

NOTICE

NOTICE IS HEREBY GIVEN THAT THE SEVENTY FIFTH ANNUAL GENERAL MEETING OF TATA CHEMICALS LIMITED will be held on Thursday, 21st August, 2014 at 3.00 p.m. at Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, Mumbai 400 020, to transact the following businesses:-

1. To receive, consider and adopt the Audited Statement of Profit and Loss for the year ended 31st March, 2014 and Balance Sheet as at that date together with the Reports of the Board of Directors and Auditors thereon.
2. To declare dividend on Ordinary Shares.
3. To appoint a Director in place of Mr. R. Gopalakrishnan (holding DIN 00027858), who retires by rotation and being eligible, offers himself for re-appointment and his term would be up to 25th December, 2015.
4. Appointment of statutory auditors of the Company and fix their remuneration.

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 Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, Deloitte Haskins & Sells LLP, Chartered Accountants (Registration No. 117366W/W – 100018), be and is hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Seventy Eighth (78th) AGM to be held in 2017 (subject to ratification of their appointment at every AGM), at such remuneration plus service tax, out of pocket and travelling expenses, etc; as may be mutually agreed between the Board of Directors of the Company and the Auditors."

5. Appointment of Mr. Nusli Wadia as an Independent 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 pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the

Companies Act, 2013 ("Act") and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, Mr. Nusli Wadia (holding DIN 00015731), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 21st August, 2014 up to 15th February, 2019."

6. Appointment of Mr. Nasser Munjee as an Independent 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 pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Nasser Munjee (holding DIN 00010180), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 21st August, 2014 up to 20th August, 2019."

7. Appointment of Mr. Eknath Kshirsagar as an Independent 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 pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Mr. Eknath Kshirsagar (holding DIN 00121824), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6)

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of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from 21st August, 2014 up to 10th September, 2016."

8. Appointment of Dr. Y. S. P. Thorat as an Independent 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 pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Dr. Y. S. P. Thorat (holding DIN 02652734), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, with effect from 21st August, 2014 up to 20th August, 2019."

9. Appointment of Dr. Vijay Kelkar as an Independent 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 pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Rules framed thereunder read with Schedule IV to the Act, as amended from time to time, Dr. Vijay Kelkar (holding DIN 00011991), a Non-Executive Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, with effect from 21st August, 2014 up to 15th May, 2017."

10. Re-appointment of Mr. R. Mukundan as Managing 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 pursuant to the provisions of Sections 196, 197 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) thereof for the time being in force), the consent of the Company, be and is hereby accorded to the re-appointment and terms of remuneration of Mr. R. Mukundan (holding DIN 00778253) as a Managing Director of the Company for a period of 5 years, with effect from 26th November, 2013 upto 25th November, 2018, upon the terms and conditions (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the aforesaid period) as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment /remuneration in such manner as may be agreed to between the Board and Mr. Mukundan.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient and to do any acts, deeds, matters and things to give effect to this resolution."

11. Re-appointment of Mr. P. K. Ghose as an Executive Director & CFO 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 196, 197, and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) thereof for the time being in force), the consent of the Company, be and is hereby accorded to the re-appointment and terms of remuneration of Mr. P. K. Ghose (holding DIN 00034945) as an Executive Director & CFO of the Company with effect from 26th November,

2013 upto 30th September, 2015 (till he attains the retirement age), upon the terms and conditions (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the aforesaid period) as set out in the Explanatory Statement annexed to this Notice with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include Nomination and Remuneration Committee of the Board) to alter and vary the terms and conditions of the said re-appointment/remuneration in such manner as may be agreed to between the Board and Mr. Ghose.

RESOLVED FURTHER THAT the Board be and is hereby authorised to take all such steps as may be necessary, proper and expedient and to do any acts, deeds, matters and things to give effect to this resolution."

12. Ratification of Remuneration of Cost Auditor

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

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 9,00,000 plus service tax and out-of-pocket expenses payable to M/s. N. I. Mehta & Co., Cost Accountants and ₹ 1,20,000 plus service tax and out-of-pocket expenses payable to M/s. Ramanath lyer & Co; Cost Accountants, who are appointed as Cost Auditors of the Company to conduct Cost Audits relating to cost records of the Company for the year ending 31st March, 2015.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

13. Approve borrowing limits 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 supersession of the Ordinary Resolution passed at the 69th Annual General Meeting held on 4th August, 2008 and pursuant to Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) for the time being in force) and Memorandum and Articles of Association of the Company, the consent of the Company be and is hereby accorded to the Board of Directors of the Company ("the Board") to borrow monies in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained/ to be obtained from the Company's Bankers in the ordinary course of business, shall not be in excess of ₹ 5,500 crore (Rupees five thousand five hundred crore only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

RESOLVED FURTHER THAT the Board be and is hereby authorised and empowered to arrange or settle the terms and conditions on which all such monies are to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit and to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted by the Board and/ or any member of such Committee."

