



MALANA POWER COMPANY LIMITED

Regd. Office: Village Chauki, Post Office Jari, District Kullu, Himachal Pradesh-175105, India
Corp. Office: Bhilwara Tower, A-12, Sector-1, Noida-201301, Uttar Pradesh, India
Corporate Identity Number: U40101HP1997PLC019959
Phone: 0120-4390300 (EPBAX), Fax : 0120-2536268 E-mail: arvind.gupta@lnjbhilwara.com

NOTICE OF 25TH ANNUAL GENERAL MEETING

Notice is hereby given that the 25th Annual General Meeting of Malana Power Company Limited will be held on Wednesday, the 28th day of September, 2022 at 2:00 p.m. (IST) through Video Conferencing / Other Audio Visual Means ("VC/OAVM"), without physical presence of members at the AGM venue to transact businesses as set out in this notice. The venue of the AGM shall be deemed to be the Registered Office of the Company Village Chauki, Post Office Jari, District Kullu, Himachal Pradesh-175105, India.

The following businesses will be transacted at the AGM:

ORDINARY BUSINESS:

1. To receive, consider and adopt:
 - a) the audited financial statement as at 31st March 2022, the Report of the Board of Directors and the Auditors thereon.
 - b) the audited consolidated financial statement as at 31st March 2022, and the Reports of the Auditors thereon.
2. To confirm the payment of Interim Dividend of Rs.1.20 per equity share, already paid for the financial year ended March 31, 2022.
3. To appoint a Director in place of Mr. Rahul Varshney (DIN: 03516721), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
4. To re-appoint Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018), as Statutory Auditors of the Company and to fix their remuneration for second term of 5 consecutive years.

To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time (including any statutory modification(s) and re-enactment(s) thereof for the time being in force) and also pursuant to the



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recommendation of the Audit Committee and approval of the Board of Directors, Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration Number 117366W/W-100018), be and are hereby appointed as Statutory Auditors of the Company, to hold office for another period of five consecutive years from the conclusion of this, the 25th Annual General Meeting (AGM) till the conclusion of the 30th AGM of the Company to be held in the calendar year 2027 to examine and audit the accounts of the Company, on such remuneration (including fees for certification) and reimbursement of out of pocket expenses for the purpose of audit as may be mutually agreed upon between the Board of Directors of the Company on the recommendation of the Audit Committee and the Auditors."

SPECIAL BUSINESS:

5. **To approve the revision in the remuneration of Mr. Ravi Jhunhunwala, Chairman and Managing Director of the Company and in this regard to consider and if thought fit, to pass the following resolution as a Special Resolution:**

"**RESOLVED THAT** in continuation to the earlier resolution of the shareholders passed in the 24th Annual General Meeting held on 24th September 2021, and pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company and pursuant to the recommendation of Nomination and Remuneration Committee and approval of the Board of Directors of the company, the approval of the members of the Company be and is hereby accorded for revision in the commission as explained below and payable w.e.f. 1st April 2022 and all the existing terms and conditions of the appointment and remuneration of Mr. Ravi Jhunhunwala (DIN 00060972), Chairman & Managing Director shall continue as approved earlier:

Commission: 3.00% of the net profits of the Company as computed in the manner laid down in Section 198 and other applicable provisions, if any of the Companies Act, 2013 and Rules made thereunder. Provided further that the overall managerial remuneration including commission paid to the him for the forthcoming financial years (i.e. FY 2022-23 and onwards) shall not exceed 25% of the net profits computed under section 198 of the Companies Act, 2013 (as already approved by the shareholders in the 23rd Annual General Meeting of the company) and that the net profits of the Company shall be computed based upon the audited standalone annual financial statements of each year."

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take such steps and to do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution."

6. To approve the revision in the remuneration of Mr. Om Prakash Ajmera, Executive Director, CEO & CFO of the Company and in this regard to consider and if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT in continuation to the earlier resolution of the shareholders passed in the 23rd Annual General Meeting held on 24th September 2020, and pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V of the Companies Act, 2013 and Articles of Association of the Company and pursuant to the recommendation of Nomination and Remuneration Committee and approval of the Board of Directors of the company, the approval of the members of the Company be and is hereby accorded for payment of commission as explained below and payable w.e.f. 1st April 2022 and all the existing terms and conditions of the appointment and remuneration of Mr. Om Prakash Ajmera (DIN 00322834), Executive Director, CEO & CFO shall continue as approved earlier:

Commission: 1.00% of the net profits of the Company as computed in the manner laid down in Section 198 and other applicable provisions, if any of the Companies Act, 2013 and Rules made thereunder. Provided further that the overall managerial remuneration including commission paid to the him for the forthcoming financial years (i.e. FY 2022-23 and onwards) shall not exceed 25% of the net profits computed under section 198 of the Companies Act, 2013 (as already approved by the shareholders in the 23rd Annual General Meeting of the company) and that the net profits of the Company shall be computed based upon the audited standalone annual financial statements of each year."

