



नॉर्थ ईस्टर्न थइलेक्ट्रिक पावर कॉर्पोरेशन लि.
NORTH EASTERN ELECTRIC POWER CORPORATION LTD.

पंजीकृत कार्यालय: ब्रुकलैंड कम्पाउंड, लोअर न्यू कॉलोनी, शिलांग-793003
Registered Office: Brookland Compound, Lower New Colony, Shillong - 793 003
कंपनी सचिव का कार्यालय / OFFICE OF THE COMPANY SECRETARY



फाइल सं. / File No.CS/ 172/ 496

दिनांक Dated 18.10.2022

सेवा में / To

BSE Ltd.
P. J. Tower, Dalal Street
Mumbai-400001

विषय/Subject : Submission of Corporate Governance Report - Reg.27(2) SEBI (LODR) Regulations, 2015

Sir / Madam,

With reference to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Corporate Governance Report for the Quarter ending 30th September, 2022.

Thanking you.

भवदीय / Yours faithfully

(Abinoam Panu Rong)
Company Secretary

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis.

1. Name of Listed Entity : **NORTH EASTERN ELECTRIC POWER CORPORATION LIMITED**
 2. Quarter ending : **September 30th, 2022**

I. Composition of Board of Directors												
Title(Mr./Ms.)	Name of the Director	PANS & DIN	Category(Chairperson/Executive/Non-Executive/Independent/Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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	RAJEEV KUMAR VISHNOI	08534217	Chairperson/Executive Director	02-06-2022	19-09-2022			30-03-1967	1	0	0	0
Mr	Anil Kumar	08376723	Executive Director	01-03-2019	20-09-2021			04-10-1962	1	0	0	0
Mr	Baidyanath Maharana	09263864	Executive Director	10-09-2021	20-09-2021			09-09-1967	1	0	1	0
Mr	Ujjwal Kanti Bhattacharya	08734219	Non Executive Director	31-08-2020	22-09-2020			01-12-1963	2	0	0	0
Mr	Jithesh John	09218272	Nominee Director (Government)	21-06-2021	20-09-2021			28-05-1978	1	0	1	0
Mrs.	Mala Sinha	07979556	Independent Director	11-07-2019		10-07-2022	upto 10-07-2022	09-11-1957	1	1	1	1
Mr	Jaikumar Srinivasan	01220828	Non Executive Director	17-08-2022	19-09-2022			29-12-1966	2	0	5	0
Mr	Bimal Chand Oswal	03286483	Independent Director	10-11-2021	19-09-2022			09-10-1960	1	1	1	1
Dr	Viveka Nand Paswan	09397615	Independent Director	10-11-2021	19-09-2022			07-10-1973	1	1	2	1

Whether Regular Chairperson appointed: Yes.

Whether Chairperson is related to managing director or CEO: Yes, Chairman & Managing Director of the Company

SPAN 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 as on quarter ending on September 30th, 2022

Name of Committees	Whether Regular Chairperson appointed	Name of Committees members	Category(Chairperson/Executive/ Non- Executive/independent/Nominee)\$	Date of Appointment	Date of Cessation
1. Audit Committees	Yes	1. Smti Mala Sinha	Independent Director - Chairperson	07-12-2019	10-07-2022
		2. Shri Bimal Chand Oswal	Independent Director - Chairperson	08-08-2022	
		3. Dr Viveka Nand Paswan	Independent Director	04-02-2022	
		4. Shri Jaikumar Srinivasan	NTPC Nominee Director	19-09-2022	
2. Nomination & Remuneration Committee	Yes	1. Smti Mala Sinha	Independent Director - Chairperson	07-12-2019	10-07-2022
		2. Dr Viveka Nand Paswan	Independent Director - Chairperson	19-09-2022	
		3. Shri Bimal Chand Oswal	Independent director - Member	04-02-2022	
		4. Shri Jaikumar Srinivasan	NTPC Nominee Director- Member	19-09-2022	
3. Risk Management Committee (if Applicable)	Yes	1. Shri Rajeev Kumar Vishnoi	Director Technical	08-08-2022	
		2. Shri U. K Bhattacharya	NTPC Nominee Director	04-02-2022	
		3. Dr Viveka Nand Paswan	Independent Director	04-02-2022	
		4. Anil Kumar	Executive Director	04-02-2022	
4. Stakeholders Relationship Committee	Yes	1. Dr Viveka Nand Paswan	Independent Director - Chairperson	19-09-2022	
		2. Jithesh John	Non-Executive - Nominee Director	04-02-2022	
		3. Shri Jaikumar Srinivasan	NTPC Nominee Director	19-09-2022	
		4. Baidyanath Maharana	Director Finance	04-02-2022	

\$ Category of directors means executive/non-executive/independent/Nominee. If a director fits into a 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	Whether requirement of Quorum met*	Number of Directors present*	Number of Independent Directors present*	Maximum gap between any two consecutive (in number of days)
14-05-2022	10-08-2022	Yes	7	2	40
22-05-2022	19-09-2022	Yes	8	2	

*to be filled in only for the current quarter meetings

IV. Meetings of Committees

Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of Independent Directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meeting in number of days*
Audit Committee					
10-08-2022	Yes	3	2	14-05-2022	40
19-09-2022	Yes	3	2		

* This information has to be mandatorily by given for audit committee, for rest of the committees giving this information is optional

** to be filled in only for the current quarter meetings

V. Related Party Transactions

Subject	Compliance Status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	NA
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	NA

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 Disclosures requirements) Regulations, 2015.		
The necessary action for appointment to fill the vacancy of Independent Directors & Woman Director is in process at the Ministry of Power / Department of Public Enterprises. North Eastern Electric Power Corporation Limited (NEEPCO) being a Government Company under Section 2(45) of the Companies Act, 2013, as per Articles of Association, all Directors are appointed by the President of India and there is no role of the Company in the appointment of Directors. The Company has already written to the Ministry of Power requesting for Appointment of Independent Directors & Woman Director.			
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosures requirements) Regulation, 2015		
	a.	Audit Committee -	Yes
	b.	Nomination & Remuneration Committee -	Yes
	c.	Stakeholders Relationship Committee -	Yes
	d.	Risk Management Committee (as applicable) -	Yes
3	The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosures 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) Requirements, 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. No comments / Observation / advice has been received from the Board of Directors		



Abinoam Panu Rong
Company Secretary


Date: 18-10-2022

Format to be submitted by listed entity at the end of 6 months from the close of financial year

ANNEX III

Affirmations

Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Not Applicable
<p><i>Note</i></p> <p>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</p> <p>2. If status is "No" details of non-compliance may be given here.</p> <p>3. If the Listed Entity would like to provide any other information the same may be indicated here.</p>		


Abinoam Panu Rong
Company Secretary
 Date: 18-10-2022

: submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending - 30th September, 2022

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:

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

(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 debtg availed by:

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	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMP or any other entity controlled by them	NIL	NIL	NIL

(C) Any security provided by the listed entity directly, in connection with any loan(s) or any other form of debt availed by:

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	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

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.


B. Maharana

Director (Finance) -cum- CFO

Dated : 18.10.2022

Note

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..