

Corporate Governance Report

1. Name of Listed Entity - **Tata Sponge Iron Limited**
 2. Quarter ending - **30-Jun-2019**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)	Sub Category	Date of Appointment	Date of cessation	Tenure	No of 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	Membership in Committees of the Company
Mr.	T.V. Narendran	03083605	C,NED		12-Jan-2019			0	1	0	NRC
Mr.	Dipak Kumar Banerjee	00028123	ID		15-Jul-2014		194	5	7	3	AC,NRC
Mr.	Prakash Chandra Parakh	01305775	ID		21-Aug-2015		207	1	1	1	AC,SC
Mr.	Manoj Thankachan Thomas	03614981	ID		15-Jul-2014		94	1	1	0	NRC
Mr.	Omkar Nath Mohanty	03058576	ID		21-Aug-2015		59	1	1	0	AC
Mr.	Sougata Ray	00134136	ID		12-Jan-2019		60	2	3	1	SC

Mr.	Koushik Chatterjee	000 049 89	NED		12-Jan-2019			0	3	1	AC,NRC
Mrs.	Meena Lall	051 333 22	NED		21-Aug-2015			0	0	0	RMC
Mr.	Ashish Anupam	083 842 01	NED		14-Mar-2019			0	0	0	
Mr.	Sanjay Kumar Pattnaik	002 568 32	ED		01-Nov-2016			0	1	0	SC,RC

Whether Permanent chairperson appointed	Yes
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ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Koushik Chatterjee	NED	Member	29-Jan-2019	
2	Omkar Nath Mohanty	ID	Member	15-Oct-2014	
3	Dipak Kumar Banerjee	ID	Member	29-Jul-2003	
4	Prakash Chandra Parakh	ID	Chairperson	16-Jul-2011	

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sanjay Kumar Pattnaik	ED	Member	15-Oct-2014	
2	Prakash Chandra Parakh	ID	Member	15-Oct-2014	
3	Sougata Ray	ID	Chairperson	29-Jan-2019	

c. Risk Management 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	Sanjay Kumar Pattnaik	ED	Member	15-Oct-2014	
2	Meena Lall	NED	Chairperson	22-Mar-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	Koushik Chatterjee	NED	Member	29-Jan-2019	
2	Manoj Thankachan Thomas	ID	Chairperson	28-Apr-2014	
3	Dipak Kumar Banerjee	ID	Member	28-Apr-2014	
4	T.V. Narendran	C,NED	Member	29-Jan-2019	

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
12-Jan-2019	18-Apr-2019
14-Mar-2019	

Company Remarks	
Maximum gap between any two consecutive (in number of days)	34

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee		12-Jan-2019	4	Yes
Audit Committee		18-Apr-2019	4	Yes
Nomination & Remuneration Committee		14-Mar-2019	2	Yes
Nomination & Remuneration Committee		08-Apr-2019	2	Yes
Stakeholders Relationship Committee		30-Mar-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	0

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	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

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) - **Not applicable**
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: