

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Tata Coffee Limited**
 2. Quarter ending - **31-Mar-2023**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director or is disqualified ?	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
Mr.	Harish Ramananda Bhat	00478198	C & NED		27-Jul-2012				08-Nov-1962	No	Active	NA		2	0	2	1	NRC	
Mr.	Sunil Alaric D'Souza	07194259	NED		05-May-2020				31-Dec-1967	No	Active	NA		2	0	1	0		
Ms.	Sunalini Narayan Menon	06983334	ID		23-Sep-2014	03-Aug-2020		92	01-Nov-1948	No	Active	NA		1	1	1	0	AC,RC	
Mr.	Siraj Azmat Chaudhry	00161853	ID		15-May-2015	03-Aug-2020		92	08-Jan-1967	No	Active	NA		5	5	8	2	AC,RC,NRC	
Mr.	Chengappa Padinjaranda Ganapati	06771287	ID		18-May-2017	18-May-2022		71	11-Feb-1952	No	Active	NA		2	2	4	1	AC,SC,RC	
Mr.	Venkatraman Srinivasan	00246012	ID		28-Jul-2021	28-Jul-2021		21	09-Mar-1959	No	Active	NA		3	3	5	2	AC,RC,NRC	
Mr.	Chacko Purackal Thomas	05215974	ED		04-Aug-2015	01-Apr-2022			09-Apr-1970	No	Active	NA		1	0	1	0	SC,RC	
Mr.	Venkataramanan Krishnamoorthy	01728072	ED		25-Oct-2014	25-Oct-2022			30-Jul-1961	No	Active	NA		1	0	1	0	SC,RC	

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Venkatraman Srinivasan	ID	Chairperson	28-Jul-2021	
2	Sunalini Narayan Menon	ID	Member	03-Aug-2015	
3	Siraj Azmat Chaudhry	ID	Member	22-Jul-2019	
4	Chengappa Padinjaranda Ganapati	ID	Member	22-Jul-2019	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Chengappa Padinjaranda Ganapati	ID	Chairperson	22-Jul-2019	
2	Chacko Purackal Thomas	ED	Member	16-May-2016	
3	Venkataramanan Krishnamoorthy	ED	Member	03-Aug-2015	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Venkatraman Srinivasan	ID	Chairperson	28-Jul-2021	
2	Siraj Azmat Chaudhry	ID	Member	03-Aug-2015	
3	Chengappa Padinjaranda Ganapati	ID	Member	17-Jul-2017	
4	Sunalini Narayan Menon	ID	Member	07-Dec-2021	
5	Chacko Purackal Thomas	ED	Member	16-May-2016	
6	Venkataramanan Krishnamoorthy	ED	Member	03-Aug-2015	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Siraj Azmat Chaudhry	ID	Chairperson	03-Aug-2015	
2	Harish Ramananda Bhat	C & NED	Member	26-Jul-2013	
3	Venkatraman Srinivasan	ID	Member	07-Dec-2021	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
17-Oct-2022	Yes	8	8	4
08-Dec-2022	Yes	8	8	4
24-Jan-2023	Yes	8	8	4
24-Mar-2023	Yes	8	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	58

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	17-Oct-2022	Yes	4	4	4	0
Audit Committee	14-Dec-2022	Yes	4	4	4	0
Audit Committee	23-Jan-2023	Yes	4	4	4	0
Audit Committee	23-Mar-2023	Yes	4	4	4	0
Stakeholders Relationship Committee	23-Jan-2023	Yes	3	3	1	0
Risk Management Committee	23-Jan-2023	Yes	6	6	4	0
Nomination & Remuneration Committee	24-Mar-2023	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	58

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
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) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **ANANTHA MURTHY N**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		https://www.tatacoffee.com/instant-
Terms and conditions of appointment of	Yes		https://www.tatacoffee.com/sites/defa
Composition of various committees of board of	Yes		https://www.tatacoffee.com/sites/defa
Code of conduct of board of directors and senior	Yes		https://www.tatacoffee.com/sites/defa
Details of establishment of vigil mechanism/	Yes		https://www.tatacoffee.com/sites/defa
Criteria of making payments to non-executive	Yes		https://www.tatacoffee.com/investors
Policy on dealing with related party transactions	Yes		https://www.tatacoffee.com/sites/defa
Policy for determining 'material' subsidiaries	Yes		https://www.tatacoffee.com/sites/defa
Details of familiarization programs imparted to	Yes		https://www.tatacoffee.com/investors/s
Email address for grievance redressal and other relevant details entity who are responsible for	Yes		https://www.tatacoffee.com/investors/s
Contact information of the designated officials of	Yes		https://www.tatacoffee.com/investors/i
Financial results	Yes		https://www.tatacoffee.com/investors/
Shareholding pattern	Yes		https://www.tatacoffee.com/investors/s
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed entity to	Yes		https://www.tatacoffee.com/investors/s
New name and the old name of the listed entity	Not Applicable		
Advertisements as per regulation 47 (1)	Yes		https://www.tatacoffee.com/investors/s
Credit rating or revision in credit rating obtained by	Yes		https://www.tatacoffee.com/investors/s
Separate audited financial statements of each	Yes		https://www.tatacoffee.com/investors/
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.tatacoffee.com/investors/overview
Materiality Policy as per Regulation 30	Yes		https://www.tatacoffee.com/sites/defa
Dividend Distribution policy as per Regulation 43A	Yes		https://www.tatacoffee.com/sites/defa
It is certified that these contents on the website of	Yes		www.tatacoffee.com
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	

<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent Directors</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Sd/-

Name : **ANANTHA MURTHY N**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	NA	0	0
<i>Promoter Group or any other entity controlled by them</i>	NA	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	NA	0	0
<i>KMPs or any other entity controlled by them</i>	NA	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>	NA	0	0

Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations
<i>All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company</i>

Company Remarks in case of non-compliant status	
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<p>Name: Venkataramanan Krishnamoorthy Designation: Chief Financial Officer Place: Bangalore Date: 20-Apr-2023</p>
