



**THE TINPLATE COMPANY OF INDIA LIMITED**

October 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 30<sup>th</sup> September, 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 : 30<sup>th</sup> September, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No/N.A)	Remarks
1	2	3	4
<b>II. Board of Directors</b>	49 (II)	Yes	
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	
(C) Non-executive Directors' compensation and disclosure	49(IIC)	Yes	
(D) Other provisions as to Board and Committees	49(IID)	Yes	
(E) Code of Conduct	49(IIE)	Yes	
(F) Whistle Blower Policy	49(IIF)	Yes	
<b>III. Audit Committee</b>	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	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49(V)	N.A.	
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	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 of Directors	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.	
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	
<b>XI. Compliance</b>	49 (XI)	Yes	



**DETAILS OF MATERIAL TRANSACTIONS WITH RELATED PARTY  
FOR THE QUARTER AND HALF YEAR ENDED 30<sup>TH</sup> SEPTEMBER 2015**

Sl No.	Name of the Company	Relationship	Nature of Transaction	Amount (Rs. lakhs) 6 months Fy16	Amount (Rs. lakhs) Q2 Fy16
1.	Tata Steel Limited	Holding Company	Purchase of Electrolytic Tinplate	13,002.49	5,871.66
2.	Tata Steel Limited	Holding Company	Conversion Income	31,088.69	15,841.84

