



BSES Rajdhani Power Limited

BSES Bhawan, Nehru Place,

New Delhi - 110 019, India.

CIN : U40109DL2001PLC111527

GST : 07AAGCS3187H2Z3

Tel. : +91 11 4920 9999

Fax : +91 11 4920 7888

www.bsesdelhi.com

NOTICE OF 24th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 24th Annual General Meeting of the Members of BSES Rajdhani Power Limited will be held on Wednesday, 03rd day of September, 2025 at 11:30 a.m through Video Conferencing for transacting the following business:

ORDINARY BUSINESS:

- 24.1** To consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon.
- 24.2** To appoint a Director in place of Shri Shurbir Singh, IAS (DIN: 07331962), who retires by rotation under the provisions of the Companies Act, 2013, and being eligible, offers himself for re-appointment
- 24.3** To re-appoint M/s Ravi Rajan & Co. LLP, Chartered Accountants as Statutory Auditors and 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 Section 139, 141, 142 and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as “the Act”) read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendations of the Audit Committee and the Board of Directors, M/s Ravi Rajan & Co LLP, Chartered Accountants (ICAI Firm Registration No 009073N/N500320), who have confirmed their eligibility for the appointment pursuant to Section 139 and 141 of the Act as Statutory Auditors of the Company, be and are hereby re-appointed as Statutory Auditors of the Company for the second term of 5 (Five) consecutive years and to hold office from the conclusion of 24th Annual General Meeting till the conclusion of 29th Annual General Meeting of the Company, at such fee as may be mutually agreed upon between the Board of Directors and the Auditors

RESOLVED FURTHER THAT Chief Executive Officer or Chief Financial Officer or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and thing and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to the aforesaid resolution.”

SPECIAL BUSINESS:

24.4 To ratify the remuneration payable to M/s Balwinder & Associates, Cost Accountants, appointed as Cost Auditors of the Company for the Financial Year 2025-26.

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 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, the remuneration of ₹ 3,15,000 (Rupees Three Lakh Fifteen Thousand Only) plus out of pocket expenses of ₹ 25,000 (Rupees Twenty Five Thousand Only) plus Goods and Services Tax (GST), as applicable for the Financial Year 2025-26 to be paid to M/s Balwinder & Associates, Cost Accountants (Firm Registration No. 000201), who has been appointed as Cost Auditors by the Board of Directors to audit the cost records of the Company for the Financial Year 2025-26, be and is hereby ratified.

RESOLVED FURTHER THAT Chief Executive Officer or Chief Financial Officer or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and thing and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to the aforesaid resolution."

24.5 To appoint Shri Mitesh Kumar Shah as a Director of the Company.

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 152 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Shri Mitesh Kumar Shah (DIN:10878452) who was appointed as an Additional Director in the capacity of Non-Executive Director of the Company by the Board of Directors with effect from January 06, 2025 pursuant to the provision of Section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and in accordance with the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Chief Executive Officer or Chief Financial Officer or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and thing and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to the aforesaid resolution."

24.6 To appoint Shri Rajeev Chowdhury as a Director of the Company.

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 152 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") and the Companies(Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Shri Rajeev Chowdhury (DIN:10878477) who was appointed as an Additional Director in the capacity of Non-Executive Director of the Company by the Board of Directors with effect from January 06, 2025 pursuant to the provision of Section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and in accordance with the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Chief Executive Officer or Chief Financial Officer or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and thing and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to the aforesaid resolution."

24.7 To appoint Shri Abhishek Ranjan as Chief Executive Officer designated as Manager of the Company.

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 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") and the relevant rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the provisions of the Articles of Association of the Company and as per the terms and conditions of the Agreement and any other applicable provisions of law and based on the recommendation of the Nomination and Remuneration Committee of the Board, the consent of the Members be and is hereby accorded for the appointment of Shri Abhishek Ranjan as Chief Executive Officer designated as Manager defined under section 2(53) of the Act and termed as Key Managerial Personnel of the Company for a period of 5 years with effect from February 10, 2025 to perform the duties as required under the Act and such other duties as may be assigned to him by the Board from time to time

RESOLVED FURTHER THAT Shri Abhishek Ranjan shall be entitled to a fixed pay of Rs. 120 lakh annum and Performance Linked Incentive of Rs. 30 lakh per annum and other benefits as per the terms of his appointment and also be entitled for retention bonus of Rs. 30 lakh which would be payable at the end of 3 years.

