

NOTICE

NOTICE OF THE FIFTY-NINTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the Fifty-Ninth Annual General Meeting of Tata International Limited will be held through Video Conferencing or Other Audio-Visual Means on Wednesday, August 3, 2022 at 2:30 P.M. (IST), to transact the following business:

ORDINARY BUSINESS:

- Item No. 1 -** To receive, consider and adopt
- the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022; and
 - the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon.
- Item No. 2 -** To declare a dividend on Equity Shares for the financial year ended March 31, 2022
- Item No. 3 -** To appoint a Director in place of Mr. Ramakrishnan Mukundan, Director of the Company (holding Director Identification Number: 00778253), who retires by rotation and being eligible, offers himself for re-appointment.

Item No. 4 - Re-appointment of Statutory Auditors of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment or modification or re-enactment thereof for the time being in force) (“Act”) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s. S R B C & CO LLP, Chartered Accountants (Firm Registration No. 324982E/E300003), be and are hereby re-appointed as the Statutory Auditors of the Company, to hold office for a term of 5 (five) years from the conclusion of this, the 59th Annual General Meeting (“AGM”) of the Company, till the conclusion of the 64th AGM to be held in the year 2027, at such remuneration as may be mutually agreed between the Board of Directors of the Company (hereinafter referred to as “Board”, which term shall be deemed to include a Committee of the Board, if any, constituted to exercise its powers, including the powers conferred by this Resolution) and the Auditors.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and to generally do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient and incidental for the purpose of giving effect to the above resolution including to authorise any of the Directors and/or Key Managerial Personnel and/or Officers of the Company to take necessary actions on behalf of the Company in that regard.”

SPECIAL BUSINESS:

Item No. 5 - Ratification of Remuneration to the Cost Auditors

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT in terms of the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment or modification or re-enactment thereof for the time being in force) (“Act”) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 55,000 plus GST/ other applicable taxes, travel and actual out-of-pocket expenses incurred in connection with the audit, payable to M/s. Sohan Lal Jalan & Associates, Practicing Cost Accountants (Firm Registration No. 000521), who are appointed as the Cost Auditors to conduct the audit of cost records maintained by the Company (in relation to the Products for Aluminium Industries i.e. PAI Business of the Company) for the financial year ending on March 31, 2023.

RESOLVED FURTHER THAT the Board of Directors (which term shall be deemed to include a Committee of the Board, if any, constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorised to take all such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and to generally do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient and incidental for the purpose of giving effect to the above resolution including to authorise any of the Directors and/or Key Managerial Personnel and/or Officers of the Company to take necessary actions on behalf of the Company in that regard.”

Item No. 6 - Appointment of Mr. Noel N. Tata as a Non-Executive Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Noel N. Tata (holding Director Identification Number: 00024713), who was appointed by the Board of Directors (hereinafter referred to as "Board", which term shall be deemed to include a Committee of the Board, if any, constituted to exercise its powers, including the powers conferred by this Resolution), based on the recommendation of the Nomination and Remuneration Committee, as an Additional Director of the Company with effect from November 15, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 and any other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment or modification or re-enactment thereof for the time being in force) ("Act") and Article 129 of the Articles of Association of the Company and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member in terms of Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and to generally do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient and incidental for the purpose of giving effect to the above resolution including to authorise any of the Directors and/or Key Managerial Personnel and/or Officers of the Company to take necessary actions on behalf of the Company in that regard."

Item No. 7 - Appointment of Mr. Anand Sen as a Managing Director of the Company

To consider and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution**:

"RESOLVED THAT in terms of the provisions of Sections 196, 197 and 203 and other applicable provisions of the Companies Act, 2013 (including any statutory amendment or modification or re-enactment thereof for the time being in force) ("Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and provisions of the Memorandum and Articles of Association of the Company, consent of the Members of the Company, be and is hereby accorded for appointment of Mr. Anand Sen (holding Director Identification Number: 00237914), as the Managing Director of the Company for the period commencing from November 13, 2021 up to September 17, 2024, upon the terms and conditions set out in the Explanatory Statement annexed to the Notice convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his appointment), with liberty to the Board of Directors (hereinafter referred to as "Board", which term shall be deemed to include a Committee of the Board, if any, constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions of the said appointment, to the extent the same is permitted under the provisions of the Act and other applicable laws and in such manner as may be agreed to between the Board of Directors and Mr. Anand Sen.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and to generally do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient and incidental for the purpose of giving effect to the above resolution including to authorise any of the Directors and/or Key Managerial Personnel and/or Officers of the Company to take necessary actions on behalf of the Company in that regard."