14. Creation of Charge on the assets 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 supersession of the Ordinary Resolution passed at the 69th Annual General Meeting held on 4th August, 2008 and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, as amended from time to time, the consent of the Company be and is hereby accorded to the Board of Directors of the Company ("the Board") to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations,

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if any, created by the Company, on such movable and immovable properties, both present and future, and in such manner as the Board may deem fit, in favour of Banks, Financial Institutions, Insurance Companies, other lending/ investing agencies or bodies/ trustees for holders of debentures/ bonds which may be issued to or subscribed to by all or any of the Banks, Financial Institutions, Insurance Companies, other lending/ investing agencies or any other person(s)/ bodies corporate by way of private placement or otherwise (hereinafter collectively referred to as 'Lenders'), provided that the total amount of loans together with interest thereon, additional interest, compound interest, liquidated damages, commitment charges, premia on pre-payment or on redemption, costs, charges, expenses and all other monies payable by the Company in respect of the said loans, for which such charges, mortgages or hypothecations are created, shall not, at any time exceed the limit of ₹ 5,500 crore (Rupees five thousand five hundred crore only) or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things, to execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to a Committee constituted by the Board and/ or any member of such Committee."

15. Offer or invitation to subscribe to Non-Convertible Debentures on Private Placement

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

"RESOLVED THAT pursuant to the provisions of Sections 42, 71 and all other applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) thereof, for the time being in force) and subject to the provisions of the Articles of Association of the Company, the approval of members be and is hereby accorded to authorise the Board of Directors of the Company ('the Board') to offer or invite subscriptions

for Redeemable Non-Convertible Debentures, in one or more tranches, such that aggregate amount does not exceed ₹ 1,000 crore (Rupees one thousand crore only) on private placement on such terms and conditions as the Board may, from time to time, determine and consider proper and most beneficial to the Company during a period of one year from the date of passing the Resolution and that the said borrowing is within the overall borrowing limit of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all the acts and to take all such steps as may be necessary to give effect to this resolution."

NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
2. A member entitled to attend and vote at the Annual General Meeting ("AGM") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight hours before the commencement of the AGM.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

3. **Book Closure and Dividend:**

The Register of Members and the Share Transfer Books of the Company will be closed from 12th August, 2014 to 21st August, 2014, both days inclusive.

The dividend, if declared at the AGM, will be paid between 22nd August, 2014 to 29th August, 2014 to those persons or their mandates:

- (a) whose names appear as Beneficial Owners as at the end of the business hours on 11th August, 2014

in the list of Beneficial Owners to be furnished by National Securities Depository Limited and Central Depository Services (India) Limited in respect of the shares held in electronic form; and

- (b) whose names appear in the Register of Members of the Company on 11th August, 2014 after giving effect to valid share transfers in physical form lodged with the Company / Registrar and Share Transfer Agents on or before the aforesaid date.

4. **National Electronic Clearing Service (NECS):**

- (a) To avoid loss of dividend warrants in transit and undue delay in receipt of dividend warrants, the Company has provided National Electronic Clearing Service (NECS) facility to the Members for the remittance of dividend. NECS facility is available at locations identified by the Reserve Bank of India from time to time. Members holding shares in physical form and desirous of availing this facility are requested to provide their latest bank account details (Core Banking Solutions Enabled Account Number, 9 digit MICR and 11 digit IFS Code), along with their Folio Number, to the Company's Registrars and Share Transfer Agents, TSR Darashaw Private Limited.
- (b) Members holding shares in electronic form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its Registrars cannot act on any request received directly from the Members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised only to the depository participant of the Members.

5. **Nomination Facility:**

Members holding shares in physical form may obtain the Nomination forms from the Company's Registrar and Share Transfer Agents. Members holding shares in electronic form may obtain the Nomination forms from their respective depository participants.

6. **Unclaimed Dividend:**

(a) **Transfer to General Revenue Account**

Pursuant to Section 205A(5) of the Companies Act, 1956 ("1956 Act"), all unclaimed dividend upto the Financial year ended 31st March, 1995 has been transferred to the General Revenue Account of the Central Government. Members, who have not yet encashed their dividend warrant for the said period, are requested to forward their claims in Form No. II prescribed under the Companies Unpaid Dividend (Transfer to General Revenue Account of the Central Government) Rules, 1978 to:

**Office of the Registrar of Companies
Central Government Office Building
'A' Wing, Second floor,
Next to Reserve Bank of India,
CBD, Belapur 400 614**

(b) **Transfer to the Investor Education and Protection Fund**

Consequent upon amendment to Section 205A of the 1956 Act and introduction of Section 205C by the Companies (Amendment) Act, 1999, the amount of dividend for the subsequent years remaining unpaid or unclaimed for a period of seven years from the dates they became first due for payment shall be transferred to the Investor Education and Protection Fund (the "Fund") set up by the Government of India.

