



THE TINPLATE COMPANY OF INDIA LIMITED

July 13, 2015

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers, Dalal Street
Mumbai 400001

National Stock Exchange of India Limited
Exchange Plaza
Bandra-Kurla Complex, Bandra (East)
Mumbai 400051

Dear Sir,

Compliance with Clause 49 of the Listing Agreement

In compliance with Clause 49 of the Listing Agreement we send herewith the Quarterly Compliance Report for the quarter ended 30th June, 2015 on Corporate Governance for your information and record.

Yours faithfully,
THE TINPLATE COMPANY OF INDIA LIMITED

(KAUSHIK SEAL)
COMPANY SECRETARY

Encl:

Quarterly Compliance Report on Corporate Governance

Name of the Company: THE TINPLATE COMPANY OF INDIA LIMITED

Quarter ending on : 30th June, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A)	Remarks
1	2	3	4
II. Board of Directors	49 (II)	Yes	
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(IIIB)	Yes	
(C) Non-executive Directors' compensation and disclosure	49(IIIC)	Yes	
(D) Other provisions as to Board and Committees	49(IIID)	Yes	
(E) Code of Conduct	49(IIIE)	Yes	
(F) Whistle Blower Policy	49(IIIF)	Yes	
III. Audit Committee	49 (III)	Yes	
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
(C) Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of information by Audit Committee	49(IIIE)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	N.A.	
VI. Risk Management	49(VI)	Yes	
VII. Related Party Transactions	49(VII)	Yes	
VIII. Disclosures	49(VIII)	Yes	Details of material transactions with related party are attached in Annexure.
(A) Related Party Transactions	49(VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	
(C) Remuneration Disclosure	49(VIIIC)	Yes	
(D) Management	49(VIIID)	Yes	
(E) Shareholders	49(VIIIE)	Yes	
(F) Proceeds from public issues, rights Issues, preferential issues etc.	49(VIIIF)	N.A.	
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	
XI. Compliance	49 (XI)	Yes	

**DETAILS OF MATERIAL TRANSACTIONS WITH RELATED PARTY
FOR THE QUARTER ENDED 30th JUNE 2015**

Sl No.	Name of the Company	Relationship	Nature of Transaction	Amount (Rs. lakhs) Q1 Fy16
1.	Tata Steel Limited	Holding Company	Purchase of Electrolytic Tinsplate	7,130.83
2.	Tata Steel Limited	Holding Company	Conversion Charges	15,246.85