Item No. 8 - Approval for payment of Minimum Remuneration to Mr. Anand Sen, Managing Director, in case of no/ inadequacy of profit

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

"RESOLVED THAT in terms of the provisions of Sections 197, 198 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory amendment or modification or re-enactment thereof for the time being in force) ("Act") read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the Members do hereby accord their approval to pay following remuneration to Mr. Anand Sen (holding Director Identification Number: 00237914), Managing Director of the Company, as Minimum Remuneration, for/ during Financial Year 2022-23, in case of no/ inadequacy of profits:

(Amount in ₹)

Particulars of Remuneration	Proposed Remuneration for Financial Year 2022-23 (effective from April 1, 2022) (per annum)
Fixed Remuneration & Benefits ⁽¹⁾	4,00,00,000
On Target bonus / commission (up to) (proposed, linked to next FY) ⁽²⁾	3,50,00,000

Notes:

- (1) Excludes other benefits, perquisites & allowances, as per the policy of the Company. Also, excludes the remuneration in relation to Directorships in subsidiaries of the Company, if any.
- (2) The final pay-out would be subject to:
- achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time, by the Board of Directors/ Nomination and Remuneration Committee ("NRC"); and
 - recommendation of the NRC (with the NRC having an enabling authority to recommend higher amount in case of an exceptional Company/ Individual performance) and approval of the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors (which term shall be deemed to include a Committee of the Board, if any, constituted to exercise its powers, including the powers conferred by this Resolution) be and is hereby authorised to take all such steps as may be necessary - statutory, contractual or otherwise, in relation to the above, to settle all matters arising out of and incidental thereto, to sign and execute deeds, applications, documents and writings that may be required, on behalf of the Company and to generally do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient and incidental for the purpose of giving effect to the above resolution including to authorise any of the Directors and/or Key Managerial Personnel and/or Officers of the Company to take necessary actions on behalf of the Company in that regard."

By **Order of the Board of Directors,**

Registered Office:**Tata International Limited**

24th Floor, VIOS Tower,
New Cuffe Parade, Off. Eastern Freeway,
Sewri - Chembur Road, Wadala,
Mumbai - 400037
CIN: U51900MH1962PLC012528

For Tata International Limited**Lalit Kasliwal**

Chief Financial Officer & Company Secretary
Membership No. A17706

Mumbai, May 5, 2022

NOTES FOR THE ATTENTION OF MEMBERS:

1. In view of the global outbreak of the Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has, vide its General Circular No. 14/ 2020 dated April 8, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by Covid-19" read with General Circular No. 20/2020 dated May 5, 2020 in relation to "Clarification on holding of annual general meeting (AGM) through video conferencing (VC) or other audio visual means (OAVM)" and General Circular No. 2/ 2022 dated May 5, 2022 (collectively referred to as "MCA Circulars"), permitted the holding of the Annual General Meeting ("AGM") through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM"), without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act") and MCA Circulars, the Fifty-Ninth Annual General Meeting of the Company will be held through VC / OAVM on Wednesday, August 3, 2022 at 2:30 P.M. (IST) ("Fifty-Ninth AGM"). The deemed venue for the Fifty-Ninth AGM will be VIOS Tower, 24th Floor, New Cuffe Parade, Sewri-Chembur Road, Mumbai 400037, Maharashtra.
2. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/ HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THE FIFTY-NINTH AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC OR OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THE FIFTY-NINTH AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF THE VENUE FOR THE FIFTY-NINTH AGM ARE NOT ANNEXED TO THIS NOTICE.**
3. Institutional Investors, who are Members of the Company, are encouraged to attend and vote at the Fifty-Ninth AGM through VC/ OAVM facility. Corporate Members intending to appoint their authorized representatives pursuant to Sections 112 and 113 of the Act, as the case may be, to attend the AGM through VC or OAVM are requested to send a certified copy of the Board Resolution to the Company Secretary by e-mail at cslegal.til@tatainternational.com.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. As per the provisions of Clause 3.B.IV of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Business as appearing at Item Nos. 5 to 8 of the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.
6. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 5 to 8 of the Notice is annexed hereto. The relevant details, pursuant to Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/ re-appointment/ fixation of remuneration at this AGM are also annexed. Requisite declarations have been received from Director(s) for seeking re-appointment.
7. The Members can join the AGM in the VC/OAVM mode 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the link, which will be shared separately, along with the specific instructions, if any.
8. The Members who need assistance in connection with using the technology before or during the AGM, may reach out to the Company officials at +91 98926 10655.
9. In line with the MCA Circulars, the Notice of the AGM along with the Annual Report 2021-22 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2021-22 would also be available on the Company's website at www.tatainternational.com.
10. Since the Company is not required to conduct e-voting, the voting at the meeting shall be conducted through show of hands, unless demand for a poll is made by any member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, members are requested to convey their vote by e-mail at cslegal.til@tatainternational.com.

11. Book Closure and Dividend

The Register of Members and the Share Transfer Books of the Company will be closed from, Thursday, July 28, 2022 to Wednesday, August 3, 2022, (both days inclusive). The dividend of ₹ 250 per equity share of ₹ 1000 each (25%), if declared at the AGM, will be paid subject to deduction of tax at source ('TDS') on or after Monday, August 8, 2022, as under:

- (a) To all the Beneficial Owners as at the end of the day on Wednesday, July 27, 2022 as per the list of beneficial owners to be furnished by the National Securities Depository Limited and Central Depository Services (India) Limited ("Depositories") in respect of the shares held in electronic form; and
- (b) To all Members in respect of shares held in physical form after giving effect to transmission and transposition in respect of valid requests lodged with the Company as of the close of business hours on Wednesday, July 27, 2022.

Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of the Shareholders with effect from April 1, 2020 and the Company is required to deduct income-tax at source from dividend paid to the Members at prescribed rates in the Income Tax Act, 1961 ("the IT Act"). In general, to enable compliance with TDS requirements, Members are requested to complete and/or update their Residential Status, Permanent Account Number ("PAN"), Category as per the IT Act with their Depository Participants ("DPs") or in case shares are held in physical form, with the Company by sending documents through email by Friday, July 22, 2022.

