21 October 2024

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

Ref.: Scrip Codes 952007 and 952011

Dear Sirs

Sub.: Corporate Governance Report for the quarter & half-year ended 30 September 2024

Pursuant to Regulation 27 of the Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("**SEBI LODR**") read with SEBI Circular dated 31 May 2021 bearing ref. no. SEBI/HO/CFD/CMD-2/P/CIR/2021/567, please find enclosed the Report on Corporate Governance for the quarter & half-year ended 30 September 2024.

Thanking you,

Yours faithfully
For Jhajjar Power Limited

MITESH BHUPENDRA TRIVEDI
Digitally signed by MITESH BHUPENDRA TRIVEDI
Date: 2024.10.21 16:22:14 +05'30'

Mitesh Trivedi
Compliance Officer

Encl.: As above

CORPORATE GOVERNANCE REPORT
FOR QUARTER AND HALF-YEAR ENDED 30 SEPTEMBER 2024
(As per SEBI circular no. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31 May 2021)

1. **Name of the Listed Entity**: Jhajjar Power Limited
2. **Quarter and Half-Year ended** 30 September 2024

I. COMPOSITION OF BOARD OF DIRECTORS																	
Title (Mr. /Ms)	**Name of the Director**	**PAN$ and DIN**	**Category (Chairperson /Executive/ Non-Executive/ independent /Nominee) &**	**Initial Date of Appointment**	**Date of Reappointment**	**Date of Cessation**	**Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulations]**	**Date of passing Special Resolution**	**Tenure* (in months)**	**Date of Birth**	**Whether director is disqualified****	**Current Status**	**No. of Directorship in listed entities including this listed entity [Refer Regulation 17A of Listing Regulations][1]**	**No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]**	**No. of memberships in Audit/ Stakeholder Committee (s) including this listed entity [Refer Regulation 26(1) of Listing Regulation (s)] [2 & 3]**	**No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) [2]**	**Reason for Cessation**
Mr.	Rajiv Ranjan Mishra	00131207	Non-Executive – Non-Independent Director	09 June 2023	--	--	Not Applicable	--	--	01 January 1966	No	Active	1	0	0	0	--
Mr.	Naveen Munjal	00230313	Non-Executive – Non-Independent Director	07 August 2008	28 July 2023	--	Not Applicable	--	--	05 December 1965	No	Active	1	0	2	1	--
Mr.	Samir Ashta	01957618	Non-Executive – Non-	13 August 2022	18 June 2024	--	Not Applicable	--	--	26 June 1964	No	Active	1	0	1	1	--

Jhajjar Power Limited

I. COMPOSITION OF BOARD OF DIRECTORS																	
Title (Mr. /Ms)	Name of the Director	PAN$ and DIN	Category (Chairperson /Executive/ Non-Executive/ independent /Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing Special Resolution	Tenure* (in months)	Date of Birth	Whether director is disqualified**	Current Status	No. of Directorship in listed entities including this listed entity [Refer Regulation 17A of Listing Regulations][1]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	No. of memberships in Audit/ Stakeholder Committee (s) including this listed entity [Refer Regulation 26(1) of Listing Regulation (s)][2 & 3]	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)[2]	Reason for Cessation
			Independent Director														
Mr.	Bhaskar Bhattacharjee	08309161	Executive – Whole-Time Director	12 August 2022	--	--	Not Applicable	--	--	22 July 1965	No	Active	1	0	1	0	--
Ms.	Hina Shah	06664927	Non-Executive – Independent Director	08 August 2020	08 July 2022#	--	Yes	08 July 2022	46	22 November 1948	No	Active	1	1	2	1	--
Ms.	Urvashi Shah	07007362	Non-Executive – Independent Director	08 August 2020	22 September 2020	--	Not Applicable	--	46	19 February 1956	No	Active	2	2	4	0	--
WHETHER REGULAR CHAIRPERSON APPOINTED: YES[4]																	
WHETHER CHAIRPERSON IS RELATED TO MANAGING DIRECTOR OR CEO: NO																	

$ As per SEBI circular no. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31 May 2021, PAN details of any director would not be displayed on the website of Stock Exchange, hence not provided here.

& 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.