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to take such steps and to do all other acts, deeds and things as may be necessary or desirable to give effect to this resolution."

7. Ratification of Remuneration payable to Cost Auditors

To consider and if thought fit, to pass, with or without modification, the following resolution as an ordinary resolution:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, M/s K. G. Goyal & Co., Cost Accountants (Firm registration No. 000017) who were appointed by the Board of Directors of the Company, to conduct the audit of the cost records for the financial year ending 31st March 2023, be paid the remuneration of Rs.50,000/- (Rupees Fifty Thousand only) plus applicable taxes and out of pocket expenses that may be incurred by them during the course of audit."



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"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

By Order of the Board
For Malana Power Company Limited



Arvind Gupta
Arvind Gupta

Company Secretary

Membership No.: F7690

Registered Office:

Village Chauki, Post Office Jari, District Kullu,
Himachal Pradesh-175105, India
CIN:U40101HP1997PLC019959

Date: 2nd September, 2022

Place: Noida (U.P.)



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NOTES:-

1. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), in regard to the business as set out in Item Nos. 4 to 7 above in the forthcoming AGM, as they are unavoidable in nature, and the relevant details of the revision in the remuneration of Chairman and Managing Director and Executive Director as set out in Item Nos. 5 and 6 above as required under Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India, are annexed hereto.
2. On 20th October 2021, the Board of Directors had declared an Interim Dividend of Rs.1.20/- per equity Share of the face value of Rs.10/- each, on the paid-up Equity Share Capital of the Company, for the Financial Year 2021-22 and was paid to all eligible shareholders as on record date i.e. 25th October, 2021.
3. In view of the Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular No. 02/2022 dated May 05, 2022 (read together with Circular No. 21/2021 dated December 14, 2021 Circular No. 02/2021 dated January, 13, 2021 Circular No.14/2020 dated 8th April, 2020, Circular No.17/2020 dated 13th April, 2020) and Circular No. 20/2020 dated 5th May, 2020, (collectively referred as "Applicable Circulars") permitted the holding of AGM by the Companies through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") during the calendar year 2022, without the physical presence of the members. Accordingly, the 25th AGM of the Company shall be conducted through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/OAVM. The deemed venue for the AGM shall be the Registered Office of the Company. The Members can attend and participate in the AGM through VC/OAVM only.
4. In terms of Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, since the physical attendance of members has been dispensed with, the facility of appointment of proxies by members under section 105 of the Act will not be available for this AGM. However, in pursuance of section 112 and section 113 of the Act, authorized representatives of the members may be appointed for the purpose of participation and voting in the AGM through VC/OAVM. Therefore, attendance slip and route map are not annexed to this notice.
5. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, THE REQUIREMENT OF PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, IN TERMS OF THE MCA CIRCULARS, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE, THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE.
6. Pursuant to the MCA circulars, the notice of the 25th AGM are being sent only by email to the members at their email addresses registered with the Company.



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7. The attendance of the Members attending the 25th AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at arvind.gupta@lnjbhilwara.com
8. Members are requested to send their queries at least 7 days in advance to the Company Secretary at the Registered Office of the Company to facilitate clarifications during the meeting or send the queries through email at arvind.gupta@lnjbhilwara.com
9. AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 08, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular no.20/2020 dated 5th May 2020.
10. Corporate Members are required to send scanned Copy (PDF/JPG Format) of its Board Resolution authorizing its representative to attend and vote at the Annual General Meeting (AGM) through VC / OAVM on its behalf to the email id: arvind.gupta@lnjbhilwara.com.
11. In case of a demand for a poll, the members shall cast their vote on the resolutions only by sending emails through their email addresses that are registered with the Company. The said emails to be sent to arvind.gupta@lnjbhilwara.com
12. Instructions for members participating in the 25th AGM through VC/OAVM facility are as under:
 - Link to join the meeting through Video Conferencing is as below alongwith User ID /Password:

