

The SIXTEENTH ANNUAL GENERAL MEETING of TATA POWER RENEWABLE ENERGY LIMITED will be held on Monday the 10<sup>th</sup> day of July 2023 at 11:00 a.m. through Video Conferencing/ Other Audio Visual Means (VC/OAVM) at Bombay House, 24, Homi Mody Street, Mumbai 400 001 to transact the following business:

**Ordinary Business:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023, together with the Reports of the Board of Directors and the Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31<sup>st</sup> March 2023, together with the Report of the Auditors thereon.
3. To appoint a Director in place of Dr. Praveer Sinha (DIN: 01785164), who retires by rotation and, being eligible, offers himself for re-appointment.

**Special Business:**

**4. Appointment of Mr. Edward Winter as a Director**

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

“RESOLVED that Mr. Edward Victor Gillis Rosborg Winter (DIN: 10110377), who was appointed as an Additional Director of the Company effective 17<sup>th</sup> April 2023, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, in terms of Section 161 of Companies Act, 2013, ('Act') (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with Article 79 of the Articles of Association of the Company, who holds office up to the date of the next General Meeting of the Company in terms of the Act, and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

**5. Appointment of Mr. Seethapathy Chander as an Independent Director**

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

“RESOLVED that Mr. Seethapathy Chander (DIN: 02336635), who was appointed as an Additional Independent Director of the Company with effect from 5<sup>th</sup> May 2023, by the Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, in terms of Section 161 of the Companies Act, 2013 ('Act') read with Article 79 of the Articles of Association of the Company and who is eligible for appointment and who has consented to act as a Director of the Company and in respect of whom the Company has received a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act (including any statutory modification or re-enactment thereof for the time being in force), the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, Regulation 17 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015 ("Listing Regulations") as amended from time to time and Article 74 of the Articles of Association of the Company, the appointment of Mr. Seethapathy Chander (DIN: 02336635) who meets the criteria for independence as provided in Section 149(6) of the Act and the Rules framed thereunder and Regulation 16(1)(b) of the Listing

Regulations, and who has submitted a declaration to that effect, and who is eligible for appointment, as an Independent Director of the Company, not liable to retire by rotation, for a term of three years commencing from 5<sup>th</sup> May 2023 upto 4<sup>th</sup> May 2026, be and is hereby approved.”

#### 6. Ratification of Cost Auditor's Remuneration

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

“RESOLVED that pursuant to the provisions of Section 148(3) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the remuneration of ₹ 3,00,000/- plus applicable taxes, travel and actual out-of-pocket expenses payable to M/s. Sanjay Gupta and Associates, Cost Accountants (Firm Registration No.000212) who are appointed as Cost Auditors to conduct the audit of cost records maintained by the Company for the Financial Year 2023-24.”

#### NOTES:

1. Pursuant to General Circulars No.14/2020 dated 8<sup>th</sup> April 2020, No.17/2020 dated 13<sup>th</sup> April 2020, No.20/2020 dated 5<sup>th</sup> May 2020, No. 02/2021 dated 13<sup>th</sup> January 2021, No. 21/2021 dated 14<sup>th</sup> December 2021, No. 2/2022 dated 5<sup>th</sup> May 2022 and No. 10/2022 dated 28<sup>th</sup> December 2022 issued by the Ministry of Corporate Affairs (collectively referred to as ‘MCA Circulars’), the Company is convening the 16<sup>th</sup> Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.

Further, Securities and Exchange Board of India (SEBI), vide its Circulars dated 12<sup>th</sup> May 2020, 15<sup>th</sup> January 2021, 13<sup>th</sup> May 2022 and 5<sup>th</sup> January 2023 (SEBI Circulars) and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

2. In compliance with the applicable provisions of the Companies Act, 2013 (the Act), the Listing Regulations and MCA Circulars, the 16<sup>th</sup> AGM of the Company is being held through VC/OAVM on Monday, 10<sup>th</sup> July 2023 at 11:00 a.m. (IST). The proceedings of the AGM will be deemed to be conducted at the Office of The Tata Power Company Limited at Bombay House, 24, Homi Mody Street, Mumbai 400 001 which shall be deemed venue of the AGM.
3. As per the provisions of Clause 3.B.IV. of the General Circular No. 20/ 2020 dated May 5, 2020, the matters of Special Business as appearing at Item Nos.4 to 6 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.
4. The relative Explanatory Statement pursuant to Section 102 of the Act, in regard to the business as set out in Item Nos.4 to 6 above and the relevant details of the Director seeking appointment and re-appointment as set out in Item Nos.3 to 5 above as required under Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India, is annexed hereto as Annexure-A.
5. **PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.**

