

ANNEXURE I
Report on Corporate Governance for the quarter ended December 31, 2023

1. Name of Listed Entity - **TATA CONSUMER PRODUCTS LIMITED**
2. Quarter ending - **31-Dec-2023**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non- Executive/ Independent)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [With reference to proviso to regulation 17A	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	Membership in Committees of the Company
Mr.	Chandrasekaran Natarajan	00121863	C, NED		03-07-2017	03-07-2017			02-06-1963	No	Active	NA		7	0	0	0	NRC
Mr.	Pathamadai Balachandran Balaji	02762983	NED		08-08-2020	08-08-2020			09-09-1969	No	Active	NA		2	0	5	0	
Mr.	Sunil Alaric Dsouza	07194259	ED	CEO-MD	04-04-2020	04-04-2020			31-12-1967	No	Active	NA		2	0	1	0	SC
Mr.	Lakshmanan Krishna Kumar	00423616	ED		01-04-2013	01-04-2023	31-10		29-10-1958	No	Active	NA		0	0	0	0	SC

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Mr.	Ajit Sukumar Krishnakumar	08002754	ED		01-11-2023	01-11-2023			28-07-1976	No	Active	NA		1	0	1	0	SC	
Mr.	Siraj Azmat Chaudhry	00161853	ID		03-07-2017	03-07-2022		77.28	08-01-1967	No	Active	NA		6	6	8	2	AC,S C,RC	
Mr.	Bharat Tilakraj Puri	02173566	ID		07-05-2019	07-05-2019		55.24	14-06-1961	No	Active	NA		2	1	1	0	AC,R C,NR C	
Mr s.	Shikha Sanjaya Sharma	00043265	ID		07-05-2019	07-05-2019		55.24	19-11-1958	No	Active	NA		6	5	4	0	AC,R C,NR C	
Mr.	K P Krishnan	01099097	ID		22-10-2021	22-10-2021		26.9	29-12-1959	No	Active	NA		2	2	3	1	AC	
Mr.	David Francis Crean	09584874	ID		04-05-2022	04-05-2022		19.27	13-12-1960	No	Active	NA		1	1	1	0	AC,R C	

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

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ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	K P Krishnan	ID	Chairperson	22-Oct-2021	
2	Siraj Azmat Chaudhry	ID	Member	21-Mar-2018	
3	Bharat Tilakraj Puri	ID	Member	01-Aug-2019	
4	Shikha Sanjaya Sharma	ID	Member	01-Aug-2019	
5	David Francis Crean	ID	Member	01-Apr-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Siraj Azmat Chaudhry	ID	Chairperson	01-Aug-2019	
2	Sunil Alaric Dsouza	ED	Member	22-Oct-2021	
3	Lakshmanan Krishna Kumar	ED	Member	01-Apr-2014	31-Oct-2023
4	Ajit Sukumar Krishnakumar	ED	Member	01-Nov-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Bharat Tilakraj Puri	ID	Chairperson	01-Aug-2019	
2	Shikha Sanjaya Sharma	ID	Member	01-Aug-2019	
3	Siraj Azmat Chaudhry	ID	Member	21-Mar-2018	
4	David Francis Crean	ID	Member	10-Aug-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

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d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Shikha Sanjaya Sharma	ID	Chairperson	01-Aug-2019	
2	Bharat Tilakraj Puri	ID	Member	01-Aug-2019	
3	Chandrasekaran Natarajan	C,NED	Member	06-Jul-2017	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
26-Jul-2023	Yes	9	9	5
31-Oct-2023	Yes	9	9	5

Company Remarks	
Maximum gap between any two consecutive (in number of days)	96

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iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	24-Jul-2023	Yes	5	5	5	0
Audit Committee	30-Oct-2023	Yes	5	5	5	0
Stakeholders Relationship Committee	24-Jul-2023	Yes	3	3	1	0
Stakeholders Relationship Committee	12-Oct-2023	Yes	3	3	1	0
Risk Management Committee	24-Jul-2023	Yes	4	4	4	0
Risk Management Committee	12-Oct-2023	Yes	4	4	4	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	97

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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

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 1000 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:

Report on Corporate Governance for the quarter ended December 31, 2023

Details of cyber security incidence

1. Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
2. Date of the Event	
3. Brief details of the event	

Name : Neelabja Chakrabarty
Designation : Company Secretary & Compliance Officer