



TATA CLEANTECH CAPITAL LIMITED

Registered Office: 11th Floor, Tower A, Peninsula Business Park,
Ganpatrao Kadam Marg, Lower Parel, Mumbai - 400 013

CIN: U65923MH2011PLC222430

Tel: (022) 6606 9000; Fax: (022) 6656 2699

Website: www.tatacapital.com.

NOTICE IS HEREBY GIVEN THAT THE ELEVENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF TATA CLEANTECH CAPITAL LIMITED will be held, at a shorter notice, on Monday, June 27, 2022 at 11.30 a.m., through Video Conferencing (“VC”) via Microsoft Teams, to transact the following business:

Ordinary Business:

- 1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and the Auditors thereon.**
- 2. To appoint a Director in place of Mr. Rajiv Sabharwal (DIN: 00057333), Director, who retires by rotation and being eligible, offers himself for re-appointment.**
- 3. Appointment of M/s. Mukund M. Chitale & Co, Chartered Accountants (ICAI Firm Registration Number. 106655W) as the Statutory Auditors of the Company and to fix their remuneration:**

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 Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014, and in accordance with the Guidelines for Appointment of Statutory Auditors issued by the Reserve Bank of India vide Circular Ref. No. DoS.CO.ARG/ SEC.01/08.91.001/2021-22 dated April 27, 2021 (“RBI Guidelines”), including any amendment(s), modification(s), variation(s) or re-enactment(s) thereof, from time to time, approval of the Members of the Company, be and is hereby accorded for the appointment of M/s. Mukund M. Chitale & Co, Chartered Accountants (ICAI Firm Registration Number. 106655W), as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the Thirteenth Annual General Meeting of the Company, subject to them continuing to fulfill the applicable eligibility norms, at such remuneration and out of pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors, on the basis of the recommendation of the Audit Committee.”

“RESOLVED FURTHER that the Board, including the Audit Committee of the Board or any other person(s) authorized by the Board or Audit Committee in this regard, be and are hereby severally authorized on behalf of the Company, to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable for such purpose and with the power to the Board to settle all questions, difficulties or doubts that may arise in the regard to the implementation of the aforesaid Resolution, including but not limited to determination of roles and responsibilities/scope of work of the Statutory Auditors, negotiating, finalizing, amending, signing, delivering, executing the terms of appointment, including any contract or document in this regard, without being required to seek any further consent or approval of the Members of the Company.”

Special Business:

4. Approval for private placement of Non-Convertible Debentures

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

“RESOLVED that pursuant to the provisions of Sections 42, 71 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with the Rules framed thereunder (including any statutory or modification(s) or re-enactment(s) thereof, for the time being in force), the provisions of the Memorandum and Articles of Association of the Company, the Securities and Exchange Board of India (“SEBI”) (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as amended from time to time, other applicable SEBI regulations, circulars and guidelines, the directions issued by Reserve Bank of India (“RBI”), and subject to other applicable laws, rules, regulations, directions and guidelines, the approval of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall be deemed to include any Committee constituted / which may be constituted by the Board of Directors or any other person(s) for the time being authorized by the Board of Directors to exercise powers conferred on the Board of Directors by this Resolution) to offer / invite / issue / allot to eligible persons, Non-Convertible Debentures (“NCDs”) including but not limited to Secured / Unsecured / Subordinated / Perpetual up to an amount of Rs. 2,500 crore, on a private placement basis, in one or more tranches, on such terms and conditions as the Board may deem fit and depending on the prevailing market conditions, during the period of one year from the date of passing this Resolution, within the overall borrowing limits of the Company, as approved by the Members from time to time.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to delegate all or any of the aforesaid powers to any Committee, officers, employees of the Company as it may deem necessary and to do all such acts, deeds, matters and things as may be required, desirable or expedient for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto and to settle all questions / doubts / queries / difficulties that may arise in this regard, at any stage without being required to seek any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

5. Appointment of Mr. Sujit Kumar Varma as an Independent Director of the Company

To consider and, if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution:

“RESOLVED that Mr. Sujit Kumar Varma (DIN: 09075212), who was appointed by the Board of Directors as an Additional Director of the Company, with effect from May 05, 2022 and who holds office up to the date of this Annual General Meeting, in terms of Section 161 of the Companies Act, 2013 (“Act”) and Article 134 of the Articles of Association of the Company, and who is eligible for appointment and has consented to act as a Director of the Company and in respect of whom the Company has received a notice, in writing, from a Member under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company.”