6. Corporate Members intending to appoint their authorized representatives to attend the AGM through VC or OAVM are requested to send a certified copy of the Board Resolution to the Company.
7. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act. The Members will be allowed to pose questions during the course of the AGM. The queries can also be given in advance by e-mail at [tprel@tatapower.com](mailto:tprel@tatapower.com).
8. In the case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
9. In line with the MCA Circular dated 5<sup>th</sup> May 2020, Notice of the AGM along with the Explanatory Statement is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company.
10. The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the AGM by following the procedure mentioned in the Notice.

**11. INSTRUCTIONS FOR MEMBERS ATTENDING THE AGM THROUGH VC/OAVM:**

- The Members will be provided with a facility to attend the AGM through VC/OAVM through the Microsoft Teams platform and they may access the same from the link sent on their e-mail. On clicking the link as provided by the Company, the Members will be able to attend and participate in the proceedings of the AGM and pose questions.
- Members may join the AGM through Laptops, Smartphones, Tablets and iPads for a better experience. Further, Members will be required to allow a camera and to use the Internet at a good speed to avoid any disturbance during the AGM. Please note that participants connecting from Mobile Devices or Tablets or through Laptops connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective networks. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any glitches.
- The matters of Special Business as appearing in the accompanying Notice, are considered to be unavoidable by the Board and hence, forming part of this Notice.
- The Chairman shall, at the AGM, at the end of discussion on the resolution on which voting is to be held, allow voting, for all those Members who are present during the AGM through VC/OAVM.
- Only those Members who will be present at the AGM through VC/OAVM facility and are otherwise not barred from doing so, shall be eligible to vote at the AGM.
- Members who need assistance before or during the AGM may contact Mr. Jeraz E. Mahernosh, Company Secretary by e-mailing at [tprel@tatapower.com](mailto:tprel@tatapower.com).
- The Notice will also be available on the Company's website at [www.tatapowerrenewables.com](http://www.tatapowerrenewables.com)
- The AGM shall be conducted through the Microsoft Teams platform and as the number of members is less than 50, the Chairman may decide to conduct the voting by show of hands, unless demand for a poll is made by any member in accordance with Section 109 of the Act. In case of a poll on any resolution at the AGM, Members are requested to convey their vote at [tprel@tatapower.com](mailto:tprel@tatapower.com).

12. The statutory records and registers/returns, shall be available for inspection electronically during business hours except Saturday, Sunday and National Holiday from the date hereof up to the date of this AGM and during the AGM. Members seeking inspection of such documents may send their request in writing in advance to the Company at [tprel@tatapower.com](mailto:tprel@tatapower.com)

By Order of the Board of Directors,  
**For Tata Power Renewable Energy Limited**

**Jeraz E. Mahernosh**  
**Company Secretary**  
FCS No.: 7008

Mumbai, 24<sup>th</sup> April 2023

**Registered Office:**

c/o The Tata Power Co. Ltd., Corporate Center B,  
34, Sant Tukaram Road, Carnac Bunder,  
Mumbai 400 009.

CIN: U40108MH2007PLC168314

Tel: 022 67171637

e-mail: [tprel@tatapower.com](mailto:tprel@tatapower.com)

Website: [www.tatapowerrenewables.com](http://www.tatapowerrenewables.com)

### EXPLANATORY STATEMENT

As required by Section 102 of the Companies Act, 2013 (the Act), the following Explanatory Statement sets out all material facts relating to the business mentioned under Item Nos. 4 to 6 of the accompanying Notice dated 24<sup>th</sup> April 2023.

**Item No.4:** Based on the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors appointed Mr. Edward Victor Gillis Rosborg Winter as an Additional Non-Executive Director of the Company with effect from 17<sup>th</sup> April 2023 pursuant to Section 161(1) of the Act and Article 79 of the Articles of Association of the Company. This is in accordance with the the Shareholder Agreement and Share Subscription Agreement executed between the Company, The Tata Power Company Limited and Greenforest New Energies Bidco Limited on 14<sup>th</sup> April 2022.

In terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to seek approval of shareholders for the appointment of a person on the Board of Directors to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Mr. Winter holds office only up to the date of the next General Meeting or three months whichever is earlier but is eligible for appointment as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing his candidature for the office of Director.

The Company has also received from Mr. Winter (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act. Mr. Winter has also confirmed that he is not debarred from holding the office of a Director by virtue of any order passed by SEBI or any such authority.

A brief profile of Mr. Winter is as under:

Mr. Edward Winter, Managing Director, joined the BlackRock Global Infrastructure Funds team (BGIF) in 2018. The BGIF team manages approximately USD 9 Bn. in capital commitments across three vintages. BGIF invests globally in essential contracted infrastructure assets and businesses by capitalizing on the long-term trends of decarbonization, decentralization and digitalization. The BGIF team has created over 40 portfolio companies across the globe for the Funds and includes over 60 investment professionals who are located in Greenwich (Connecticut), London, Singapore, Houston and Mexico City. The BGIF team joined BlackRock in 2017 from First Reserve, a private equity firm that was founded in 1983 and created the BGIF infrastructure platform in 2008. The BGIF team raised the first two vintages while at First Reserve.

His responsibilities include investment origination, execution, monitoring and exit strategy. At BGIF, Mr. Winter has led investments in Calisen, Medgaz, Kellas Midstream and ADNOC Oil Pipelines. Prior to joining BGIF, Mr. Winter was a Managing Director with Macquarie Group's Macquarie Capital, most recently in their London office, where he was leading Macquarie Capital's European conventional energy business as part of the Energy & Infrastructure Group. Prior to this, Mr. Winter was also Co-head of Macquarie Capital's Resources Infrastructure business. Mr. Winter graduated from Monash University with a Bachelor of Laws and Bachelor of Commerce majoring in Finance and from INSEAD with a Masters of Finance.

Having regard to the qualifications, experience and knowledge, the Board considers that his association would be of immense benefit to the Company.

Further details and current directorships of Mr. Winter are provided in the Annexure to this Notice.

The Board recommends the Resolution at Item No.4 of the accompanying Notice for approval by the Members of the Company.

Other than Mr. Winter and his relatives, none of the Directors or Key Managerial Personnel (KMP) of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No.4 of the accompanying Notice.

Mr. Winter is not related to any Director or KMP of the Company.

**Item No.5:** Based on the recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors appointed Mr. Seethapathy Chander as an Additional Independent Director of the Company with effect from 5<sup>th</sup> May 2023 pursuant to Section 161(1) of the Act and Article 79 of the Articles of Association of the Company.

In terms of Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is required to seek approval of shareholders for the appointment of a person on the Board of Directors to be taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Mr. Chander holds office only up to the date of the next General Meeting or three months whichever is earlier but is eligible for appointment as a Director. The Company has, in terms of Section 160(1) of the Act, received in writing a notice from a Member, proposing his candidature for the office of Director.

The Company has received declaration from Mr. Chander to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act, read with the Rules framed thereunder and Regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. The Company has also received from Mr. Chander (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 and (ii) intimation in Form DIR-8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164(2) of the Act. Mr. Chander has also confirmed that he is not debarred from holding the office of a Director by virtue of any order passed by SEBI or any such authority.

Further, Mr. Chander has confirmed that he is not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company.

In the opinion of the Board, Mr. Chander fulfils the conditions specified in the Act, Rules and Listing Regulations for appointment as Independent Director and he is independent of the management of the Company.

A brief profile of Mr. Chander is as under:

Mr. Chander has over 4 decades of multi-faced experience in Power sector as well as areas of business strategy, portfolio management, investments, ICT infrastructure development, private sector operations and public-private partnerships.

Mr. Chander is a B.Tech. (Electrical) from IIT, Delhi and holds a Specialist Diploma in Business Management in Human Resources. Mr. Chander started his career as Executive Trainee, NTPC in February 1977 (first batch best trainee), and worked in transmission systems. He was responsible for commissioning of NTPC's first 400 kV installations and introduction of new High Voltage Direct Current transmission technology in India.

He has served in Asian Development Bank (ADB) for 23 years from 1992 to 2015, working on energy policy, planning, portfolio management, power sector reforms (in India, Bangladesh, Maldives, Nepal and Laos) ICT infrastructure development, ADB's long-term strategy, private sector operations and public-private partnerships.