Accordingly, the dividend which had remained unpaid / unclaimed from the financial years ended 31st March, 1996 to 31st March, 2006 have been transferred to the Fund in respect of the Company and that of erstwhile Hind Lever Chemicals Limited (since merged with the Company effective 1st June, 2004), for the financial year ended 31st December, 2003 have been transferred to the Fund. Members are requested to note that pursuant to Section 205(C) of the 1956 Act, no claim shall lie against the Company or the aforesaid Fund in respect of any amount of dividend remaining unclaimed / unpaid for a period of seven years from the dates

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they became first due for payment. Any person / member who has not claimed dividend in respect of the financial year ended 31st March, 2007 or any year thereafter is requested to approach the Company / Registrar and Share Transfer Agents of the Company for claiming the same. It may be noted that the unpaid / unclaimed dividend for the financial year ended 31st March, 2007 declared by the Company on 27th July, 2007 can be claimed by the Members by 26th July, 2014.

It may also be noted that the unpaid / unclaimed dividend for the financial year ended 31st March, 2008 declared by the Company on 4th August, 2008 can be claimed by the Members by 3rd August, 2015.

(c) Details of unclaimed dividend on the website

The Ministry of Corporate Affairs (MCA) on 10th May, 2012 notified the IEPF (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012 (IEPF Rules), which is applicable to the Company. The objective of the IEPF Rules is to help the shareholders ascertain status of the unclaimed amounts and overcome the problems due to misplacement of intimation thereof by post etc. In terms of the said IEPF Rules, the Company has uploaded the information in respect of the Unclaimed Dividends in respect of the financial years from 2006, as on 22nd August, 2012 (date of 73rd AGM) and 26th August, 2013 (date of 74th AGM), respectively on the website of the IEPF viz. www.iepf.gov.in and under "Investors Section" on the Website of the Company viz. www.tatachemicals.com

7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Share Transfer Agents.
8. Details under Clause 49 of the Listing Agreement with the Stock Exchanges in respect of the Directors seeking appointment/re-appointment at the AGM are annexed hereto and forms an integral part of the Notice.
9. Electronic copy of the Annual Report for 2013-14 is being sent to all the members whose email IDs are registered with the Company/depository participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2013-14 is being sent in the permitted mode.
10. **To support the 'Green Initiative', the Members who have not registered their e-mail addresses are requested to register the same with Registrars/ Depositories.**
11. **Voting through electronic means:**
In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the 75th AGM by electronic means and the business may be transacted through e-Voting services provided by National Securities Depository Limited (NSDL):

The instructions for e-voting are as under:
 - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/depository participants(s)]:
 - (i) Open email and open PDF file viz; "TCL e-Voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL:<https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder – Login
 - (iv) Put user ID and password as initial password noted in step (i) above. Click Login.

- (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-voting opens. Click on e-Voting: Active Voting Cycles.
- (vii) Select "EVEN" (e-voting EVENT Number) of Tata Chemicals Limited.
- (viii) Now you are ready for e-voting as Cast Vote page opens.
- (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
- (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail to tcl.scrutinizer@gmail.com with a copy marked to evoting@nsdl.co.in
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/ depository participants(s) or requesting physical copy]:
- (i) Initial password is provided in the enclosed ballot form: **EVEN** (e-voting EVENT Number) **User ID and Password.**
- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com
- (iii) If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.
- (iv) **You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).**
- C. Other Instructions:
- (i) The e-voting period commences on 12th August, 2014 (9.00 a.m.) and ends on 14th August, 2014 (6.00 p.m.). During this period members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date (record date) of 4th July, 2014, may cast their votes electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of 4th July, 2014.
- (iii) Mr. P. N. Parikh of M/s. Parikh & Associates, Practicing Company Secretaries, (Membership No. FCS-327), has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (iv) The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the

- Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit forthwith to the Chairman of the Company.
- (v) The Results shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.tatachemicals.com and on the website of NSDL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the stock exchanges.
- (vi) Members who do not have access to e-voting facility may send duly completed Ballot Form enclosed with the Annual report so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. P. N. Parikh of M/s. Parikh & Associates, Practising Company Secretary (Membership No. FCS-327), at the Registered Office of the Company not later than 14th August, 2014 (6.00 p.m.).
- Ballot Form received after this date will be treated as invalid.
- (vii) A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.

By Order of the Board of Directors

Rajiv Chandan
General Counsel & Company Secretary

Mumbai, 30th May, 2014

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“ACT”)

The following Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 (“Act”), sets out all material facts relating to the business mentioned at Item Nos. 4 to 15 of the accompanying Notice dated 30th May, 2014.

Item No. 4:

This Explanatory Statement is provided though strictly not required as per section 102 of the Act.

Deloitte Haskins & Sells (DHS) Chartered Accountants (CAs), (ICAI Firm’s Registration No. 117366W), Mumbai were appointed as the statutory auditors of the Company for Financial Year (FY) 2013-14 at the Annual General Meeting (AGM) of the Company held on 26th August, 2013. DHS converted itself into a Limited Liability Partnership (LLP) under the provisions of the Limited Liability Partnership Act, 2008 and is now known as Deloitte Haskins & Sells LLP, (DHS LLP) Chartered Accountants (ICAI Firm’s Registration No. 117366W/W - 100018) with effect from 20th November, 2013. In terms of the Ministry of Corporate Affairs, Government of India, General Circular No. 9/2013 dated 30th April, 2013, if a firm of CAs, being an auditor in a company under the Companies Act, 1956, is converted into an LLP, then such an LLP would be deemed to be the auditor of the said company. The Board of Directors of the Company has taken due note of this change. Accordingly, the audit of the Company for financial year 2013-14 was conducted by DHS LLP.