Further, in order to receive the dividend in a timely manner, the Members holding shares in physical form who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means are requested to send a scanned copy of the following details/ documents at cslegal.til@tatainternational.com, latest by Friday, July 22, 2022:

- a. a signed request letter mentioning your name, folio number, complete address and following details relating to bank account in which the dividend is to be received:
 - i) Name and Branch of Bank and Bank Account type;
 - ii) Bank Account Number & Type allotted by your bank after implementation of Core Banking Solutions;
 - iii) 11 digit IFSC Code;
- b. self-attested scanned copy of cancelled cheque bearing the name of the Member or first holder, in case shares are held jointly;
- c. self-attested scanned copy of the PAN Card; and
- d. self-attested scanned copy of any document (such as AADHAR Card, Driving License, Election Identity Card, Passport) in support of the address of the Member as registered with the Company.

The Members holding shares in electronic form may please note that their bank details as furnished by the respective Depositories to the Company will be considered for remittance of dividend as per the applicable regulations of the Depositories and the Company will not entertain any direct request from such Members for change/ addition/ deletion in such bank details. Accordingly, the Members holding shares in demat form are requested to update their Electronic Bank Mandate with their respective DPs.

Further, please note that instructions, if any, already given by Members in respect of shares held in physical form, will not be automatically applicable to the dividend paid on shares held in electronic form.

In case the Members are unable to receive the dividend directly in their bank accounts through Electronic Clearing Service or any other means, due to non-registration of the Electronic Bank Mandate, the Company shall dispatch the dividend warrant/ Bankers' cheque/ demand draft to such Members, as soon as possible.

12. The Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/ Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in.

13. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/ mobile numbers, PAN, registering of nomination, power of attorney registration, Bank Mandate details, etc., to their DPs in case the shares are held in electronic form and to the Company, by sending an email at cslegal.til@tatainternational.com in case the shares are held in physical form, quoting their folio no.
14. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. The Members who have not registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to cancel the earlier nomination and record a fresh nomination, he may submit the same in Form SH-14. The Members are requested to submit the said form to their DPs in case the shares are held in electronic form and to the Company, by sending an email at cslegal.til@tatainternational.com in case the shares are held in physical form, quoting your folio no.
15. The format of the Register of Members prescribed by the MCA under the Act requires the Company/ Registrars and Share Transfer Agents to record additional details of the Members, including their PAN, e-mail address, bank details for payment of dividend etc. The Members holding shares in physical form are requested to submit the details to the Company at its Registered Office Address in physical mode or in electronic mode at cslegal.til@tatainternational.com. The Members holding shares in electronic form are requested to submit the details to their respective DP only and not to the Company.
16. The Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
17. During the Fifty-Ninth AGM, the Members may access the electronic copy of Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts and Arrangements in which Directors are interested, maintained under Section 189 of the Act by writing to the Company, by sending an email at cslegal.til@tatainternational.com.
18. The Members who wish to inspect the relevant documents referred to in the Notice can send an email to cslegal.til@tatainternational.com, up to the conclusion of the Fifty-Ninth AGM.
19. The Members who would like to express their views or ask questions during the Fifty-Ninth AGM may raise the same at the meeting or send them in advance (mentioning their name and folio no.), at least 3 days prior to the date of the AGM at cslegal.til@tatainternational.com.
20. To prevent fraudulent transactions, the Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. The Members are also advised to not leave their Demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
21. To support the 'Green Initiative', the Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with the Company, by sending an email at cslegal.til@tatainternational.com, in case the shares are held by them in physical form.

By **Order of the Board of Directors,**

Registered Office:

Tata International Limited

24th Floor, VIOS Tower,
New Cuffe Parade, Off. Eastern Freeway,
Sewri - Chembur Road, Wadala,
Mumbai - 400037
CIN: U51900MH1962PLC012528

Mumbai, May 5, 2022

For **Tata International Limited**

Lalit Kasliwal

Chief Financial Officer & Company Secretary
Membership No. A17706

EXPLANATORY STATEMENT IN TERMS OF THE PROVISIONS OF SECTION 102(1) OF THE COMPANIES ACT, 2013 ("ACT")

The following statement sets out all material facts relating to the special businesses mentioned in this notice for the Fifty-Ninth Annual General Meeting (AGM) of the Members of the Company:

Item No. 4 - Re-appointment of Statutory Auditors of the Company

This explanatory statement is provided for reference of the Members, though the same is strictly not required as per Section 102 of the Act.

The Members of the Company at its Fifty-fourth AGM held on September 25, 2017, had approved appointment of M/s. S R B C & CO LLP, Chartered Accountants (Firm Registration No. 324982E/E300003) ("SRBC"), as the Statutory Auditor of the Company, for a term of 5 years i.e. up to the conclusion of Fifty-ninth AGM of the Company to be held in the year 2022.

Since the first term of appointment of SRBC would end at the conclusion of the ensuing AGM, the Board of Directors at its meeting held on May 5, 2022, based on the recommendation of the Audit Committee, approved the re-appointment of SRBC as the Statutory Auditors of the Company for a second term of 5 years i.e. up to the conclusion of 64th AGM of the Company to be held in 2027 ("second term"), at such remuneration, as may be approved by the Shareholders of the Company.

