

**Item 4 (b)-(viii)**

**A statement of the boards, councils, committees and other bodies consisting of two or more persons constituted as its part or for the purpose of its advice, and as to whether meetings of those boards, councils, committees and other bodies are open to the public, or the minutes of such meetings are accessible for public**

## 8. Information on Boards, Councils, Committees and Other Bodies related to public authority

Board/ Committees	Member(s)	Remarks
<b>BOARD</b>		
Board of Directors	<ol style="list-style-type: none"> <li>1. Shri Hari Das Khunteta, CMD (Additional Charge) and Director (Finance)</li> <li>2. Shri Prakash Thakkar, Director (Technical)</li> <li>3. Shri Devender Singh, Government Nominee Director</li> <li>4. Dr. Devi Singh, Part-time Non-official Independent Director</li> <li>5. Dr. Govinda Marapalli Rao, Part-time Non-official Independent Director</li> <li>6. Shri Venkataraman Subramanian, Part-time Non-official Independent Director</li> </ol>	The present Composition of Board of Directors is as per Clause 49(I) (A) of the Listing Agreement and Clause 3.1 of the Department of Public Enterprises (DPE) Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010.
<b>BOARD COMMITTEES</b>		
Executive Committee	<ol style="list-style-type: none"> <li>1. Chairman and Managing Director (CMD)</li> <li>2. Director (Finance)</li> <li>3. Director (Technical)</li> </ol>	Constituted for the purpose of sanction of loans upto Rs.150 Crore for individual scheme / project of Central / State Sector, & for sanction of loans upto Rs.100 Crore for individual scheme / project of Private Sector. (On the recommendation of Screening Committee)
Audit Committee	<ol style="list-style-type: none"> <li>1. Dr. Devi Singh, Part-time Non-official Independent Director - Member</li> <li>2. Dr. Govinda Marapalli Rao, Part-time Non-official Independent Director - Member</li> <li>3. Shri Venkataraman Subramanian, Part-time Non-official Independent Director - Member</li> </ol>	Requirement under Section 292(A) of the Companies Act, 1956, Clause 49(II) of the Listing Agreement and Clause 4.1 of DPE Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010.
Shareholders / Investors Grievance Committee	<p>Shri Devender Singh, Government Nominee Director - Chairman</p> <p>Shri Hari Das Khunteta, Director (Finance) - Member</p> <p>Shri Prakash Thakkar - Director (Technical) - Member</p>	Requirement under Clause 49 (IV) (G) (iii) of the Listing Agreement.
Sub Committee for Review of Lending Rates of Short-Term Loans and Term Loans	<ol style="list-style-type: none"> <li>1. Shri Hari Das Khunteta - CMD - Chairman</li> <li>2. Shri Hari Das Khunteta - Director (Finance) - Member</li> <li>3. Shri Prakash Thakkar - Director (Technical) - Member</li> </ol>	To revise the interest rates on short term Loans (STL) and Term Loans (TL) from time to time.
Sub Committee for Borrowing other than Debentures	<ol style="list-style-type: none"> <li>1. Shri Hari Das Khunteta - CMD - Chairman</li> <li>2. Shri Hari Das Khunteta - Director (Finance) - Member</li> <li>3. Shri Prakash Thakkar - Director(Technical) - Member</li> </ol>	To decide pricing, timing, mode, source of borrowings other than Debentures, such as Term Loan etc. depending upon market conditions.
Loan Committee	<ol style="list-style-type: none"> <li>1. CMD</li> <li>2. Director (Finance)</li> <li>3. Director (Technical), and</li> <li>4. One Nominee Director of Govt.</li> </ol>	Constituted for the purpose of sanction of loans in excess of Rs.150 Crore but upto Rs.500 Crore in each case for individual scheme / project of Central / State Govt. power utilities & Rs.100 Crore but upto