“RESOLVED FURTHER that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to Regulation 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR”) (including any statutory modification(s) or re-enactment thereof for the time being in force) and other laws applicable to the Company, Mr. Sujit Kumar Varma (DIN: 09075212), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and Regulation 16(1)(b) of SEBI LODR, and is eligible for appointment, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for an initial term of 3 years commencing from May 05, 2022 up to May 04, 2025.”

6. To approve payment of Commission to Non – Executive Directors and Independent Directors of the Company

To consider and, if thought fit, to pass with or without modification, the following Resolution as a Special Resolution:

“RESOLVED that pursuant to the provisions of Section 197 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), and Regulation 17(6) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the consent of the Members of the Company be and is hereby accorded for the payment of remuneration, in addition to the sitting fees being paid / payable for attending the meetings of the Board of Directors and its Committees thereof, by way of commission or otherwise, not exceeding in aggregate of one percent per annum of the Net Profits of the Company calculated in accordance with the provisions of Section 198 of the Act for each corresponding Financial Year, to be paid to and distributed amongst the Non-Executive Directors of the Company or some or any of them (other than the Managing Director and Whole-Time Directors, if any) in such amounts or proportions and in such manner and in all respects as may be directed by the Board of Directors [hereinafter referred to as the

“Board”, which term shall include the Nomination and Remuneration Committee and / or any other Committee constituted by the Board for this purpose from time to time] and such payments shall be made in respect of the profits of the Company for each year, for a period of five years, from Financial Year 2022-23 to Financial Year 2026-27.”

7. To consider and approve payment of remuneration to Ms. Varsha Purandare (DIN: 05288076), Independent Director in excess of the limits prescribed under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To consider and, if thought fit, to pass with or without modification, the following Resolution as a Special Resolution:

“**RESOLVED** that pursuant to the provisions of Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), approval of the members of the Company be and is hereby accorded for payment of remuneration to Ms. Varsha Purandare (DIN: 05288076), Independent Director of the Company, for the Financial Year 2021-22, details whereof are set out in the Explanatory Statement, being in excess of fifty percent of the total annual remuneration payable to all the Non-Executive Directors of the Company for the said Financial Year.”

“**RESOLVED FURTHER** that the Board of Directors be and is hereby authorised to do and perform all such acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution.”

By Order of the Board of Directors
For **Tata Cleantech Capital Limited**

Sd/-
Rajesh Gosia
Company Secretary

Mumbai, June 20, 2022

Registered Office:

11th Floor, Tower A,
Peninsula Business Park,
Ganpatrao Kadam Marg,
Lower Parel,
Mumbai – 400 013

