



NABHA POWER LIMITED

NPL
Nabha Power Limited

P.O. Box No -28, Near Nalash, Rajpura-140401, Punjab
Phone: 01762-277252 • Fax: 01762-277251

October 19, 2021

National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Bandra (East), Mumbai – 400051.

Dear Sir,

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

Pursuant to Regulation 27 of the LODR Regulations, please find enclosed the Report on Corporate Governance for the quarter ended September 30, 2021.

Request you to please take the above on record.

Thanking You.

Yours faithfully,

For **NABHA POWER LIMITED**

ISHRAT KAUR
COMPANY SECRETARY
(M.NO.: A46885)

Wholly Owned by L&T

Corporate Office: L&T House, N M Marg, Ballard Estate, Mumbai 400 001
CIN No: U40102PB2007PLC031039

Name of Listed Entity: Nabha Power Limited

Quarter ending: September 30, 2021

I. Composition of Board of Directors

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to managing director or CEO: No

Name of the Director	PAN	DIN	Category of Director	Date of Birth	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directors hip in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No 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)	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. Dip Sen Kishore	AIPPS4880H	03554707	Chairperson & Non-executive Director	19/03/1956	02/07/2020	NA	NA	NA	1	0	0	0
Mr. Y. V. S. Sravankumar	AAAPY1322K	01080060	Non-Executive Director	24/02/1960	18/01/2010	NA	NA	NA	0	0	2	0
Mr. Ajit Kumar Samal	AGXPS6861N	05180802	Non-Executive Director	03/01/1963	19/07/2013	NA	NA	NA	0	0	0	0
Ms. Vijaya Sampath	AHEPS6523K	00641110	Independent Director	26/05/1953	14/01/2015	14/01/2020	NA	81	7	7	6	1
Mr. Pradeep Singh	ACCP54736P	00304825	Independent Director	19/05/1952	15/04/2020	NA	NA	18	0	0	0	0



II. Composition of Committees

a) Audit Committee

Whether The Audit Committee has a Regular Chairperson: No, Chairperson is elected at every meeting

Name of Committee members	Category	Designation	Date of Appointment	Date of Cessation
Vijaya Sampath	Independent Director	Member	14/01/2021	NA
Sravankumar Venkata Satya Yeleswarapu	Non-executive Director	Member	14/01/2021	NA
Pradeep Singh	Independent Director	Member	15/04/2021	NA

b) Nomination and Remuneration Committee (NRC)

Whether The Nomination and Remuneration Committee has a Regular Chairperson: No, Chairperson is elected at every meeting

Name of Committee members	Category	Designation	Date of Appointment	Date of Cessation
Mr. Dip Sen Kishore	Non-executive Director	Member	10/07/2020	NA
Mr. Y. V. S. Sravankumar	Non-executive Director	Member	10/07/2020	NA
Ms. Vijaya Sampath	Independent Director	Member	14/01/2021	NA
Mr. Pradeep Singh	Independent Director	Member	15/04/2021	NA



c) Stakeholders' Relationship Committee (SRC)

The Company has not constituted a Stakeholders' Relationship Committee as on September 30, 2021

Explanation: The provisions of regulation 20 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 became applicable to the Company w.e.f. September 07, 2021. Considering the paucity of time, the Company could not constitute a Stakeholders' Relationship Committee on or before September 30, 2021. The Company is in process of complying with the provisions of this regulation and shall meet the requirements of this regulation in due course.

d) Risk Management Committee (RMC)

The Company has not constituted a Risk Management Committee as on September 30, 2021

Explanation: The provisions of regulation 21 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 became applicable to the Company w.e.f. September 07, 2021. Considering the paucity of time, the Company could not constitute a Risk Management Committee on or before September 30, 2021. The Company is in process of complying with the provisions of this regulation and shall meet the requirements of this regulation in due course.



III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
15/04/2021	13/07/2021	Yes	5	2	88 days

IV. Meetings of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	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 Committee	13/07/2021	Yes	3	2	15/04/2021	88 days

V. Related Party Transactions

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



V. Affirmations

Sr. No.	Subject	Compliance Status (Yes/No/NA)	Explanation
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	No	In terms of Regulation 17 of the Listing Regulations atleast half of the Company's Board is required to comprise of Independent Directors. Currently 2 out of the 5 Directors of the Company are Independent Directors. The provisions of regulation 17 of the Listing Regulations became applicable to the Company w.e.f. September 07, 2021. Considering the paucity of time, the Company could not change the Board Composition on or before September 30, 2021. The Company is in process of complying with the provisions of this regulation and shall meet the requirements of this regulation in due course.
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	No	The provisions of regulation 20 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 became applicable to the Company w.e.f. September 07, 2021. Considering the paucity of time, the Company could not constitute a Stakeholders' Relationship Committee on or before September 30, 2021. The Company is in process of complying with the provisions of this regulation and shall meet the requirements of this regulation in due course.
	d. Risk management committee (as applicable)	No	The provisions of regulation 21 of SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 became applicable to the Company w.e.f. September 07, 2021. Considering the paucity of time, the Company could not constitute a Risk Management Committee on or before September 30, 2021. The Company is in process of complying with the provisions of this regulation and shall meet the requirements of this regulation in due course.



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, Except for SRC and RMC as these committees are yet to be constituted	
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.	NA	This report is being filed for the first time. The Company will place this report before the Board in the forthcoming Board Meeting held after the date of filing this report.

Signature: Ishrat



Name: Ishrat Kaur

Designation: Company Secretary & Compliance Officer