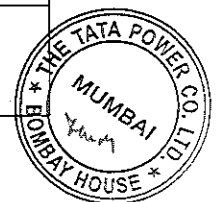


Quarterly Compliance Report on Corporate Governance

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : **THE TATA POWER COMPANY LIMITED**
2. Quarter ending : 31st December 2015

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	PAN ^s & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee) ^a	Date of Appointment in the current term /cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(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.	Cyrus P. Mistry	PAN - AERPM9037N DIN - 00010178	Chairperson- Non-Executive-	23.12.2011	-	Nil	Nil	Nil
Mr.	R. Gopalakrishnan	PAN - AADPG7657C DIN - 00027858	Non-Executive	15.01.1999/ 24.12.2015	-	2	3	Nil
Dr.	Homiar S. Vachha	PAN - AABPV3070E DIN - 00016610	Non-Executive- Independent	13.08.2014	Till 22.04.2017	2	10	3
Mr.	Nawshir H. Mirza	PAN - AFIPM8297A DIN 00044816	Non-Executive- Independent	13.08.2014	Till 12.08.2019	3	6	Nil
Mr.	Deepak M. Satwalekar	PAN - ABDPS4899K DIN 00009627	Non-Executive- Independent	13.08.2014	Till 12.08.2019.	4	2	1

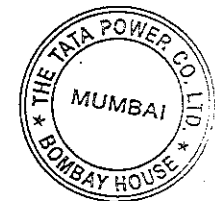


Mr.	Piyush G. Mankad	PAN - AEDPM7042R DIN - 00005001	Non-Executive- Independent	13.08.2014	Till 17.11.2016	6	10	2
Mr.	Ashok K. Basu	PAN - AFCPB2913A DIN - 01411191	Non-Executive- Independent	13.08.2014	Till 23.03.2017	4	10	3
Ms.	Vishakha V. Mulye	PAN - AAHPM5480D DIN - 00203578	Non-Executive- Independent	13.08.2014	Till 12.08.2019	1	1	Nil
Mr.	Pravin H. Kutumbe, LIC Nominee	PAN - ADMPK5724C DIN - 01629256	Non-Executive- Nominee	31.08.2015	-	Nil	1	Nil
Mr.	Anil Sardana, CEO & Managing Director	PAN - AAMPS0961N DIN - 00006867	Executive	01.02.2011	-	Nil	1	Nil
Mr.	Ashok S. Sethi, COO & Executive Director	PAN - AEUPS9393G DIN - 01741911	Executive	07.05.2014	-	Nil	1	Nil

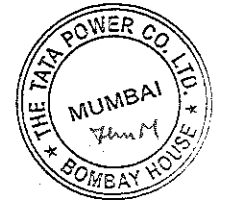
[§]PAN number of any director would not be displayed on the website of Stock Exchange

[&]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

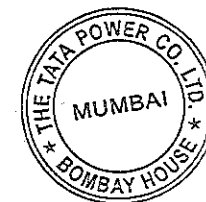
^{*} to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) ^s
1. Audit Committee	Dr. H. S. Vachha	Chairperson-Non-Executive-Independent
	Mr. D. M. Satwalekar	Non-Executive-Independent
	Mr. P. G. Mankad	Non-Executive-Independent
2. Nomination & Remuneration Committee	Mr. N. H. Mirza	Chairperson-Non-Executive-Independent
	Mr. C. P. Mistry	Non-Executive-Non-Independent
	Mr. R. Gopalakrishnan	Non-Executive-Non-Independent
	Dr. H. S. Vachha	Non-Executive-Independent
3. Risk Management Committee	Dr. H. S. Vachha	Chairperson-Non-Executive-Independent
	Mr. D. M. Satwalekar	Non-Executive-Independent
	Mr. A. S. Sethi	Executive
	Mr. R. N. Subramanyam	Chief Financial Officer
	Mr. P. G. Date	Chief - Internal Audit & Risk Management
4. Stakeholders Relationship Committee	Dr. H. S. Vachha	Chairperson-Non-Executive-Independent
	Ms. V. V. Mulye	Non-Executive-Independent
	Mr. A. S. Sethi	Executive
^s 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				
<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>Maximum gap between any two consecutive (in number of days)</i>
13.08.2015	12.10.2015, 9.11.2015			60 days
IV. Meeting of Committees				
	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee	06.11.2015 17.12.2015 22.12.2015	Yes (All members present) Yes (All members present) Yes (All members present)	07.07.2015 12.08.2015	86 days
Nomination & Remuneration Committee	01.12.2015	Yes (All members present)	22.07.2015	-
Risk Management Committee	21.10.2015	Yes (All members present)	28.07.2015	-
Stakeholders Relationship Committee	No meeting held	-	No meeting held	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				
V. Related Party Transactions				
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i> <small>refer note below</small>			
Whether prior approval of audit committee obtained	Yes			
Whether shareholder approval obtained for material RPT	N.A.			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.			
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.				



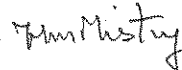
VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: First Report. This will be placed before the Board at its next meeting.

Name & Designation : Hanoz M. Mistry

Company Secretary / Compliance Officer / Managing Director / CEO

THE TATA POWER COMPANY LIMITED



COMPANY SECRETARY