Notes:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”), setting out the material facts relating to the businesses stated under Item Nos. 4 and 7 are annexed hereto. Additional information, pursuant to Secretarial Standard – 2 i.e. Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Mr. Rajiv Sabharwal and Mr. Sujit Kumar Varma, the Directors seeking re-appointment / appointment at the Annual General Meeting, is furnished as a part of this Notice.
2. In view of the continuing COVID-19 pandemic and restrictions on the movements apart from social distancing requirement, the Ministry of Corporate Affairs (“MCA”) has vide its Circular No. 20/2020 dated May 5, 2020 read with Circular No. 21/2021 dated December 14, 2021 and Circular No. 2/2022 dated May 5, 2022 (collectively referred to as MCA Circulars), permitted the holding of the AGM through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue. The deemed venue for the AGM shall be the Registered Office of the Company, 11th Floor, Tower A, Peninsula Business Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai – 400 013.
3. In compliance with the provisions of the Act read with aforesaid MCA Circulars, the AGM of the Company is being held through VC via Microsoft Teams.
4. 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, physical attendance of Members has been dispensed with. Accordingly, pursuant to the MCA Circulars, the facility for appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice
5. Corporate Members intending to appoint their authorized representatives to attend the AGM are required to send a certified copy (PDF Format) of its Board or Governing body Resolution/Authorization, etc., to the Company at the following email id gosia.rajesh@tatacapital.com
6. The Notice is being sent to all the Members whose names appeared in the Register of Members as on the close of business hours on Friday, June 17, 2022.
7. In compliance with the aforesaid MCA Circulars, Notice of the AGM along with the Annual Report for the FY 2021-22, is being sent only through electronic mode to the Members whose email addresses are registered with the Company/Depositories and the same is available on the website of the Company www.tatacapital.com.
8. Members who have not yet registered their email addresses are requested to register the same with their Depository Participants (“DPs”).

9. The Members are requested to click on the link sent to their registered email id for participating in the AGM. The facility for joining the AGM through VC will open 15 minutes before the scheduled time of the commencement of the AGM and will be kept open till the expiry of 15 minutes after the scheduled time of AGM.
10. The Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
11. Pursuant to Section 101 of the Companies Act, 2013 consent for convening meeting at a shorter notice has been obtained from the Members of the Company.
12. The relevant documents, if any, referred to in this Notice will be available for inspection by the Members without any fee, at the Registered Office of the Company during normal business hours on any working day (except Saturday and Sunday) and also during the Meeting. The Members can send a request to the Company at gosia.rajesh@tatacapital.com to inspect the same.
13. In case a Poll on any item is demanded by the Members at the AGM, the Members shall cast their votes only by sending e-mails through their registered e-mail addresses to the following designated e-mail id gosia.rajesh@tatacapital.com.

EXPLANATORY STATEMENT

The following Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“Act”) and the Rules framed thereunder, sets out all material facts relating to the businesses mentioned under Item Nos. 4 to 7 of the accompanying Notice dated June 20, 2022:

Item No. 4

The Company from time to time raises funds by way of issue of Non-Convertible Debentures (“NCDs”) on a private placement basis. As per the provisions of Section 42 of the Companies Act, 2013 (“Act”) read with Rules framed thereunder including the Companies (Prospectus and Allotment of Securities) Rules, 2014, a Company offering or making an invitation to subscribe to NCDs on a private placement basis, is required to obtain prior approval of the Members by way of a Special Resolution, which can be obtained once a year for all the offers or invitations to be made during the year.

Accordingly, the approval of the Members is being sought by way of a Special Resolution under Section 42 and other applicable provisions, if any, of the Act and its Rules framed thereunder to offer / invite / issue / allot up to such number of NCDs including but not limited to Subordinated / Perpetual / Senior NCDs, whether secured or unsecured, on a private placement basis, in one or more tranches aggregating to Rs. 2,500 crore (Rupees Two Thousand Five Hundred crore), during a period of one year from the date of passing resolution set out at item No. 4 of this Notice, within the overall borrowing limits of the Company, as approved by the Members from time to time. Further, it is proposed to grant authority to the Board of Directors (hereinafter referred to as the “Board” the term shall be deemed to include any committee constituted / which may be constituted by the Board of Directors or any other person(s) for the time being authorized by the Board of Directors to exercise powers conferred on the Board of Directors) to delegated or determine the terms of issue of NCDs.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, are concerned or interested in the Resolution mentioned at Item No. 4 of the Notice except to the extent of the NCDs that may be subscribed by any of them or any entity in which any of them may be concerned or interested in any capacity.

The Board recommends the Special Resolution at Item No. 4 of the accompanying Notice, for the approval of the Members of the Company.

