

**B. Remuneration to other directors:**

(₹ lakh)

| Sr. No.   | Particulars of Remuneration   | Sitting Fees for attending board/ committee meetings | Commission      | Others, please specify | Total Amount    |
|-----------|---|--|-----------------|------------------------|-----------------|
| <b>1.</b> | <b>Independent Directors</b>  |  |                 |                        |                 |
|           | Aman Mehta  | 4.80   | 315.00          | -                      | 319.80          |
|           | V Thyagarajan*  | 3.00   | 100.00          | -                      | 103.00          |
|           | Prof Clayton M Christensen**  | 0.30   | 75.00           | -                      | 75.30           |
|           | Dr Ron Sommer   | 5.10   | 220.00          | -                      | 225.10          |
|           | O P Bhatt   | 7.50   | 215.00          | -                      | 222.50          |
|           | Dr Pradeep Kumar Khosla   | 2.10   | 150.00          | -                      | 152.10          |
|           | Hanne Sorensen***   | 0.60   | 50.00           | -                      | 50.60           |
|           | Keki Mistry***  | 0.60   | 50.00           | -                      | 50.60           |
|           | Don Callahan****  | 0.30   | 35.00           | -                      | 35.30           |
|           | <b>Total (1)</b>  | <b>24.30</b>   | <b>1,210.00</b> | -                      | <b>1,234.30</b> |
| <b>2.</b> | <b>Other Non-Executive Directors</b>  |  |                 |                        |                 |
|           | N Chandrasekaran®   | 3.60   | -               | -                      | 3.60            |
|           | Aarthi Subramanian®®  | 5.70   | -               | -                      | 5.70            |
|           | <b>Total (2)</b>  | <b>9.30</b>  | -               | -                      | <b>9.30</b>     |
|           | <b>Total (B)=(1+2)</b>  | <b>33.60</b>   | <b>1,210.00</b> | -                      | <b>1,243.60</b> |
|           | Total Managerial Remuneration   |  |                 |                        |                 |
|           | Ceiling as per the Act (@1% of profits calculated under Section 198 of the Companies Act, 2013) |  | 40,434.81       |                        |                 |

\* Relinquished the position of Independent Director w.e.f. July 10, 2018.

\*\* Relinquished the position of Independent Director w.e.f. September 28, 2018.

\*\*\* Appointed as Additional and Independent Director w.e.f. December 18, 2018.

\*\*\*\* Appointed as an Additional and Independent Director w.e.f. January 10, 2019.

® As a policy, N Chandrasekaran, Chairman, has abstained from receiving commission from the Company.

®® In line with the internal guidelines of the Company, no payment is made towards commission to the Non-Executive Directors of the Company, who are in full time employment with any other Tata company.

**C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD**

(₹ lakh)

| Sr. No.   | Particulars of Remuneration   | Key Managerial Personnel                  |  |               |
|-----------|---|---|--|---------------|
|           |   | Ramakrishnan V<br>Chief Financial Officer | Rajendra Moholkar<br>Company Secretary | Total         |
| <b>1.</b> | <b>Gross salary</b>   |   |  |               |
|           | (a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961 | 72.06                                     | 21.66                                  | 93.72         |
|           | (b) Value of perquisites u/s 17(2) of the Income-tax Act, 1961                      | 43.54                                     | 1.20                                   | 44.74         |
|           | (c) Profits in lieu of salary under Section 17(3) of the Income-tax Act, 1961       | -   | -                                      | -             |
| <b>2.</b> | <b>Stock Option</b>   | -   | -                                      | -             |
| <b>3.</b> | <b>Sweat Equity</b>   | -   | -                                      | -             |
| <b>4.</b> | <b>Commission</b>   | -   | -                                      | -             |
|           | as % of profit  | -   | -                                      | -             |
| <b>5.</b> | <b>Others, Allowances</b>   | 297.47                                    | 117.29                                 | 414.76        |
|           | <b>Total</b>  | <b>413.07</b>                             | <b>140.15</b>                          | <b>553.22</b> |

Note: For more information, please refer to the Corporate Governance Report.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

There were no penalties, punishment or compounding of offences during the year ended March 31, 2019.