Post his superannuation from ADB, he was Senior Advisor to the President and Head of Operations at the Asian Infrastructure Investment Bank, an Independent Director on Tata Power Group entities, NTPC Limited (2016 to 2019) and Energy Efficiency Services Limited (2018 to 2020) and an honorary Senior Advisor to the Secretary General, World Energy Council.

Mr. Chander has worked in infrastructure development projects in 23 countries, has extensively travelled the world over for his project works and published 63 papers, some of which have won awards. He is also on the Boards of Tata Power Solar Systems Limited, Walwhan Renewable Energy Limited, Poolavadi Windfarm Limited (TPREL subsidiaries) and Prolearner Interactives, a technology start-up which is developing a training based in virtual reality and haptics.

Having regard to the qualifications, experience and knowledge, the Board considers that his association would be of immense benefit to the Company.

Further details and current directorships of Mr. Chander are provided in the Annexure to this Notice.

The Board recommends the Resolution at Item No.5 of the accompanying Notice for approval by the Members of the Company.

Other than Mr. Chander and her relatives, none of the Directors or Key Managerial Personnel (KMP) of the Company or their respective relatives is concerned or interested in the Resolution mentioned at Item No.5 of the accompanying Notice.

Mr. Chander is not related to any Director or KMP of the Company.

**Item No. 6:** Pursuant to Section 148 of the Act, the Company is required to have the audit of its cost records conducted by a cost accountant in practice. On the recommendation of the Audit Committee of Directors, the Board of Directors has approved the appointment of M/s. Sanjay Gupta & Associates, Cost Accountants (SGA) (Firm Registration No.000212) as the Cost Auditors of the Company to conduct audit of cost records maintained by the Company for Financial Year 2023-24, at a remuneration of 3,00,000/- plus applicable taxes, travel and actual out-of-pocket expenses.

SGA has furnished a certificate regarding their eligibility for appointment as Cost Auditors of the Company. They have vast experience in the field of cost audit and have conducted the audit of the cost records of the Company for the previous year under the provisions of the Companies Act, 2013 and the rules thereunder.

None of the Directors, Key Managerial Personnel and their relatives are, in any way, concerned or interested in the Resolution at Item No. 6 of the accompanying Notice.

The Board commends the Resolution at Item No.6 of the accompanying Notice for approval of the Members of the Company.

By Order of the Board of Directors,  
**For Tata Power Renewable Energy Limited**

**Jeraz E. Mahernosh**  
**Company Secretary**  
FCS No.:7008

Mumbai, 24<sup>th</sup> April 2023

**Registered Office:**

c/o The Tata Power Co. Ltd., Corporate Center B,  
34, Sant Tukaram Road, Carnac Bunder,  
Mumbai 400 009.

CIN: U40108MH2007PLC168314

Tel: 022 67171637

e-mail: [tprel@tatapower.com](mailto:tprel@tatapower.com)

Website: [www.tatapowerrenewables.com](http://www.tatapowerrenewables.com)

**Details of the Director seeking re-appointment at the forthcoming Annual General Meeting  
(In pursuance of Secretarial Standard - 2 on General Meetings)**