Item No. 5

In order to further strengthen the Board composition and augment the skill sets of the Board, the Board of Directors had considered it prudent to induct an Independent Director on the Board of Directors of the Company. Further considering the experience, professional expertise and qualifications of Mr. Sujit Kumar Varma (DIN: 09075212), the Board of Directors, in terms of the provisions of Section 149 and other applicable provisions of the Companies

Act, 2013 ("Act"), the Rules framed there under and the Articles of Association of the Company, vide Circular Resolution passed on May 04, 2022, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Sujit Kumar Varma (DIN: 09075212) as an Additional Director of the Company with effect from May 05, 2022 upto the next Annual General Meeting of the Company ("AGM") and as an Independent Director of the Company for an initial term of five years commencing from May 05, 2022 upto May 05, 2025, subject to the approval of the Members of the Company.

Brief Profile of Mr. Varma is given in the Annexure to this Notice.

The Company has received a notice, in writing, pursuant to Section 160 of the Act, from a Member proposing the candidature of Mr. Varma for the office of Director.

The Company has received from Mr. Varma the consent letter to act as a Director of the Company in Form DIR 2, Intimation in Form DIR 8, Notice of Disclosure of Concern / Interest in Form MBP 1, Declaration stating that he met the Fit and Proper person criteria and Declaration stating that he met the criteria of independence as laid down under Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Section 149(6) of the Act and the Rules framed thereunder and Declaration under Rule 6(3) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

A copy of the draft letter for the appointment of Mr. Varma as an Independent Director, setting out the terms and conditions of appointment, would be available for inspection by the Members without any fee, at the Registered Office of the Company during normal business hours on any working day (except Saturday and Sunday) and also during the Meeting. The Members can send a request to the Company at goshia.rajesh@tatacapital.com to inspect the same.

In the opinion of the Board, Mr. Varma fulfils the conditions specified in the Act and the Rules for appointment as Independent Director and he is independent of the Management of the Company.

In compliance with the provisions of Section 149, 152, 161 and other applicable provisions of the Act read with Schedule IV of the Act and the Rules framed there under and in terms of the applicable provisions of the Listing Regulations, each as amended, appointment of Mr. Varma as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from May 05, 2022 upto May 04, 2025, is being placed before the Members for their approval by way of a Special Resolution at this Annual General Meeting.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except Mr. Varma and his relatives, are concerned or interested in the Resolution mentioned at Item No. 5 of the Notice.

The Board commends the Special Resolution at Item No. 5 of the accompanying Notice, for the approval of the Members of the Company.

Item No. 6

The Directors of the Company bring with them significant professional expertise and rich experience across a wide spectrum of functional areas such as corporate strategy, macro economics, governance, legal, finance and risk management and it is necessary that adequate compensation should be given to the Non-Executive (Non-Independent and Independent) Directors (“NEDs”) for the valuable contribution made by them towards the business of the Company.

Pursuant to the provisions of Section 197 of the Act, an amount not exceeding one percent per annum of the Net Profits of the company, calculated in accordance with the provisions of Sections 197 and 198 of the Act, could be paid by way of Commission to directors who are neither managing directors nor whole-time directors.

The Members of the Company, at its Sixth Annual General Meeting held on June 25, 2018, had accorded their approval for the payment of remuneration by way of Commission, not exceeding one percent per annum of the Net Profits of the Company, to be paid to and distributed amongst the Directors of the Company or some or any of them (other than the Managing Director and Whole-time Directors, if any) in such amounts or proportions and in such manner and in all respects as may be directed by the Board of Directors, for a period of five years, starting from Financial Year (“FY”) 2017-18 and ending on FY 2021-22.

Considering the rich experience and expertise brought to the Board by the NEDs, the Board of Directors of the Company had, at its meeting held on May 16, 2022, approved the continuation of payment of Commission to NEDs for a further period of five years commencing from FY 2022-23 to FY 2026-27, subject to the approval of the Members of the Company. Further, the Board would determine the specific amount to be paid as Commission to the NEDs which shall not exceed in aggregate of one per cent per annum of the Net Profits of the Company as computed in the manner provided in Section 198 of the Act for each corresponding Financial Year. Such payment will be in addition to the sitting fees for attending Board/Committee Meetings.