Zoom Meeting Link:

<https://lnjb.zoom.us/j/95496321917?pwd=b0o5eGJuNHJWendnMmxuYkM2M0U3Zz09>

Meeting ID : 954 9632 1917

Passcode : 253253

- Members may also attend the AGM, by following the invitation link sent to their registered email ID. Members will be able to locate Meeting ID/ Password/ and JOIN MEETING tab. By Clicking on JOIN MEETING they will be redirected to the Meeting Room via the Zoom application. Members are encouraged to join the Meeting through Laptops for better experience.
- In case of Android/Iphone connection, participants will be required to download and Install the Zoom application as given in link above. Application may be downloaded from Google Play Store/ App Store.



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- Further Members will be required to allow Camera and use Internet audio settings as and when asked while setting up the meeting on Mobile App.
- The helpline number for joining the Meeting through electronic mode is as below:

Phone: +91 9711161349 E-mail: ARVIND.GUPTA@LNJBHILWARA.COM

13. The Members can join the AGM through VC/OAVM facility which shall be kept open for the members from 1:45 p.m. i.e. 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The Company may close the window for joining the VC/OAVM facility 15 minutes after the scheduled time to start of the AGM.
14. Relevant documents referred to in the Notice and the accompanying Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting.
15. In case of joint holders, if any, attending the AGM, only such joint holder whose name appears as the first holder in the order of names as per the register of the members of the Company will be entitled to vote.
16. The annual report of the Company shall be available on the website of the Company www.malanapower.com
17. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, shall be available electronically for inspection by the members during the AGM.

**By Order of the Board
For Malana Power Company Limited**


Arvind Gupta
Company Secretary
Membership No.: F7690
Registered Office:

Village Chauki, Post Office Jari, District Kullu,
Himachal Pradesh-175105, India
CIN: U40101HP1997PLC019959

Date: 2nd September 2022
Place: Noida (U.P.)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Pursuant to section 102(1) and all other applicable provisions of the Companies Act, 2013 (the Act) and the Rules made thereunder, the following Explanatory Statement sets out all material facts relating to the business mentioned under Item no. 4 to 7 of the accompanying Notice dated 2nd September 2022.

Item No.4: This Explanatory Statement is provided though strictly not required as per Section 102 of the Act.

Section 139(2) of the Act read with the Companies (Audit and Auditors) Rules, 2014, has mandated all listed companies and certain categories of unlisted public companies and private companies to mandatorily rotate their auditors (whether such auditor is an individual or a firm) once their auditor has served office as an auditor for a period of 10 or more consecutive years (Rotation Period). Therefore, beginning 1st April 2017, all companies who were required to rotate their auditors under the Act, would have to rotate their auditors, if the current firm has held office as such company's auditor for a period of 10 years or more.

Deloitte Haskins & Sells LLP, Chartered Accountants, (Firm Registration Number 117366W/W-100018) are the Statutory Auditors of the Company since FY 2017-18 and have completed five years term as statutory auditors. They are not yet due for rotation at this Annual General Meeting (AGM) of the Company, as they have been the Company's statutory auditors only for 5 years and subject to the shareholders' approval, they could be appointed as Statutory Auditors of the Company for another term of 5 years.

The Audit Committee after the reviewing of the performance of current statutory auditors of the Company had recommended the re-appointment of Deloitte Haskin & Sells LLP, Chartered Accountants, (Firm Registration Number 117366W/W-100018) to the Board and subject to the shareholders' approval, the Board had approved their re-appointment for another term of 5 years. The re-appointment was based on various factors like People, Audit Methodology, Quality Control, Reputation of the Firm and Knowledge. Deloitte Haskins & Sells LLP is a firm of Chartered Accountants registered with The Institute of Chartered Accountants of India. It is primarily engaged in providing audit and assurance services to its clients.

Deloitte Haskin & Sells LLP have been involved in the statutory audits of various companies in the power sector and, hence, has the necessary experience to conduct the statutory audit of the Company. The term of re-appointment is for another term of 5 years only.

Deloitte Haskins & Sells LLP have consented to the said appointment and confirmed that their re-appointment, if made, would be in accordance with Section 139 read with Section 141 of the Act.