DHS LLP have been the Auditors of the Company since FY 2008-09 and have completed a term of six years. Prior to this, Messrs. S. B. Billimoria & Co. (SBB) were the Auditors of the Company since 1939. SBB was an associate of DHS LLP. As per the provisions of section 139 of the Act, no listed company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. Section 139 of the Act has also provided a period of three years from the date of commencement of the Act to comply with this requirement.

In view of the above, DHS LLP, being eligible for re-appointment and based on the recommendation of the Audit Committee, the Board of Directors has, at its meeting held on 30th May, 2014, proposed the appointment of DHS LLP as the statutory auditors of the Company for a period of three years to hold office from the conclusion of this AGM till the conclusion of

the seventy eighth (78th) AGM of the Company to be held in 2017 (subject to ratification of their appointment at every AGM).

The Board commends the Ordinary Resolution set out at Item No. 4 for approval by the Members.

None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, in the Resolution at Item No. 4 of the Notice.

Item Nos. 5 to 9:

The Company had appointed Mr. Nusli Wadia, Mr. Nasser Munjee, Mr. Eknath Kshirsagar, Dr. Y. S. P. Thorat and Dr. Vijay Kelkar as Non-Executive Directors and were considered as Independent Directors under clause 49 of the Listing Agreement.

As per the provisions of Section 149(4) which has come into force with effect from 1st April, 2014, every listed company is required to have at least one-third of the total number of Directors as Independent Directors. Further, Section 149(10) of the Act provides that an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and is not liable to retire by rotation pursuant to Section 149(13) read with Section 152 of the Act.

The Nomination and Remuneration Committee has recommended the appointments of these Directors as Independent Directors for the following term:

Directors	Term
1. Mr. Nasser Munjee	For a period of five years from 21st August, 2014 upto 20th August, 2019.
2. Dr. Y. S. P. Thorat	
3. Mr. Nusli Wadia	From 21st August, 2014 to 15th February, 2019 *
4. Mr. Eknath Kshirsagar	From 21st August, 2014 to 10th September, 2016*
5. Dr. Vijay Kelkar	From 21st August, 2014 to 15th May, 2017*

**They will be retiring on attaining the age of 75 years in accordance with the Company’s retirement age policy for Directors.*

The above Independent Directors have given a declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, the

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above Independent Directors fulfill the conditions specified in the Act and the Rules made thereunder for appointment as Independent Directors and they are independent of the management.

In compliance with the provisions of Section 149 read with Schedule IV to the Act, the appointment of the above Directors as Independent Directors is now being placed before the Members in General Meeting for their approval.

The terms and conditions of appointment of Independent Directors shall be open for inspection by the Members at the Registered Office of the Company on all working days, during business hours upto the date of the Meeting.

The brief profile of the Independent Directors to be appointed is given below:

Mr. Nusli Wadia is educated in the UK. Mr. Wadia is the Chairman of the Bombay Dyeing & Manufacturing Company Limited and heads the Wadia Group. He is also the Chairman/Trustee of various charitable institutions and non-profit organisation. Mr. Wadia has been on the Company's Board since 26th June, 1981 as an Independent Director.

Mr. Nasser Munjee holds a Bachelor's degree and a Master's degree from the London School of Economics, UK. He served with HDFC for over 20 years at various positions including as its Executive Director. He was the Managing Director of Infrastructure Development Finance Co. Ltd. (IDFC) up to March 2004. Presently he is the Chairman of Development Credit Bank (DCB) since June 2005 and is also on the Board of various multinational companies and Trusts. Mr. Munjee is a Technical Advisor on the World Bank-Public Private Partnership Infrastructure and Advisory Fund. Mr. Munjee has been on the Company's Board since 25th September, 2006 as an Independent Director.

Mr. Eknath Kshirsagar is a fellow of the Institute of Chartered Accountants in England and Wales. He has wide experience in corporate strategy and structure, valuation, feasibility studies, disinvestment and mergers and acquisitions. He was associated with the management consultancy division of A.F. Ferguson for over three decades and retired in 2004 as a senior partner. Mr. Kshirsagar serves on the Boards of several leading Indian public companies. Mr. Kshirsagar has been on the Company's Board since 26th November, 2008 as an Independent Director.

Dr. Y. S. P. Thorat holds a Doctorate in Economics and degrees in Political Science and Law. Dr. Thorat served RBI from 1972 to 2003 in various capacities, including as Executive Director. He has also served NABARD as Managing Director from 2004 and was appointed as its Chairman in 2006 and served the Institution in that capacity until November 2007. He has been recently appointed by the Government of Maharashtra as Executive Chairman of the Dry Land Farming Commission and Chairman of the Agriculture Universities Recruitment Board. Presently, Dr. Thorat is on the Boards of several companies. Dr. Thorat has been on the Company's Board since 8th January, 2010 as an Independent Director.

Dr. Vijay Kelkar has done PhD from the University of California at Berkeley. Dr. Kelkar joined the Planning Commission in 1973 and thereafter the Commerce Ministry in 1977 as Economic Advisor, and has since then served in various posts including Secretary to the Economic Advisory Council to the Prime Minister between 1985 and 1988. In 1994, he served as Petroleum Secretary and was made Finance Secretary in 1998. He was an Executive Director in the International Monetary Fund (IMF), overseeing its operations in South Asia during 2000-02. Dr. Kelkar has retired as Chairman, Finance Commission, in the rank of a Union Cabinet Minister. He has held several other key positions in the Government of India. In January 2011, the President of India awarded Dr. Kelkar "Padma Vibhushan", the second highest Civilian Award for distinguished and exceptional service to the Nation. Dr. Kelkar has been on the Company's Board since 30th May, 2012 as an Independent Director.

The Board commends the Ordinary Resolutions set out at Items Nos. 5 to 9 of the Notice for approval by the Members.

The above Independent Directors are interested in the Resolutions mentioned at Item Nos. 5 to 9 of the Notice with regard to their respective appointments. Other than the above Independent Directors, no other Director, Key Managerial Personnel of the Company or their relatives are in any way, concerned or interested, in the Resolutions mentioned at Items Nos. 5 to 9 of the Notice

Item No. 10 & 11:**A. MR. R. MUKUNDAN:**

Mr. R. Mukundan was appointed as the Managing Director of the Company for a period of 5 years with effect from 26th November, 2008. The Board, at its meeting held on

11th November, 2013, had passed a resolution and re-appointed Mr. R. Mukundan as the Managing Director of the Company for a further period of 5 years with effect from 26th November, 2013 upto 25th November, 2018.

Mr. Mukundan is an MBA from FMS, Delhi University and BE-Electrical Engineering from IIT, Roorkee. He has attended the Advanced Management Programme at Harvard Business School. He joined the Tata Administrative Service in 1990. He joined Tata Chemicals Limited (TCL) in 2001 and has led various functions like strategy and business development, corporate quality, corporate planning and manufacturing before taking over as the Chief Operating Officer of the chemicals business of the Company. He played an active role in the TCL transformation efforts in 2002, and also in the growth of domestic business as well as acquisition of new facilities in United Kingdom, Kenya and United States.

- (a) The principal terms and conditions of re-appointment of Mr. Mukundan as the Managing Director are as follows:

(i) Period:

For a period of 5 years effective from 26th November, 2013 upto 25th November, 2018.

(ii) Nature of Duties:

Mr. Mukundan shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and / or joint ventures and / or subsidiaries, including performing duties as assigned by the Board from time to time by serving on the boards of such associated companies and / or joint ventures and / or subsidiaries or any other executive body or any committee of such a company.

Mr. Mukundan undertakes to employ the best of his skill and ability to make his utmost endeavours to promote the interests and welfare of the Company and to conform to and comply with the directions

and regulations of the Company and all such orders and directions as may be given to him from time to time by the Board.

(iii) a. Remuneration:

Salary - ₹ 5,50,000/- per month in the scale of ₹ 5,50,000/- to ₹ 8,00,000/- per month. The annual increments which will be effective 1st April each year, will be decided by the Board and will be merit-based and take into account the Company's performance; Incentive Remuneration and/or Commission based on certain performance criteria to be laid down by the Board; Benefits, Perquisites, Allowances as may be determined from time to time.

b. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Mukundan, the Company has no profits or its profits are inadequate, the Company will pay to Mr. Mukundan remuneration by way of Salary, Benefits, Perquisites and Allowances, and Incentive Remuneration as specified above.

B. MR. P. K. GHOSE:

Mr. P. K. Ghose was appointed as an Executive Director & CFO of the Company for a period of 5 years with effect from 26th November, 2008. The Board, at its meeting held on 11th November, 2013 had passed a resolution and re-appointed Mr. Ghose as an Executive Director and CFO of the Company with effect from 26th November, 2013 upto 30th September, 2015 (till he attains the retirement age).

Mr. Ghose is an Honours Graduate in Commerce and a member of the Institute of Cost and Works Accountants of India, the Institute of Company Secretaries of India and is an alumnus of the Advanced International General Management Programme of INSEAD, France. He joined the Company in 2002 as CFO. He was elevated as Executive Vice President & CFO in 2007. Prior to joining Tata Chemicals Limited, he was with Tata Steel Limited

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and worked with Tata Steel for three decades in several senior positions, including General Manager (Accounts), Chief Financial Controller (Corporate) and Chief of Strategic Finance.

(b) The principal terms and conditions of re-appointment of Mr. P. K. Ghose as an Executive Director & CFO are as follows:

(i) Period:

From 26th November, 2013 upto 30th September, 2015.