RESOLVED FURTHER THAT in case of absence or inadequacy of profits in any financial year during the tenure of Shri Abhishek Ranjan as Chief Executive Officer designated as Manager of the Company, the remuneration payable to him shall be within the limits prescribed under Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) as amended from time to time.

RESOLVED FURTHER THAT the Board based on the recommendation of the Nomination and Remuneration Committee of the Board, be and is hereby authorized to provide annual increment / performance linked incentive payable during tenure of his appointment in accordance with the Remuneration Policy for Directors, Key Managerial

Personnel, Senior and Top Management adopted by the Board, and subject to the same being in line with the limits set out under the Act, read with Schedule V thereto as amended from time to time and as approved by the members.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts, deeds and things and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to the aforesaid resolution "

24.8 To appoint Ms. Zohra Chatterji, IAS (Retd.) as Woman Independent Director of the Company.

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 149, 150 and 152 read with Schedule IV and all applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") and the Companies (Appointment and Qualification of Directors) Rules 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Ms. Zohra Chatterji, IAS (Retd.) (DIN: 01382511) who was appointed as an Additional Director in the capacity of Woman Independent Director of the Company by the Board of Directors with effect from July 03, 2025 pursuant to the provision of Section 161 of the Act and the Articles of Association of the Company and who is qualified for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of Woman Independent Director and in accordance with the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as Woman Independent Director of the Company, to hold office for a term of 5 (five) consecutive year with effect from July 03, 2025.

RESOLVED FURTHER THAT Chief Executive Officer or Chief Financial Officer or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and thing and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to the aforesaid resolution."

24.9 To appoint Shri Bipul Pathak, IAS as a Director of the Company.

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 152 and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as "the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Shri Bipul Pathak, IAS (DIN: 08077260) who was appointed as an Additional Director in the capacity of Non-Executive Director of the Company by the Board of Directors with effect from July 14, 2025 pursuant to the provision of Section 161 of the Act and the Articles of Association of the Company and who holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director and in accordance with the recommendation of the Nomination and Remuneration Committee, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT Chief Executive Officer or Chief Financial Officer or Company Secretary of the Company be and is hereby severally authorized to do all such acts, deeds and thing and to take all such steps as may be deemed necessary, proper, desirable or expedient in its absolute discretion for the purpose of giving effect to the aforesaid resolution."

By the order of the Board
For **BSES Rajdhani Power Limited**



Pankaj Tandon
Company Secretary
FCS:-7248

pankaj.a.tandon@reliancegroupindia.com

Date: August 11, 2025
Place: New Delhi

NOTES:

