

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of the Listed Entity : The Tinsplate Company of India Limited

2. Quarter ending : As on 30th September, 2020

Composition of Board of Directors													
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	6	NIL	5	1
Dr.	Sougata Ray	00134136	AERPR8519N	Independent	04.05.2011	05.09.2019	-	160	10.09.1968	2	2	4	2
Mr.	B N Samal	00429902	ABSPS9630F	Independent	22.01.2015	22.01.2020	-	120	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	00918431	AEWPM3880Q	Independent	21.04.2017	-	-	60	01.02.1954	3	3	2	NIL

Mr.	R N Murthy	06770611	ADMPPM9084 F	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	2	NIL	1	NIL
Dr.	Rupali Basu	01778854	AFUPD7527G	Independent	10.12.2019	-	-	60	23.11.1963	3	3	1	NIL

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 September, 30, 2020

Composition of Committees				
Name of the Committee	Name of the Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	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	-
2. Nomination & Remuneration Committee	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	-
3. Risk Management Committee (if applicable)	NA	NA	NA	-
4. Stakeholders Relationship Committee	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	-
5. Corporate Social Responsibility Committee	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	-

Meeting of Board of Directors				
<i>Date(s) of Meeting (Enter dates of previous quarter and current quarter in chronological order)</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>	<i>Whether Requirement of Quorum met</i>	<i>No. of Directors Present</i>	<i>No of Independent Directors attending the Meeting</i>
13 th June' 2020	-	Yes	8	4
28 th July, 2020	44 days		8	4

Meeting of Committees				
<i>Date(s) of Meeting (Enter dates of previous quarter and current quarter in chronological order)</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>	<i>Whether requirement of Quorum met (details</i>	<i>No. of Directors Present</i>	<i>No of Independent Directors Present)</i>
<i>Audit Committee</i>				
13 th June 2020	-	Yes	4	3
3 rd July, 2020	19 Days		4	3
28 th July, 2020	24 Days		4	3
<i>Nomination and Remuneration Committee</i>				
13 th June, 2020	-	Yes	3	2
<i>Stakeholder's Relationship Committee</i>				
12 th March, 2020	-	Yes	2	2

Related Party Transactions	
<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

Affirmative

- The composition of Board of Directors is in terms of SEBI (Listing obligation and disclosure requirement) Regulation, 2015.
- The composition of the following committee is in terms of SEBI (Listing obligation and disclosure requirements) Regulation, 2015
 - a) Audit Committee
 - b) Nomination & remuneration Committee
 - c) Stakeholders relationship committee
 - d) Risk management committee (applicable to the top 100 listed entities) – Not applicable
- 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 13th June, 2020.

KAUSHIK SEAL
(COMPANY SECRETARY)

HALFYEARLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of the Listed Entity: The Tinsplate Company of India Limited

For the half year ended on 30th September, 2020

I. Affirmation		
Broad heading	Regulation Number	Compliance Status (Yes / No /NA)
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
Whether “Corporate Governance Report” disclosed in Annual Report	34 (3) read with para c of schedule V	Yes
Note: <ol style="list-style-type: none">1. In the column “Compliance Status” compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirement of Listing Regulations. “Yes” may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated.2. If status is “no” details of non-compliance may be given here.3. If Listed Entity would like to provide any other information the same may be indicated here.		
KAUSHIK SEAL (COMPANY SECRETARY)		