

1. Name of Listed Entity: **JSW Energy Limited**

2. Quarter ended: **31<sup>st</sup> March, 2021**

**I. Composition of Board of Directors**

| Titl e<br>(Mr.<br>/<br>Mrs<br>/Ms<br>. ) | Name of the<br>Director    | PAN <sup>s</sup> & DIN | Category<br>(Chairperso<br>n /<br>Executive /<br>Non-<br>Executive /<br>independent<br>/ Nominee) & | Date of<br>Birth | Initial Date<br>of<br>appointment | Date of<br>Re-<br>appoint<br>ment | Date of<br>cessati<br>on | Tenure*                     | Number<br>of<br>Directors<br>hip in<br>listed<br>entities<br>including<br>this listed<br>entity<br>(Refer<br>Regulatio<br>n 17(A) of<br>Listing<br>Regulatio<br>ns) | Number of<br>Independ<br>ent<br>Directorsh<br>ip in listed<br>entities<br>including<br>this listed<br>entity<br>(Refer<br>Regulatio<br>n 17A(1)<br>of Listing<br>Regulatio<br>ns) | Number of<br>memberships<br>in Audit /<br>Stakeholder<br>Committee(s)<br>including this<br>listed entity<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | Number of<br>post of<br>Chairperson<br>in Audit /<br>Stakeholder<br>Committee<br>held in listed<br>entities<br>including this<br>listed entity<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations)** |
|--|----------------------------|------------------------|---|------------------|-----------------------------------|-----------------------------------|--------------------------|-----------------------------|---|---|---|---|
| Mr.                                      | Sajjan Jindal              | AADPJ5110D<br>00017762 | Chairperson<br>- Executive  | 05/12/1959       | 20/10/2003                        | --                                | --                       | --                          | 3   | 0   | 0   | 0   |
| Mr.                                      | Prashant Jain              | ACNPJ6049F<br>01281621 | Executive   | 26/09/1971       | 16/06/2017                        | --                                | --                       | --                          | 1   | 0   | 2   | 0   |
| Mr.                                      | Chandan<br>Bhattacharya    | ADZPB9238K<br>01341570 | Non-<br>Executive -<br>Independent  | 13/01/1945       | 01/04/2014                        | 01/04/20<br>19                    | --                       | 7 years                     | 1   | 1   | 2   | 2   |
| Mr.                                      | Sattiraju<br>Seshagiri Rao | ABBPR6254R<br>00150816 | Non-<br>Executive-<br>Independent   | 11/11/1947       | 03/05/2018                        | --                                | --                       | 2 years<br>and 11<br>months | 2   | 2   | 5   | 1   |



|     |                            |                        |                           |            |            |    |    |                     |   |   |   |   |
|-----|----------------------------|------------------------|---------------------------|------------|------------|----|----|---------------------|---|---|---|---|
| Mr. | Sunil Goyal                | AADPG7780L<br>00503570 | Non-Executive-Independent | 04/10/1967 | 17/06/2019 | -- | -- | 1 year and 9 months | 2 | 1 | 4 | 0 |
| Ms. | Rupa Devi Singh            | ABKPS5803J<br>02191943 | Non-Executive-Independent | 24/01/1956 | 17/06/2019 | -- | -- | 1 year and 9 months | 2 | 2 | 3 | 0 |
| Mr. | Munesh Khanna <sup>#</sup> | AGIPK9644C<br>00202521 | Non-Executive-Independent | 12/05/1962 | 26/03/2021 | -- | -- | 5 days              | 2 | 2 | 1 | 0 |

\$ PAN number of any director would not be displayed on the website of Stock Exchange

& 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

\*\* includes Chairmanship in all public limited companies, whether listed or unlisted as per NSE FAQs received by mail dated 11<sup>th</sup> October, 2019.

<sup>#</sup> - Mr. Munesh Khanna appointed as an Independent Director w.e.f. 26<sup>th</sup> March, 2021 subject to approval of the Members at the ensuing Annual General Meeting of the Company

| <b>II. Composition of Committees</b>                    |   |   |  |                          |
|---|---|---|--|--------------------------|
| <b>Name of Committee</b>                                | <b>Name of Committee members</b>  | <b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$</b>  | <b>Date of Appointment</b>                           | <b>Date of Cessation</b> |
| 1. Audit Committee                                      | 1. Mr. Chandan Bhattacharya<br>2. Mr. Sattiraju Seshagiri Rao<br>3. Ms. Rupa Devi Singh<br>4. Mr. Sunil Goyal | Chairman - Non-Executive - Independent<br>Non-Executive – Independent<br>Non-Executive – Independent<br>Non-Executive - Independent | 19-12-2007<br>27-07-2018<br>15-07-2020<br>15-07-2020 | -<br>-<br>-<br>-         |
| 2. Compensation and Nomination & Remuneration Committee | 1. Mr. Chandan Bhattacharya<br>2. Mr. Sunil Goyal<br>3. Ms. Rupa Devi Singh                                   | Chairman - Non-Executive – Independent<br>Non-Executive – Independent<br>Non-Executive – Independent                                | 27-05-2010<br>12-06-2020<br>15-07-2020               | -<br>-<br>-              |
| 3. Stakeholders Relationship Committee <sup>1</sup>     | 1. Mr. Chandan Bhattacharya   | Chairman - Non-Executive - Independent  | 21-07-2009   | -                        |



