

19th April 2024

National Stock Exchange of India Limited Exchange Plaza, 5th Floor Plot No. C/1, G Block Bandra-Kurla Complex Bandra (East) Mumbai – 400 051.

Dear Sirs,

Sub: Compliance Report on Corporate Governance for the quarter ended 31st March 2024

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find hereunder, Quarterly Compliance Report on Corporate Governance for the quarter ended 31st March, 2024.

We request you kindly take note of the above intimation.

Thanking You,

Yours faithfully, For Maithon Power Limited

Mona Purandare Company Secretary ACS 11327



1. Name of Listed Entity: MAITHON POWER LIMITED

2. Quarter ending : 31st March 2024

I. Composition of the Board of Directors												
Title (Mr./ Ms.)	Name of the Director	PAN ^{\$} & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee)&	Initial date of Appointment		Date of cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	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.	Ashish Khanna	AHUPK6960C 06699527	Chairman – Non-Executive – Non - Independent Director	08/11/2023	-	-		18/11/1966	0	0	0	0
Mr.	Joydeep Mukherjee	AFEPM1898P 08605394	Non-Executive - Non- Independent Director	08/02/2021	-	-		07/06/1965	0	0	0	0
Mr.	Amarjit Chopra	AAFPC2390G 00043355	Non-Executive Independent Director	31/03/2022	-	-	36 months	27/06/1952	0	1	1	3
Mr.	P R Ravi Mohan	ACLPR0366H 08534931	Non-Executive Independent Director	20/03/2023	-	-	36 months	29/05/1958	0	0	0	0
Mr.	Narendra Nath Misra	AAPM0327Q 00575501	Non-Executive Independent Director	23/03/2023	-	-	36 months	29/10/1954	0	1	4	1
Ms.	Nita Jha	AGYPJ6034H 10066247	Non-Executive - Non- Independent Director	23/03/2023	-	-		28/06/1981	0	0	0	0



Whether Regular chairperson appointed: Yes

Whether Chairperson is related to managing director or CEO: No

[®]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.

Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non- Executive/independent/Nominee) ^{&}	Date of Appointment	Date of Cessation
		Mr. Amarjit Chopra	Chairperson-Non-Executive-Independent	23-03-2023	-
1. Audit Committee of Directors		Mr. P.R.Ravi Mohan	Non-Executive-Independent	23-03-2023	-
	Yes	Mr. Narendra Nath Misra	Non-Executive-Independent	23-03-2023	-
		Ms. Nita Jha	Non-Executive- Non-Independent	23-03-2023	-
		Mr. Joydeep Mukherjee*	Non-Executive-Non-Independent	08-02-2021	-
		Mr. Narendra Nath Misra	Chairperson-Non-Executive-Independent	08-11-2023	-
2. Nomination and Remuneration Committee	Yes	Mr. P.R.Ravi Mohan	Non-Executive-Independent	08-11-2023	-
		Mr. Ashish Khanna	Non-Executive- Non-Independent	08-11-2023	-
		Mr. Joydeep Mukherjee*	Non-Executive-Non-Independent	08-11-2023	-
		Mr. Narendra Nath Misra	Chairperson-Non-Executive-Independent	08-11-2023	-
3. Corporate Social Responsibility Committee	Yes	Mr. Ashish Khanna	Non-Executive- Non-Independent	08-11-2023	-
		Mr. Joydeep Mukherjee	Non-Executive- Non-Independent	08-11-2023	-
		Mr. Amarjit Chopra	Chairperson-Non-Executive-Independent	08-11-2023	-
4. Diele Management Committee	Vaa	Mr. Narendra Nath Misra	Non-Executive- Independent	08-11-2023	
4. Risk Management Committee	Yes	Mr. Ashish Khanna	Non-Executive- Non-Independent	08-11-2023	-
		Mr. Joydeep Mukherjee	Non-Executive-Non-Independent	08-11-2023	-
		Mr. Amarjit Chopra	Chairperson-Non-Executive-Independent	17-10-2022	-
5. Stakeholders Relationship Committee	Yes	Ms. Nita Jha	Non-Executive- Non-Independent	22-03-2023	-
		Mr. Joydeep Mukherjee	Non-Executive- Non-Independent	17-10-2022	-

[®]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.

*Permanent Invitee of the Committee

^{\$}PAN of any director would not be displayed on the website of Stock Exchange



III. Meeting of Board of Directors							
Date(s) of Meeting (if any) in the previous quarter			Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)		
16.10.2023	16.01.2024	Yes	6	3	91		
	13.03.2024	Yes	6	3	56		

^{*} to be filled in only for the current quarter meetings

IV. Meeting of Committees

	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) Yes/No	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	16.01.2024	Yes	5^	3	16.10.2023	91
Nomination & Remuneration Committee	13.03.2024	Yes	4^	2		
Risk Management Committee	29.02.2024	Yes	4	2		
Corporate Social Responsibility Committee	29.02.2024	Yes	3	1	13.10.2023	
Stakeholders Relationship Committee Meeting	29.02.2024	Yes	3	1		

^{*}This information has to be mandatorily given for audit committee. For rest of the committees, giving this information is optional.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) ^{refer note below}
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	No*
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
VI. Details of Cyber Security Incidence	

^{**}to be filled in only for the current quarter meetings

[^] Includes Permanent Invitee of the Committee

^{*}



Whether as per Regulation 27(2) (ba) of SEBI (LODR) Fincidents or breaches, or loss of data or documents de	No	
Date of the Event	Brief details of the event	NA

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.
- *Shareholder approval for material RPT: The Company could not comply with regulation 23(4) of SEBI LODR in respect of obtaining approval of its shareholders for material Related Party Transactions as all the shareholders are related parties and could not vote on such resolution approving the same.

VII. Affirmations

- 1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 (Listing Regulations): 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. Corporate Social Responsibility Yes
 - d. Stakeholders Relationship Committee -Yes
 - e. 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. a. This report has been placed before Board of Directors: Yes
 - b. The report submitted in the previous quarter has been placed before Board of Directors: Yes
 - c. Any comments/observations/advice of the Board of Directors may be mentioned here: N.A.

Note: Owing to the reconstitution of the Risk Management Committee, only one RMC meeting could be held during the year. The Company will ensure that an additional RMC is held in the following year.

Details of Material Related Party Transactions during the quarter ended 31st March 2024:

During the quarter ended 31st March 2024, the Company has entered into transactions for sale of power with Tata Power Trading Company Limited amounting to ₹ 505.10 crore and with Damodar Valley Corporation ₹ 120.30 crore

Maithon Power Limited

Name & Designation: Mona Purandare Company Secretary & Compliance Officer

(A Joint Venture of Tata Power & DVC)