

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity **-HPL Electric & Power Limited**
 2. Quarter ending **- 31-Mar-2017**

I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation	Tenure	No. of Directorships in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of posts of Chairperson/Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	LALIT SETH	0031202007	AATPS1284R	C & ED	21-Jan-2016		3	1	0	0
Mr.	RISHI SETH	00203469	AATPS1286P	ED	21-Jan-2016		3	1	1	0
Mr.	GAUTAM SETH	00203405	AATPS1285Q	ED	21-Jan-2016		3	1	2	0
Mr.	CHANDRA PRAKASH JAIN	00311643	ABPPJ3669N	ED	21-Jan-2016		3	1	0	0
Mr.	VINOD RATHAN	07401017	AA DPR0208E	ED	21-Jan-2016		3	1	1	0
Mr.	JATINDER SINGH SABHARWAL	07364399	AG OPS7793N	NED, ID	14-Jan-2016		2	1	1	0

	AL									
Mr.	TAR UN SEHG AL	07 38 45 92	ASE PS2 554 F	NED,ID	14-Jan- 2016		2	1	1	1
Mr.	JAIN UL HAQ UE	00 00 47 62	AA AP H64 57Q	NED,ID	14-Jan- 2016		2	1	0	0
Mr.	VIRE NDE R KUM AR BAJA J	07 40 11 06	AA APB 120 4D	NED,ID	14-Jan- 2016		2	1	2	1
Mrs.	MAD HU BALA NAT H	01 32 01 10	ABP PN9 241 A	NED,ID	14-Jan- 2016		2	1	0	0

II. Composition of Committees

Audit Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	GAUTAM SETH	ED	Member
2	TARUN SEHGAL	NED,ID	Chairperson
3	VIRENDER KUMAR BAJAJ	NED,ID	Member
4	JATINDER SINGH SABHARWAL	NED,ID	Member

Stakeholders Relationship Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	RISHI SETH	ED	Member
2	GAUTAM SETH	ED	Member
3	VINOD RATAN	ED	Member
4	VIRENDER KUMAR BAJAJ	NED,ID	Chairperson

Risk Management Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>

Nomination and Remuneration Committee			
<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>
1	JATINDER SINGH SABHARWAL	NED,ID	Chairperson
2	TARUN SEHGAL	NED,ID	Member
3	MADHU BALA NATH	NED,ID	Member

III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two</i>

14-Nov-2016	06-Feb-2017	83

IV. Meeting of Committees				
<i>Name of the committee</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
Audit Committee	06-Feb-2017	YES	14-Nov-2016	83
Stakeholders Relationship Committee				
Nomination & Remuneration Committee	06-Feb-2017	YES		

V. Related Party Transactions	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

VI. Affirmations

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)

ents)Regulations,2015

- a. AuditCommittee - **Yes**
 - b. Nomination&remunerationcommittee - **Yes**
 - c. Stakeholdersrelationshipcommittee - **Yes**
 - d. Riskmanagementcommittee(applicabletothetop100listedentities) - **Not applicable**
3. Thecommitteemembershavebeenmadeawareoftheirpowers,roleandresponsibilitiesasspecifiedinSEBI(Listingobligationsanddisclosurerequirements)Regulations,2015. - **Yes**
 4. ThemeetingsoftheboardofdirectorsandtheabovecommitteeshavebeenconductedinthemannerasspecifiedinSEBI(Listingobligationsanddisclosurerequirements)Regulations,2015.- **Yes**
 5. a. Thisreportand/orthereportssubmittedinthepreviousquarterhasbeenplacedbeforeBoardofDirectors.- **Yes**
b. Anycomments/observations/adviceofBoardofDirectorsmaybementionedhere:

Name : **Vivek Kumar**
Designation : **Company Secretary & Compliance Office**

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Yes	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b)&25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1)&(2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1)&(2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7)&(8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2),(3)	Yes

<i>Approval for material related party transactions</i>	23(4)	Not Applicable
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5)&(6)	Yes
<i>Maximum Directorship & Tenure</i>	25(1)&(2)	Yes
<i>Meeting of independent directors</i>	25(3)&(4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2)&26(5)	Yes

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Name : **Vivek Kumar**
Designation : **Company Secretary & Compliance Office**