|   |   |   |  |             |
|---|---|---|--|-------------|
|   | 2. Mr. Prashant Jain<br>3. Mr. Sunil Goyal                                    | Executive<br>Non-Executive – Independent  | 16-06-2017<br>12-06-2020               | -<br>-      |
| 4. Risk Management Committee  | 1. Mr. Chandan Bhattacharya<br>2. Mr. Prashant Jain<br>3. Mr. Sunil Goyal     | Chairman - Non-Executive - Independent<br>Executive<br>Non-Executive - Independent    | 01-11-2010<br>16-06-2017<br>09-10-2020 | -<br>-<br>- |
| 5. Corporate Social Responsibility Committee  | 1. Ms. Rupa Devi Singh<br>2. Mr. Chandan Bhattacharya<br>3. Mr. Prashant Jain | Chairperson - Non-Executive - Independent<br>Non-Executive - Independent<br>Executive | 12-06-2020<br>03-05-2013<br>16-06-2017 | -<br>-<br>- |
| <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> |   |   |  |             |

| <b>III. Meeting of Board of Directors</b>   |   |  |                                     |  |
|---|---|--|-------------------------------------|--|
| <i>Date(s) of Meeting (if any) in the previous quarter and current quarter</i>                            | <i>Maximum gap between any two consecutive meetings (in number of days)</i> | <i>Whether requirement of quorum met</i> | <i>Number of Directors present*</i> | <i>No. of Independent Directors attending the meeting*</i> |
| 03.11.2020  | -   | Yes                                      | 5                                   | 3  |
| 29.01.2021  | 86  | Yes                                      | 6                                   | 4  |
| 26.03.2021  | 55  | Yes                                      | 6                                   | 5  |
| *Details pertaining to attendance of Directors and Independent Directors are for current quarter Meetings |   |  |                                     |  |



| <b>IV. Meeting of Committees AUDIT COMMITTEE</b>  |  |  |                                     |  |
|---|--|--|-------------------------------------|--|
| <i>Date(s) of Meeting (if any) in the previous quarter and current quarter</i>  | <i>Maximum gap between any two consecutive meetings in number of days*</i> | <i>Whether requirement of Quorum met (details)</i> | <i>Number of Directors present*</i> | <i>No. of Independent Directors attending the meeting*</i> |
| 02.11.2020  | -  | Yes  | 3                                   | 3  |
| 03.11.2020  | 0  | Yes  | 3                                   | 3  |
| 28.01.2021  | 85   | Yes  | 4                                   | 4  |
| 29.01.2021  | 0  | Yes  | 4                                   | 4  |
| 25.03.2021  | 54   | Yes  | 4                                   | 4  |
| This information has to mandatorily be given for audit committee, for rest of the committees giving this information is optional<br>*Details pertaining to attendance of Directors and Independent Directors are for current quarter Meetings |  |  |                                     |  |

| <b>V. Related Party Transactions</b>   |   |
|--|---|
| <b>Subject</b>   | <b>Compliance status (Yes/No/NA) refer note below</b> |
| Whether prior approval of audit committee obtained   | Yes   |
| Whether shareholder approval obtained for material RPT   | Yes   |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes   |



## 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 (applicable to the top 500 listed entities) –**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. The report submitted in the previous quarter will be placed before Board of Directors. -**YES**
6. Any comments / observations / advice of Board of Directors may be mentioned here: **NONE**

For **JSW Energy Limited**



**Monica Chopra**  
Company Secretary



## ANNEXURE II

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

| <b>I. Disclosure on website in terms of Listing Regulations</b>  |                             |   |
|--|-----------------------------|---|
| <b>Item</b>  | <b>Com<br/>plian<br/>ce</b> |   |
| Details of business  | Yes                         | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |
| Terms and conditions of appointment of independent directors   | Yes                         | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |
| Composition of various committees of board of directors  | Yes                         | <a href="https://www.jsw.in/energy/board-committees">https://www.jsw.in/energy/board-committees</a>   |
| Code of conduct of board of directors and senior management personnel  | Yes                         | <a href="https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies">https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies</a>   |
| Details of establishment of vigil mechanism/ Whistle Blower policy   | Yes                         | <a href="https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies">https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies</a>   |
| Criteria of making payments to non-executive directors   | Yes                         | <a href="https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies">https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies</a>   |
| Policy on dealing with related party transactions  | Yes                         | <a href="https://www.jsw.in/investors/energy/jsw-energy-related-party-transactions">https://www.jsw.in/investors/energy/jsw-energy-related-party-transactions</a>   |
| Policy for determining 'material' subsidiaries   | Yes                         | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |
| Details of familiarization programmes imparted to independent directors  | Yes                         | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |
| Contact information of the designated officials of the listed entity who are responsible for   | Yes                         | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |
| email address for grievance redressal and other relevant details   | Yes                         | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |
| Financial results  | Yes                         | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |
| Shareholding pattern   | Yes                         | <a href="https://www.jsw.in/investors/energy/jsw-energy-fy-2019-20-corporate-governance-shareholding-pattern">https://www.jsw.in/investors/energy/jsw-energy-fy-2019-20-corporate-governance-shareholding-pattern</a> |
| Details of agreements entered into with the media companies and/or their associates  | NA                          |   |
| Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange | Yes                         | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |



|   |     |   |
|---|-----|---|
| New name and the old name of the listed entity  | NA  |   |
| Advertisements as per regulation 47 (1)   | Yes | <a href="https://www.jsw.in/investors/energy/jsw-energy-fy-2019-20-financials-">https://www.jsw.in/investors/energy/jsw-energy-fy-2019-20-financials-</a>   |
| Credit rating or revision in credit rating obtained   | Yes | <a href="https://www.jsw.in/investors/energy/jsw-energy-credit-ratings">https://www.jsw.in/investors/energy/jsw-energy-credit-ratings</a>   |
| Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year | Yes | <a href="https://www.jsw.in/investors/energy/jsw-energy-fy-2019-20-financials-financial-statement-subsidiaries">https://www.jsw.in/investors/energy/jsw-energy-fy-2019-20-financials-financial-statement-subsidiaries</a> |
| Whether company has provided information under separate section on its website as per Regulation 46(2)                | Yes | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |
| Materiality Policy as per Regulation 30   | Yes | <a href="https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies">https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies</a>   |
| Dividend Distribution policy as per Regulation 43A (as applicable)  | Yes | <a href="https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-">https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-</a>   |
| It is certified that these contents on the website of the listed entity are correct                                   | Yes | <a href="https://www.jsw.in/energy">https://www.jsw.in/energy</a>   |

| <b>II Annual Affirmations</b>  |                          |                                      |
|--|--------------------------|--------------------------------------|
| <b>Particulars</b>   | <b>Regulation Number</b> | <b>Compliance status (Yes/No/NA)</b> |
| <i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i> | 16(1)(b) & 25(6)         | Yes                                  |
| <i>Board composition</i>   | 17(1)                    | Yes                                  |
| <i>Meeting of Board of directors</i>   | 17(2)                    | Yes                                  |
| <i>Review of Compliance Reports</i>  | 17(3)                    | Yes                                  |
| <i>Plans for orderly succession for appointments</i>   | 17(4)                    | Yes                                  |
| <i>Code of Conduct</i>   | 17(5)                    | Yes                                  |
| <i>Fees/compensation</i>   | 17(6)                    | Yes                                  |
| <i>Minimum Information</i>   | 17(7)                    | Yes                                  |
| <i>Compliance Certificate</i>  | 17(8)                    | Yes                                  |
| <i>Risk Assessment &amp; Management</i>  | 17(9)                    | Yes                                  |
| <i>Performance Evaluation of Independent Directors</i>   | 17(10)                   | Yes                                  |
| <i>Composition of Audit Committee</i>  | 18(1)                    | Yes                                  |
| <i>Meeting of Audit Committee</i>  | 18(2)                    | Yes                                  |
| <i>Composition of nomination &amp; remuneration committee</i>  | 19(1) & (2)              | Yes                                  |
| <i>Composition of Stakeholder Relationship Committee</i>   | 20(1) & (2)              | Yes                                  |
| <i>Composition and role of risk management committee</i>   | 21(1),(2),(3),(4)        | Yes                                  |



|  |                         |     |
|--|-------------------------|-----|
| <i>Vigil Mechanism</i>   | 22                      | Yes |
| <i>Policy for related party Transaction</i>  | 23(1),(5),(6),(7) & (8) | Yes |
| <i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>                                   | 23(2), (3)              | Yes |
| <i>Approval for material related party transactions</i>  | 23(4)                   | Yes |
| <i>Composition of Board of Directors of unlisted material Subsidiary</i>   | 24(1)                   | Yes |
| <i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>                               | 24(2),(3),(4),(5) & (6) | Yes |
| <i>Maximum Directorship &amp; Tenure</i>   | 25(1) & (2)             | Yes |
| <i>Meeting of independent directors</i>  | 25(3) & (4)             | Yes |
| <i>Familiarization of independent directors</i>  | 25(7)                   | Yes |
| <i>Memberships in Committees</i>   | 26(1)                   | Yes |
| <i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i> | 26(3)                   | Yes |
| <i>Disclosure of Shareholding by Non-Executive Directors</i>   | 26(4)                   | Yes |
| <i>Policy with respect to Obligations of directors and senior management</i>   | 26(2) & 26(5)           | Yes |

### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. – **Yes**




**Name** : **Monica Chopra**  
**Designation** : **Company Secretary**