(ii) Nature of Duties:

Mr. Ghose shall devote his whole time and attention to the business of the Company and carry out such duties as may be entrusted to him by the Managing Director and/ or the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company and the business of any one or more of its associated companies and/ or joint ventures and / or subsidiaries, including performing duties as assigned by the Managing Director and/or the Board from time to time by serving on the boards of such associated companies and / or joint ventures and / or subsidiaries or any other executive body or any committee of such a company. Mr. Ghose shall not exceed the powers so delegated by the Managing Director and/or Board pursuant to this clause.

Mr. Ghose undertakes to employ the best of his skill and ability to make his utmost endeavours to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to him from time to time by the Managing Director and/or the Board.

(iii) a. Remuneration:

Salary - ₹ 4,30,000/- per month in the scale of ₹ 4,30,000/- to ₹ 7,00,000/- per month. The annual increments which will be effective 1st

April each year, will be decided by the Board and will be merit-based and take into account the Company's performance; Incentive Remuneration and/or Commission based on certain performance criteria to be laid down by the Board; Benefits, Perquisites, Allowances as may be determined from time to time.

b. Minimum Remuneration:

Notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Ghose, the Company has no profits or its profits are inadequate, the Company will pay to Mr. Ghose remuneration by way of Salary, Benefits, Perquisites and Allowances, and Incentive Remuneration as specified above.

(c) The Board is of the view that the re-appointment of Mr. Mukundan as the Managing Director and Mr. Ghose as an Executive Director and CFO will greatly benefit the operations of the Company and the remuneration payable to them is commensurate with their abilities and experience.

(d) The terms and conditions of appointment of Mr. Mukundan and Mr. Ghose (hereinafter referred to as "the Appointees") also include, inter-alia, following principal clauses:

(i) The Appointees shall adhere with the Tata Code of Conduct, intellectual property, non competition, no conflict of interest with the Company and maintenance of confidentiality.

(ii) The Appointees shall not become interested or otherwise concerned, directly or indirectly through their respective spouse and /or children, in any selling agency of the Company.

(iii) These appointments may be terminated by either party by giving six months' notice of such termination or the Company paying six months' remuneration in lieu of such notice.

(iv) The employment of the Appointees may be terminated by the Company without notice or payment in lieu of Notice:

- a. If the Appointees are found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company or any subsidiary or joint venture or associated company to which they are required by the Agreement to render services; or
- b. In the event of any serious or repeated or continuing breach (after prior warning) or non observance by the Appointees of any of the stipulations contained in the Agreement to be executed between the Company and the Appointees; or
- c. In the event the Board expresses its loss of confidence in the Appointees.
- (v) In the event the Appointees are not in a position to discharge their official duties due to any physical or mental incapacity, the Board shall be entitled to terminate their contracts on such terms as the Board may consider appropriate in the circumstances.
- (vi) Upon termination of the Appointees' employment, by whatever means:
- a. The Appointees shall immediately cease to hold the offices held by them in any subsidiaries and associate companies without claim for compensation for loss of office by virtue of Section 167(1)(h) of the Act.
- b. The Appointees shall not without the consent of the Company at any time thereafter represent themselves as connected with the Company or any of the subsidiaries, joint ventures or associated companies.
- (vii) The Appointees are appointed as Directors by virtue of their employment in the Company and their appointment shall be subject to the provisions of Section 167(1)(h) of the Act.
- (viii) If and when the Agreements expire or are terminated for any reason whatsoever, the Appointees shall cease to be the Managing Director / Executive Director, as the case may be, and also cease to be the Directors, if at any time, the Appointees cease to be the Directors of the Company for any reason whatsoever, they shall cease to be the Managing Director / Executive Director, as the case may be, and the Agreements shall forthwith terminate. If at any time the Appointees shall cease to be in the employment of the Company for any reason whatsoever, they shall cease to be the Managing Director / Executive Director, as the case may be.
- (ix) The terms and conditions of the appointments may be altered or varied from time to time by the Board of Directors, as it may in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Act, or amendments made hereafter in this regard, in such manner as may be agreed to between the Board and the Appointees, subject to such approvals as may be required.
- (x) All Personnel Policies of the Company and the related Rules which are applicable to other employees of the Company shall also be applicable to the Appointees unless specifically provided otherwise.
- (xi) In compliance with the provisions of Sections 196 & 197 and any other applicable provisions of the Act read with the Schedule V to the Act, the re-appointment and terms of remuneration specified above of the Appointees are now being placed before the Members for their approval.
- (e) Abstract in terms of Section 302 of the Companies Act, 1956 pertaining to the terms of appointment and remuneration payable to Mr. Mukundan and Mr. Ghose was duly sent to the members in the month of November, 2013.
- The Board commends the Ordinary Resolutions at Item Nos.10 and 11 of the Notice for approval by the Members.
- None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way concerned or interested, in the

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said Resolutions, except for Mr. Mukundan and Mr. Ghose, in Resolution at Item Nos. 10 and 11 of the Notice.

Item No. 12:

The cost audit of the products such as Soda Ash, Caustic Soda, Chemicals, Fertilisers, Cement, etc. is conducted by the cost auditors.