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Accordingly, approval of the members is being sought for the proposal contained in the Resolution set out at Item No. 4 of the accompanying Notice.

The Board commends the Resolution at Item No.4 of the accompanying Notice for approval by the members of the Company.

None of the Directors or Key Managerial Personnel (KMP) of the Company or their respective relatives are concerned or interested, financially or otherwise, in the Resolution at Item No. 4 of the accompanying Notice.

Item No.5

Members of the Company may please take note that the Board on the recommendation of the Nomination and Remuneration Committee had approved the increase of Commission percentage for Mr. Ravi Jhunhunwala, Chairman and Managing Director from 1.50% to 3.00%, which is within the ambit of applicable legal provisions, with a clear understanding that this percentage is now fixed for the remaining tenure and paid from the company's (MPCL) standalone net profit calculated as per applicable provisions of the Companies Act, 2013 and Rules made thereunder.

Members also note that in the event of loss or inadequacy of profits under Section 197 of the Companies Act, 2013 in any financial year or years during the currency of tenure of service of Mr. Ravi Jhunhunwala as Chairman and Managing Director, his remuneration shall be governed by the limits prescribed under Section II of Part II of the Schedule V and other applicable provisions of the Companies Act, 2013.

Members also note that as per Section 197 of the Companies Act, 2013 as amended by Companies (Amendment) Act, 2017 which has become effective since September 12, 2018, total managerial remuneration payable by the Company to its directors, including managing director and whole-time director and its manager in respect of any financial year may exceed 11% (eleven percent) of the net profits of the Company calculated as per the Section 198 of the Companies Act, 2013, provided that the same has been approved by the shareholders of the Company by way of Ordinary Resolution/Special Resolution. The requirement of Central Government approval which was hitherto required has been done away with. Accordingly, the approval of the Members of the company was obtained in the 23rd Annual General Meeting of the company held on 24th September 2020 for increase in the overall limit of managerial remuneration from 11% (eleven percent) to 25% (twenty five percent) of the net profits of the Company computed in the manner laid down in Section 198 of the Companies Act, 2013. The overall remuneration being paid to the respective managerial personnel shall not exceed their respective individual limits as already approved by the Board of Directors from time to time.

A copy of memorandum containing terms of remuneration of Mr. Ravi Jhunhunwala, Chairman and Managing Director of the Company shall be open to inspection by any



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members of the Company without payment of any fee at the registered office and on the website of the Company.

Disclosure as required under the Secretarial Standard – 2 on General Meeting (Annexure-1) is annexed to this Notice of Annual General Meeting.

The Board is of the opinion that the item no. 5, being a Special Business in this Notice is unavoidable and thus commends for approval by the members.

The Board recommends the resolution at Item No.5 for your approval as a Special Resolution.

Except Mr. Ravi Jhunjunwala and his relatives, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution set out at Item No.5.

Item No.6

Members of the Company may note that the Board on the recommendation of the Nomination and Remuneration Committee had approved the Commission percentage of 1.00% for Mr. O. P. Ajmera, Executive Director, CEO & CFO, which is within the ambit of applicable legal provisions, with a clear understanding that this percentage is now fixed for the remaining tenure and paid from the company's (MPCL) standalone net profit calculated as per applicable provisions of the Companies Act, 2013 and Rules made thereunder.

Members also note that in the event of loss or inadequacy of profits under Section 197 of the Companies Act, 2013 in any financial year or years during the currency of tenure of service of Mr. O. P. Ajmera, Executive Director, CEO & CFO, his remuneration shall be governed by the limits prescribed under Section II of Part II of the Schedule V and other applicable provisions of the Companies Act, 2013.

Members also note that as per Section 197 of the Companies Act, 2013 as amended by Companies (Amendment) Act, 2017 which has become effective since September 12, 2018, total managerial remuneration payable by the Company to its directors, including managing director and whole-time director and its manager in respect of any financial year may exceed 11% (eleven percent) of the net profits of the Company calculated as per the Section 198 of the Companies Act, 2013, provided that the same has been approved by the shareholders of the Company by way of Ordinary Resolution/Special Resolution. The requirement of Central Government approval which was hitherto required has been done away with. Accordingly, the approval of the Members of the company was obtained in the 23rd Annual General Meeting of the company held on 24th September 2020 for increase in the overall limit of managerial remuneration from 11% (eleven percent) to 25% (twenty five percent) of the net profits of the Company computed in the manner laid down in



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Section 198 of the Companies Act, 2013. The overall remuneration being paid to the respective managerial personnel shall not exceed their respective individual limits as already approved by the Board of Directors from time to time.

