

October 29, 2025

Corporate Relations Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip Code: **501301** National Stock Exchange of India Ltd. Exchange Plaza Bandra-Kurla Complex Bandra (E) Mumbai 400 051 Symbol: **TATAINVEST**

Dear Sirs/Madam,

Sub: Compliance Report on Integrated Corporate Governance

We attach herewith the Quarterly compliance report on Integrated Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated December 31, 2024, for the quarter and half- year ended September 30, 2025.

This is for your information and records.

Yours faithfully,

For Tata Investment Corporation Limited

Jamshed Patel

Company Secretary and Chief Compliance Officer

FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE) A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

Name of Listed Entity: TATA INVESTMENT CORPORATION LIMITED
 Quarter ending : September 30, 2025

I. Co	omposition of Boa	ard of Directors										
Title (Mr./ Ms.)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)&	Initial date of Appointmen t		cessation	Tenure*		in listed entities including this listed entity [in reference to	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & reg. 17A(2)]		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.	Noel Tata	DIN -00024713	Chairperson Non-Executive Non-Independent	09-06-04	21-08-2017	-		12-11-56	5	0	2	1
Mr.	Farokh Subedar*	DIN -00028428	Non-Executive Non-Independent	11-03-05	30-07-2018	24-09- 2025		24-09-55	3	2	4	3
Mr.	Amit Dalal	DIN - 00297603	Executive Director (MD)	19-06-08	08-07-2009	-		31-01-63	2	0	3	0
Mr .	Suprakash Mukhopadhyay	DIN – 00019901	Non- Executive Non- Independent	14-06-18	-	-		21-11-64	1	0	1	1
Mr.	Jayesh Merchant	DIN -00555052	Independent	01-08-24	-	-	14 Months	27-11-57	3	3	4	3

I. Co	I. Composition of Board of Directors											
Mr.	V. Chandrasekaran	DIN - 03126243	Independent	16-03-20	16-03-2025	1	66 Months	11-10-57	4	4	8	3
Mr.	Rajiv Dube	DIN - 00021796	Independent	15-10-20	15-10-2025		59 Months	04-02-62	2	2	4	1
Mrs.	Alice Vaidyan	DIN - 07394437	Independent	01-11-24	-	1	11 Months	22-07-59	3	3	6	2
Mr.	Bahram N. Vakil	DIN -00283980	Independent	12-03-25	-		7 months	12-09-58	2	2	3	0

*Vice - Chairman Mr. Farokh Subedar (DIN: 00028428), on attaining the age of 70 years, retires as Non-Independent - Non- Executive Director of the Company in line with Tata Governance Guidelines adopted by the Company with effect from the close of business hours on September 24, 2025.

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to managing director or CEO: No

[&]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 * 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.

II. Composition of Committees Name of Committee Name of Committee Whether Date of Date of Category (Chairperson/Executive/Non-Regular members Appointment Cessation chairperso Executive/independent/Nominee) appointed 1. Audit Committee Mr. Jayesh Merchant Chairperson (Independent) Yes 04.08.2024 Member (Non-Executive-Non-24.09.2025 22.07.2006 Mr. Farokh Subedar** Independent) Member (Independent) 15.10.2020 Mr. Rajiv Dube Alice Vaidyan Member (Independent) 25.09.2025 2. Nomination & Remuneration Committee Yes Mr. Rajiv Dube Chairperson (Non-Executive-29.03.2022 Independent) Mr. Noel Tata Member (Non-Executive- Non-22.07.2005 Independent) Mr. Jayesh Merchant Member (Independent) 23.12.2024

3. Corporate Social Responsibility Committee#	Yes	Mr. Farokh Subedar	Chairperson (Non- Executive- Non-Independent)	05.02.2014	24.09.2025
		Mr. Bahram Vakil	Chairperson (Independent)	25.09.2025	
		Mr. Amit Dolol	Member (Executive)	05.02.2014	
		Mr. Amit Dalal Mr. Suprakash	Member (Non-Executive- Non- Independent)	31.03.2020	
		Mukhopadhyay Mr. V.	Member (Independent)	31.03.2020	
		Chandrasekaran			
4. Risk Management Committee	Yes	Mr. Jayesh Merchant	Chairperson (Independent)	04.08.2024	
		Mr. Amit Dalal	Member (Executive)	05.02.2014	
		Mr. Suprakash Mukhopadhyay	Member (Non-Executive- Non- Independent)	29.03.2022	
5. Stakeholders' Relationship Committee	Yes	Mr. Farokh Subedar [®]	Chairperson (Non-Executive, Non-Independent)	24.06.2010	24.09.2025
		Mr. V. Chandrasekaran	Chairperson (Independent)	25.09.2025	
		Mr. Amit Dalal	Member (Executive)	24.06.2010	
		Mr. Bahram Vakil	Member (Independent)	29.03.2022	

[&]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 .

*Vice - Chairman Mr. Farokh Subedar (DIN: 00028428), on attaining the age of 70 years, retired as Non-Independent - Non- Executive Director of the Company in line with Tata Governance Guidelines adopted by the Company with effect from the close of business hours on September 24, 2025. Hence, Audit Committee was re-constituted by appointing Mrs. Alice Vaidyan as a Member of the committee with effect from September 25, 2025.