- 1 Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act") relating to items of Special Business to be transacted at the Annual General Meeting ("AGM") is annexed hereto.
- 2 Information in respect of the Directors of the Company seeking appointment/re-appointment as set out in item no. 24.2, 24.5, 24.6, 24.7, 24.8 and 24.9 as required under Secretarial Standard-2 on General Meeting issued by the Institute of Company Secretaries of India is annexed hereto as **Annexure "A"** of the notice of the Meeting.
- 3 For record purposes, the place of the meeting shall be "Ganga" Conference Hall, 2nd Floor, BSES Bhawan, Nehru Place, New Delhi – 110019.
- 4 The Ministry of Corporate Affairs (MCA) has vide General Circular No. 09/2024 dated September 19, 2024 allowed companies:
 - i To send the annual reports to shareholders through an email who have registered their email id with the Company/ Depository.
 - ii To hold AGM through video conference (VC) or other audio-visual means (OAVM).
 - iii Since AGM is conducted via VC or OAVM, where physical attendance of the members has been dispensed with, there is no requirement of appointment of proxies. Hence, appointment of proxies is not allowed for this meeting.
- 5 A person, whose name is recorded in the Register of Members maintained by the Company as on date of meeting shall be entitled to attend the meeting.
- 6 Corporate members intending to make their authorized representatives to attend the meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting on the e-mail of the Company Secretary of the Company at pankaj.a.tandon@reliancegroupindia.com prior to the date of the meeting.
- 7 Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 8 All documents referred to in this Notice along with statutory records and registers/ returns including 'Register of Directors and Key Managerial Personnel and their shareholding', maintained under Section 170 of the Companies Act, 2013, as required to be kept open for inspection under the Act, shall be available for inspection electronically during business hours except Saturday, Sunday and National Holiday from the date hereof up to the date of this AGM and at the AGM. Members seeking to inspect such documents can send an email to pankaj.a.tandon@reliancegroupindia.com.
- 9 The Notice of the AGM along with the Annual Report 2024-25 is being sent by electronic mode to Members entitled to receive such e-mail as per records of the Company or as provided by the depository.
- 10 Members are requested to keep their copy of Annual Report with them during AGM.
- 11 Members desiring any information with regard to Accounts/Reports are requested to submit their queries addressed to the Director(s) or Company Secretary at least 7 days in advance of the meeting so that the information called for can be made available at the meeting.

12 General Instruction for accessing and participating in the 24th AGM through VC

- i) The meeting shall be conducted via "CISCO WEBEX SOFTWARE" under which each member shall be provided with a meeting ID and Password through which the member shall be able to have access to the meeting.
- ii) The CISCO software can be downloaded via <https://www.webex.com/downloads.html>. Members can download the software from the above link for their laptops and computer sets. However, if any member is attending from his mobile set, the software can be downloaded from play store.
- iii) After downloading, each member shall enter into the application as a guest and then the application will ask the meeting ID and Password. Members may participate in the meeting by entering the following details:

Meeting ID: 2519 716 3762

Password: 123456

Kindly keep the Meeting ID and Password confidential. Do not share it with anyone.

- iv) The Member needs to enter, meeting ID in the box and it will open a new window in which the password needs to be entered and the member will be admitted in the meeting.
 - v) Members shall be able to login to the meeting 15 minutes before the scheduled time of the meeting. Each member after logging in shall be admitted to a virtual waiting room whereby they can wait until the host starts the meeting.
 - vi) After the host starts the meeting, each of the members will be requested to mute their microphones so that their voices do not interrupt the meeting. When the host takes the name, the said member will unmute himself and speak. After the discussion is over, he shall again mute his microphone.
 - vii) It is requested to use headphones while attending the meeting so as to avoid any noise disturbance. Further, it is requested to use Wi-Fi network over cellular so as to avoid any networking problem.
 - viii) Every member shall respond to his name when the host introduces them to other members. In case any member has any query, then they can raise their hand and unmute themselves after they are requested to speak. The member asking query shall first provide his name and then ask the question.
 - ix) In case of any technical assistance, a member can email on panka.j.a.tandon@reliancegroupindia.com or can either give a call on 011-49107192.
- 13 The Chairperson may decide to conduct voting by show of hands, unless a demand for poll is made by any member, in accordance with Section 109 of the Companies Act, 2013 and the rules made thereunder.

STATEMENT IN TERMS OF SECTION 102(1) OF THE COMPANIES ACT, 2013

SPECIAL BUSINESS

Item No. 24.4

The Board of Directors of the Company, on recommendation of the Audit Committee, at its meeting held on July 21, 2025 approved the appointment of M/s. Balwinder & Associates, Cost Accountants, as Cost Auditors to conduct audit of Cost Records maintained by the Company for the Financial Year 2025-26 at a remuneration of ₹ 3,15,000 (Rupees Three Lakh Fifteen Thousand Only) plus out of pocket expenses of ₹ 25,000 (Rupees Twenty Five Thousand Only) plus GST, as applicable for the Financial Year 2025-26.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, remuneration payable to the Cost Auditor needs to be ratified by the Members of the Company.