The Company has received a consent on behalf of SRBC, with respect to their re-appointment as the Statutory Auditor for a second term, including a certificate stating that:

- a) the proposed appointment of SRBC for a second term, if made, shall be in accordance with the conditions prescribed under Section 139(1) of the Act, read with Rule 4 of the Companies (Audit and Auditors) Rules, 2014; and
- b) they are eligible to be appointed as the Statutory Auditor of the Company in terms of Section 141 of the Act, read with the Companies (Audit and Auditors) Rules, 2014,

Accordingly, the Board recommends the Ordinary Resolution with respect to the re-appointment of SRBC, as set out in Item No. 4 of the notice and approval of the Members is sought for SRBC's re-appointment as the Statutory Auditors of the Company.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, is in any way concerned or interested (financially or otherwise), in the proposed Ordinary Resolution.

Item No. 5 - Ratification of Remuneration to the Cost Auditors

In terms of the provisions of Section 148 of the Act, read with Companies (Cost Records and Audit) Rules, 2014 (as amended), the Company is required to maintain cost records with respect to Company's "Products for Aluminum Industries" (PAI) Business in Kolkata and consequently, is required to undertake an audit of such cost records maintained.

The Board of Directors ("Board") at its meeting held on May 5, 2022, based on the recommendation of the Audit Committee, approved the appointment of M/s. Sohan Lal Jalan & Associates, Practicing Cost Accountants having Firm Registration No. 000521, as Cost Auditors of the Company to conduct the audit of cost records maintained by the Company (in relation to the Products for Aluminium Industries i.e. PAI Business of the Company) for the financial year ending on March 31, 2023 ("Cost Auditors"), at such terms and conditions as may be decided by the Audit Committee of the Board, from time to time and at a remuneration ₹ 55,000 plus GST/other applicable taxes, travel and actual out-of-pocket expenses incurred, if any, in connection with the cost audit, for the financial year ending on March 31, 2023.

The remuneration of the Cost Auditors is required to be ratified in accordance with the provisions of the Act, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014. Accordingly, the Board recommends the Ordinary Resolution, as set out in Item No. 5 of the notice and approval of the Members is sought for Ratification of Remuneration to the Cost Auditors.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, is in any way concerned or interested (financially or otherwise), in the proposed Ordinary Resolution.

Item No. 6 - Appointment of Mr. Noel N Tata as a Non-Executive Director of the Company

In terms of the Tata Group Governance guidelines, read with the approval of the Shareholders of the Company at the 57th Annual General Meeting, Mr. Noel N. Tata, Managing Director of the Company, retired from his capacity as the Managing Director of the Company, on November 12, 2021.

Consequent to Mr. Noel N. Tata's retirement as the Managing Director of the Company and considering his knowledge, expertise and experience, it was felt that his continued presence on the Board of Directors of the Company would be of immense value to the Company and accordingly, the Board of Directors of the Company, pursuant to the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Noel N. Tata as an Additional Director (proposed to be appointed as a Non-Executive Director) of the Company, with effect from November 15, 2021, liable to retire by rotation. After his appointment as an Additional, Non-Executive Director of the Company, he has been appointed as the Chairman of the Board, with effect from November 15, 2021.

Brief profile of Mr. Tata

- *Mr. N. N. Tata was the Managing Director of the Company from August 2010 up to November 12, 2021.*
- *Before joining the Company, he worked with Trent Limited, serving as its Managing Director for more than 11 years. Having led Trent, Mr. Tata was appointed the Vice Chairman of Trent Limited in 2012 and later as Chairman in 2014. Mr. Tata continues to serve as the Chairman of Trent, where he has overseen the growth of Trent across formats – from a one store operation in 1998 to over 330 stores across formats in 2020 - namely Westside (currently 165 department stores), Landmark (currently 4 leisure and family entertainment stores), Zudio (80 stores), Star Bazaar (currently 57 food and grocery hypermarkets and supermarkets in association with Tesco) besides the joint venture with Inditex to bring Zara (22 stores) and Massimo Dutti (3 stores).*
- *Mr. Tata also serves in different capacities on the Board of various other companies as well, including as the Chairman of Voltas, Chairman of Tata Investment Corporation and the Vice Chairman of Titan Industries. He also serves as a Trustee on the Board of Sir Dorabji Tata Trust and Sir Ratan Tata Trusts. Mr. Tata is also on the board of Kansai Nerolac Paints and Smiths Plc. He is also the Chairman of Voltas' Investors Grievance Committee and Member of the Tata Investment Corporation's Investment Committee and Remuneration Committee.*
- *Mr. Tata graduated from Sussex University (UK) and has completed the International Executive Programme (IEP) from INSEAD. He is the son of Mr. Naval H. Tata and Mrs. Simone N. Tata.*

The Company has received a notice proposing the candidature of Mr. Tata for the office of Director under Section 160 of the Act. Further, Mr. Tata has provided:-

- a) his consent to continue as a Director of the Company in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014; and
- b) intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Act.

The Board considers that the vast knowledge, expertise and rich experience of Mr. Tata, will be valuable to the Board and the Company. Accordingly, the Board recommends the Ordinary Resolution with respect to the appointment of Mr. Tata as a Director (Non-Executive) of the Company, as set out in Item No. 6 of the notice and approval of the Members is sought in terms of the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act read with the applicable rules made thereunder, for Mr. Tata's appointment as a Director.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, except Mr. Tata and his relatives, is in any way concerned or interested (financially or otherwise), in the proposed Ordinary Resolution.

