

1. Name of Listed Entity: JSW Energy Limited

2. Quarter ended: 31<sup>st</sup> March, 2022

**1. Composition of Board of Directors**

Title (Mr. / Mrs /Ms .)	Name of the Director	DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure*	Number of Directorship in listed entities including this listed entity (Refer Regulation 17(A) of Listing Regulations)	Number of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Number of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)**
Mr.	Sajjan Jindal	00017762	Chairperson - Executive	05/12/1959	20/10/2003	--	--	--	3	0	0	0
Mr.	Prashant Jain	01281621	Executive	26/09/1971	16/06/2017	--	--	--	1	0	2	0
Mr.	Chandan Bhattacharya	01341570	Non-Executive - Independent	13/01/1945	01/04/2014	01/04/2019	--	8 years	1	1	2	2
Mr.	Sunil Goyal	00503570	Non-Executive-Independent	04/10/1967	17/06/2019	--	--	2 years and 9 months	3	2	5	1

Ms.	Rupa Devi Singh	02191943	Non-Executive-Independent	24/01/1956	17/06/2019	--	--	2 years and 9 months	2	2	3	0
Mr.	Munesh Khanna	00202521	Non-Executive-Independent	12/05/1962	26/03/2021	--	--	1 year	3	3	2	0
Mr.	Pritesh Vinay	08868022	Executive	03/03/1976	24/03/2022	--	--	8 days	2	0	0	0
Mr.	Rajeev Sharma	00973413	Non-Executive-Independent	01/06/1960	24/03/2022			8 days	1	1	0	0

& 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.

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	1. Mr. Chandan Bhattacharya 2. Ms. Rupa Devi Singh 3. Mr. Sunil Goyal	Chairman - Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent	19-12-2007 15-07-2020 15-07-2020	- - -
2. Compensation and Nomination & Remuneration Committee	1. Mr. Chandan Bhattacharya 2. Mr. Sunil Goyal 3. Ms. Rupa Devi Singh	Chairman - Non-Executive - Independent Non-Executive - Independent Non-Executive - Independent	27-05-2010 12-06-2020 15-07-2020	- - -
3. Stakeholders Relationship Committee	1. Mr. Chandan Bhattacharya 2. Mr. Prashant Jain 3. Mr. Sunil Goyal	Chairman - Non-Executive - Independent Executive Non-Executive - Independent	21-07-2009 16-06-2017 12-06-2020	- - -
4. Risk Management Committee	1. Mr. Chandan Bhattacharya	Chairman - Non-Executive - Independent	01-11-2010	-

	2. Mr. Prashant Jain 3. Mr. Sunil Goyal	Executive Non-Executive - Independent	16-06-2017 09-10-2020	- -
5. Corporate Social Responsibility Committee	1. Ms. Rupa Devi Singh 2. Mr. Chandan Bhattacharya 3. Mr. Prashant Jain	Chairperson - Non-Executive - Independent Non-Executive - Independent Executive	12-06-2020 03-05-2013 16-06-2017	- - -
6. Sustainability Committee	1. Mr. Sunil Goyal 2. Ms. Rupa Devi Singh 3. Mr. Prashant Jain	Chairman - Non-Executive - Independent Non-Executive - Independent Executive	15-10-2020 15-10-2020 15-10-2020	- - -
\$ 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 and current quarter	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of quorum met	Number of Directors present	No. of Independent Directors attending the meeting
29.10.2021	90	Yes	6	4
25.11.2021	26	Yes	6	4
19.01.2022	54	Yes	6	4
24.03.2022	63	Yes	7	5

### IV. Meeting of Committees – Audit Committee

Date(s) of Meeting (if any) in the previous quarter and current quarter	Maximum gap between any two consecutive meetings in number of days	Whether requirement of Quorum met (details)	Number of Directors present	No. of Independent Directors attending the meeting
28.10.2021	89	Yes	3	3

29.10.2021		0	Yes	3	3
25.11.2021		26	Yes	3	3
18.01.2022		53	Yes	3	3
19.01.2022		0	Yes	3	3
24.03.2022		63	Yes	3	3

**V. Meeting of Committees - Compensation and Nomination & Remuneration Committee**

<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>
23.03.2022	NA	Yes	3	3

**VI. Meeting of Committees - Stakeholders Relationship Committee**

<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>
18.01.2022	NA	Yes	3	2

**VII. Meeting of Committees - Risk Management Committee**

<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>
24.11.2021	152	Yes	3	2
18.01.2022	54	Yes	3	2
23.03.2022	63	Yes	3	2

**VIII. Meeting of Committees - Corporate Social Responsibility Committee**

<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>
28.10.2021	NA	Yes	3	2

**IX. Meeting of Committees - Sustainability Committee**

<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>
28.10.2021	NA	Yes	3	2

**X. Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</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

#### **XI. 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 and Compliance Officer



## 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>Compliance status</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/investors/energy/jsw-energy-corporate-governance-policies">https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies</a>
Details of familiarization programmes imparted to independent 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>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	<a href="https://www.jsw.in/investors/energy/jsw-energy-investor-information-contact-our-team">https://www.jsw.in/investors/energy/jsw-energy-investor-information-contact-our-team</a>
email address for grievance redressal and other relevant details	Yes	<a href="https://www.jsw.in/investors/energy/jsw-energy-investor-information-contact-our-team">https://www.jsw.in/investors/energy/jsw-energy-investor-information-contact-our-team</a>
Financial results	Yes	<a href="https://www.jsw.in/investors/energy/jsw-energy-fy-2021-22-financials-results">https://www.jsw.in/investors/energy/jsw-energy-fy-2021-22-financials-results</a>
Shareholding pattern	Yes	<a href="https://www.jsw.in/investors/energy/jsw-energy-fy-2021-22-corporate-governance-shareholding-pattern">https://www.jsw.in/investors/energy/jsw-energy-fy-2021-22-corporate-governance-shareholding-pattern</a>



Details of agreements entered into with the media companies and/or their	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/investors/energy/jsw-energy-fy-2021-22-financials-investor-presentations">https://www.jsw.in/investors/energy/jsw-energy-fy-2021-22-financials-investor-presentations</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-2021-22-financials-press-releases">https://www.jsw.in/investors/energy/jsw-energy-fy-2021-22-financials-press-releases</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-2020-21-financials-financial-statement-subsidiaries">https://www.jsw.in/investors/energy/jsw-energy-fy-2020-21-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-policies">https://www.jsw.in/investors/energy/jsw-energy-corporate-governance-policies</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 and Compliance Officer**