Accordingly, the consent of the Members is sought for ratification of the remuneration of M/s. Balwinder & Associates, Cost Accountants.

None of the Directors / Key Managerial Personnel or their relatives, are concerned or interested, financially or otherwise, in the resolution set out at Item No. 24.4 of the Notice.

The Board accordingly recommends the **Ordinary Resolution** set out at item No. 24.4 of the accompanying notice for the approval of Members.

Item No. 24.5

Shri Mitesh Kumar Shah (DIN: 10878452), Nominee Director of Reliance Infrastructure Limited, was appointed as an Additional Director in the capacity of Non-Executive Director of the Company w.e.f. January 06, 2025 on the recommendation of the Nomination and Remuneration Committee. In accordance with the provision of Section 161 of the Companies Act, 2013 ("the Act"), Shri Mitesh Kumar Shah, holds office up to the date of the ensuing Annual General Meeting and is eligible to be appointed as Director as provided under the Act. The Company has received a notice in writing under Section 160 of the Act from a member signifying its intention to propose the candidature of Shri Mitesh Kumar Shah for the office of Director. Shri Mitesh Kumar Shah is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company.

The details of Shri Mitesh Kumar Shah are given in **Annexure "A"**.

Except Shri Mitesh Kumar Shah, none of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 24.5 of the Notice.

The Board accordingly recommends the **Ordinary Resolution** set out at Item No. 24.5 of the accompanying notice for the approval of Members.

Item No. 24.6

Shri Rajeev Chowdhury (DIN:10878477), Nominee Director of Reliance Infrastructure Limited, was appointed as an Additional Director in the capacity of Non-Executive Director of the Company w.e.f. January 06, 2025 on the recommendation of the Nomination and Remuneration Committee. In accordance with the provision of Section 161 of the Companies Act, 2013 ("the Act"), Shri Rajeev Chowdhury holds office up to the date of the ensuing Annual General Meeting and is eligible to be appointed as Director as provided under the Act. The Company has received a notice in writing under Section 160 of the Act from a member signifying its intention to propose the candidature of Shri Rajeev Chowdhury for the office of Director. Shri Rajeev Chowdhury is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company.

The details of Shri Rajeev Chowdhury are given in **Annexure "A"**.

Except Shri Rajeev Chowdhury, none of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 24.6 of the Notice.

The Board accordingly recommends the **Ordinary Resolution** set out at Item No. 24.6 of the accompanying notice for the approval of Members.

Item No. 24.7

The Board of Directors at its meeting held on February 10, 2025 appointed Shri Abhishek Ranjan as Chief Executive Officer designated as Manager defined u/s 2(53) of the Companies Act, 2013 and also termed as Key Managerial Personnel of the Company for a period of 5 (five) years with effect from February 10, 2025.

Shri Abhishek Ranjan shall be entitled to a fixed pay of Rs. 120 lakh per annum and a Performance Linked Incentive of Rs. 30 lakh per annum and other benefits, as per terms of his appointment and also be entitled for retention bonus of Rs. 30 lakh which would be payable at the end of 3 (three) years. This has been approved by the Board based on the recommendation of the Nomination and Remuneration Committee of the Board under Section 178 of the Act.

The Board is authorized to alter and vary the terms and conditions of the said appointment and / or remuneration payable to him during the tenure of his appointment as per the Company's Policy subject to such increase being within the limits specified in the Act read with Schedule V to the Act

The Company has entered into an agreement with Shri Abhishek Ranjan on February 10, 2025 containing the terms of his appointment including remuneration. Copy of the agreement is available for inspection at the registered office of the Company in between 10:00 A.M. to 5:00 P.M. on all working days except Saturday till the date of ensuing Annual General Meeting.

The details of Shri Abhishek Ranjan are given in **Annexure "A"**.

Except Shri Abhishek Ranjan, none of the Directors / Key Managerial Personnel of the Company / their relatives are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 24.7 of the Notice.