Item No. 7 & 8 - Appointment of Mr. Anand Sen as a Managing Director of the Company and Approval for payment of Minimum Remuneration to Mr. Sen, in case of no/ inadequacy of profit during his tenure as Managing Director

Appointment of Mr. Anand Sen as a Managing Director of the Company

In view of the retirement of Mr. Noel N. Tata, from the post of Managing Director of the Company, on November 12, 2021, the Board of Directors of the Company ("Board"), in line with the recommendation of the Nomination and Remuneration Committee ("NRC"), appointed Mr. Anand Sen, who was serving as the Executive Director & Chief Operating Officer of the Company, as the Managing Director of the Company, to hold office for a term commencing from November 13, 2021 up to September 17, 2024, subject to the approval of the Members of the Company.

Brief profile of Mr. Sen

- *Mr. Anand Sen served as the Executive Director and Chief Operating Officer of the Company from December 1, 2019 up to November 12, 2021.*
- *Prior to joining the Company, Mr. Sen served in Tata Steel in various capacities for over 35 years. His last role was as President, Steel Business and Total Quality Management (TQM). He has worked across Marketing and Sales, Strategy and Business Leadership, Operations, Maintenance, Technology, Supply Chain and Projects, in his more than three decade-long career.*
- *Mr. Sen has served as Chairman of several Tata companies – Tata Steel Processing & Distribution, Taty Rolls and NatSteel. He has also been a board member for Tata Bluescope, Tinplate Company of India, Jamshedpur Continuous Annealing & Processing and Bhushan Steel.*

- He has served as Chairman of the India Chapter of Association of Iron & Steel Technology; represented India in the Manufacturing Working Group under the BRICS Business Council, and co-chairs the CII National Committee on Steel, and Department of Industrial Policy & Promotion.
- Mr. Sen is an engineer from IIT Kharagpur and holds a postgraduate diploma in Business Management (Marketing) from IIM, Kolkata. He also has an Executive MBA from CEDEP at INSEAD, France.

Further, Mr. Sen has provided:-

- his consent to continue as a Director of the Company in Form DIR 2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014;
- intimation in Form DIR 8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014 to the effect that he is not disqualified under Section 164(2) of the Act.

Mr. Anand Sen Tata satisfies the conditions as set out in Part I of Schedule V of the Act and Section 196 (3) of the Act, for being eligible for his appointment.

The terms and conditions including remuneration relating to the appointment of Mr. Anand Sen are governed by the provisions of an Agreement entered into between the Company and Mr. Sen, in his capacity as the Managing Director. A summary of the terms and conditions of Mr. Sen's appointment is as follows:

- Period:** from November 13, 2021 up to September 17, 2024

- Remuneration:**

- The proposed remuneration for the Financial Year 2021-22, is as follows:

(Amount in ₹)	
Particulars of remuneration	For Financial Year 2021-22 (effective from November 13, 2021) (per annum)
Fixed Remuneration & Benefits ⁽¹⁾	3,60,00,000
On Target bonus / commission (up to) ⁽²⁾	3,00,00,000 ⁽³⁾

Notes:

(1) The Fixed Compensation comprises of following components:

(a) Basic Salary: ₹ 15,00,000 (Rupees Fifteen Lacs only) per month.

(b) Benefits, Perquisites, Allowances as follows:

- House Rent Allowance of ₹ 9,00,000/- (Rupees Nine Lacs only) per month
- Leave Travel Assistance of ₹ 1,00,000/- (Rupees One Lac only) per annum
- Personal Pay: ₹ 5,91,667/- (Rupees Five Lacs Ninety One Thousand Six Hundred and Sixty Seven only) per month
- Company-provided car for official and personal use
- Hospitalization: Reimbursement of hospitalization expenses for self, spouse, dependent children and parents as per Company's insurance policy with an annual limit of ₹ Twenty Five Lacs
- Club membership

It is clarified that the details mentioned under Hospitalization, club membership and the company car benefit shall not be included in computation of Annual Fixed Compensation.

It is also clarified that it excludes other benefits, perquisites & allowances, as per the policy of the Company.

(2) To be paid annually at the discretion of the Board. The performance linked bonus would be payable subject to achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time by the Board and will be payable after the Annual Accounts have been approved. The value of the bonus indicated above shall be payable upon exceeding all the performance criteria specified by the Board.

(3) This amount represents amount proposed with respect to Financial Year 2021-22.

- The annual increment would be due on 1st April each year and will be determined by the Board on the recommendation of the NRC, which will take into account the performance of the Managing Director, the size of operations, performance of the Company and its subsidiaries/associates and other relevant factors.

- Minimum Remuneration:** Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of the Managing Director, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid, will be paid to Mr. Sen in accordance with the applicable provisions of the Act and subject to such approvals as may be required.

- 4) **Variation:** The terms and conditions of the appointment of the Managing Director and / or this Agreement may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act or any amendments made hereafter in this regard in such manner as may be agreed between the Board and Mr. Anand Sen in the best interests of the Company, but subject to the restrictions, if any, contained in the Act or otherwise as may be permissible by law.

The above may be treated as a written memorandum setting out the terms of appointment of Mr. Anand Sen under Section 190 of the Act.

In view of the above, pursuant to the amended provisions of Schedule V to the Act, no approval of the Central Government is called for in respect of the remuneration paid/ proposed to be paid to Mr. Anand Sen during the tenure of this appointment.

