

April 19, 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

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**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,

Pursuant to Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Report on Corporate Governance for the quarter ended March 31, 2022.

Kindly take the same on record.

Thanking you.

Yours faithfully,  
For Essar Power Limited

**Prakash Khedekar**  
Company Secretary



**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: March 31, 2022

<b>I. Composition of Board of Directors</b>												
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	-	-	43 months & 4 days	10-01-1961	0	0	0	2
Mr.	Virendra Singh Verma	07843461	Non-Executive - Independent Director	25-03-2022	-	-	7 days	02-01-1950	0	0	5	0
Mrs.	Priya Chakravarty	08667704	Non-Executive - Non Independent Director	07-02-2022	-	-	1 month & 22 days	29/11/1971	0	0	1	0
Mr.	C S Krishnakumar	06990687	Non-Executive - Non Independent Director	25-03-2022	-	-	7 days	10-05-1970	0	0	2	0
Mr.	Vinod Jain	07313473	Non-Executive - Non Independent Director	06-11-2021	-	-	4 month & 25 days	05-03-1971	0	0	0	0
Whether Regular chairperson appointed: No												
Whether Chairperson is related to managing director or CEO: N.A.												
<p><sup>\$</sup>PAN of any director would not be displayed on the website of Stock Exchange</p> <p><sup>&amp;</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</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>												

<b>II. Composition of Committees</b>					
<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	
		Mr. Virendra Singh Verma	Non-Executive - Independent Director	25-03-2022	
		Mr. C S Krishnakumar	Non-Executive - Non Independent Director	25-03-2022	
2. Nomination & Remuneration Committee	Yes	Mr. Birendra Mohapatra	Chairperson and Non-Executive - Independent Director	28-08-2018	
		Mr. Virendra Singh Verma	Non-Executive - Independent Director	25-03-2022	
		Mr. C S Krishnakumar	Non-Executive - Non Independent Director	25-03-2022	
3. ^Risk Management Committee(if applicable)	-	-	-	-	-
4. Stakeholders Relationship Committee	Yes	Mr. Birendra Mohapatra	Chairperson and Non-Executive - Independent Director	28-08-2018	
		Mrs. Priya Chakravarty	Non-Executive - Non Independent Director	25-03-2022	
		Mr. C S Krishnakumar	Non-Executive – Non-Independent Director	25-03-2022	
§ <i>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</i> ^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.					
<b>III. Meeting of Board of Directors</b>					
<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>
06-11-2021	14-02-2022	Yes	5	2	93
13-11-2021	-	-	-	-	-
* to be filled in only for the current quarter meetings					

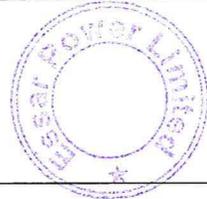
<b>IV. Meetings of Committees</b>						
Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit	14-02-2022	Yes	3	2	06-11-2021	93
	-	-	-	-	13-11-2021	-
Nomination & Remuneration Committee	No Meeting was held during the relevant quarter	-	-	-	06-11-2021	-
Stakeholders Relationship Committee	25-03-2022	Yes	2	-	No Meeting was held during the previous quarter	-
<p>* 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</p>						
<b>V. Related Party Transactions</b>						
<b>Subject</b>					<b>Compliance status (Yes/No/NA)</b>	
					<i>refer note below</i>	
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	
<b>Note:</b>						
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

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 - Yes
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. Stakeholders Relationship Committee - Yes
  - 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.
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. 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

For Essar Power Limited

Prakash Khedekar  
Company Secretary



### **Note:**

*Information at Table I and II above need to be necessarily given in 1<sup>st</sup> 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.*