A copy of memorandum containing terms of remuneration of Mr. O. P. Ajmera, Executive Director, CEO & CFO of the Company shall be open to inspection by any members of the Company without payment of any fee at the registered office and on the website of the Company.

Disclosure as required under the Secretarial Standard – 2 on General Meeting (Annexure-1) is annexed to this Notice of Annual General Meeting.

The Board is of the opinion that the item no. 6, being a Special Business in this Notice is unavoidable and thus commends for approval by the members.

The Board recommends the resolution at Item No.6 for your approval as a Special Resolution.

Except Mr. O. P. Ajmera and his relatives, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the proposed resolution set out at Item No.6.

Item No.7

The Board, on the recommendation of the Audit Committee, has approved the appointment and remuneration of M/s K. G. Goyal & Co., Cost Accountants as the cost auditors of the Company to conduct the audit of the cost records of the Company for the financial year 2022-23, at a fee of INR 50,000/- plus applicable taxes and exclusive of traveling and out of pocket expenses incurred for the purpose of audit, as remuneration for the financial year 2022-23.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the shareholders of the Company. Therefore, consent of the members is requested as set out at Item No. 7 of the Notice, for ratification of the remuneration payable to the Cost Auditors for the financial year 2022-23.

The Board is of the opinion that the item no. 7, being a Special Business in this Notice is unavoidable and thus commends for approval by the members.

The Board recommends the resolution at Item No. 7 for your approval as an Ordinary Resolution.



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None of the Directors & Key Managerial Personnel of the Company including their relatives are concerned or interested, financially or otherwise, in the proposed Resolution set out at Item No.7.

By Order of the Board
For Malana Power Company Limited


Arvind Gupta
Company Secretary
Membership No.: F7690
Registered Office:

Village Chauki, Post Office Jari, District Kullu,
Himachal Pradesh-175105, India
CIN: U40101HP1997PLC019959

Date: 2nd September 2022
Place: Noida (U.P.)

ANNEXURE -1 TO THE NOTICE OF ANNUAL GENERAL MEETING

Information pursuant to Secretarial Standard on General Meetings (SS-2) regarding Director seeking appointment / re-appointment and/or fixation of remuneration of Director is given hereunder:

S. No	Particulars	Information	Information	Information
1.	Item No.	5	6	3
2.	Name of the Director	Mr. Ravi Jhunhunwala	Mr. Om Prakash Ajmera	Mr. Rahul Varshney
3.	Category of Directorship	Chairman & Managing Director	Executive Director, CEO & CFO	Non-Executive Director
4.	DIN	00060972	00322834	03516721
5.	Date of Birth	28/10/1955	22/09/1961	16/03/1971
6.	Age	66 Years	61 Years	51 Years
7.	Date of First Appointment on the Board	20 th May 1997	04 th February, 2020	2 nd February 2021
8.	Qualification	B.Com (Hons.), MBA	Chartered Accountant and Company Secretary	M Tech (Master of Technology) 1994 BE (Bachelor of Engineering) 1992
9.	Experience and Expertise in Specific Functional Areas	Mr. Ravi Jhunhunwala, is the Chairman, Managing Director and CEO of HEG Limited, which is one of the entities of LNJ Bhilwara Group. LNJ Bhilwara Group is a diversified conglomerate with interests in Textiles, Graphite Electrodes, Power and IT enabled services. Mr. Ravi Jhunhunwala holds a B.Com (Hons.) Degree	Mr. O. P. Ajmera is a qualified Chartered Accountant and Company Secretary having a rich and a diversified experience of 35 years leading the power sector of the Company.	29 years of experience in Power Sector. Specialist in Business Development, Project Management, Execution of Hydro, Solar and Thermal Power projects having key insight of planning, Scheduling, monitoring & control with technical/technological insight of equipment's and process.