	(With quorum of three Directors including CMD and one Govt. Nominee Director.	Rs.500 Crore in each case for individual scheme / project of Private Sector. (On the recommendation of Screening Committee)
HR Sub Committee	<ol style="list-style-type: none"> <li>1. Shri Hari Das Khunteta, Director (Finance) - Member</li> <li>2. Dr. Devi Singh, Part-time Non-official Independent Director - Member</li> <li>3. Shri Venkataraman Subramanian, Part-time Non-official Independent Director - Member</li> </ol>	Constituted for development, review and revision of human resources policies including benefits / facilities of employees, broadly in consonance with comparable public sector undertakings as detailed in our Memorandum, and submit such policies to our Board.
Remuneration Committee	<ol style="list-style-type: none"> <li>1. Dr. Devi Singh, Part-time Non-official Independent Director - Member</li> <li>2. Dr. Govinda Marapalli Rao, Part-time Non-official Independent Director - Member</li> <li>3. Shri Venkataraman Subramanian, Part-time Non-official Independent Director - Member</li> </ol>	<p>Constituted for the purpose of "Performance Related Payment for the year 2010-11 onwards" in line with the revised procedure as prescribed by DPE.</p> <p>Requirement under Clause 49 (VII)-(Annexure-ID) of the Listing Agreement and Clause 5.1 DPE Guidelines on Corporate Governance for Central Public Sector Enterprises, 2010.</p>
<b>OTHER COMMITTEES</b>		
In-house Screening Committee	<p><b>(A) For Generation Projects</b></p> <ol style="list-style-type: none"> <li>1. Shri Puneet Kumar Goel, ED – Member</li> <li>2. General Manager - In-charge of concerned Division – Member</li> <li>3. General Manager (Fin.)-Resources – Member</li> </ol> <p>In the absence of Shri Puneet Kumar Goel, ED, GM (T&amp;D) will function as Member of this Screening Committee.</p> <p><b>(B) For Projects - Excluding Generation Projects.</b></p> <ol style="list-style-type: none"> <li>1. GM (Generation)-II – Member</li> <li>2. General Manager - In-charge of concerned Division – Member</li> <li>3. General Manager (Finance)-Resources – Member</li> </ol> <p>In the absence of GM (Generation)-II, GM (RGGVY)-I Shri Sunil Kumar will function as Member of the Screening Committee.</p> <p><b>(C) For T&amp;D/RGGVY Projects upto Rs.100 crore</b></p> <ol style="list-style-type: none"> <li>1. GM (Generation)-II – Member</li> <li>2. General Manager – In-charge of concerned Division – Member</li> <li>3. Shri Rakesh Sareen, AGM (F&amp;A) – Member</li> </ol> <p>In the absence of GM (Generation)-II, GM (RGGVY)-I Shri Sunil Kumar will function as Member of the Screening Committee.</p> <p><b>D) For Renewable Projects</b></p> <ol style="list-style-type: none"> <li>1. Shri Sunil Kumar, General Manager (RGGVY)-I – Member</li> <li>2. General Manager /AGM – In-charge of concerned</li> </ol>	Constituted for the purpose of processing of Loan proposals of State / Private Sectors, for approval of the Competent Authority as per Delegation of Powers.

	<p>Division – Member 3. Shri A.K. Agarwal, GM (Fin)-Resources – Member (Finance Division)</p> <p>In the absence of GM (RGGVY)-I, Shri T.S.C. Bosh, GM (RGGVY)-II will function as Member of the Screening Committee. Similarly in the absence of GM (Fin)-Res., Shri Ajoy Choudhary, AGM (Fin.) will function as Member of the Screening Committee.</p>		
<b>Share Transfer Committee</b>	<p>1. Shri Rakesh Kumar Arora, GM (F&amp;A) &amp; CS – Member 2. Shri Ajeet Kumar Agarwal, GM (Fin.)- Res. - Member</p>	To consider and approve requests received from shareholders for splitting / consolidation and transfers of physical shares, exceeding 500 equity shares per individual in each case.	
<b>Investment Committee</b>	<b>Recommending Authority for Investments-</b>		For recommending instruments, tenor and amount to be invested.
	<p>1. GM(Treasury Management) – Member 2. DGM (Loan/Claim) – Member 3. Officer-in-Charge of Banking / Bond – Secretary</p>		
	<b>Approving Authority for Investments-</b>		
	<b>Sl. No.</b>	<b>Approving Authority</b>	<b>Investment Limit</b>
1.	Director (Finance)	Upto Rs.100 crore at a time	
2.	CMD	Upto Rs.250 Crore at a time	
3.	Committee comprising of CMD, D(F) & D(T) with quorum of two Directors including CMD.	Beyond Rs.250 Crore at a time	