



April 20, 2022

**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.  
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: Compliance Report on Corporate Governance for quarter ended March 31, 2022**

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), (Annexure-II) and Annexure IV for the quarter ended March 31, 2022.

Yours Sincerely,

For **TATA CONSUMER PRODUCTS LIMITED**

  
**Neelabja Chakrabarty**  
Company Secretary

*Encl. : as above*

**TATA CONSUMER PRODUCTS LIMITED**

11/13 Botawala Building 1<sup>st</sup> 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





**Report on Corporate Governance for the quarter ended March 31, 2022**

**d. Nomination and Remuneration Committee**

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1              | Shikha Sharma               | ID              | Chairperson                   | 01-Sep-2019             |                       |
| 2              | Bharat Puri                 | ID              | Member                        | 01-Aug-2019             |                       |
| 3              | N. Chandrasekaran           | C & NED         | Member                        | 06-Jul-2017             |                       |

|   |     |
|---|-----|
| Company Remarks                         |     |
| Whether Permanent chairperson appointed | Yes |

**e. Corporate Social Responsibility Committee**

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 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             |                       |

|   |     |
|---|-----|
| Company Remarks                         |     |
| Whether Permanent chairperson appointed | Yes |

**iii. Meeting of Board of Directors**

| <b>Date(s) of Meeting (if any) in the previous quarter</b> | <b>Date(s) of Meeting (if any) in the relevant quarter</b> | <b>Whether requirement of Quorum met</b> | <b>Number of Directors present</b> | <b>Number of Independent Directors present</b> |
|--|--|--|------------------------------------|--|
| 22-Oct-2021  | 02-Feb-2022  | Yes                                      | 8                                  | 4  |
| 11-Nov-2021  | 16-Mar-2022  | Yes                                      | 8                                  | 4  |
|  | 29-Mar-2022  | Yes                                      | 7                                  | 4  |

|   |    |
|---|----|
| Company Remarks   |    |
| Maximum gap between any two consecutive (in number of days) | 82 |

**Report on Corporate Governance for the quarter ended March 31, 2022**

**iv. Meeting of Committees**

| <b>Name of the Committee</b>              | <b>Date(s) of meeting during of the committee in the previous quarter</b> | <b>Date(s) of meeting of the committee in the relevant quarter</b> | <b>Whether requirement of Quorum met (Yes/No)</b> | <b>Number of Directors present</b> | <b>Number of independent directors present</b> |
|---|---|--|---|------------------------------------|--|
| Audit Committee                           | 06-Oct-2021   |  | Yes   | 4                                  | 4  |
| Audit Committee                           | 21-Oct-2021   |  | Yes   | 3                                  | 3  |
| Audit Committee                           | 11-Nov-2021   |  | Yes   | 4                                  | 4  |
| Audit Committee                           |   | 02-Feb-2022  | Yes   | 4                                  | 4  |
| Audit Committee                           |   | 16-Mar-2022  | Yes   | 4                                  | 4  |
| Audit Committee                           |   | 29-Mar-2022  | Yes   | 4                                  | 4  |
| Nomination & Remuneration Committee       | 22-Oct-2021   |  | Yes   | 4                                  | 2  |
| Nomination & Remuneration Committee       |   | 16-Mar-2022  | Yes   | 3                                  | 2  |
| Risk Management Committee                 | 02-Dec-2021   |  | Yes   | 3                                  | 3  |
| Risk Management Committee                 |   | 22-Mar-2022  | Yes   | 3                                  | 3  |
| Stakeholders Relationship Committee       |   | 02-Feb-2022  | Yes   | 3                                  | 1  |
| Corporate Social Responsibility Committee | 11-Nov-2021   |  | Yes   | 3                                  | 3  |
| Corporate Social Responsibility Committee |   | 31-Mar-2022  | Yes   | 3                                  | 3  |

|  |    |
|--|----|
| Company Remarks  |    |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 82 |

**v. Related Party Transactions**

| <b>Subject</b>   | <b>Compliance status (Yes/No/NA)</b> | <b>Remark</b> |
|--|--------------------------------------|---------------|
| 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 |                                      |               |




## Report on Corporate Governance for the quarter ended March 31, 2022

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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 100 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:



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