Accordingly, the Board recommends the Special Resolution, as set out in Item No. 7 of the notice and approval of the Members is sought for appointment of Mr. Anand Sen, as the Managing Director of the Company, in terms of the applicable provisions of the Act and the relevant Rules made thereunder.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, except Mr. Anand Sen and his relatives, is in any way concerned or interested (financially or otherwise), in the proposed Special Resolution.

Minimum Remuneration to Mr. Sen, in case of no/ inadequacy of profit during his tenure as Managing Director

Pursuant to the provisions of Section 197 read with Schedule V of the Act, in respect of the payment of managerial remuneration, in case of no profits or inadequacy of profits as calculated under Section 198 of the Act, the Company may pay such remuneration over the ceiling limit as specified, provided the Members' approval by way of a Special Resolution has been taken for payment of Minimum Remuneration for a period not exceeding 3 years.

As recommended by the NRC and approved by the Board, at their respective meeting(s) held on May 5, 2022, it is proposed to approve the minimum remuneration of Mr. Anand Sen, Managing Director, in case of no/ inadequacy of profit during his tenure as the Managing Director, more particularly as below:

(Amount in ₹)	
Particulars of remuneration	Proposed Remuneration for Financial Year 2022-23 (effective from April 1, 2022) (per annum)
Fixed Remuneration & Benefits ⁽¹⁾	4,00,00,000
On Target bonus / commission (up to) (proposed, linked to next FY) ⁽²⁾	3,50,00,000

Notes:

- (1) Excludes other benefits, perquisites & allowances, as per the policy of the Company. Also, excludes the remuneration in relation to Directorships in subsidiaries of the Company, if any.
- (2) The final pay-out would be subject to:
- achievement of certain performance criteria and such other parameters as may be considered appropriate from time to time, by the Board / NRC; and
 - recommendation of the NRC (with the NRC having an enabling authority to recommend higher amount in case of an exceptional Company/ Individual performance) and approval of the Board.

Accordingly, considering inadequacy of profits for the Financial Year 2021-22 and the effective capital of the Company (calculated in terms of the provisions of Schedule V of the Act), an approval of the Members is sought, for payment of minimum remuneration to Mr. Sen as mentioned above, for the Financial Year 2022-23.

The Members are requested to note that the Company is in compliance of the conditions mentioned in second proviso to clause (B) of Section II of Part-II of Schedule V of the Act viz.

- a. payment of remuneration is approved by a resolution passed by the Board and also by the NRC;
- b. the Company has not committed any default in payment of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor;
- c. the approval of Members by way of a Special Resolution at a General Meeting of the Company is being sought for payment of remuneration for a period not exceeding three years;

Disclosures as per sub clause (iv) of the second proviso to clause (B) of Section II of Part-II of Schedule V of the Act:

I. General Information:

(i) Nature of Industry:

The Company is mainly engaged in trading business. It is a diversified distribution, manufacturing, trading, marketing and supply chain integration group with global activities in the five key business units of metals trading, minerals trading, distribution of Commercial vehicles and agricultural & construction equipment, leather and leather products manufacturing and marketing and agricultural based product trading.

(ii) Date or expected date of commencement of commercial production:

The Certificate of Commencement of Business dated July 31, 1988, was issued to the Company under the Companies Act, 1956.

(iii) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:

Not Applicable.

(iv) Financial performance based on given indicators:

(₹ in Crore)

Particulars	Standalone		Consolidated	
	2021-22	2020-21	2021-22	2020-21
Revenue	6,311.66	3,611.05	25,721.18	16,848.75
Other income	207.82	195.52	163.31	197.02
Total income	6,519.48	3,806.57	25,884.49	17,045.77
Expenses				
Operating expenditure	6,338.53	3,641.13	25,282.19	16,558.32
Depreciation and amortization expenses	22.84	19.01	66.95	57.02
Total Expenses	6,361.37	3,660.14	25,349.14	16,615.34
Profit before finance cost and tax	158.11	146.43	535.35	430.43
Finance cost	70.69	78.46	270.05	271.77
Share of profit/(loss) of joint ventures and associates	-	-	5.14	(6.90)
Profit/(loss) before exceptional item and tax from continuing operations	87.42	67.97	270.44	151.76
Exceptional items	-	(12.77)	(9.51)	(9.51)
Profit/(loss) before tax from continuing operations	87.42	55.20	260.93	142.25
Tax expense	5.66	17.94	53.86	25.31
Profit/(loss) for the year from continuing operations	81.76	37.26	207.07	116.94
Profit/(loss) before tax from discontinued operations	-	-	(31.05)	(22.02)
Tax expense	-	-	-	-
Profit/(loss) for the year from discontinued operations	-	-	(31.05)	(22.02)
Profit/(loss) for the year	81.76	37.26	175.57	94.92
Profit/(loss) for the year as per Section 198 of the Act	23.06	(66.51)	-	-

(v) Foreign investments or collaborations:

The Company has not entered into any material foreign collaboration and no direct capital investment has been made in the Company.

II. Information about Mr. Sen:**(i) Background details:**

Mr. Anand Sen served as the Executive Director and Chief Operating Officer of the Company from December 1, 2019 up to November 12, 2021. Prior to joining the Company, Mr Sen served in Tata Steel in various capacities for over 35 years. His last role was as President, Steel Business and Total Quality Management (TQM). He has worked across Marketing and Sales, Strategy and Business Leadership, Operations, Maintenance, Technology, Supply Chain and Projects, in his more than three decade-long career.

