



BSE Limited
First Floor, New Trading Ring
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor
Plot No.C/1, G Block
Bandra-Kurla Complex
Bandra (East), Mumbai 400 051

January 18, 2023
Sc - 17205

Dear Sir/Madam,

Sub: Compliance Report on Corporate Governance

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 enclosed herewith is the Quarterly Compliance Report on Corporate Governance in the format prescribed by SEBI - Annexure I - for the third quarter of FY 2022 - 23 ended on December 31, 2022.

This is for the information of the exchange and the members.

Yours faithfully,
Tata Motors Limited

Maloy Kumar Gupta
Company Secretary

Encl.: As above

TATA MOTORS LIMITED

Bombay House 24 Homi Mody Street Mumbai 400 001
Tel 91 22 6665 8282 Fax 91 22 6665 7799
www.tatamotors.com CIN L28920MH1945PLC004520

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: Tata Motors Limited
2. Quarter ending: December 31, 2022

I. Composition of Board of Directors												
Title (Mr/ Ms)	Name of the Director	PAN [§] & DIN	Category (Chairperson/ Executive/Non- Executive/ Independent/ Nominee) [§]	Initial Date of Appointment	Date of Reappoi ntment	Date of Cessation	Tenure*	Date of Birth	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)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations] **	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations]
Mr	Natarajan Chandrasekaran	ABJPC6349J00121863	Chairperson - Non-Executive Director	January 17, 2017	-	-	-	June 2, 1963	7	0	0	0
Mr	Om Prakash Bhatt	AGPPB9727Q00548091	Non-Executive, Independent Director	May 9, 2017	May 9, 2022	-	67 Months 22 days	March 7, 1951	4	4	5	1
Ms	Hanne Birgitte Sorensen	OULPS6917K08035439	Non-Executive, Independent Director	January 3, 2018	January 3, 2023	-	59 Months 28 days	September 18, 1965	2	2	3	0
Ms	Vedika Bhandarkar	AEUPB2687J00033808	Non-Executive, Independent Director	June 26, 2019	-	-	42 Months 5 days	December 19, 1967	1	1	2	2
Mr	Kosaraju Veerayya Chowdary	AFAPK6049Q08485334	Non-Executive, Independent Director	October 27, 2020	-	-	26 Months 4 days	October 10, 1954	4	4	7	2
Mr	Al Noor Ramji	DZSPR0644K00230865	Non-Executive – Independent Dierctor	May 1, 2022	-	-	8 Months	May 18, 1954	1	1	1	0
Mr	Mitsuhiko Yamashita	NA08871753	Non-Executive Director	September 16, 2020	-	-	-	April 17, 1953	1	0	0	0
Mr	Thierry Bolloré	NA08935293	Non-Executive Director	October 27, 2020	-	Decemb er 31, 2022	-	May 30, 1963	0	0	0	0
Mr	Girish Wagh	AAAPW9441K03119361	Executive Director	July 1, 2021	-	-	-	December 2, 1970	2	0	1	0
Whether Regular Chairperson appointed: Yes												
Whether Chairperson is related to Managing Director or CEO: No												

<p>\$ PAN of any director would not be displayed on the website of Stock Exchange</p> <p>& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</p> <p>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</p> <p>**Pursuant to the FAQs on Corporate Governance Report published by the National Stock Exchange of India Limited (NSE), number of membership in committees includes chairmanship in committees during the relevant quarter ended.</p> <p>Note:</p> <p>1. While calculating directorships in listed entities, only directorships in equity listed companies has been considered.</p> <p>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 Regulations.</p>

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)\$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Ms Vedika Bhandarkar	Chairperson - Non-Executive - Independent	31-07-2019	-
		Ms Hanne Sorensen	Non-Executive – Independent	31-07-2019	-
		Mr Om Prakash Bhatt	Non-Executive – Independent	16-01-2018	-
		Mr Kosaraju Veerayya Chowdary	Non-Executive – Independent	04-01-2021	-
		Mr Al Noor Ramji	Non-Executive – Independent	08-09-2022	-
2. Nomination & Remuneration Committee	Yes	Mr Om Prakash Bhatt	Chairman - Non-Executive - Independent	16-05-2017	-
		Mr Natarajan Chandrasekaran	Non-Executive	17-01-2017	-
		Ms Hanne Sorensen	Non-Executive - Independent	31-07-2019	-
3. Risk Management Committee (if applicable)	Yes	Ms Hanne Sorensen	Chairperson - Non-Executive - Independent	16-01-2018	-
		Mr Girish Wagh	Executive	01-07-2021	-
		Mr P B Balaji	President & Group Chief Financial Officer	22-03-2018	-
		Mr Mitsuhiro Yamashita	Non-Executive	16-09-2020	-
4. Stakeholders Relationship Committee	Yes	Ms Vedika Bhandarkar	Chairperson - Non-Executive - Independent	31-07-2019	-
		Ms Hanne Sorensen	Non-Executive - Independent	16-01-2018	-
		Mr Girish Wagh	Executive	01-07-2021	-
5. Corporate Social Responsibility Committee	Yes	Mr Om Prakash Bhatt	Chairman - Non-Executive - Independent	16-01-2018	-
		Ms Vedika Bhandarkar	Non-Executive – Independent	31-07-2019	-
		Mr Girish Wagh	Executive	01-07-2021	-
		Mr Kosaraju Veerayya Chowdary	Non-Executive – Independent	04-01-2021	-
\$ Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.					

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met *	Number of Directors present *	Number of independent directors present *	Maximum gap between any two consecutive (in number of days)
July 27, 2022 September 8, 2022	November 9, 2022	Yes	7	3	61 Days (i.e. September 8, 2022 to November 9, 2022)
*to be filled in only for the current quarter meetings.					

IV. Meeting of Committees					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details) *</i>	Number of Directors present *	Number of independent directors present *	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<u>Audit Committee</u> November 8, 2022	Yes (4 members were present, all Independent)	4	4	July 26 & 27, 2022	104 days (i.e. between July 26, 2022 to November 8, 2022)
<u>Nomination & Remuneration Committee</u> No meeting was held during the quarter.	NA	NA	NA	Nil	NA
<u>Risk Management Committee</u> November 8, 2022	Yes (All 4 members were present, 1 Independent Director, 1 Non-Executive Director, 1 Executive Director and Chief Financial Officer)	3	1	July 13, 2022	117 days (i.e. between July 13, 2022 to November 8, 2022)
<u>Stakeholders' Relationship Committee</u> No meeting was held during the quarter.	NA	NA	NA	July 4, 2022	NA

