



18th January 2024

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

Dear Sir / Ma'am,

Sub: Compliance Report on Corporate Governance for the quarter ended 31st December 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 31st December 2023.

We request you kindly take note of the above intimation.

Thanking You,

Yours faithfully,
For Tata Power Renewable Energy Limited

Jeraz E Mahernosh
Company Secretary
FCS: 7008

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

Email: tprel@tatapower.com Website: www.tatapowerrenewables.com

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **TATA POWER RENEWABLE ENERGY LIMITED**
2. Quarter ending : 31st December 2023

Title (Mr./Ms.)	Name of the Director	PAN^s & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)^{&}	Initial date of Appointment	Date of Re-appointment	Date of cessation	Tenure* (in months)	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 PAN AAGPA7428L	Chairperson- Non-Executive- Non-Independent	18.10.2022	-	-	NA	13.08.1969	3	0	2	0
Dr.	Praveer Sinha	DIN – 01785164 PAN ALJPS8886J	Non-Executive- Non-Independent	07.05.2018	-	-	NA	08.04.1962	1	0	1	0
Ms.	Anjali Bansal	DIN – 00207746 PAN AJMPB0292J	Non-Executive- Independent	18.10.2022	-	-	14.14	25.02.1971	4	4	2	0
Mr.	Rajiv Mehrishi	DIN – 00208189 PAN ADDPM4594P	Non-Executive- Independent	18.10.2022	-	-	14.14	08.08.1955	4	4	4	2
Mr.	Edward Winter	DIN – 10110377 PAN NA	Non-Executive- Non-Independent	17.04.2023	-	-	NA	02.01.1983	0	0	2	0
Mr.	Seethapathy Chander	DIN – 02336635 PAN BDLPS0626R	Non-Executive- Independent	05.05.2023	-	-	7.27	27.12.1954	0	0	3	1
Mr.	Deepesh Nanda	DIN – 03151401 PAN AAZPN2423R	Executive	01.11.2023	-	-	NA	18.08.1973	0	0	1	0

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)&	Date of Appointment	Date of Cessation
1. Audit Committee of Directors	Yes	Mr. Seethapathy Chander	Chairman-Non-Executive-Independent	05.05.2023	
		Ms. Anjali Bansal	Non-Executive-Independent	12.12.2022	
		Mr. Rajiv Mehrishi	Non-Executive-Independent	12.12.2022	
		Mr. Edward Winter	Non-Executive-Non Independent	05.05.2023	
2. Nomination & Remuneration Committee	Yes	Ms. Anjali Bansal	Chairperson -Non-Executive-Independent	12.12.2022	
		Mr. Seethapathy Chander	Non-Executive-Independent	05.05.2023	
		Mr. Saurabh Agrawal	Non-Executive-Non Independent	12.12.2022	
3. Corporate Social Responsibility and Sustainability Committee	Yes	Mr. Rajiv Mehrishi	Chairman- Non-Executive-Independent	12.12.2022	
		Dr. Praveer Sinha	Non-Executive-Non Independent	12.12.2022	
		Mr. Edward Winter	Non-Executive-Non Independent	24.04.2023	
4. Risk Management Committee	Yes	Mr. Seethapathy Chander	Chairperson - Non-Executive-Independent	20.07.2023	
		Dr. Praveer Sinha	Non-Executive-Non Independent	12.12.2022	
		Mr. Edward Winter	Non-Executive-Non Independent	24.04.2023	
5. Stakeholder Relationship Committee	Yes	Mr. Seethapathy Chander	Chairman - Non-Executive-Independent	05.05.2023	
		Dr. Praveer Sinha	Non-Executive-Non Independent	12.12.2022	
		Mr. Edward Winter	Non-Executive-Non Independent	05.05.2023	

&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.

III. Meeting of Board of Directors						
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)	
20.07.2023 17.08.2023	18.10.2023	- Yes	- 4	- 1	- 61 days	
<i>* to be filled in only for the current quarter meetings</i>						
IV. Meeting of Committees						
	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	18.10.2023	Yes	3	2	20.07.2023	89 days
Nomination & Remuneration Committee	No meeting held	NA	NA	NA	No meeting held	NA
Corporate Social Responsibility and Sustainability Committee	No meeting held	NA	NA	NA	No meeting held	NA
Risk Management Committee	07.11.2023	Yes	3	1	No meeting held	NA
Stakeholders Relationship Committee	07.11.2023	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>						
V. Related Party Transactions						
Subject				Compliance status (Yes/No/NA) ^{refer note below}		
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: It shall be placed in the forthcoming Board Meeting.
 - c. Any comments/observations/advice of the Board of Directors may be mentioned here: N.A.

Details of Material Related Party Transactions during the quarter ended 31st December 2023:

Nil

Details of Cyber Security Incidence:

Details of Cyber Security Incidence	
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	Brief details of the event
	NA

Name & Designation: Jeraz E Mahernosh
Company Secretary & Compliance Officer/Managing Director/CEO