

23 August 2022

The Sr. General Manager
Department of Corporate Services
BSE Limited
1st Floor, P. J. Towers
Dalal Street
Mumbai 400 001

Ref.: Regulation 51 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“SEBI Listing Regulations”) read with Part B of Schedule III to SEBI Listing Regulations

Dear Sirs

Sub.: Minutes of the 7th Annual General Meeting of Jhajjar Power Limited

In continuation to our letter dated 06 July 2022, please find enclosed a copy of the Minutes of the 7th Annual General Meeting (the “Meeting”) of the Members of Jhajjar Power Limited (the “Company”) held on 08 July 2022.

Further, as per SEBI LODR, this intimation would be available on the website of the Company i.e., https://www.apraava.com/investor-and-compliance/investor-and-compliance_jpl.

We request you to take the above document / information on record.

Thanking you,

Yours faithfully
For Jhajjar Power Limited

Mitesh Trivedi
Compliance Officer

Encl.: As above

Jhajjar Power Limited (An Apraava Energy Company)

Corporate Office:

7th Floor, Fulcrum, Sahar Road,
Andheri (East), Mumbai 400 099
T: +91 22 6758 8888
F: +91 22 6758 8811/8833
W: www.clpgroup.com, www.apraava.com

Registered Office:

Unit No. T-15 B, Salcon Ras Vilas, 3rd Floor,
Plot No. D-1, Saket District Centre, Saket,
New Delhi 110 017
T: +91 11 6612 0700 **F:** +91 11 6612 0777/0778
CIN No.: U40104DL2008SGC374107

Plant:

Village Khanpur, Tehsil Matenhail,
District Jhajjar, Haryana 124 142
T: +91 1251 270100
Fax: +91 1251 270105

MINUTES OF THE 14th ANNUAL GENERAL MEETING OF JHAJJAR POWER LIMITED ("JPL" / THE "COMPANY") HELD ON FRIDAY, 08 JULY 2022, AT 10:00 A.M. AT THE CORPORATE OFFICE OF THE COMPANY IN CONFERENCE ROOM 'UNIVERSE' AT 7th FLOOR, FULCRUM, SAHAR ROAD, ANDHERI (EAST), MUMBAI 400 099

The following persons were present:

Mr. Rajiv Ranjan Mishra	Member & Managing Director of the Company (In the Chair)
Mr. Naveen Munjal	Member & Director and Chairperson of the Stakeholders Relationship Committee and Risk Management Committee of the Board of Directors
Mr. Mitesh Trivedi	Member and Authorised Representative of Apraava Energy Private Limited ("Apraava Energy") (formerly known as CLP India Private Limited)
Mr. Gopinath Govindan	Member

Mr. Jayant Patil, Company Secretary, was unable to attend the Annual General Meeting (the "AGM") due to some personal exigencies.

With the consent of all the Members and Director present at the AGM, Mr. Rajiv Ranjan Mishra took the Chair. Since the requisite quorum was present, the Chairman called the Meeting to order. The quorum was present at the commencement of the AGM as also at the time of consideration of each of the items of business.

The Chairman informed the Members present that Mr. Samir Ashta, Mr. Ian Tuft, Ms. Hina Shah and Ms. Urvashi Shah, Directors of the Company, could not attend the meeting, owing to their pre-occupation and that Ms. Hina Shah, Chairperson of the Audit Committee and Ms. Urvashi Shah, Chairperson of the Nomination & Remuneration Committee had authorised Mr. Munjal to answer queries, if any, arising from the Members with respect to the said Committees. He further informed the Members that the Statutory Auditors, Secretarial Auditors, Cost Auditors and the Internal Auditor were exempted from attending the Meeting as per the requests received from them.

The Chairman informed that the AGM was held in Mumbai at the Corporate office of the Company and consents were received in advance from all the Members for the same.

Thereafter, the Chairman informed that the Company had received an authorisation from CLP India, the holding company, for the entire

19,999,940 (Nineteen Million Nine Hundred Ninety-Nine Thousand Nine Hundred and Forty) equity shares of face value INR 10 each, representing 99.99% of the paid-up equity share capital, held by it in the Company. Accordingly, 5 (five) Members (including 1 Authorised Representative) representing 99.99% of the paid-up equity share capital of the Company and 4 (four) other Members holding 10 equity shares each jointly with Apraava Energy) were personally present at the AGM. The Company did not receive any proxies.

The Chairman then informed the Members that the Register of Proxies and Authorised Representatives, the Reports of the Auditors, other Statutory Registers and the documents mentioned in the Notice convening the AGM were open and available for inspection by the Members during the continuance of the Meeting.

With the unanimous consent of all the Members present at the Meeting, the Notice convening the AGM along with the Explanatory Statement, was taken as read. The Chairman also informed that there were no qualifications, reservations or adverse remarks or disclaimers, mentioned in the Reports of the Auditors.