		<p>(1976 batch) from Hindu College and Masters in Business Administration (Corp. Finance) from the Centre D'etudes Industrielles (CEI), Geneva (1980-81). He is Director on Board of various Companies, mostly listed entities. He is also Independent Director on Board of two listed entities outside the group. Shri Ravi Jhunhunwala has been associated with the Company since 1997.</p>		
10.	List of other Public Limited Companies in which Directorship held	<p>1. HEG Limited 2. RSWM Ltd. 3. Maral Overseas Limited 4. Bhilwara Energy Limited 5. AD Hydro Power Limited 6. BSL Ltd. 7. India Glycols Ltd. 8. JK Lakshmi Cement Ltd.</p>	<p>1. AD Hydro Power Limited 2. Chango Yangthang Hydro Power Limited 3. NJC Hydro Power Limited 4. BG Wind Power Limited 5. Indo Canadian Consultancy Services Limited 6. LNJ Financial Services Limited</p>	<p>1. Malana Power Company Limited 2. Dugar Hydro Power Limited</p>
11.	List of other Private Limited Companies in which Directorship held	<p>1. BMD Private Limited 2. RLJ Family Trusteeship Pvt</p>	<p>Replus Engitech Private Limited</p>	<p>1. Statkraft India Private Limited 2. Tidong Power Generation Private</p>

		Ltd 3. SKLNJ Family Trustee Pvt Ltd 4. RANDR Trustee Pvt Ltd 5. RRJ Family Trustee Pvt Ltd		Limited
12.	Others	1. Riju Advisory and Consulting LLP 2. RJ Family Consulting and Advisory LLP 3. RR Family Advisory and Consulting LLP 4. Proficio and Smart Consulting LLP 5. LNJ Textiles Advisory LLP 6. LNJ Spark Advisory LLP 7. LNJ Graphite Advisory LLP 8. Sabhyata Foundation	Foreign Company Balephi Javidhyut Company Limited (Nepal)	Foreign Companies 1. Himal Power Limited
13.	Chairman/Member of Committees of Board of Directors of Company	Corporate Social Responsibility Committee- Chairman	Nil	
14.	Chairman/Member of Committees of Board of Directors of other Company			
14.1	Audit Committee	i. JK Lakshmi Cement Ltd.- Member ii. India Glycols Limited-Member iii. AD Hydro Power Ltd.- Chairman	1. Chango Yangthang Hydro Power Limited- Chairman 2. NJC Hydro Power Limited- Chairman 3. BG Wind Power Limited-Chairman	-

		iv. Bhilwara Energy Limited-Chairman		
14.2	Nomination & Remuneration Committee	i. India Glycols Limited-Member ii. JK Lakshmi Cement Ltd.-Member iii. Bhilwara Energy Limited-Chairman iv. AD Hydro Power Limited-Member	1. Chango Yangthang Hydro Power Limited-Chairman 2. NJC Hydro Power Limited- Chairman 3. BG Wind Power Limited-Chairman	-
14.3	Stakeholders Relationship Committee	i. HEG Ltd.-Member ii. BSL Ltd.-Member	Nil	-
14.4	CSR Committee	i. HEG Ltd.-Member ii. Malana Power Company Limited.-Chairman iii. AD Hydro Power Limited-Chairman	Nil	-
14.5	Risk Management Committee	i. HEG Limited-Member ii. India Glycols Limited-Member	Member of Operation Steering Committee of Malana Power Company Limited and AD Hydro Power Limited	-
15.	No. of Equity Share held in the Company	10 (Ten) shares (The beneficial shareholder being M/s Bhilwara Energy Limited)	10 (Ten) shares (The beneficial shareholder being M/s Bhilwara Energy Limited)	Nil
16.	No. of Board Meetings attended	4(Four) out of 4 (Four) Board	4(Four) out of 4 (Four) Board meetings	4(Four) out of 4 (Four) Board meetings



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	during the year	meetings		
17.	Terms and Conditions of appointment/ reappointment along with remuneration sought to be paid	Mentioned in the resolution no. 5 of this Notice.	Mentioned in the resolution no. 6 of this Notice.	Non-Executive Director liable to retire by rotation with no remuneration and commission
18.	The Remuneration last drawn	Rs.31.49 Million (in FY 2021-22)	Rs.26.95 Million (in FY 2021-22)	Not Applicable
19.	Relationship with other directors, Manager and Key Managerial Personnel	No relationship with other directors, Manager and Key Managerial Personnel.	No relationship with other directors, Manager and Key Managerial Personnel.	No relationship with other directors, Manager and Key Managerial Personnel.
20.	Justification for choosing the Independent Director	Not Applicable	Not Applicable	Not Applicable