In view of the above, the approval of the Members of the Company is sought to pay commission to NEDs for a period of five years commencing from FY 2022-23 and ending on FY 2026-27.

The Board recommends the Special Resolution at Item No. 6 of the accompanying Notice, for the approval of the Members of the Company.

All the Directors of the Company and their relatives, except the Managing Director and his relatives, are concerned or interested in the Resolution at Item No. 6 of the accompanying Notice, to the extent of Commission that may be received by each of the NED.

None of the Key Managerial Personnel (“KMP”) of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution set out at Item No. 6 of the accompanying Notice.

Item No. 7

As per Regulation 17(6)(ca) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), as amended with effect from April 01, 2019, approval of shareholders by Special Resolution is required, in case the annual remuneration payable to a single Non-Executive Director exceeds the limit of 50% of the aggregate remuneration payable to all the Non-Executive Directors.

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its Meeting held on May 16, 2022, had approved the amount of commission payable of Rs. 30 lakh for Financial Year 2021-22 to Ms. Varsha Purandare (DIN: 05288076), an Independent Director of the Company, which exceeds 50% of the total annual remuneration payable to all the Non-Executive Directors for the financial year. The amount of commission payable is in addition to the sitting fee paid to her for the attendance in the meetings of Board and Committees thereof.

In view of the above, the Board of Directors of the Company recommend the Special Resolution at Item No. 7 of the Notice of the AGM to the members for their approval for payment of commission to Ms. Varsha Purandare.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives except Ms. Varsha Purandare and her relatives, are concerned or interested in the Resolution mentioned at Item No. 7 of the Notice.

By order of the Board of Directors
For **Tata Cleantech Capital Limited**

Sd/-
Rajesh Gosia
Company Secretary

Mumbai, June 20, 2022

Registered Office:

11th Floor, Tower A,
Peninsula Business Park,
Ganpatrao Kadam Marg,
Lower Parel,
Mumbai – 400013

**BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AS
DIRECTORS AT THIS ANNUAL GENERAL MEETING
(AS ON JUNE 20, 2022)**

Particulars	Mr. Rajiv Sabharwal (DIN:00057333)	Mr. Sujit Kumar Varma (DIN: 09075212)
Date of Birth and Age	September 28, 1965 Age: 53 years	January 06, 1961 Age: 56 years
Date of Appointment on Board	April 1, 2018	May 05, 2022
Qualifications	B. Tech (Mechanical Engineering) from IIT Delhi and PGDM in Management from IIM, Lucknow.	Bachelor of Arts (Hons.) in English and certifications from renowned institutes like Indian Institute of Banking & Finance, Mumbai, India, Harvard Business School, NYU Stern School of Business, New York, USA, Indian Institute of Management, Ahmedabad, India and Indian Institute of Management, Calcutta, India.
Experience	Currently, Mr. Rajiv Sabharwal is the Managing Director & CEO of Tata Capital Limited. Mr. Sabharwal has over 30 years of experience in the banking and financial services industry. Prior to joining TCL, he was the partner in True North Managers LLP which was mainly involved in investing and managing businesses with a focus on certain sectors including the financial service sector. He has also served as an Executive Director on the Board of Directors of ICICI Bank Limited, where he was responsible for several businesses including retail banking, business banking, rural banking, financial inclusion, digital banking and technology.	Mr. Sujit Kumar Varma is career banker with proven track record of leading diverse business departments. Mr. Varma is highly experienced in Corporate and Retail Credit, Trade Finance, International Banking, Risk Management and Compliance. Mr. Varma had been associated with the State Bank of India ("SBI") for over 3 decades where he held several important positions viz., Chief Executive Officer - SBI New York USA, General Manager - Mid-Corporate Regional Office, Mumbai, India and Chief General Manager - International Banking. Mr. Varma superannuated as Deputy Managing Director, Corporate Accounts Group from SBI in January 2021.