The Board accordingly recommends the **Ordinary Resolution** set out at item No. 24.7 of the accompanying notice for the approval of Members

Item No. 24.8

Pursuant to the provisions of Section 149, 150 and 161 of the Companies Act, 2013 ("the Act") read with Schedule IV of the Act and as per the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the Company, the Board of Directors appointed Ms. Zohra Chatterji, IAS (Retd.) (DIN: 01382511) as an Additional Director in the capacity of Woman Independent Director of the Company with effect from July 03, 2025

The Company has received a declaration from Ms. Zohra Chatterji, IAS (Retd.) confirming that she meets the criteria of independence as prescribed under Section 149(6) of the Act. In the opinion of the Board, she fulfils the conditions specified in the Act for appointment as an Independent Director of the Company. Ms. Zohra Chatterji, IAS (Retd.) has consented for her appointment as an Independent Director of the Company, and has confirmed that she is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The Company has also received notice in writing under Section 160 of the Act from a member signifying its intention to propose her candidature as an Independent Director of the Company.

In accordance with the provisions of Section 161 of the Act, she holds office up to the date of the ensuing Annual General Meeting and is eligible to be appointed as an Independent Director for a term of 5 (five) consecutive years with effect from July 03, 2025. During the tenure of her appointment, she shall not be liable to retire by rotation as provided under Section 152 (6) of the Act

The Board of Directors considers it in the interest of the Company to appoint her as an Independent Director on the Board of the Company.

The details of Ms. Zohra Chatterji, IAS (Retd.) are given in **Annexure "A"**.

Except Ms. Zohra Chatterji, IAS (Retd.), none of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 24.8 of the Notice.

The Board accordingly recommends the **Ordinary Resolution** set out at Item No. 24.8 of the accompanying notice for the approval of Members.

Item No. 24.9

Shri Bipul Pathak, IAS (DIN:08077260), Nominee Director of Delhi Power Company Limited, was appointed as an Additional Director in the capacity of Non-Executive Director of the Company w.e.f. July 14, 2025 on the recommendation of the Nomination and Remuneration Committee. In accordance with the provisions of Section 161 of the Companies Act, 2013 ("the Act"), Shri Bipul Pathak, IAS holds office up to the date of the ensuing Annual General Meeting and is eligible to be appointed as Director as provided under the Act. The Company has received a notice in writing under Section 160 of the Act from a member signifying its intention to propose the candidature of Shri Bipul Pathak, IAS for the office of Director. Shri Bipul Pathak, IAS is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director of the Company.

The details of Shri Bipul Pathak, IAS are given in **Annexure "A"**.

Except Shri Bipul Pathak, IAS, none of the Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 24.9 of the Notice.

The Board accordingly recommends the **Ordinary Resolution** set out at Item No. 24.9 of the accompanying notice for the approval of Members.

By the order of the Board
For **BSES Rajdhani Power Limited**



Pankaj Tandon
Company Secretary
FCS:- 7248

pankaj.a.tandon@reliancegroupindia.com

Date: August 11, 2025

Place: New Delhi

Annexure "A"