Mr. Sen has served as Chairman of several Tata companies – Tata Steel Processing & Distribution, Tayo Rolls and NatSteel. He has also been a board member for Tata Bluescope, Tinplate Company of India, Jamshedpur Continuous Annealing & Processing and Bhushan Steel.

He has served as Chairman of the India Chapter of Association of Iron & Steel Technology; represented India in the Manufacturing Working Group under the BRICS Business Council, and co-chairs the CII National Committee on Steel, and Department of Industrial Policy & Promotion.

Mr. Sen is an engineer from IIT Kharagpur and holds a postgraduate diploma in Business Management (Marketing) from IIM, Kolkata. He also has an Executive MBA from CEDEP at INSEAD, France.

(ii) Past Remuneration:

Total remuneration of Mr. Anand Sen in the Financial Year 2021-22 amounted to ~₹ 3.82 Crore.

(iii) Recognition or Awards:

Mr. Anand Sen, in his noteworthy career in the Steel industry has won several recognitions such as the 'STEELIE 2018' award by STEEL TECH Journal. He was the recipient of the 'Steel maker of the Year' award 2018, Association of Iron & Steel Technology. Mr. Sen has also received Distinguished Alumnus Award - 2017, Indian Institute of Technology, Kharagpur. He was recognized in 2012 with the Tata Gold Medal and in 2004 with the Essar Gold Medal by the Indian Institute of Metals. Further, he also received the Indian Institute of Metals (IIM) Platinum Medal for his varied and distinct contributions to the Metallurgical Industry.

(iv) Job Profile and his suitability:

Mr. Anand Sen served as the Executive Director and Chief Operating Officer of the Company from December 1, 2019 up to November 12, 2021, before being appointed as the Managing Director of the Company with effect from November 13, 2021. He has been entrusted with the overall responsibility of the Company across all its businesses and geographies. Mr. Sen has rich experience in the area of Metals and Minerals. Further, his experience in setting up, restructuring and driving profitability of operations provides a strong leverage to the current strategic and operational challenges of the Company. Mr. Sen's experience across functions, including sales and marketing, general management, quality management provides the Company with well-rounded leadership and thus, the Board and the Members have considered Mr. Sen suitable for this position.

(v) Remuneration proposed:

The remuneration proposed to be paid Mr. Sen is mentioned hereinabove, in this notice.

(vi) Comparative remuneration profiles with respect to industry, size of the Company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

Remuneration of Mr. Anand Sen has been subjected to peer level benchmarks with the help of survey conducted by the Tata Group Human Resources. The proposed remuneration is commensurate with the prevailing level for position of Business Leaders.

- (vii) Pecuniary relationship directly or indirectly with the Company, or relationship with the Managerial Personnel or other Director, if any:

Except for drawing remuneration in his professional capacity, Mr. Sen has no pecuniary relationship with the Company or with the Managerial Personnel or other Director.

III. Other information:

- (i) Reasons of loss or inadequate profits:

On a Standalone basis, the revenue for Financial Year 2021-22 was Rs. 6,311.66 Crore, higher by ~74.8% over the revenue of Rs. 3,611.05 Crore in Financial Year ended March 31, 2021 ("Financial Year 2020-21"). The Profit After Tax attributable to the shareholders of the Company, for Financial Year 2021-22 was Rs. 81.76 Crore compared to Profit after Tax of Rs. 37.26 Crore for Financial Year 2020-21.

- (ii) Steps taken or proposed to be taken for improvement:

- (iii) Expected increase in productivity and profits in measurable terms:

The Company has taken several key measures that have laid the foundations for an improvement in future:

- (a) The Company went through a rigorous refresh of its Strategic Planning Process (SPP) exercise which has clearly articulated and detailed the Company's 3-year strategic plan.
- (b) Two additional Risk Management Committees were established - one each for the Corporate functions and the Enterprise-level. These committees complement the ones which have been in place for various businesses to oversee risk management from operational point of view.
- (c) For evaluation of high-risk businesses and new type of deals, the Apex Tender Committee (ATC) continued to empower the Trading Businesses. ATC interventions over FY22 yielded favourable results.
- (d) Increased focus on employee communication, employee recognition, role clarity & alignment with Company objectives (One TIL), resulting in best-ever Employee Engagement scores.

IV. Disclosures:

The disclosures required to be made under this provision, form part of the Corporate Governance Report of the Company for the Financial Year 2021-22.

Accordingly, the Board recommends the Special Resolution, as set out in Item No. 8 of the notice and approval of the Members is sought for payment of minimum remuneration to Mr. Anand Sen for/ during the Financial Year 2022-23.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives, except Mr. Anand Sen and his relatives, is in any way concerned or interested (financially or otherwise), in the proposed Special Resolution.