Jhajjar Power Limited

I. COMPOSITION OF BOARD OF DIRECTORS																	
Title (Mr. /Ms)	Name of the Director	PAN$ and DIN	Category (Chairperson /Executive/ Non-Executive/ independent /Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Whether Special Resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing Special Resolution	Tenure* (in months)	Date of Birth	Whether director is disqualified**	Current Status	No. of Directorship in listed entities including this listed entity [Refer Regulation 17A of Listing Regulations][1]	No. of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	No. of memberships in Audit/ Stakeholder Committee (s) including this listed entity [Refer Regulation 26(1) of Listing Regulation (s)][2 & 3]	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)[2]	Reason for Cessation

** 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.*

***The details pertaining to Start date of disqualification, end date of disqualification and details of disqualification are not mentioned as the same is not applicable.*

 # While Dr. Hina Shah was appointed for a tenure of 5 years commencing from 08 August 2020 up to 07 August 2025, in accordance with applicable requirements of SEBI Listing Regulations, approval of the Members of the Company was obtained for continuation of appointment of Dr. Hina Shah beyond the age of 75 years at the Annual General Meeting held on 08 July 2022.

Notes:

1. *While calculating directorships in listed entities, only directorships in equity listed companies have been considered in accordance with explanation under Regulation 17A of SEBI Listing Regulations.*
2. *While calculating the committee positions, both listed and unlisted public companies (including high value debt listed entities) have been considered.*
3. *Number of memberships in Audit / Stakeholder Committee includes Chairpersonship, wherever applicable.*
4. *The Board of Directors of the Company, at its Meeting held on 12 August 2022, inter alia, appointed Ms. Urvashi Shah, Independent Director, as the Chairperson of all Meetings of the Board of Directors of the Company.*

Jhajjar Power Limited

II. COMPOSITION OF COMMITTEES					
Name of Committee	**Whether Regular chairperson appointed**	**Name of Committee members**	**Category (Chairperson/ Executive / Non-Executive/ independent/ Nominee) $**	**Date of Appointment**	**Date of Cessation**
1. Audit Committee	Yes	1. Dr. Hina Shah 2. Ms. Urvashi Shah 3. Mr. Naveen Munjal	1. Chairperson - Non-Executive - Independent Director 2. Non-Executive – Independent Director 3. Non-Executive- Non-Independent Director	11 February 2022 11 February 2022 11 February 2022	-- -- --
2. Nomination & Remuneration Committee	Yes	1. Dr. Hina Shah 2. Ms. Urvashi Shah 3. Mr. Samir Ashta	1. Chairperson - Non-Executive - Independent Director 2. Non-Executive – Independent Director 4. Non-Executive - Non-Independent Director	12 August 2022 12 August 2022 12 August 2022	-- -- --
3. Risk Management Committee	Yes	1. Mr. Naveen Munjal 2. Ms. Urvashi Shah 3. Mr. Samir Ashta 4. Mr. Bhaskar Bhattacharjee	1. Chairperson - Non-Executive - Non-Independent Director 2. Non-Executive – Independent Director 3. Non-Executive Non-Independent Director 4. Executive – Whole-Time Director	11 February 2022 12 August 2022 12 August 2022 12 August 2022	-- -- -- --
4. Stakeholders Relationship Committee	Yes	1. Mr. Samir Ashta 2. Mr. Bhaskar Bhattacharjee 3. Dr. Hina Shah	1. Chairperson - Non-Executive – Non-Independent Director 2. Executive – Whole-Time Director 3. Non-Executive – Independent Director	12 August 2022 12 August 2022 12 August 2022	-- -- --
5. Corporate Social Responsibility & Sustainability Committee	Yes	1. Mr. Rajiv Ranjan Mishra 2. Dr. Hina Shah 3. Mr. Bhaskar Bhattacharjee	1. Chairperson - Non-Executive - Non-Independent Director 2. Non-Executive - Independent Director 3. Executive – Whole-Time Director	20 July 2015 08 August 2020 12 August 2022	-- -- --
6. Finance & Treasury Committee	Yes	1. Mr. Naveen Munjal 2. Mr. Samir Ashta 3. Mr. Bhaskar Bhattacharjee	1. Chairperson – Non-Executive – Non-Independent Director 2. Non-Executive - Non-Independent Director 3. Executive - Whole-Time Director	12 February 2019 12 February 2019 12 August 2022	-- -- --
7. Project Committee	Yes	1. Mr. Naveen Munjal 2. Mr. Bhaskar Bhattacharjee 3. Mr. Samir Ashta	1. Chairperson - Non-Executive - Non-Independent Director 2. Executive – Whole-Time Director 3. Non-Executive - Non-Independent Director	28 August 2009 12 August 2022 12 August 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.					