Thereafter, the Chairman briefed the Members about the objective and implication of the businesses proposed to be transacted at the Meeting. He invited the Members present to raise any queries pertaining to the business proposed to be transacted at the AGM. Since there were no queries from the Members, the Chairman proceeded to transact the business as mentioned in the Notice convening the AGM.

The Members waived the requirement in relation to voting on all matters arising at the Meeting by way of a poll pursuant to Article 11.3(b) of the Articles of Association of the Company, and in view of the said waiver, the voting on all matters as stated below, was done by way of a show of hands.

1. AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2022 AND THE REPORTS OF THE BOARDS OF DIRECTORS AND AUDITORS THEREON

The Chairman moved the following Ordinary Resolution which was seconded by Mr. Mitesh Trivedi:

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended 31 March 2022 and the reports of the Board of Directors and Auditors thereon laid before this Meeting, be and are hereby considered and adopted."

The Resolution was put to vote on a show of hands and was passed unanimously.

2. RE-APPOINTMENT OF MR. SAMIR ASHTA (DIN: 01957618) AS A DIRECTOR OF THE COMPANY

Mr. Mitesh Trivedi moved the following Ordinary Resolution which was seconded by Mr. Gopinath Govindan:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Samir Ashta (DIN: 01957618), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

The Resolution was put to vote on a show of hands and was passed unanimously.

3. RE-APPOINTMENT OF M/S. B S R & CO. LLP, CHARTERED ACCOUNTANTS AS STATUTORY AUDITORS OF THE COMPANY AND TO FIX THEIR REMUNERATION

Mr. Mitesh Trivedi moved the following Ordinary Resolution which was seconded by Mr. Naveen Munjal:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof), and pursuant to the recommendations of the Audit Committee and the Board of Directors of the Company, M/s. B S R & Co. LLP, Chartered Accountants, having Firm Registration Number 101248W/W-100022, be and are hereby re-appointed as the Statutory Auditors of the Company for a second term of five consecutive years, and who shall hold office from the conclusion of the 14th Annual General Meeting till the conclusion of the 19th Annual General Meeting to be held in the year 2027, at such remuneration as may be recommended by the Audit Committee and approved by the Board of Directors in consultation with the Statutory Auditors of the Company, from time to time;

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to decide and/or alter the terms and conditions of the appointment including the remuneration for subsequent financial years, as it may deem fit."

The Resolution was put to vote on a show of hands and was passed unanimously.

4. RATIFICATION OF REMUNERATION OF COST AUDITORS FOR THE FINANCIAL YEAR ENDING 31 MARCH 2023

Mr. Naveen Munjal moved the following Ordinary Resolution which was seconded by the Mr. Gopinath Govindan:

“RESOLVED THAT pursuant to the provisions of section 148 of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the Companies (Cost Records and Audit) Rules, 2014, and other applicable provisions, if any, (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof), the remuneration of INR 0.6 Mn. (Rupees Six Hundred Thousand only) and such applicable taxes and out-of-pocket expenses as may be incurred during the course of the audit, payable to M/s. Kiran J. Mehta & Co., Cost Accountants in practice (Firm Registration No. 000025) to conduct the audit of the cost records of the Company for the financial year ending 31 March 2023, as recommended by the Audit Committee and approved by the Board of Directors of the Company, be and is hereby ratified and confirmed.”

The Resolution was put to vote on a show of hands and was passed unanimously.

5. CONTINUATION OF APPOINTMENT OF DR. HINA SHAH (DIN: 06664927), NON-EXECUTIVE INDEPENDENT DIRECTOR OF THE COMPANY, AFTER THE ATTAINMENT OF THE AGE OF 75 YEARS

The Chairman moved the following Special Resolution which was seconded by the Mr. Mitesh Trivedi:

“RESOLVED THAT pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 and relevant Rules framed thereunder (including any statutory modification(s) or amendment(s) or re-enactment(s) thereof) approval of the Members of the Company be and is hereby accorded to the continuation of directorship of Dr. Hina Shah (DIN: 06664927), Non-Executive Independent Director of the Company, who was appointed with effect from 08 August 2020 for a term of 5 (five) years till 07 August 2025 and shall attain 75 years of age on 22

November 2023, for her remaining term after she attains the age of 75 years;

RESOLVED FURTHER THAT the Board of Directors of the Company or the Company Secretary of the Company for the time being are hereby severally authorised to do all acts, deeds, matters or things and take such steps as may be necessary, expedient or desirable in this regard."

The Resolution was put to vote on a show of hands and was passed unanimously.

6. VOTE OF THANKS

There being no further business, the Meeting concluded at 10:15 a.m. with a vote of thanks to the Chair.

Date: 03 AUGUST 2022
Place: MUMBAI



CHAIRMAN

Date of Entry: 03 August 2022

**CERTIFIED TRUE COPY
For Jhajjar Power Limited**

JAYANT
MANOHAR
PATIL

Digitally signed by
JAYANT MANOHAR
PATIL
Date: 2022.08.19
12:45:05 +05'30'

Jayant Patil
Chief Financial Officer and Company Secretary