<p>Number of Meetings of the Board attended during FY 2021-22</p>	<p>6 out of 6</p>	<p>Not Applicable</p>
<p>Other Directorships</p>	<ul style="list-style-type: none"> • <u>Chairman:</u> <ul style="list-style-type: none"> a. Tata Capital Housing Finance Limited b. Tata Capital Financial Services Limited c. Tata Securities Limited d. Tata Asset Management Limited • <u>Director:</u> <ul style="list-style-type: none"> a. Tata Capital Pte. Limited b. Tata Realty and Infrastructure Limited c. Tata Capital Advisors Pte. Limited • <u>Managing Director & CEO:</u> <ul style="list-style-type: none"> Tata Capital Limited 	<ul style="list-style-type: none"> • <u>Director:</u> <ul style="list-style-type: none"> a. Waaree Energies Limited b. Evyavan Assets Management Limited c. Evyavan Capital Advisors Limited d. Tata Capital Housing Finance Limited e. Tata Pension Management Limited f. L & T Metro Rail (Hyderabad) Ltd. g. Tata Asset Management Private Limited h. Capri Global Asset Reconstruction Private Limited
<p>Memberships/ Chairmanships of committees across other companies</p>	<p>A. <u>Tata Capital Limited</u></p> <p><u>Member</u></p> <ul style="list-style-type: none"> • Risk Management Committee • Finance and Asset Liability Supervisory Committee • Corporate Social Responsibility Committee • Stakeholders Relationship Committee • Information Technology Strategy Committee <p>B. <u>Tata Capital Financial Services Limited</u></p> <p><u>Member</u></p> <ul style="list-style-type: none"> • Nomination and Remuneration Committee • Investment Credit Committee • Risk Management Committee 	<p>A. <u>Tata Asset Management Limited</u></p> <p><u>Chairman</u></p> <ul style="list-style-type: none"> • Audit Committee <p><u>Member</u></p> <ul style="list-style-type: none"> • Nomination and Remuneration Committee • Risk Management Committee <p>B. <u>Waaree Energies Limited</u></p> <p><u>Chairman</u></p> <ul style="list-style-type: none"> • Stake Holder Relationship Committee

	<ul style="list-style-type: none"> • Finance and Asset Liability Supervisory Committee • Corporate Social Responsibility Committee • Working Committee • Information Technology Strategy Committee <p>C. Tata Capital Housing Finance Limited</p> <p>Chairman</p> <ul style="list-style-type: none"> • Stakeholders Relationship Committee <p>Member</p> <ul style="list-style-type: none"> • Nomination and Remuneration Committee • Working Committee • Risk Management Committee • Asset Liability Committee • Corporate Social Responsibility Committee • Information Technology Strategy Committee • Lending Committee <p>D. Tata Asset Management Private Limited</p> <p>Member</p> <ul style="list-style-type: none"> • Audit Committee • Nomination and Remuneration Committee • Board Executive Committee <p>E. Tata Realty and Infrastructure Limited</p> <p>Member</p> <ul style="list-style-type: none"> • Real Estate Committee 	<p><u>Member</u></p> <ul style="list-style-type: none"> • Risk Management Committee <p>C. Tata Capital Housing Finance Company</p> <p><u>Chairman</u></p> <ul style="list-style-type: none"> • Lending Committee <p><u>Member</u></p> <ul style="list-style-type: none"> • Audit Committee • Nomination and Remuneration Committee • Risk Management Committee • Working Committee <p>D. L&T Metro Rail (Hyderabad) Limited.</p> <p><u>Member</u></p> <ul style="list-style-type: none"> • Audit Committee
Shareholding in the Company	Nil	Nil
Relationship with other directors,	None	None

manager or key managerial personnel, if any		
Last drawn remuneration (FY 2021-22)	Nil*	Not Applicable
Remuneration sought to be paid	Nil*	Sitting fees and Commission (if any)

**Since Mr. Sabharwal is the Managing Director & CEO of the Holding company, he does not draw any remuneration from the Company.*