

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS
[In terms of Regulation 25(7) of the
SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

The Board members of Tata Power (Independent and Non-Independent) are afforded every opportunity to familiarize themselves with the Company, its management, its operations and above all, the Industry perspective and issues. They are made to interact with senior management personnel and proactively provided with relevant news, views and updates on the Company and sector. All the information/documents sought by them is also shared with them for enabling a good understanding of the Company, its various operations and the industry of which it is a part.

In addition to the above, the Company has an exclusive web based information portal, which is available to all Directors. This has sections on Company matters; Laws & Regulations; Sustainability aspects; Company's quarterly progress on various operating units and projects under construction, etc.

A. Training session

I) A full day off-site programme captioned '**Domain Appreciation & Context Setting**' was conducted for the Board members in March 2017, wherein presentations were made by domain experts on the following topics to afford Board members an opportunity to understand and appreciate the complexities of the industry and their role therein:

- i) Macro outlook and concept of 3D
- ii) Regulatory scenario in India: DISCOM dilemma, Ujwal DISCOM Assurance Yojana, new Tariff Policy, power demand profile
- iii) Role, rights and responsibilities of Independent Directors, Corporate Governance and board effectiveness
- iv) Emergence of Renewable play, relevance of Decentralised Distributed Generation evolution e.g. Roof top Solar, Micro-grids, Storage Batteries, Hybrid local generation etc.
- v) Sustainability, CSR and Affirmative Action

The duration of the above programme was approx. 8 hours.

II) In addition, during FY17, the following information *inter alia* was also placed before the Board members for discussion, during the course of Board meetings:

- Indian Power Sector - Key Developments and Trends
- Coal and Gas - Domestic and International Trends
- Competition Update
- International Power Sector Trends and Focus Geographies
- Strategic Risks & Mitigation
- Key advocacy priorities
- Customer affection
- People perspective
- Sustainability
- Affirmative Action
- Corporate Governance
- Innovation
- Technology

B. Directors’ World

A web based portal ‘Directors’ World’ has been created to enable the Board members to keep themselves abreast of developments in the Company and the environment in which it operates. This portal contains the following information:

- i) General – Details of Board composition
- ii) Sector related
 - Power
 - Coal
 - Oil & Gas
 - Analysts Reports
 - Monthly Sector Reports
- iii) Company related
 - Flash reports
 - MIS
 - Project Updates
 - Strategic Finance
 - Board and Committee Charters
 - Energi Talk
 - Business Development
- iv) Geography related (geographies in which the Company operates)
- v) Related statutes
- vi) Sustainability
 - Bio-diversity
 - Environment
 - Corporate Social Responsibility

Management mailers are regularly sent to Directors on all significant sector and Company news items and subjects as they evolve from time to time.

C. Off-site visits to plants

The Directors are encouraged to visit the Company’s various plants and establishments, where senior Plant Heads apprise them of the operational and sustainability aspects of the Units to enable them to have full understanding and appreciation of the activities of the Company.

Thus, all efforts are made to ensure that the Directors remain current on the Company’s matters as well as sectoral and industry as also about various geographies in which it operates.

D. Summary of Familiarization programme of Independent Directors:

Total no. of hours spent on familiarization programme in the financial year 2016-17	Approx. 16 hours (including specific items at Board meetings, mentioned at A(II) above
Total no. of hours spent on familiarization programme in the financial year 2015-16	Approx. 15 hours
Cumulative hours spent on familiarization till date (from 1 st April, 2015)	Approx. 31 hours