Jun-1963	NA		7	0	0	0	NRC
Mr.	P.B. Balaji	02762983	NED		08-Aug-2020	08-Aug-2020			09-Sep-1969	NA		1	0	5	0	NRC
Mr.	Sunil Dsouza	07194259	ED	CEO-MD	04-Apr-2020	04-Apr-2020			31-Dec-1967	NA		2	0	1	0	SC
Mr.	Lakshmanan Krishnakumar	00423616	ED		01-Apr-2013	01-Apr-2018			29-Oct-1958	NA		1	0	2	0	SC
Mr.	Siraj Chaudhry	00161853	ID		03-Jul-2017	03-Jul-2017		51	08-Jan-1967	NA		4	4	4	2	AC,SC,RC
Mr.	Bharat Puri	02173566	ID		07-May-2019	07-May-2019		29	14-Jun-1961	NA		2	1	1	0	AC,RC,NRC
Ms.	Shikha Sharma	00043265	ID		07-May-2019	07-May-2019		29	19-Nov-1958	NA		5	5	4	0	AC,RC,NRC
Mr.	K.P. Krishnan	01099097	ID		22-Oct-2021	22-Oct-2021		3	29-Dec-1959	NA		1	1	1	1	AC
Mr.	Sankaran Santhanakrishnan	00032049	ID		11-May-2018	11-May-2018		41	01-Nov-1950	NA		0	0	0	0	AC,SC

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Company Remarks	Mr. Sankaran Santhanakrishnan ceased to be a Director of the Company w.e.f. October 12, 2021 and his Directorship and Committee Position held in other companies as on December 31, 2021, is not available with the Company, hence such information is mentioned as Nil in all respective field.
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	K.P. Krishnan	ID	Chairperson	22-Oct-2021	
2	Siraj Chaudhry	ID	Member	21-Mar-2018	
3	Bharat Puri	ID	Member	01-Aug-2019	
4	Shikha Sharma	ID	Member	01-Aug-2019	
5	Sankaran Santhanakrishnan	NED	Chairperson	01-Apr-2014	12-Oct-2021

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Siraj Chaudhry	ID	Chairperson	01-Aug-2019	
2	Sunil Dsouza	ED	Member	22-Oct-2021	
3	L. Krishnakumar	ED	Member	01-Apr-2014	
4	Sankaran Santhanakrishnan	ID	Chairperson	01-Apr-2014	12-Oct-2021

Company Remarks	Mr. Siraj Azmat Chaudhary was inducted as a Member of the Committee on August 1, 2019 and appointed as the Chairman of the Committee w.e.f. October 22, 2021
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 Chaudhry	ID	Member	21-Mar-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes



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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	22-Oct-2021
4	N. Chandrasekaran	C & NED	Member	06-Jul-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Siraj Chaudhry	ID	Chairperson	01-Aug-2019	
2	Shikha Sharma	ID	Member	06-Nov-2020	
3	K.P. Krishnan	ID	Member	22-Oct-2021	
4	Sankaran Santhanakrishnan	ID	Member	01-Apr-2014	12-Oct-2021

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
03-Aug-2021	22-Oct-2021	Yes	7	3
	11-Nov-2021	Yes	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	79



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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	02-Aug-2021		Yes	4	4
Audit Committee		06-Oct-2021	Yes	4	4
Audit Committee		21-Oct-2021	Yes	3	3
Audit Committee		11-Nov-2021	Yes	4	4
Nomination & Remuneration Committee	03-Aug-2021		Yes	4	2
Nomination & Remuneration Committee		22-Oct-2021	Yes	4	2
Risk Management Committee	02-Aug-2021		Yes	3	3
Risk Management Committee		02-Dec-2021	Yes	3	3
Corporate Social Responsibility Committee		11-Nov-2021	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	64

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
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	

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**



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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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**

Name :

Neelabja Chakrabarty

Designation :

Company Secretary & Compliance Officer

Date : January 18, 2022

Place : Mumbai