Jhajjar Power Limited

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**	**Whether requirement of Quorum met***	**Total Number of Directors as on date of the meeting**	**Number of Directors present* (All directors including Independent Directors)**	**Number of independent directors present***	**Maximum gap between any two consecutive (in number of days)**
29 May 2024	08 August 2024	Yes	6	4	1	70 days
** 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)**	**Total Number of Directors in the Committee as on the date of the meeting**	**Number of Directors Present (All Directors including Independent Directors)***	**Number of independent directors present***	**Date(s) of meeting of the committee in the previous quarter**	**Maximum gap between any two consecutive (in number of days)***
Audit Committee						
08 August 2024	Yes	3	2	1	29 May 2024	70 days
Nomination and Remuneration Committee						
--	--		--	--	26 March 2024	Not Applicable
Risk Management Committee						
08 August 2024	Yes	4	4	1	12 February 2024	177 days
Stakeholders Relationship Committee						
--	--	--	--	--	--	Not Applicable
Corporate Social Responsibility & Sustainability Committee						
--	--	--	--	--	29 May 2024	Not Applicable
Finance & Treasury Committee						
--	--		--	--	22 December 2023	Not Applicable
** This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional.* ***to be filled in only for the current quarter meetings.*						

Jhajjar Power Limited

V. DETAILS OF CYBER SECURITY INCIDENCE	
Subject	**Compliance Status (Yes/No/NA)**
Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Other details of cyber security incidence or breaches or loss of data event	NA
Number of cyber security incidence or breaches or loss of data event occurring during the quarter	
Date of the event	Brief details of the event
NA	NA

VI. 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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes.
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.*	

VII. AFFIRMATIONS	COMPLIANCE STATUS (YES/NO)
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.	Yes
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)	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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	Yes

Jhajjar Power Limited

VII. AFFIRMATIONS	COMPLIANCE STATUS (YES/NO)
The corporate governance report for the quarter and year ended 30 June 2024 (submitted to the stock exchange on 19 July 2024) was placed before the Board of Directors at their Meeting held on 08 August 2024. This report would be placed at the ensuing Meeting of the Board of Directors of the Company.	
6. Any comments / observations / advice of Board of Directors may be mentioned here	Not Applicable

VII. HALF YEARLY AFFIRMATIONS	Regulation Number	COMPLIANCE STATUS (YES/NO)
1. Copy of the Annual Report including Balance Sheet, Profit and Loss account, Directors Report, Corporate Governance Report, Business Responsibility Report displayed on website	46(2)	Yes^
2. Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No*
3. Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	No*
4. Presence of Chairperson of the Stakeholder Relationship Committee at the Annual General Meeting	20(3)	Yes
5. Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
6. Submission of Annual Secretarial Compliance Report	24A(2)	Yes
7. Whether "Corporate Governance Report" disclosed in Annual Report	34(a) read with para C of Schedule V	Not Applicable

^ To the extent applicable.

**Pursuant to regulation 15 of SEBI LODR, this provision shall be applicable to a 'high value debt listed entity' on a 'comply or explain' basis until March 31, 2025 and on a mandatory basis thereafter. The Chairperson could not attend the AGM owing to pre-occupation or personal exigencies.*

I. Disclosure of Loans / guarantees / comfort letters / securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to: **NOT APPLICABLE**

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	--	--
Promoter Group or any other entity controlled by them	--	--
Directors (including relatives) or any other entity controlled by them	--	--
KMPs or any other entity controlled by them	--	--

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by: **NOT APPLICABLE**

Entity	Type (guarantee, comfort, letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them		--	--
Promoter Group or any other entity controlled by them		--	--
Directors (including relatives) or any other entity controlled by them		--	--

Jhajjar Power Limited

KMPs or any other entity controlled by them		--	--

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by: **NOT APPLICABLE**

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		--	--
Promoter Group or any other entity controlled by them		--	--
Directors (including relatives) or any other entity controlled by them		--	--
KMPs or any other entity controlled by them		--	--

II. Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company. **NOT APPLICABLE**

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;

a) by a government company to/ for the Government or government company

b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.

c) by a banking company or an insurance company; and

d) by the listed entity to its employees or directors as a part of the service conditions

2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.

For Jhajjar Power Limited

MITESH BHUPENDRA TRIVEDI

Digitally signed by MITESH BHUPENDRA TRIVEDI
Date: 2024.10.21 16:22:44 +05'30'

Mitesh Trivedi
Compliance Officer

Date: 21 October 2024
Place: Mumbai

Jhajjar Power Limited

Jhajjar Power Limited