By **Order of the Board of Directors**,

Registered Office:

Tata International Limited

24th Floor, VIOS Tower,
New Cuffe Parade, Off. Eastern Freeway,
Sewri - Chembur Road, Wadala,
Mumbai - 400037
CIN: U51900MH1962PLC012528

Mumbai, May 5, 2022

For **Tata International Limited**

Lalit Kasliwal

Chief Financial Officer & Company Secretary
Membership No. A17706

ANNEXURE TO NOTICE

Details of Directors seeking Appointment/ Re-appointment/ Fixation of remuneration at the Fifty-Ninth Annual General Meeting
[Pursuant to SS-2 – Secretarial Standards on General Meetings]

Name of the Director	Mr. Ramakrishnan Mukundan	Mr. N. N. Tata	Mr. Anand Sen
DIN	00778253	00024713	00237914
Designation	Director	Director	Managing Director
Age	55 Years	65 Years	62 Years
Qualifications	An engineer from IIT Roorkee and holds MBA from FMS, Delhi University. He is also an alumnus of the Harvard Business School	B.A. (Eco) Sussex, IEP, INSEAD, France	An engineer from IIT Kharagpur and holds a postgraduate diploma in Business Management (Marketing) from IIM, Kolkata. He also has an Executive MBA from CEDEP at INSEAD, France.
Experience	~32 Years	~41 Years	~36 Years
Terms and Conditions of appointment / re-appointment	Appointed as Director liable to retire by rotation	Appointed as Director, liable to retire by rotation	Appointed as the Managing Director of the Company, with effect from November 13, 2021 up to September 17, 2024
Details of Remuneration sought to be paid	Remuneration drawn by him from the Company comprises the Sitting Fees paid to him for attending the meetings of the Board of Directors and/ or its Committees	Remuneration drawn by him from the Company would comprise the Sitting Fees paid to him for attending the meetings of the Board of Directors and/or its Committees.	In terms of the remuneration approved by the Members, at Fifty-Ninth Annual General Meeting of the Company held on August 3, 2022
Remuneration last drawn	₹ 4.20 Lakh	₹ 12.59 Crore (which represents remuneration paid to him during his tenure as the Managing Director of the Company i.e. up to November 12, 2021, including retrials)	₹ 3.82 Crore (Represents remuneration paid to him during his tenure as the Executive Director and Chief Operating Officer i.e. up to November 12, 2021 and also includes remuneration paid to him after his appointment as the Managing Director of the Company with effect from November 13, 2021)
Date of first appointment on the Board	July 29, 2010	May 5, 2010	October 10, 2019
Shareholding in the Company	NIL	NIL	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	None of the Directors are related inter-se and/or with any Key Managerial Personnel of the Company		

Name of the Director	Mr. Ramakrishnan Mukundan	Mr. N. N. Tata	Mr. Anand Sen
Number of Meetings of the Board attended during FY 2021-22	6 of 6	6 of 6	6 of 6
Other Directorships (All Companies excluding this Company and Foreign Companies)	<ul style="list-style-type: none"> Tata Chemicals Limited Rallis India Limited Ncourage Social Enterprise Foundation Carbon Disclosure Project India 	<ul style="list-style-type: none"> Trent Limited Voltas Limited Tata Investment Corporation Limited Titan Company Limited Tata Steel Limited Kansai Nerolac Paints Limited Trent Hypermarket Private Limited Inditex Trent Retail India Private Limited The Cricket Club of India Limited Retailers Association of India 	<ul style="list-style-type: none"> Tayo Rolls Limited (Undergoing Corporate Insolvency Resolution Process) Tata International Vehicle Application Private Limited (formerly known as Tata International DIT Private Limited)
Membership / Chairmanship of Committees of other Boards	<p>Chairperson</p> <p><u>Corporate Social Responsibility Committee</u></p> <ul style="list-style-type: none"> Rallis India Limited <p>Member</p> <p><u>Audit Committee</u></p> <ul style="list-style-type: none"> Rallis India Limited <p><u>Nomination and Remuneration Committee</u></p> <ul style="list-style-type: none"> Rallis India Limited <p><u>Corporate Social Responsibility Committee</u></p> <ul style="list-style-type: none"> Tata Chemicals Limited <p><u>Stakeholders' Relationship Committee</u></p> <ul style="list-style-type: none"> Tata Chemicals Limited Rallis India Limited 	<p>Chairperson</p> <p><u>Nomination and Remuneration Committee</u></p> <ul style="list-style-type: none"> Kansai Nerolac Paints Limited <p><u>Corporate Social Responsibility Committee</u></p> <ul style="list-style-type: none"> Trent Limited (CSR & Sustainability Committee) Voltas Limited <p><u>Stakeholders' Relationship Committee</u></p> <ul style="list-style-type: none"> Voltas Limited <p>Member</p> <p><u>Audit Committee</u></p> <ul style="list-style-type: none"> Trent Limited Kansai Nerolac Paints Limited <p><u>Nomination and Remuneration Committee</u></p> <ul style="list-style-type: none"> Trent Limited Voltas Limited Titan Company Limited Tata Investment Corporation Limited Trent Hypermarket Private Limited <p><u>Corporate Social Responsibility Committee</u></p> <ul style="list-style-type: none"> Kansai Nerolac Paints Limited 	<p>Chairperson</p> <p><u>Stakeholders' Relationship Committee</u></p> <ul style="list-style-type: none"> Tayo Rolls Limited <p>Member</p> <p><u>Audit Committee</u></p> <ul style="list-style-type: none"> Tata International Vehicle Application Private Limited <p><u>Nomination and Remuneration Committee</u></p> <ul style="list-style-type: none"> Tayo Rolls Limited <p><u>Corporate Social Responsibility Committee</u></p> <ul style="list-style-type: none"> Tata International Vehicle Application Private Limited

Note - Only such committees, which are constituted in terms of the provisions of the Companies Act, 2013, are considered.