



**January 20, 2026**

To  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051

Dear Sir/Madam,

**Sub: Compliance Report on Corporate Governance for the Quarter ended December 31, 2025**

Pursuant to Regulation 62Q(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, we hereby submit the Compliance Report on Corporate Governance, in the format prescribed by the SEBI for the Quarter ended December 31, 2025.

You are requested to take the above on record.

Thanking you.

Yours faithfully,

For, **Tata Projects Limited**

**Sanjay Dubey**  
**Company Secretary & Compliance Officer**

**TATA PROJECTS LIMITED**

Registered Office: Corporate Centre, 3rd Floor, Building Block B, 34 Sant Tukaram Road, Carnac Bunder, Mumbai 400009

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CIN U45203MH1979PLC454032



**Report on Corporate Governance**

1. Name of Listed Entity: **Tata Projects Limited**
2. Quarter ending: **December 31, 2025**

<b>I. Composition of Board of Directors</b>												
Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Initial Date of Appointment	Date of Re- appointment	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 membershi ps 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)
Dr.	Praveer Sinha	01785164	Chairman -Non-Executive- Non-Independent	29/03/2023	--	--	--	08/04/1962	4	--	1	--
Mr.	Sanjay Vijay Bhandarkar	01260274	Non-Executive Independent	09/03/2021	09/03/2024	--	4 Y 9 M	26/03/1968	5	5	7	4
Ms.	Nishi Vasudeva	03016991	Non-Executive Independent	01/12/2022	01/12/2025	--	3 Y	30/03/1956	5	5	9	3

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Mr.	T.R Rangarajan	10089416	Non-Executive Independent	29/03/2023	--	--	2 Y 9 M	01/11/1960	1	1	2	--
Mr.	Vinayak Pai	03637894	Managing Director & CEO Executive-Non-Independent	12/05/2022	--	--	--	19/09/1966	2	--	1	--
Mr.	Sanjeev Churiwala	00489556	Non- Executive Non-Independent	01/07/2024	--	--	--	09/03/1970	1	--	1	--
Whether Regular chairperson appointed :- Yes												
Whether Chairperson is related to managing director or CEO :- No												
<i>§PAN of any director would not be displayed on the website of Stock Exchange</i>												
<i>&amp;Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than onecategory write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is servingon Board of directors of the listed entity in continuity without any cooling off period.</i>												

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<b>II. Composition of Committees</b>					
<i>Name of Committee</i>	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	Mr. Sanjay Bhandarkar	<b>Chairman</b> -Non-Executive-Independent	12-03-2021	---
		Ms. Nishi Vasudeva	Non-Executive-Independent	01-12-2022	---
		Mr. T R Rangarajan	Non-Executive-Independent	29-03-2023	---
		Mr. Sanjeev Churiwala	Non-Executive-Non-Independent	01-08-2024	---
2. Nomination & Remuneration Committee	Yes	Ms. Nishi Vasudeva	<b>Chairperson</b> -Non-Executive-Independent	01-12-2022	---
		Mr. Sanjay Bhandarkar	Non-Executive-Independent	12-03-2021	---
		Dr. Praveer Sinha	Non-Executive-Non-Independent	29-03-2023	---
3. Risk Management Committee	Yes	Mr. Sanjay Bhandarkar	<b>Chairman</b> -Non-Executive-Independent	22-10-2021	---
		Ms. Nishi Vasudeva	Non-Executive-Independent	23-01-2023	---
		Mr. T R Rangarajan	Non-Executive-Independent	29-04-2025	---
4. Stakeholders Relationship Committee	Yes	Ms. Nishi Vasudeva	<b>Chairperson</b> -Non-Executive-Independent	23-01-2023	---
		Mr. T R Rangarajan	Non-Executive-Independent	29-03-2023	---
		Mr. Vinayak Pai	Managing Director & CEO Executive-Non-Independent	28-10-2023	---
<i>&amp; 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</i>					

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<b>III. Meeting of Board of Directors</b>					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
24/07/2025	18/10/2025	Yes	6	3	85
<i>* to be filled in only for the current quarter meetings</i>					
<b>IV. Meetings of Committees</b>					
<b>A. Audit Committee</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met(details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<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>
18/10/2025	Yes	4	3	23/07/2025	65
17/11/2025	Yes	4	3	13/08/2025	29
23/12/2025	Yes	4	3	-	35
<b>2. NRC Committee</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met(details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<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>
No meeting held	N.A.	N.A.	N.A.	24/07/2025	--
<b>3. CSR Committee</b>					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met(details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<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>
No meeting held	N.A.	N.A.	N.A.	13/08/2025	--
<b>4. Risk Management Committee</b>					

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<i>Date(s) of meeting of the committee in therelevant quarter</i>	<i>Whether requirement of Quorum met(details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<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>
18/10/2025	Yes	3	3	No meeting held	206
<b>5. Stakeholder relationship Committee</b>					
No meeting held	N.A.	N.A.	N.A.	No meeting held	N.A.

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional **to be filled in only for the current quarter meetings	
<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
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 the Audit Committee	Yes
<p><b>Note:</b> In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements 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.</p> <p>1 If status is "No" details of non-compliance may be given here.</p>	

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<b>VI. Affirmations</b>	
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015- Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <ul style="list-style-type: none"> <li>a. Audit Committee - Yes</li> <li>b. Nomination &amp; Remuneration Committee - Yes</li> <li>c. Corporate Social Responsibility Committee - Yes</li> <li>d. Stakeholders Relationship Committee - Yes</li> <li>e. Risk management committee - Yes</li> </ul> <p>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</p> <p>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</p> <p>5. a. This report has been placed before Board of Directors: It shall be placed in the forthcoming Board Meeting.  b. The report submitted in the previous quarter has been placed before Board of Directors: Yes, at their meeting held on October 18, 2025  c. Any comments/observations/advice of the Board of Directors may be mentioned here: The Board took note of the same without any comments/observations.</p>	
<b>Details of Material Related Party Transactions during the quarter ended December 31, 2025: NIL</b>	
<b>Details of Cyber Security Incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event: NIL	Brief details of the event: NIL
<p><b>Sanjay Dubey</b>  <b>Company Secretary &amp; Compliance Officer</b></p>	

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