



October 19, 2021

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C/1, 'G' Block
Bandra-Kurla Complex
Bandra (East)
Mumbai – 400 051.

Ref.: Tata Cleantech Capital Limited (“the Company”)

Sub.: Report on Corporate Governance under Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”)

Ref: Tata Cleantech Capital Limited

Pursuant to Regulation 27 of the SEBI Listing Regulations, please find enclosed the revised Report on Corporate Governance for the quarter ended September 30, 2021.

Request you to please take the above on record.

Thanking you,
Yours faithfully,

For Tata Cleantech Capital Limited

Rajesh Gosia
Company Secretary
Encl.: as above

TATA CLEANTECH CAPITAL LIMITED

Corporate Identification Number U65923MH2011PLC222430

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

Tel 91 22 6606 9000 Web www.tatacapital.com

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

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: Tata Cleantech Capital Limited
2. Quarter ending : September 30, 2021

Title (Mr./Ms.)	Name of the Director	PAN ^s & 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 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)
Ms.	Varsha Purandare	05288076	Chairperson and Non-Executive Independent Director	January 25, 2020	-	-	1 year and 8 months	07/12/1958	4	4	10	3
Ms.	Padmini Khare Kaicker	00296388	Non-Executive Independent Director	March 11, 2015	March 11, 2018	-	6 years and 6 months	15/04/1965	3	2	4	3
Mr.	Rajiv Sabharwal	00057333	Non-Executive Director	April 1, 2018	-	-	N.A.	28/09/1965	0	0	4	1
Mr.	Manish Chourasia	03547985	Managing Director	August 21, 2015	August 21, 2020	-	N.A.	27/02/1970	0	0	-	-

Whether Regular chairperson appointed: Yes

Whether Chairperson is related to managing director or CEO: No

[§]PAN 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.

Title (Mr./Ms.)	Name of the Director	PAN ^s & 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 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)
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Note:

1. While calculating directorships in listed entities, only directorships in equity listed companies have been considered in accordance with Explanation under Regulation 17A of SEBI Listing Regulations.
2. While calculating the committee positions of the Directors, both listed and unlisted Public companies including high value debt listed entities have been considered.
3. Number of memberships in Audit/Stakeholder Committee includes Chairpersonship, wherever applicable.

II. Composition of Committees					
Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)&	Date of Appointment	Date of Cessation
1. Audit Committee of Directors	Yes	Ms. Padmini Khare Kaicker	Chairperson and Independent Director	March 16, 2015	-
		Ms. Varsha Purandare	Independent Director	January 25, 2020	-
		Mr. Rajiv Sabharwal	Non-Executive Director	April 1, 2018	-
2. Nomination & Remuneration Committee	Yes	Mr. Rajiv Sabharwal	Chairman and Non-Executive Director	April 1, 2018	-
		Ms. Varsha Purandare	Independent Director	January 25, 2020	-
		Ms. Padmini Khare Kaicker	Independent Director	March 16, 2015	-
3. Risk Management Committee	Yes	Ms. Varsha Purandare	Chairperson and Independent Director	January 25, 2020	-
		Mr. Rajiv Sabharwal	Non-Executive Director	April 1, 2018	-
		Mr. Manish Chourasia	Managing Director	April 1, 2018	-
4. Stakeholders Relationship Committee	In view of the provisions under SEBI Listing Regulations relating to Board composition which have been made applicable to High Value Debt Listed entities, the Company would form a SRC by March 2022.				
5. Corporate Social Responsibility Committee	Yes	Ms. Varsha Purandare	Chairperson and Independent Director	January 25, 2020	-
		Ms. Padmini Khare Kaicker	Independent Director	April 21, 2015	-
		Mr. Rajiv Sabharwal	Non-Executive Director	July 1, 2020	-
		Mr. Manish Chourasia	Managing Director	January 25, 2020	-
<i>&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.</i>					

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* Yes/No	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)	
April 21, 2021	September 23, 2021	Yes	4	2	42 days (i.e. between April 21, 2021 and June 02, 2021)	
June 02, 2021					50 days (i.e. between June 02, 2021 and July 22, 2021)	
July 22, 2021					63 days (i.e. between June 02, 2021 and September 23, 2021)	
<i>* to be filled in only for the current quarter meetings</i>						
IV. Meeting of Committees						
	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details) Yes/No	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 meetings in number of days*
Audit Committee	July 22, 2021	Yes (All 3 Directors were present)	3	2	April 21, 2021	92 days (i.e. between April 21, 2021 and July 22, 2021)
	September 16, 2021	Yes (All 3 Directors were present)	3	2		88 days (i.e. between July 22, 2021 and September 16, 2021)
Nomination & Remuneration Committee	No Meeting was held during the relevant quarter	N.A	N.A	N.A	April 19, 2021 June 02, 2021	44 days (i.e. between April 19, 2021 and June 02, 2021)
Risk Management Committee	August 2, 2021	Yes (All 3 Directors were present)	3	1	May 26, 2021	68 days (i.e. between May 26, 2021 and August 2, 2021)
Stakeholders Relationship Committee	In view of the provisions under SEBI Listing Regulations relating to Board composition which have been made applicable to High Value Debt Listed entities, the Company would form a SRC by March 2022.					

Corporate Social Responsibility Committee	No Meeting was held during the relevant quarter	N.A.	N.A.	N.A.	May 5, 2021	N.A.
<p><i>*This information has to be mandatorily given for audit committee. For rest of the committees, giving this information is optional.</i></p> <p><i>**to be filled in only for the current quarter meetings</i></p>						
V. Related Party Transactions						
Subject					Compliance status (Yes/No/NA) <small>refer note below</small>	
Whether prior approval of audit committee obtained					Yes	
Whether shareholder approval obtained for material RPT					N.A.	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee					Yes	
Note						
<p>1 <i>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.</i></p> <p>2 <i>If status is "No" details of non-compliance may be given here.</i></p>						
VI. Affirmations						
<p>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.</p> <ul style="list-style-type: none"> ➤ Currently 1/3rd of the Board comprises of Independent Directors in compliance with the requirements under the Companies Act, 2013. In view of the provisions under SEBI Listing Regulations relating to Board composition which have been made applicable to High Value Debt Listed entities, the Company shall reconstitute its Board / Committees within the specified timelines. <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <ol style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration Committee c. Risk management committee (applicable to the top 500 listed entities) <ul style="list-style-type: none"> ➤ In view of the provisions under SEBI Listing Regulations relating to Board composition which have been made applicable to High Value Debt Listed entities, the Company would form a SRC by March 2022. <p>3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <ul style="list-style-type: none"> ➤ 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) Regulations, 2015.
5. a. This report has been placed before Board of Directors: The Corporate Governance Report for the quarter ended September 30, 2021, was placed before the Board of Directors at its meeting held on October 19, 2021.
b. The report submitted in the previous quarter has been placed before Board of Directors: N.A.
c. Any comments/observations/advice of the board of directors may be mentioned here: N.A.

Name: Rajesh Gosia
Designation: Company Secretary
Place: Mumbai