<b>Name of Director</b>	<b>Dr. Praveer Sinha</b> (Retirement by Rotation)
<b>DIN</b>	01785164
<b>Date of Birth (Age)</b>	8 <sup>th</sup> April 1962 (61 years)
<b>Date of Appointment</b>	4 <sup>th</sup> May 2018
<b>Expertise in specific functional areas</b>	<p>Dr. Praveer Sinha is the CEO &amp; Managing Director of The Tata Power Company Limited.</p> <p>Dr. Sinha is a seasoned power professional, with a career spanning over almost four decades. He has held several leadership positions across the power sector value chain.</p> <p>As CEO &amp; MD of Tata Power Delhi Distribution Limited, he was instrumental in driving the turnaround of the discom through technological and social interventions and setting a benchmark operational model for other discoms and developing countries to follow.</p> <p>Under his current leadership, Tata Power is at the forefront of transforming itself from a century old power utility company into a new-age sustainable, technology oriented and customer centric green energy solutions company.</p> <p>Dr. Sinha has led multiple partnerships with National and International technology partners and institutional associations. He has contributed significantly towards setting up the first international incubator in India for promoting innovations in the clean energy space.</p> <p>He is the Chairman of CII Western Region Council and cochairs the CII National Committee on Power.</p>
<b>Qualifications</b>	<ul style="list-style-type: none"> <li>• Electrical Engineer</li> <li>• Master's in Business Law from National Law University, Bangalore</li> <li>• PhD. from Indian Institute of Technology, Delhi.</li> </ul>
<b>Directorships held in other Public companies (excluding foreign companies)</b>	<ul style="list-style-type: none"> <li>• The Tata Power Company Limited</li> <li>• TP Northern Odisha Distribution Limited</li> <li>• TP Western Odisha Distribution Limited</li> <li>• TP Southern Odisha Distribution Limited</li> <li>• TP Central Odisha Distribution Limited</li> <li>• Tata Power Delhi Distribution Limited</li> <li>• Tata Power Solar Systems Limited</li> <li>• Tata Projects Limited</li> </ul>
<b>Committee position held in other companies</b>	<p><b><u>Nomination and Remuneration Committee</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• Tata Power Delhi Distribution Limited</li> <li>• TP Western Odisha Distribution Limited</li> <li>• TP Central Odisha Distribution Limited</li> <li>• TP Southern Odisha Distribution Limited</li> <li>• TP Northern Odisha Distribution Limited</li> <li>• Tata Projects Limited</li> </ul> <p><b><u>Corporate Social Responsibility Committee</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• The Tata Power Company Limited</li> </ul>



	<p><b><u>Project Review Committee</u></b> <i>Chairman</i></p> <ul style="list-style-type: none"> <li>• Tata Projects Limited</li> </ul> <p><b><u>Committee of Directors for Tata Power Group Re-structuring</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• The Tata Power Company Limited</li> </ul> <p><b><u>Committee for Sale of Properties</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• The Tata Power Company Limited</li> </ul> <p><b><u>Long Term Loans and Borrowings</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• The Tata Delhi Distribution Company Limited</li> </ul> <p><b><u>Stakeholders Relationship Committee</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• The Tata Power Company Limited</li> </ul>
<b>Remuneration</b>	N.A.
<b>No. of meetings of the Board attended during the year</b>	11
<b>No. of shares held:</b> <b>(a) Own</b> <b>(b) For other persons on a beneficial basis</b>	Nil Nil
<b>Name of Director</b>	<b>Mr. Edward Winter</b>
<b>DIN</b>	10110377
<b>Date of Birth (Age)</b>	2 <sup>nd</sup> January 1983 (40 years)
<b>Date of Appointment</b>	17 <sup>th</sup> April 2023
<b>Expertise in specific functional areas</b>	<p>Mr. Edward Winter, Managing Director, joined the BlackRock Global Infrastructure Funds team (BGIF) in 2018. The BGIF team manages approximately USD 9 Bn. in capital commitments across three vintages. BGIF invests globally in essential contracted infrastructure assets and businesses by capitalizing on the long-term trends of decarbonization, decentralization and digitalization. The BGIF team has created over 40 portfolio companies across the globe for the Funds and includes over 60 investment professionals who are located in Greenwich (Connecticut), London, Singapore, Houston and Mexico City. The BGIF team joined BlackRock in 2017 from First Reserve, a private equity firm that was founded in 1983 and created the BGIF infrastructure platform in 2008. The BGIF team raised the first two vintages while at First Reserve.</p> <p>His responsibilities include investment origination, execution, monitoring and exit strategy. At BGIF, Mr. Winter has led investments in Calisen, Medgaz, Kellas Midstream and ADNOC Oil Pipelines. Prior to joining BGIF, Mr. Winter was a Managing Director with Macquarie Group's Macquarie Capital, most recently in their London office, where he was leading Macquarie Capital's European conventional energy business as part of the Energy &amp; Infrastructure Group. Prior to this, Mr. Winter was also Co-head of Macquarie Capital's Resources Infrastructure business. Mr. Winter graduated from</p>