DETAILS OF DIRECTORS AND KMP SEEKING APPOINTMENT/RE-APPOINTMENT AT THE 24TH ANNUAL GENERAL MEETING

S. No.	Particulars	Shri Shurbir Singh, IAS (Re-appointment)	Shri Mitesh Shah (Appointment)	Shri Rajeev Chowdhury (Appointment)	Shri Abhishek Ranjan (Appointment)	Ms. Zohra Chatterji, IAS (Retd.) (Appointment)	Shri Bipul Pathak, IAS (Appointment)
1.	DIN / PAN	07331962	10878452	10878477	ADCPR0452L	01382511	08077260
2.	Date of Birth	16.12.1976	17.06.1972	30.05.1971	11.05.1977	20.07.1954	23.02.1969
3.	Date of appointment on the Board	28.02.2023	06.01.2025	06.01.2025	10.02.2025	03.07.2025	14.07.2025
4.	Qualifications	I.A.S, Mechanical Engineer (Punjab Engineering College, Chandigarh)	Chartered Accountant, Cost Accountant, Company Secretary, Commerce Graduate (Shri Ram College of Commerce)	B. Tech (Civil) (College of Engineering and Technology, Bhubaneswar), Law Graduate, Postgraduate (Xavier Institute of Management, Bhubaneswar),	Electrical Engineering (NIT, Bhopal) PGDM (General Management Program) (XLRI- Xavier Institute of Management) and Berkeley Executive Program in Management (HAAS School of Business, UC Berkley)	I.A.S (Retired), Graduate (Miranda House, New Delhi) Postgraduate in English Literature	I.A.S, B.Sc in Mechanical Engineering (Kurukshetra University, Haryana) MBA in Strategic Management (HEC Paris)
5.	Experience	He is currently serving as Secretary (Power), GoNCTD. He is also Chairman-cum-Managing Director of both Delhi Power Company Limited (DPCL) and Delhi Transco Limited (DTL). In addition to above, he is also Chairman of Indraprastha Energy &	He is having a rich experience of 27 years in Power distribution, Manufacturing and Retail sector. He has worked in various organizations like Rahimfroz Batteries, Lanco Anpara Power, Reliance Retail and Birla Yamaha Ltd. He has been associated	He is having a rich experience of 27 years. His career spans more than two decades at BSES, where he held pivotal leadership roles in BSES Rajdhani Power Ltd and BSES Yamuna Power Ltd. Throughout his tenure, he was instrumental in aligning business strategies with	He has over 25 years of diverse experience in the IT and Electricity Sectors- Generation & Distribution. He possesses deep knowledge of the Indian Grid Code, Renewable Sectors & Power	She belongs to the 1979 Batch of the IAS, UP Cadre and rose to the top position of Secretary, Govt. of India. She has held several important positions in her home state, UP, including Secretary and Director Industries, Labour Commissioner, Secy. & DG Tourism,	He is currently posted as Additional Chief Secretary (Finance & Planning) with the additional charges of Additional Chief Secretary (Industries) & Chairman (DSIIDC) in Delhi. In the past, he has held key positions in the Jammu & Kashmir Government, as Principal Secretary

	<p>Waste management Company Limited, Indraprastha Power Generation Company Limited, Pragati Power Corporation Limited and Delhi Vidyut Board-Employees Terminal benefit Fund (DVB, ETBF), 2002. He is also holding Directorships of Tata Power Delhi Distribution Limited and BSES Yamuna Power Limited.</p> <p>During his career of 20 years, he has held various key positions such as Chief Electoral Officer, Pondicherry; Managing Director, Delhi Tourism & Transportation Corporation, New Delhi and CEO, Delhi Urban Shelter Improvement Board, New Delhi.</p>	<p>with the BSES Discoms for more than 15 years out of which years were with BSES Rajdhani Power Ltd & more than 3 years are with BSES Yamuna Power Limited as Chief Financial Officer. He has rich experience of analysis of financial statements, funds management, budgeting, taxation, formulation of annual operating plans, cost optimization and control.</p> <p>He has taken various initiatives for strengthening of internal controls, improvement in systems and processes across functions. He has demonstrated good leadership qualities, team building capabilities and problem-solving skills.</p>	<p>regulatory requirements, driving systemic reforms, and fostering cross-functional collaboration to achieve organisational objectives. His leadership has been central to ensuring regulatory compliance and promoting sustainable growth in the power sector.</p> <p>Before BSES, he spent 7 years with Price water house Coopers (PwC), where he played a key role in power sector reforms across several Indian states including Assam, Uttaranchal, Uttar Pradesh, Karnataka, and Orissa. His work focused on commercializing power sector, tariff structuring, and providing regulatory consultancy, directly contributing to transformative changes in the industry.</p>	<p>Markets and Discom's Power Portfolio, Scheduling & Operations Besides BSES Rajdhani Power Ltd, he has previously worked with companies such as Ernst & Young – Parthenon (Global Strategy Consulting Firm), Renew Power Pvt Ltd, Reliance Power Limited and NHPC Limited.</p> <p>His collaborative approach, vision for innovation, and customer-centric focus will be instrumental in driving BRPL's sustainable growth.</p>	<p>Secy. & Project Director Basic Education and Principal Secy IT & Industries. She was awarded the Prime Minister's Award for Excellence in Public Administration.</p> <p>She joined Govt. of India on Central deputation in 2007 as Joint Secretary, Broadcasting in the Ministry of Information & Broadcasting. She also served as Member Secretary, National Commission for Women, CMD Coal India as its first woman CMD and also as Secretary to Govt. of India, Ministry of Textiles.</p> <p>Post retirement, she served as Chairman of the UP Institute of Design and which was her brainchild and has been a member of the News Broadcasting Standards Authority.</p> <p>She is simultaneously pursuing her PhD from the University of Lucknow.</p>	<p>of Transport Department, Information Technology Department, and Urban Rural Development Department.</p> <p>He also served Government of India as a Director in the Ministry of Information and Broadcasting and as a Joint Secretary in the Ministry of Mines. Additionally, he served as the Managing Director of Jammu and Kashmir Power Development Corporation.</p> <p>Currently, he is on the board of Tata Power Delhi Distribution Limited, DMRC Limited and Delhi State Industrial and Infrastructure Development Corporation Limited.</p> <p>He is recognized for his efficient governance where his leadership has modernized critical sectors such as public administration, power, transportation and technology.</p>
--	--	---	--	--	---	--

