

**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

1. Name of the Listed Entity: The Tinplate Company of India Limited
2. Quarter ending : As on 30<sup>th</sup> June 2022

<b>Composition of Board of Directors</b>													
Title (Mr. / Ms.)	Name of the Director	DIN	PAN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re-Appointment in the current term	Date of Cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulation)	No. of Independent Directors in Listed Entities including this Listed Entity (Refer Regulation 17A(1) of Listing Regulation)	Number of memberships 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	00004989	AETPC4136N	Chairperson – Non-Executive	25.10.2004	-	-	NA	03.09.1968	5	NIL	3	NIL
Dr.	Sougata Ray	00134136	AERPR8519N	Independent	04.05.2011	05.09.2019	-	134	10.09.1968	2	2	4	2
Mr.	B N Samal	00429902	ABSPS9630F	Independent	22.01.2015	22.01.2020	-	90	04.03.1953	1	1	2	1
Ms.	Atrayee Sanyal	07011659	AIVPS2674R	Non-Executive	22.01.2015	-	-	NA	25.05.1970	1	NIL	1	NIL
Mr.	Shashi Kant Maudgal <sup>4</sup>	00918431	AEWPM3880Q	Independent	21.04.2017	21.04.2022	-	63	01.02.1954	2	2	2	NIL
Mr.	R N Murthy	06770611	ADMPPM9084F	Managing Director	10.07.2018	-	-	NA	17.11.1964	1	NIL	1	NIL

Mr.	Rajeev Singhal	02719570	AIOPS2538R	Non-Executive	23.10.2019	-	-	NA	22.08.1963	1	NIL	NIL	NIL
Dr.	Rupali Basu	01778854	AFUPB7527G	Independent	10.12.2019	10.12.2019	-	31	23.11.1963	3	3	1	NIL
	•	Whether regular chairperson is appointed									Yes		
	•	Whether Chairperson is related to managing director or CFO									No		

Note:

1. While calculating directorship in Listed Entities, only directorship in equity listed companies has been considered.
2. While calculating the committee positions of the Directors, both Listed and Unlisted companies have been considered, in compliance with Regulation 26(1)(a) of SEBI Listing Regulation.
3. Pursuant to the FAQs on Corporate Governance Report published by the National Stock Exchange of India Limited (NSE), number of membership in committees include chairmanship in committees during the quarter ended June 30, 2022.
4. Mr. Shashi Kant Maudgal has been re-appointed as Independent Director of the Company w.e.f April 21, 2022 at the EGM of the Company held on April 18, 2022 .

<b>Composition of Committees</b>					
<b>Name of the Committee</b>	<b>Whether regular chairperson appointed</b>	<b>Name of the Committee Members</b>	<b>Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)</b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
<b>1. Audit Committee</b>	Yes	Dr. Sougata Ray	Chairperson - Non-Executive Independent	22.01.2015	-
		Ms. Atrayee Sanyal	Member – Non-Executive Non-Independent	31.07.2015	-
		Mr. Shashi Kant Maudgal	Member – Non-Executive Independent	09.09.2019	-
		Mr. B N Samal	Member – Non-Executive Independent	08.01.2020	-
<b>2. Nomination &amp; Remuneration Committee</b>	Yes	Dr. Sougata Ray	Chairperson - Non-Executive Independent	31.03.2017	-
		Mr. Koushik Chatterjee	Member – Non-Executive Non-Independent	29.04.2010	-
		Mr. Shashi Kant Maudgal	Member – Non-Executive Independent	09.09.2019	-
<b>3. Risk Management Committee (if applicable)</b>	Yes	Mr. Shashi Kant Maudgal	Chairperson – Non-Executive Independent	14.07.2021	-
		Dr. Sougata Ray	Member – Non-Executive Independent	14.07.2021	
		Mr. Rajeev Singhal	Member – Non-Executive Non-Independent	14.07.2021	
		Mr. R.N.Murthy	Member – Executive Director	14.07.2021	

<b>4. Stakeholders Relationship Committee</b>	Yes	Mr. B N Samal	Chairperson – Non-Executive Independent	22.01.2015	-
		Dr. Sougata Ray	Member - Non-Executive Independent	31.03.2017	-
		Mr. R.N.Murthy	Member – Executive Director	09.09.2019	-
<b>5. Corporate Social Responsibility Committee</b>	Yes	Mr. Rajeev Singhal	Chairperson – Non-Executive Non-Independent	13.11.2019	-
		Dr. Sougata Ray	Member - Non-Executive Independent	22.04.2014	-
		Mr. R N Murthy	Member – Executive Director	10.07.2018	-
		Ms. Atrayee Sanyal	Member – Non-Executive Non-Independent	09.09.2019	-

<b>Meeting of Board of Directors</b>					
<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>Whether Requirement of Quorum met</i>	<i>No. of Directors Present</i>	<i>No of Independent Directors present</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
14 <sup>th</sup> January, 2022		Yes	8	4	-
21 <sup>st</sup> February, 2022			8	4	37 days
14 <sup>th</sup> March, 2022			8	4	20 days
	12 <sup>th</sup> April, 2022		8	4	28 days
	30 <sup>th</sup> May, 2022		7	4	47 days

<b>Meeting of Committees</b>					
<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>Whether requirement of Quorum (details) met</i>	<i>No. of Directors Present</i>	<i>No of Independent Directors Present</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
<b>Audit Committee</b>					
14 <sup>th</sup> January, 2022	-	Yes	4	3	-
21 <sup>st</sup> February, 2022			4	3	37 days
	12 <sup>th</sup> April, 2022		4	3	49 days
	11 <sup>th</sup> May, 2022		4	3	28 days
	30 <sup>th</sup> May, 2022		3	3	18 days

<b><i>Nomination and Remuneration Committee</i></b>					
14 <sup>th</sup> January, 2022		Yes	3	2	-
14 <sup>th</sup> March, 2022			3	2	58 days
	12 <sup>th</sup> April, 2022		3	2	28 days
	30 <sup>th</sup> May, 2022		3	2	47 days
<b><i>Stakeholder's Relationship Committee</i></b>					
15 <sup>th</sup> March, 2022		Yes	3	2	-
<b><i>Risk Management Committee</i></b>					
15 <sup>th</sup> March, 2022		Yes	4	2	-
	10 <sup>th</sup> May, 2022		4	2	55 days
<b><i>Corporate Social Responsibility Committee</i></b>					
10 <sup>th</sup> January, 2022		Yes	3	1	-
	7 <sup>th</sup> April, 2022		4	1	86 days

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

<b>Affirmative</b>
<ul style="list-style-type: none"> <li>• The composition of Board of Directors is in terms of SEBI (Listing obligation and disclosure requirement) Regulation, 2015.</li> <li>• The composition of the following committee is in terms of SEBI (Listing obligation and disclosure requirements) Regulation, 2015 <ul style="list-style-type: none"> <li>a) Audit Committee</li> <li>b) Nomination &amp; remuneration Committee</li> <li>c) Stakeholders' relationship committee</li> </ul> </li> </ul>

d) Risk management committee (applicable to the top 1000 listed entities)

- The committee members have been made aware of their power, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirement) Regulation, 2015
- The Meeting of the Board of Directors and the above committee have been conducted in the manner as specified in SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015
- The Report will be placed before the Board of Directors of the Company at their next meeting. The report submitted in the previous quarter has been placed before the Board of Directors at their meeting held on 12<sup>th</sup> April, 2022.

KAUSHIK SEAL  
(COMPANY SECRETARY)