	Monash University with a Bachelor of Laws and Bachelor of Commerce majoring in Finance and from INSEAD with a Masters of Finance.
<b>Qualifications</b>	<ul style="list-style-type: none"> <li>• Bachelors of Law from Monash University</li> <li>• Bachelor of Commerce from Monash University</li> <li>• Masters of Finance from INSEAD</li> </ul>
<b>Directorships held in other Public companies (excluding foreign companies)</b>	<ul style="list-style-type: none"> <li>• TP Saurya Limited</li> <li>• Walwahan Renewable Energy Limited</li> <li>• Tata Power Solar Systems Limited</li> <li>• Tata Power Green Energy Limited</li> </ul>
<b>Committee position held in other companies</b>	<p><b><u>Audit Committee</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• Tata Power Solar Systems Limited</li> <li>• Walwahan Renewable Energy Limited</li> </ul>
<b>Remuneration</b>	N.A.
<b>No. of meetings of the Board attended during the year</b>	1
<b>No. of shares held:</b> <b>(a) Own</b> <b>(b) For other persons on a beneficial basis</b>	<p>Nil</p> <p>Nil</p>

<b>Name of Director</b>	<b>Mr. Seethapathy Chander</b>
<b>DIN</b>	02336635
<b>Date of Birth (Age)</b>	27 <sup>th</sup> December 1954 (68 years)
<b>Date of Appointment</b>	5 <sup>th</sup> May 2023
<b>Expertise in specific functional areas</b>	<p>Mr. Seethapathy Chander has over 4 decades of multi-faced experience in Power sector as well as areas of business strategy, portfolio management, investments, ICT infrastructure development, private sector operations and public-private partnerships.</p> <p>Mr. Chander is a B.Tech. (Electrical) from IIT, Delhi and holds a Specialist Diploma in Business Management in Human Resources. Mr. Chander started his career as Executive Trainee, NTPC in February 1977 (first batch best trainee), and worked in transmission systems. He was responsible for commissioning of NTPC's first 400 kV installations and introduction of new High Voltage Direct Current transmission technology in India.</p> <p>He has served in Asian Development Bank (ADB) for 23 years from 1992 to 2015, working on energy policy, planning, portfolio management, power sector reforms (in India, Bangladesh, Maldives, Nepal and Laos) ICT infrastructure development, ADB's long-term strategy, private sector operations and public-private partnerships.</p> <p>Post his superannuation from ADB, he was Senior Advisor to the President and Head of Operations at the Asian Infrastructure Investment Bank, an Independent Director on Tata Power Group entities, NTPC Limited (2016 to 2019) and Energy Efficiency Services Limited (2018 to 2020) and an honorary Senior Advisor to the Secretary General, World Energy Council.</p>

	<p>Mr. Chander has worked in infrastructure development projects in 23 countries, has extensively travelled the world over for his project works and published 63 papers, some of which have won awards. He is also on the Boards of Tata Power Solar Systems Limited, Walwhan Renewable Energy Limited, Poolavadi Windfarm Limited (TPREL subsidiaries) and Prolearner Interactives, a technology start-up which is developing a training based in virtual reality and haptics.</p>
<b>Qualifications</b>	<ul style="list-style-type: none"> <li>• B. Tech (Electrical) from Indian Institute of Technology, Delhi.</li> <li>• Specialist Diploma in Business Management in Human Resources.</li> </ul>
<b>Directorships held in other Public companies (excluding foreign companies)</b>	<ul style="list-style-type: none"> <li>• Poolavadi Windfarm Limited</li> <li>• Tata Power Solar Systems Limited</li> <li>• Walwhan Renewable Energy Limited</li> <li>• Promont Amenities Private Limited</li> <li>• Prolearner Interactives Private Limited</li> </ul>
<b>Committee position held in other companies</b>	<p><b><u>Audit Committee</u></b> <i>Chairman</i></p> <ul style="list-style-type: none"> <li>• Tata Power Solar Systems Limited</li> </ul> <p><i>Member</i></p> <ul style="list-style-type: none"> <li>• Poolavadi Windfarm Limited</li> <li>• Walwhan Renewable Energy Limited</li> </ul> <p><b><u>Nomination and Remuneration Committee</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• Poolavadi Windfarm Limited</li> <li>• Walwhan Renewable Energy Limited</li> </ul> <p><b><u>Corporate Social Responsibility Committee</u></b> <i>Member</i></p> <ul style="list-style-type: none"> <li>• Tata Power Solar Systems Limited</li> </ul>
<b>Remuneration</b>	N.A.
<b>No. of meetings of the Board attended during the year</b>	N.A.
<b>No. of shares held:</b> <b>(a) Own</b> <b>(b) For other persons on a beneficial basis</b>	<p>Nil</p> <p>Nil</p>