



20<sup>th</sup> April 2023

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

Dear Sirs,

**Sub: Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> March 2023**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, please find enclosed the quarterly Compliance Report on Corporate Governance for the quarter ended 31<sup>st</sup> March 2023.

We request you kindly take note of the above intimation.

Thanking You,

Yours faithfully,  
**For Tata Power Renewable Energy Limited**

**Jeraz Mahernosh**  
**Company Secretary**

Encl: As above

**Tata Power Renewable Energy Limited**

CIN : U40108MH2007PLC168314

C/o The Tata Power Company Limited

Corporate Centre, A Block, 34 Sant Tukaram Road, Carnac Bunder, Mumbai 400 009

Tel: +91 22 6717 1000 Extn: 1626

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: **TATA POWER RENEWABLE ENERGY LIMITED**
2. Quarter ending : 31<sup>st</sup> March 2023

Title (Mr./Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) <sup>&amp;</sup>	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 Regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Saurabh Agrawal	DIN - 02144558	Chairperson-Non-Executive-Non-Independent	18.10.2022			NA	13.08.1969	3	0	2	0
Dr.	Praveer Sinha	DIN - 01785164	Non-Executive-Non-Independent	07.05.2018			NA	08.04.1962	1	0	0	0
Mr.	Sanjay Vijay Bhandarkar	DIN - 01260274	Non-Executive-Independent	05.05.2017	05.05.2020		71	26.03.1968	3	3	5	2
Ms.	Anjali Bansal	DIN - 00207746	Non-Executive-Independent	18.10.2022			6	25.02.1971	4	4	2	0
Mr.	Rajiv Mehrishi	DIN - 00208189	Non-Executive-Independent	18.10.2022			6	08.08.1955	3	3	3	1
Mr.	Eduard Ruijs	DIN - 0971381	Non-Executive-Non-Independent	18.10.2022			NA	05.04.1971	0	0	2	0

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to managing director or CEO: No

<sup>s</sup>PAN of any director would not be displayed on the website of Stock Exchange;

<sup>&</sup>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.

<b>II. Composition of Committees</b>					
<b>Name of Committee</b>	<b>Whether Regular Chairperson appointed</b>	<b>Name of Committee Members</b>	<b>Category (Chairperson/Executive/Non-Executive/independent/Nominee)<sup>&amp;</sup></b>	<b>Date of Appointment</b>	<b>Date of Cessation</b>
1. Audit Committee of Directors	Yes	Mr. S. V. Bhandarkar	Chairperson-Non-Executive-Independent	06.05.2017	
		Mr. Eduard Ruijs	Non-Executive-Non Independent	12.12.2022	
		Ms. Anjali Bansal	Non-Executive-Independent	12.12.2022	
		Mr. Rajiv Mehrishi	Non-Executive-Independent	12.12.2022	
2. Nomination & Remuneration Committee	Yes	Ms. Anjali Bansal	Chairperson -Non-Executive-Independent	12.12.2022	
		Mr. S. V. Bhandarkar	Non-Executive-Independent	06.05.2017	
		Mr. Saurabh Agrawal	Non-Executive-Non Independent	12.12.2022	
3. Corporate Social Responsibility and Sustainability Committee	Yes	Mr. Rajiv Mehrishi	Chairperson - Non-Executive-Independent	12.12.2022	
		Dr. Praveer Sinha	Non-Executive-Non Independent	12.12.2022	
		Mr. Eduard Ruijs	Non-Executive-Non Independent	12.12.2022	
4. Risk Management Committee	Yes	Ms. Anjali Bansal	Chairperson -Non-Executive-Independent	12.12.2022	
		Dr. Praveer Sinha	Non-Executive-Non Independent	12.12.2022	
		Mr. Eduard Ruijs	Non-Executive-Non Independent	12.12.2022	
5. Stakeholder Relationship Committee	Yes	Mr. S. V. Bhandarkar	Chairperson - Non-Executive-Independent	12.12.2022	
		Dr. Praveer Sinha	Non-Executive-Non Independent	12.12.2022	
		Mr. Eduard Ruijs	Non-Executive-Non Independent	12.12.2022	

<sup>&</sup>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.

<b>III. Meeting of Board of Directors</b>						
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met* Yes/No	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)	
18.10.2022 12.12.2022	23.01.2023 31.01.2023	Yes Yes	6 6	3 3	54 days 41 days 7 days	
<i>* to be filled in only for the current quarter meetings</i>						
<b>IV. Meeting of Committees</b>						
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) Yes/No	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	23.01.2023	Yes	3	2	18.10.2022	96 days
Nomination & Remuneration Committee	No meeting held	Yes	NA	NA	No meeting held	NA
Corporate Social Responsibility and Sustainability Committee	28.03.2023	Yes	3	1	No meeting held	NA
Risk Management Committee	28.03.2023	Yes	2	0	No meeting held	NA
Stakeholders Relationship Committee	28.03.2023	Yes	3	1	No meeting held	NA
<i>*This information has to be mandatorily given for audit committee. For rest of the committees, giving this information is optional.</i>						
<i>**to be filled in only for the current quarter meetings</i>						
<b>V. Related Party Transactions</b>						
Subject					Compliance status (Yes/No/NA) <sup>refer note below</sup>	
Whether prior approval of audit committee obtained					Yes	
Whether shareholder approval obtained for material RPT					NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee					Yes	

**Note**

*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.*

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

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.  
Currently, the composition of the Board of Directors is in compliance with the provisions of the Companies Act, 2013. In view of the provision under listing regulations relating to Board Composition which have been made applicable to High Value Debt listed entities, the Company shall reconstitute its Board within the timelines specified.
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. Corporate Social Responsibility Committee – Yes
  - d. Stakeholders Relationship Committee -Yes
  - e. Risk Management Committee# -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 -Yes
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.
  - c. Any comments/observations/advice of the Board of Directors may be mentioned here: N.A.

**Name & Designation: Jeraz Mahernosh**  
**Company Secretary & Compliance officer/~~Managing Director/CEO~~**