



11th January, 2019
BJ/SH-L2/

BSE Limited
Corporate Relationship Department
1st Floor, New Trading Ring
Rotunda Bldg., P. J. Towers
Dalal Street, Fort
Mumbai – 400 001.
Scrip Code: 500400

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

Dear Sirs,

Quarterly Compliance Report on Corporate Governance

In terms of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we forward herewith the Quarterly Compliance Report on Corporate Governance of the Company, for the quarter ended 31st December 2018.

Thanking you,

Yours faithfully,
For The Tata Power Company Limited

(H. M. Mistry)
Company Secretary

Encl.

TATA POWER

The Tata Power Company Limited

Registered Office Bombay House 24 Homi Mody Street Mumbai 400 001

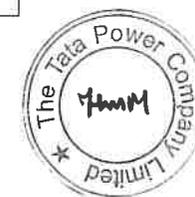
Tel 91 22 6665 8282 Fax 91 22 6665 880T

Website : www.tatapower.com Email : tatapower@tatapower.com CIN : L28920MH1919PLC000567

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 2018

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.	N. Chandrasekaran	PAN - ABJPC6349J DIN - 00121863	Chairperson- Non-Executive- Non-Independent	11.02.2017	N.A.	N.A.	Nil	Nil
Mr.	Nawshir H. Mirza	PAN - AFIPM8297A DIN - 00044816	Non-Executive- Independent	13.08.2014	Up to 12.08.2019	5	1	5
Mr.	Deepak M. Satwalekar	PAN - ABDPS4899K DIN - 00009627	Non-Executive- Independent	13.08.2014	Up to 12.08.2019	4	Nil	1
Mr.	Sanjay Vijay Bhandarkar	PAN - AAIPB0927D DIN - 01260274	Non-Executive- Independent	14.10.2016	Up to 13.10.2021	5	4	1
Ms.	Vibha Umesh Padalkar	PAN - AAAPP4403G DIN - 01682810	Non-Executive- Independent	14.10.2016	Up to 13.10.2021	2	3	1
Ms.	Anjali Bansal	PAN - AJMPB0292J DIN - 00207746	Non-Executive- Independent	14.10.2016	Upto 13.10.2021	7	1	Nil
Mr.	K. M. Chandrasekhar	PAN - ACYPM5755A DIN - 06466854	Non-Executive- Independent	04.05.2017	Up to 03.05.2022	1	Nil	Nil
Mr.	Hemant Bhargava	PAN - ACOPB2688P DIN - 01922717	Non-Executive- Nominee	24.08.2017	N.A.	N.A.	2	Nil
Mr.	Saurabh Agrawal	PAN - AAGPA7428L DIN - 02144558	Non-Executive- Non-Independent	17.11.2017	N.A.	N.A.	3	1



Mr.	Banmali Agrawala	PAN - AANPA3617N DIN - 00120029	Non-Executive- Non-Independent	17.11.2017	N.A.	N.A.	1	1
Mr.	Praveer Sinha CEO & Managing Director	PAN - ALJPS8886J DIN - 01785164	Executive	01.05.2018	N.A.	N.A.	Nil	Nil
Mr.	Ashok S. Sethi, COO & Executive Director	PAN - AEUPS9393G DIN - 01741911	Executive	01.04.2017	N.A.	N.A.	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) ^{&}
1. Audit Committee of Directors	Mr. N. H. Mirza	Chairperson-Non-Executive-Independent
	Ms. Vibha Padalkar	Non-Executive-Independent
	Mr. S. V. Bhandarkar	Non-Executive-Independent
	Mr. Saurabh Agrawal	Non-Executive-Non-Independent
2. Nomination & Remuneration Committee	Mr. D. M. Satwalekar	Chairperson-Non-Executive-Independent
	Mr. N. Chandrasekaran	Non-Executive-Non-Independent
	Ms. Anjali Bansal	Non-Executive-Independent
3. Risk Management Committee	Ms. Vibha Padalkar	Chairperson-Non-Executive-Independent
	Mr. N. H. Mirza	Non-Executive-Independent
	Mr. K. M. Chandrasekhar	Non-Executive-Independent
	Mr. Banmali Agrawala	Non-Executive-Non-Independent
	Mr. A. S. Sethi	Executive
4. Stakeholders Relationship Committee	Mr. S. V. Bhandarkar	Chairperson-Non-Executive-Independent
	Mr. Banmali Agrawala	Non-Executive-Non-Independent
	Mr. A. S. Sethi	Executive
5. Corporate Social Responsibility Committee	Ms. Anjali Bansal	Chairperson-Non-Executive-Independent
	Mr. D. M. Satwalekar	Non-Executive-Independent
	Mr. Praveer Sinha	Executive

[&]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	Date(s) of Meeting (if any) in the relevant quarter		Maximum gap between any two consecutive (in number of days)	
26-07-2018	29-10-2018		94 days	
IV. Meeting of Committees				
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee of Directors	26-10-2018	Yes (3 out of 4 members present)	25-07-2018	92 days
Nomination & Remuneration Committee	29-10-2018	Yes (3 out of 3 members present)	No meeting held	-
Risk Management Committee	05-12-2018	Yes (5 out of 5 members present)	28-09-2018	67 days
Stakeholders Relationship Committee	22-10-2018	Yes (3 out of 3 members present)	No meeting held	-
Corporate Social Responsibility Committee	26-10-2018	Yes (3 out of 3 members present)	02-08-2018	84 days
*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			N.A.	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			Yes	
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 (SEBI Listing Regulations).
2. The composition of the following committees is in terms of SEBI Listing Regulations:
 - 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 Regulations.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI Listing Regulations.
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: **The previous quarter report was placed before the Board, at its meeting held on 29th October, 2018.**

Hanoz Mistry

Name & Designation : Hanoz M. Mistry
Company Secretary & Compliance Officer / ~~Managing Director~~ / CEO