6.	Terms and Conditions of appointment / re-appointment along with details of remuneration and last drawn remuneration, if applicable.	Non- Executive Director Remuneration- He shall be paid sitting fees for attending Board and its Committee Meetings.	Non- Executive Director Remuneration- NA (as he has forgone his entitlement of sitting fees for attending the meetings of the Board & its Committees).	Non- Executive Director Remuneration- NA (as he has forgone his entitlement of sitting fees for attending the meetings of the Board & its Committees).	Chief Executive Officer designated as Manager Remuneration- The details of the remuneration are given in the resolution.	Non-Executive – Woman Independent Director Remuneration- She shall be paid sitting fees for attending Board and its Committee Meetings.	Non- Executive Director Remuneration- He shall be paid sitting fees for attending Board and its Committee Meetings.
7.	Shareholding in the Company.	Nil	Nil	Nil	Nil	Nil	Nil
8.	Relationships with the Other Directors, Manager and other KMP(s).	None	None	None	None	None	None
9.	No. of Board Meetings attended during the financial year 2024-25 and other Directorships, Chairmanships, Committee Memberships.	No. of Board Meetings attended: Five (5) (A) Directorship: a) Indraprastha Energy & Waste Management Company Limited b) Delhi Power Company Limited c) Delhi Transco Limited d) Indraprastha Power Generation Company Limited e) Pragati Power Corporation Limited f) TATA Power Delhi Distribution Limited g) BSES Yamuna Power Limited	No. of Board Meetings attended: One (1) (A) Directorship: NIL	No. of Board Meetings attended: One (1) (A) Directorship: NIL	NA	No. of Board Meetings attended: NA (A) Directorship: a) U.P Industrial Consultants Limited b) Travel Corporation (India) Limited	No. of Board Meetings attended: NA (A) Directorship: a) Delhi State Industrial and Infrastructure Development Corporation Limited. b) Tata Power Delhi Distribution Limited c) Delhi Metro Rail Corporation Limited d) BSES Yamuna Power Limited

		(B) Committee Chairmanship: NIL	(B) Committee Chairmanship: NIL	(B) Committee Chairmanship: NIL		(B) Committee Chairmanship: NIL	(B) Committee Chairmanship:
		(C) Committee Membership: NIL	(C) Committee Membership: NIL	(C) Committee Membership: NIL		(C) Committee Membership: NIL	1. Audit Committee: Delhi Metro Rail Corporation Limited
							(C) Committee Membership: NIL