Vice - Chairman Mr. Farokh Subedar (DIN: 00028428), on attaining the age of 70 years, retired as Non-Independent - Non- Executive Director of the Company in line with Tata Governance Guidelines adopted by the Company with effect from the close of business hours on September 24, 2025. Hence, Corporate Social Responsibility Committee was re-constituted by appointing Mr. Bahram Vakil as Chairperson of the committee with effect from September 25, 2025.

@Vice - Chairman Mr. Farokh Subedar (DIN: 00028428), on attaining the age of 70 years, retired as Non-Independent - Non- Executive Director of the Company in line with Tata Governance Guidelines adopted by the Company with effect from the close of business hours on September 24, 2025. Hence, Stakeholders Relationship Committee was re-constituted by appointing Mr. V. Chandrasekaran as Chairperson and Mr. Bahram Vakil as the member of the committee with effect from September 25, 2025.

III. Meeting of Board of Directors								
Date(s) of Meeting (if any) in the relevant quarter*	Whether requirem ent of Quorum met*	Number of	Number of Directors present*(All Directors including Independent Directors)	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)			
	Yes	9	9	April 21, 2025				
August 04, 2025 September 10, 2025	Yes	9	9		104 Days (April 21, 2025, to August 4, 2025) 36 days (August 4, 2025, to			
September 10, 2025	162	3	O		September 10, 2025)			

^{*} to be filled in only for the current quarter meetings

IV. Meeting of Committees

Name of Committee(s)	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) Yes/No	Total Number of Directors as on date of meeting	Number of Directors (All directors including Independent Director)	Number of Independent directors attending the meeting*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	August 4, 2025	Yes (All members were present)	3	3	2	April 21, 2025	104 Days
Stakeholders' Relationship Committee		Yes (All members were present)	3	3	1	September 18, 2025	-
Risk Management Committee	September 26, 2025	Yes (All members were present)	3	3	1	June 23, 2025	- 94 Days

Corporate Social Responsibility	August 1, 2025	Yes (All members were present)	4	4	1	April 17, 2025	-
		presenty	4	4	1	June 25, 2025	68 Days
			4	4	1		36 Days
Nomination and Remuneration Committee	April 21, 2025	Yes (All members were present)	3	3	2	April 21, 2025	

^{*}This information has to be mandatorily given for audit committee. For rest of the committees, giving this information is optional.

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. <u>Yes</u>
- 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here: **Yes**

Signature: Sd/-

Name & Designation: Jamshed Patel Company Secretary & Compliance officer

^{**}to be filled in only for the current quarter meetings

Details of Cyber Security Incidents during the quarter ended September 30, 2025

Whether as per Regulation 27(2) (ba) of	SEBI (LODR) Regulations, 2015 ther	e has been cyber security incidents or	No			
breaches or loss of data or documents of	during the quarter					
Date of the event						

Particulars	Regulation Number	Compliance status (Yes/No/NA)refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note

¹ 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.

2 If status is "No" details of non-compliance may be given here.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

Signature : Sd/-

Name & Designation : Jamshed Patel

Company Secretary and Compliance Officer

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report						
No. of investor complaints pending at the beginning of Quarter	1					
No. of investor complaints received during the Quarter	4					
No. of investor complaints disposed off during the Quarter	3					
No. of investor complaints those remaining unresolved at the end of the Quarter	2					

C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

S. No	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
-------	--	---------------------	---	---	--

Annexure I (Part C) of the SEBI Circular dated December 31, 2024, related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is not applicable to the Company as there are no Acquisition for the said period.

D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
--	-----------------------------	---	--	--	--

Annexure I (Part D) of the SEBI Circular dated December 31, 2024, related to Disclosure of Imposition of Fine or Penalty is not applicable to the Company as there are no fine or penalty for the said period.

E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III, read with corresponding provisions of Annexure 18 of the Master Circular are given below:

S. No	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
-------	----------------------------	--	---	--

Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is not applicable to the Company as there are no ongoing Tax Litigations or disputes for the said period.

F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC.

Annexure I (Part F) of the SEBI Circular dated December 31, 2024, related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is not applicable to the entity for the said period.

ī	Disclosure of Loans	duarantees /	comfort letters	/ securities etc	refer note below
т.	Disclusure of Loans /	uuai aiilees i	COMMON RELIERS	/ 5ecullile5 etc	•

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

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of Six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(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: **NIL**

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

_ /	\sim	Λ	, 000 curity	, nrovidad b	u tha liatad antit	v diro otl	v or indiroath	, in connection with any	, laan(a)	~ ~ ~ ~ .	, other form a	f daht availad h	sa Niii
- ((,)	AIII	/ Security	DIOVIGEO D	iv ine iisteo eniii	v onecn	v or monechy	' in connection with any	/ 10an(S)	oi anv	/ Omer John o	i debi avalled b	V NIL

Entity	Туре	of security		Balance outstanding the end of six months	
Promoter or any other entity controlled by them					
Promoter Group or any other entity controlled by them					
Directors (including relatives) or any other entity controlled by them					
KMPs or any other entity controlled by them					

II. Affirmations:

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.

Signature : Sd/-

Name & Designation : Manoj Gupta Chief Financial Officer

Note

- 1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company; and
 - d) by the listed entity to its employees or directors as a part of the service conditions
- 2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..