



25-10-2022

To,
The Department of Corporate
Services
Bombay Stock Exchange Ltd (BSE)
P.J. Towers, Dalal Street,
Mumbai - 400 001

Essar Power Limited

Essar House
11, K. K. Marg,
Mahalaxmi,
Mumbai – 400 034
India

Corporate Identity Number
U40100GJ1991PLC064824

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www.essar.com

Ref: Script Code: 946734/946808/949336/949474

Sub: Report on Corporate Governance under Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

This is with reference to submission of report on the Corporate Governance made by the Company pursuant to Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 on 21st October, 2022. We regret to inform you that while making submission of the report a wrong file was uploaded giving data post September 30, 2022.

We enclose herewith correct file for Report on Corporate Governance for the quarter ended September 30, 2022 and express our sincere regret for the submission of erroneous file. Request your good offices to kindly take the revised report enclosed herewith on record.

Thanking you.

Yours faithfully,

For Essar Power Limited

Prakash Khedekar
Company Secretary
Membership No. 15214

CIN – U40100GJ1991PLC064824

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Report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: Essar Power Limited
2. Quarter ending: September 30, 2022

I. Composition of Board of Directors												
Title (Mr./ Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) &	Initial Date of Appointment	Date of Reappointment	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 proviso 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.	Birendra Kumar Mohapatra	08205254	Non-Executive - Independent Director	28-08-2018	-	-	49 months & 4 days	10-01-1961	0	0	0	2
Mrs.	Priyanka Oka	08066379	Non-Executive - Independent Director	24-09-2022	-	-	7 days	15-04-1982	1	1	4	0
Mrs.	Ruvalma Shet	08088389	Non-Executive - Non Independent Director	18-08-2022	-	-	1 month & 14 days	15-09-1983	0	0	1	0
Mr.	Vishnu Dutt Mutha	08366070	Non-Executive - Non Independent Director	17-05-2022	-	-	4 month & 14 days	06-08-1971	0	0	1	0
Whether Regular chairperson appointed: No												
Whether Chairperson is related to managing director or CEO: N.A.												
<p>^{\$}PAN of any director would not be displayed on the website of Stock Exchange</p> <p>^{&}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</p> <p>* 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.</p> <p>#While calculating directorships in listed entities, only directorships in equity listed companies have been considered in accordance with Explanation under Regulation 17A of SEBI Listing Regulations.</p> <p>@While calculating the committee positions of the Directors, both listed and unlisted Public companies including high value debt listed entities have been considered.</p>												

II. Composition of Committees					
<i>Name of Committee</i>	<i>Whether Regular chairperson appointed</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/ Non- Executive/ independent/Nominee) \$</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1. Audit Committee	Yes	Mr. Birendra Mohapatra	Chairperson and Non-Executive - Independent Director	28-08-2018	-
		Mrs. Priyanka Oka	Non-Executive - Independent Director	24-09-2022	-
		Mr. Vishnu Dutt Mutha	Non-Executive - Non Independent Director	17-05-2022	-
2. Nomination & Remuneration Committee	Yes	Mr. Birendra Mohapatra	Chairperson and Non-Executive - Independent Director	28-08-2018	-
		Mrs. Priyanka Oka	Non-Executive - Independent Director	24-09-2022	-
		Mrs. Ruvalma Shet	Non-Executive - Non Independent Director	18-08-2022	-
3. ^Risk Management Committee(if applicable)	-	-	-	-	-
4. Stakeholders Relationship Committee	Yes	Mr. Birendra Mohapatra	Chairperson and Non-Executive - Independent Director	28-08-2018	-
		Mrs. Priyanka Oka	Non-Executive - Independent Director	24-09-2022	-
		Mrs. Ruvalma Shet	Non-Executive – Non-Independent Director	18-08-2022	-
<p>^{&}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</p> <p>[^]The Audit, Risk and Compliance Committee of the Company carries out the requisite activities and functions as prescribed under the role and responsibility of the Risk Management Committee under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Constituting new Risk Management Committee would result in overlap of the activities carried out by Audit, Risk and Compliance Committee of the Company.</p>					
III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
17-05-2022	07-07-2022	Yes	4	2	28
08-06-2022	20-07-2022	Yes	4	2	12
	13-08-2022	Yes	4	2	23

	18-08-2022	Yes	4	2	4
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* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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	13-08-2022	Yes	3	2	08-06-2022	65 days
Nomination & Remuneration Committee	18-08-2022	Yes	3	2	08-06-2022 17-05-2022	70 days
Stakeholders Relationship Committee	No meeting was held in the current quarter	-	-	-	No meeting was held during the previous quarter	-

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

**to be filled in only for the current quarter meetings

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

Note:

1 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.

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

VI. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 - Yes</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <p>a. Audit Committee - Yes</p> <p>b. Nomination & Remuneration Committee - Yes</p> <p>c. Stakeholders Relationship Committee - Yes</p> <p>d. Risk management committee (as applicable) – The Audit, Risk and Compliance Committee of the Company carries out the requisite activities and functions as prescribed under the role and responsibility of the Risk Management Committee under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Constituting new Risk Management Committee would result in overlap of the activities carried out by Audit, Risk and Compliance Committee of the Company.</p> <p>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</p> <p>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</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. – Yes</p>			
VII. Half yearly Affirmations			
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	NA
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	NA
VIII. Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	During the period under review, the Company has given Inter Corporate Deposit to its subsidiary/ies whose accounts are consolidated with Essar Power Limited.		

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below		The Figure should be mentioned in Actual INR only	
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	N.A.	N.A.	N.A.
Promoter Group or any other entity controlled by them	N.A.	N.A.	N.A.
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	N.A.	N.A.	N.A.
Promoter Group or any other entity controlled by them	N.A.	N.A.	N.A.
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	N.A.	N.A.	N.A.
Promoter Group or any other entity controlled by them	N.A.	N.A.	N.A.
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

(D) Additional Information		
II. Affirmations		
Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	-	-

For Essar Power Limited

**Prakash Khedekar
Company Secretary
Membership No.15214**

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.