

ANNEXURE I

Corporate Governance Report

1. Name of Listed Entity - **Tata Steel Long Products Limited**
 2. Quarter ending - **30-Sep-2019**

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 | 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 Chairpersons on in Audit/ Stakeholder Committee held in listed entities including this listed entity | Membership in Committees of the Company | Remarks |
|----------------|-------------------------|----------|------------|--|--------------|-----------------------------|---------------------|-------------------|--------|---------------|---|--|---|--|---|---------|
| Mr. | T. V. Narendran | 03083605 | ABQPV7287B | C,NED | | 12-Jan-2019 | | | | 02-Jun-1965 | 3 | 0 | 1 | 0 | NRC | |
| Mr. | Ansuman Das | 02845138 | AALPD7864Q | ID | | 15-Jul-2019 | 15-Jul-2019 | | 60 | 29-Apr-1955 | 1 | 1 | 1 | 0 | SC | |
| Mr. | Prakash Chandra Parakh | 01305775 | ADFPP1990C | ID | | 07-Mar-2007 | 21-Aug-2015 | | 161 | 20-Dec-1945 | 1 | 1 | 1 | 1 | AC,NRC | |
| Mr. | Srikumar Menon | 00470254 | AFVPM7418Q | ID | | 15-Jul-2019 | 15-Jul-2019 | | 60 | 22-Jun-1952 | 2 | 2 | 3 | 1 | AC | |
| Mr. | Shashi Kant Maudgal | 00918431 | AEWPM3880Q | ID | | 15-Jul-2019 | 15-Jul-2019 | | 60 | 01-Feb-1954 | 3 | 3 | 2 | 0 | AC,RC | |
| Mr. | Sougata Ray | 00134136 | AERPR8519N | ID | | 12-Jan-2019 | 12-Jan-2019 | | 60 | 10-Sep-1968 | 2 | 2 | 1 | 2 | SC,RC,NRC | |
| Mr. | Koushik Chatterjee | 00004989 | AETPC4136N | NED | | 12-Jan-2019 | | | | 03-Sep-1968 | 5 | 0 | 3 | 1 | AC,RC,NRC | |
| Mrs. | Meena Lall | 05133322 | AAJPL2610G | NED | | 21-Aug-2015 | | | | 14-Aug-1964 | 1 | 0 | 0 | 0 | RMC | |
| Mr. | Ashish Anupam | 08384201 | AEXPA8679J | NED | | 14-Mar-2019 | | | | 26-Oct-1968 | 1 | 0 | 1 | 0 | SC,RC | |
| Mr. | Sanjay Kumar Pattnaik | 00256832 | AIRPP6738R | ED | | 01-Nov-2016 | | | | 02-Jul-1959 | 1 | 0 | 1 | 0 | SC,RC | |
| Mr. | Dipak Kumar Banerjee | 00028123 | AESPB2776A | ID | | 09-May-2003 | 21-Aug-2015 | 14-Jul-2019 | 194 | 19-Feb-1946 | 4 | 4 | 6 | 2 | AC,NRC | |
| Mr. | Manoj Thankachan Thomas | 03614981 | AGFPT1685H | ID | | 12-Sep-2011 | 15-Jul-2014 | 14-Jul-2019 | 59 | 26-Jan-1969 | 0 | 0 | 0 | 0 | NRC | |
| Mr. | Omkar Nath Mohanty | 03058576 | ABLPM6791Q | ID | | 21-Aug-2015 | 21-Aug-2015 | 15-Jul-2019 | 94 | 10-Jan-1945 | 0 | 0 | 0 | 0 | AC | |

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|---|---|
| Company Remarks | The Number of memberships/chairpersonships excludes Nomination and Remuneration Committee. Only Stakeholders Relationship Committee is considered |
| 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 | Prakash Chandra Parakh | ID | Chairperson | 16-Jul-2011 | |
| 2 | Srikumar Menon | ID | Member | 18-Jul-2019 | |
| 3 | Shashi Kant Maudgal | ID | Member | 18-Jul-2019 | |
| 4 | Koushik Chatterjee | NED | Member | 29-Jan-2019 | |
| 5 | Dipak Kumar Banerjee | ID | Member | 29-Jul-2003 | 14-Jul-2019 |
| 6 | Omkar Nath Mohanty | ID | Member | 15-Oct-2014 | 15-Jul-2019 |

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| 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 | Sougata Ray | ID | Chairperson | 29-Jan-2019 | |
| 2 | Ansuman Das | ID | Member | 18-Jul-2019 | |
| 3 | Sanjay Kumar Pattnaik | ED | Member | 15-Oct-2014 | |
| 4 | Ashish Anupam | NED | Member | 18-Jul-2019 | |

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| 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 | Shashi Kant Maudgal | ID | Chairperson | 18-Jul-2019 | |
| 2 | Sougata Ray | ID | Member | 18-Jul-2019 | |
| 3 | Koushik Chatterjee | NED | Member | 18-Jul-2019 | |
| 4 | Meena Lall | NED | Member | 22-Mar-2017 | |
| 5 | Sanjay Kumar Pattnaik | ED | Member | 15-Oct-2014 | |
| 6 | Ashish Anupam | NED | Member | 18-Jul-2019 | |

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| 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 | Prakash Chandra Parakh | ID | Chairperson | 18-Jul-2019 | |
| 2 | Sougata Ray | ID | Member | 18-Jul-2019 | |
| 3 | T. V. Narendran | C,NED | Member | 29-Jan-2019 | |
| 4 | Koushik Chatterjee | NED | Member | 29-Jan-2019 | |
| 5 | Manoj Thankachan Thomas | ID | Member | 28-Apr-2014 | 14-Jul-2019 |
| 6 | Dipak Kumar Banerjee | ID | Member | 28-Apr-2014 | 14-Jul-2019 |

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| 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 |
|---|---|-----------------------------------|-----------------------------|---|
| 18-Apr-2019 | 12-Jul-2019 | Yes | 10 | 5 |
| | 15-Jul-2019 | Yes | 6 | 2 |
| | 29-Jul-2019 | Yes | 10 | 5 |

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| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 84 |

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 | 18-Apr-2019 | | Yes | | |
| Audit Committee | | 29-Jul-2019 | Yes | 4 | 3 |
| Audit Committee | | 08-Aug-2019 | Yes | 4 | 3 |
| Nomination & Remuneration Committee | 08-Apr-2019 | | Yes | 2 | 1 |
| Nomination & Remuneration Committee | | 12-Jul-2019 | Yes | 4 | 2 |
| Nomination & Remuneration Committee | | 29-Jul-2019 | Yes | 4 | 2 |

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|--|-----|
| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 101 |

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 | |

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| 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 relationshipcommittee - **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:

ANNEXURE III

Affirmations

| Broad Heading | Regulation Number | Compliance Status | Company Remark |
|--|--------------------------------------|--------------------------|--|
| Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | No | Mr. Sougata Ray, Chairperson, Stakeholders Relationship Committee, was unable to attend the meeting due to other prior commitments |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |