

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of the Listed Entity : The Tinsplate Company of India Limited
2. Quarter ending : As on 30<sup>th</sup> June, 2019

<b>I. Composition of Board of Directors</b>								
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / <del>cessation</del>	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulation)	Number of membership in Audit / Stakeholders' Relationship Committee(s) including this listed entity (Refer regulation 26(1) of Listing Regulation)	No. of post of Chairperson in Audit / Stakeholders' Relationship Committee(s) held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation)
Mr.	Koushik Chatterjee	PAN-AETPC4136N, DIN- 00004989	Chairperson – Non-Executive	25.10.2004	NA	5	3	1
Mr.	Anand Sen	PAN-AIRPS9920Q, DIN-00237914	Non-Executive	25.07.2002	NA	3	2	1
Mr.	Dipak Kumar Banerjee	PAN-AESPB2776A, DIN-00028123	Independent	05.09.2014	5 Years	6	7	3
Mr.	B N Samal	PAN-ABSPS9630F, DIN-00429902	Independent	22.01.2015	5 Years	1	Nil	1
Dr.	Sougata Ray	PAN-AERPR8519N, DIN- 00134136	Independent	05.09.2014	5 Years	2	3	Nil
Ms	Atrayee Sanyal	PAN-AIVPS2674R, DIN-07011659	Non-Executive	22.01.2015	NA	1	1	Nil

Mr.	Shashi Kant Maudgal	PAN – AEWPM3880Q DIN – 00918431	Independent	21.04.2017	5 Years	2	Nil	Nil
Mr.	Subir Bose	PAN – AAOPB0781H DIN - 00048451	Independent	29.03.2018	1 Year 9 Months	3	2	Nil
Mr.	R N Murthy	PAN - ADMPPM9084F DIN - 06770611	Managing Director	10.07.2018	NA	1	Nil	Nil

## II. Composition of Committees

<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson / Executive/Non-executive/Independent/Nominee)</i>
1. Audit Committee	Mr. Dipak Kumar Banerjee	Chairperson - Non-Executive Independent
	Dr. Sougata Ray	Member - Non-Executive Independent
	Ms. Atrayee Sanyal	Member - Non-Executive Non-Independent
	Mr. Subir Bose	Member - Non-Executive Independent
2. Nomination & Remuneration Committee	Mr. Dipak Kumar Banerjee	Chairperson - Non-Executive Independent
	Mr. Koushik Chatterjee	Member - Non-Executive Non-Independent
	Dr. Sougata Ray	Member - Non-Executive Independent
3. Risk Management Committee (if Applicable)	NA	NA
4. Stakeholder's Relationship Committee	Mr. B N Samal	Chairperson – Non-Executive Independent
	Mr. Anand Sen	Member - Non-Executive Non-Independent
	Dr. Sougata Ray	Member - Non-Executive Independent

## III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (If any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
15 <sup>th</sup> January, 2019	15 <sup>th</sup> April, 2019	89 Days
	17 <sup>th</sup> May, 2019	31 Days

## IV. Meeting of Committees

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>

Audit Committee Meeting: 11 <sup>th</sup> April, 2019	Yes – Requisite quorum was present	- Audit Committee Meeting: 10 <sup>th</sup> January, 2019	90 Days
<b>V. Related Party Transactions</b>			
<i>Subject</i>		<i>Compliance status (Yes/No/NA)</i>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		Yes <sup>#</sup>	
Whether details of RPT entered into pursuant to omnibus approval have been received by Audit Committee		Yes	
# Note: Details of material transactions with related party is provided in Annexure.			
<b>VI. Affirmative</b>			
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing obligation and disclosure requirement) Regulation, 2015.</li> <li>2. The composition of the following committee is in terms of SEBI (Listing obligation and disclosure requirements) Regulation, 2015 <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration Committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk management committee (applicable to the top 100 listed entities) – Not applicable</li> </ol> </li> <li>3. The committee members have been made aware of their power, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirement) Regulation, 2015</li> <li>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) Regulation, 2015</li> <li>5. This report and/or the report submitted in the previous quarter has been placed before the Board of Directors.</li> </ol>			
<p>KAUSHIK SEAL (COMPANY SECRETARY)</p>			