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company for the financial year ending 31st March, 2015 as per the following details:

Sr. No.	Name of the Cost Auditor	Audit Fees
1.	M/s. N.I. Mehta & Co; Cost Accountants	₹ 9,00,000
2.	M/s. Ramanath Iyer & Co; Cost Accountants	₹ 1,20,000

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 12 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ending 31st March, 2015.

The Board commends the Ordinary Resolution set out at Item No. 12 of the Notice for approval by the members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, in the resolution set out at Item No. 12 of the Notice.

Item no. 13 & 14:

The members of the Company at their 69th Annual General Meeting held on 4th August, 2008 had approved by way of an Ordinary Resolutions under Section 293(1)(d) and Section 293(1)(a) of the Companies Act, 1956, for borrowings over and above the aggregate of paid up share capital and free reserves of the Company provided that the total amount of such borrowings together with the amounts already borrowed and outstanding at any point of time shall not be in excess of

₹ 5,500 crore and to create charge / mortgage / hypothecation on the Company's assets, both present and future, in favour of the lenders / trustees for the holders of debentures / bonds, to secure the repayment of monies borrowed by the Company (including temporary loans obtained from the Company's Bankers in the ordinary course of business) respectively.

Under the provisions of Section 180(1)(c) and Section 180(1)(a) of the Act, the above powers can be exercised by the Board only with the consent of the shareholders obtained by a Special Resolution. Further, as per a clarification dated 25th March, 2014 issued by the Ministry of Corporate Affairs, the Ordinary Resolution earlier passed under Section 293(1)(d) and Section 293(1)(a) of the Companies Act, 1956 will remain valid for a period of one year from the date of notification of Section 180 of the Act, i.e. upto 11th September, 2014. As such, it is necessary to obtain fresh approval of the shareholders by means of a Special Resolution, to enable the Board of Directors of the Company to borrow monies, apart from temporary loans obtained from the Company's Bankers in the ordinary course of business, in excess of the aggregate of paid-up share capital and free reserves of the Company and to create charge / mortgage / hypothecation of the Company's assets, both present and future, in favour of the lenders, trustees for the holders of the debentures / bonds, to secure the repayment of monies borrowed by the Company (including temporary loans obtained from the Company's Bankers in the ordinary course of business).

The approval for borrowing limit being sought is ₹ 5,500 crore or the aggregate of the paid up share capital and free reserves of the Company, whichever is higher, and to create charge / mortgage / hypothecation on the Company's assets to secure such borrowings, under Section 180(1)(c) and 180(1)(a) of the Act.

The Board commends the Special Resolution set out at Item Nos. 13 & 14 of the Notice for approval by the members.

None of the Directors, Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, in the resolution set out at Item Nos. 13 and 14.

Item no. 15:

Section 42 of the Act read along with sub rule (2) of the Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 states that in case of an offer or invitation to subscribe the Non-Convertible Debentures on Private Placement the Company shall

obtain prior approval of Members by Special resolution only once in a year for all the offers or invitations for such Debentures during the year.

In order to augment the long term resources for financing and for general corporate purposes, the Company may offer or invite subscriptions for Non-Convertible Debentures in one or more tranches on private placement, issuable / redeemable at par.

Accordingly, the consent of members is sought for passing a Special Resolution as set out at Item No. 15 of the Notice pursuant to Sections 42, 71 and other applicable provisions of the Act, read together with the Rules framed thereunder. This resolution enables the Board of Directors of the Company to offer or invite subscriptions for Non-Convertible Debentures, as may be required by the Company from time to time for a year.

The Board commends the Special Resolution at Item No. 15 of the Notice for approval by the members.

The Directors of the Company who are directors or members of other companies may be deemed to be concerned or interested in

the said Resolution to the extent of Non-Convertible Debentures that may be subscribed to by such companies. Other than this, none of the Directors, Members, Key Managerial Personnel of the Company or their relatives is, in any way concerned or interested, in the Resolution mentioned at Item No. 15 of the Notice.

By Order of the Board of Directors

Rajiv Chandan
General Counsel & Company Secretary

Mumbai, 30th May, 2014

Registered Office:

Bombay House,
24, Homi Mody Street, Fort,
Mumbai 400 001

CIN:- L24239MH1939PLC002893

Email:- investors@tatachemicals.com

Website:- www.tatachemicals.com

ANNEXURES

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name of Directors	Mr. R. Gopalakrishnan	Mr. Nusli N. Wadia	Mr. Nasser Munjee	Mr. Eknath Kshirsagar
Date of Birth	25.12.1945	15.02.1944	18.11.1952	10.09.1941
Date of Appointment on the Board	30.10.1998	26.06.1981	25.09.2006	26.11.2008
Qualifications	B.Sc (Hons.), B.Tech (Hons.) in Electronics from IIT Kharagpur	Educated in U.K	B.Sc (Hons.) and MSC. (Econ) – London School of Economics	Fellow Member of The Institute of Chartered Accountants of India and The Institute of Chartered Accountants, England and Wales.
Expertise	Wide Experience in Marketing and General Management	Eminent Industrialist with rich business experience.	Eminent Economist, Banker and Consultant on Infrastructure	Wide experience in the field of Corporate Strategy & Structuring, Merger & Acquisitions, Valuations and Feasibility
Directorship held in other Public Companies (excluding foreign and Section 25 companies)	<ul style="list-style-type: none"> • Tata Sons Limited • The Tata Power Company Limited • Rallis India Limited • Tata Autocomp Systems Limited • Tata Technologies Limited • Akzo Nobel India Limited • Castrol India Limited • Advinus Therapeutics Limited • Metahelix Life Sciences Limited 	<ul style="list-style-type: none"> • The Bombay Dyeing & Mfg Co. Limited • Wadia Techno-Engineering Services Limited • The Bombay Burmah Trading Corp Limited • Britannia Industries Limited • Tata Steel Limited • Tata Motors Limited • Go Airlines (India) Limited 	<ul style="list-style-type: none"> • ABB India Limited • Ambuja Cements Limited • Britannia Industries Limited • Cummins India Limited • Development Credit Bank Limited • HDFC Limited • Go Airlines (India) Limited • Tata Motors Limited • Tata Motor Finance Limited • Unichem Laboratories Ltd • Voltas Limited 	<ul style="list-style-type: none"> • Batliboi Limited • JM Financial Limited • Manappuram Finance Limited • Merck Limited • Rallis India Limited • JM Financial Products Limited
Membership of Committees in other public companies (includes only Audit and Stakeholders Relationship Committee)	Audit Committee <ul style="list-style-type: none"> • Akzo Nobel India Limited • Castrol India Limited 	NIL	Audit Committee <ul style="list-style-type: none"> • ABB India Limited • Ambuja Cements Limited • Britannia Industries Limited • Cummins India Limited • Tata Motors Limited • Unichem Laboratories Limited • Voltas Limited 	Audit Committee <ul style="list-style-type: none"> • Batliboi Limited • JM Financial Limited • Rallis India Limited • Merck Limited • JM Financial Products Limited • Manappuram Finance Limited Stakeholders Relationship Committee <ul style="list-style-type: none"> • Rallis India Limited
Shareholding of Directors	15,000	NIL	NIL	NIL

Name of Directors	Dr. Y. S. P. Thorat	Dr. Vijay Kelkar	Mr. R. Mukundan	Mr. P. K. Ghose
Date of Birth	11.11.1947	15.05.1942	19.09.1966	03.09.1950
Date of Appointment on the Board	08.01.2010	30.05.2012	26.11.2008	26.11.2008
Qualifications	Ph.D –Shivaji University, Degree in Political Science, Degree in Law	B.S. from University of Pune, M.S. from University of Minnesota, U.S.A., PhD in Development Economics from the University of California at Berkeley	B.E (Electrical Engineer) from IIT, Roorkee and MBA from FMS, Delhi University. Also attended the Advanced Management Programme at Harvard Business School in 2008.	Honours Graduate in Commerce, member of The Institute of Cost & Works Accountants of India, a member of The Institute of Company secretaries of India and is alumnus of the Advanced International General Management Programme of (INSEAD) France.
Expertise	Wide experience in banking, rural credit co-operatives, micro finance.	Economic Advisor – Ministry of Commerce, Executive Director – International Monetary Fund, Chairman-Tariff Commission, Petroleum Secretary, Finance Secretary.	Wide experience in the field of Strategy & Business Development, Corporate Quality & Business Excellence, Corporate Planning and Manufacturing	Wide Experience in the field of Corporate Finance and Accounts.
Directorship held in other Public Companies (excluding foreign and Section 25 companies)	<ul style="list-style-type: none"> • Khed Developers Limited • Sahyog Microfinance Limited • Star Agri Warehousing and Collateral Management Limited • IDBI Asset Management Limited • Rallis India Limited • Gokaldas Exports Limited 	<ul style="list-style-type: none"> • Green Infra Limited • Britannia Industries Limited • Go Airlines (India) Limited • JM Financial Limited • JSW Steel Limited • Lupin Limited • Tata Consultancy Limited 	<ul style="list-style-type: none"> • Tata International Limited • Rallis India Limited • Metahelix Life Sciences Limited 	<ul style="list-style-type: none"> • Tata Services Limited • Nelco Limited • Tata Power Renewable Energy Limited • Infiniti Retail Limited
Membership of Committees in other public companies (includes only Audit and Stakeholders Relationship Committee)	Audit Committee <ul style="list-style-type: none"> • Rallis India Limited • Sahyog Microfinance Limited • Star Agri Warehousing and Collateral Management Limited • Gokaldas Exports Limited 	Audit Committee <ul style="list-style-type: none"> • Tata Consultancy Limited • JM Financial Limited Stakeholders Relationship Committee <ul style="list-style-type: none"> • JM Financial Limited • Lupin Limited 	NIL	Audit Committee <ul style="list-style-type: none"> • Nelco Limited • Tata Services Limited • Tata Power Renewable Energy Limited • Infiniti Retail Limited
Shareholding of Directors	NIL	NIL	500	NIL