



October 13, 2015

The General Manager,  
Corporate Relations Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

The National Stock Exchange of India Ltd,  
Exchange Plaza,  
Bandra Kurla Complex,  
Mumbai – 400 050

Dear Sir,

**Sub: Quarterly Compliance Report on Corporate Governance**

As required under Clause **49X (B)** of the Listing Agreement, kindly find enclosed the Quarterly Compliance Report for the quarter ended September 30, 2015.

Thanking you,

Yours faithfully,  
**For Tata Chemicals Limited**

  
**Rajiv Chandan**  
**General Counsel & Company Secretary**

Encl: As above



**QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE UNDER  
CLAUSE 49 OF THE LISTING AGREEMENT**

**Name of the Company: TATA CHEMICALS LIMITED**

**Quarter ending on: SEPTEMBER 30, 2015**

	Clause of Listing Agreement	Compliance	Remarks
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	-
(B) Independent Directors	49 (IIB)	Yes	-
(C) Non-executive Directors' compensation & disclosures	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)		
(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)	Yes	-
<b>VI. Risk Management</b>	49 (VI)	Yes	-
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	-
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	-
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	-
(C) Remuneration of Directors	49 (VIII C)	Yes	-
(D) Management	49 (VIII D)	Yes	-
(E) Shareholders	49(VIII E)	Yes	-
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	Yes	-
<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	-

**For Tata Chemicals Limited**

**Rajiv Chandan**  
**General Counsel & Company Secretary**