



PROCEEDINGS OF THE 1st EXTRA-ORDINARY GENERAL MEETING for FY 2023-24 HELD ON MONDAY, 22nd JANUARY 2024 AT 1:00 P.M. AT TPDDL SMART GRID LAB, DR. K.N. KATJU MARG, SECTOR - 15, ROHINI, ADJACENT TO RG-05 GRID, DELHI [Through video conferencing in terms of MCA General Circular No.20/2020 dated 5th May 2020 and General Circular No. 09/2023 dated 25th September 2023]

Dr. Praveer Sinha, Chairman welcomed the Members and Directors to the 1st EXTRA-ORDINARY GENERAL MEETING (EGM) for FY 2023-24 of the Company. As the requisite quorum was present, he called the meeting to order. He further stated the following:

Ministry of Corporate Affairs ("MCA") has vide its various General Circulars notified in 2020, 2021, 2022 and 2023 permitted the holding of EGM through Video Conferencing/ Other Audio Visual Means (VC/OAVM), without the physical presence of the Members at a common venue. In compliance with the MCA Circulars, the EGM of the members of the Company is being held through Microsoft Teams.

As required by the Secretarial Standards on General Meeting, the Chairman of the Audit Committee (Mr. Ashok Sinha) was present and the Chairman of the Nomination and Remuneration Committee (Mr. Kailash Nath Shrivastava) was also present through video conferencing in terms of Section 178(7) of the Companies Act, 2013.

The Statutory Auditors and Internal Auditor were also present at the EGM through Video Conferencing.

The Cost Auditor and Secretarial Auditors were unable to attend the EGM due to prior commitments.

Mr. Manish Kumar Gupta, Dr. Ashish Chandra Verma, Mr. Shurbir Singh and Mr. Sanjay Kumar Banga, Directors, were unable to attend EGM due to preoccupation.

The Company had ensured that all other compliances associated with the provisions relating to general meetings viz. making of disclosures, inspection of related documents and registers, by members, including Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of contracts or arrangements in which the Directors were interested under Section 189 of the Act and all other documents referred to in the Notice or authorizations for voting by bodies corporate etc. as provided in the Act and the Articles of Association of the Company were made available for inspection through electronic mode.

The special business item for alteration of Objects Clause of Memorandum of Association of the Company was deferred.

The Chairman then thanked the shareholders and Directors for attending the EGM through VC. The requisite Quorum was present at the commencement of the Meeting as well as at the time of consideration of each item of business.

There being no further business, the meeting concluded at 1:30 p.m. with a vote of thanks to the Chair.

TATA POWER DELHI DISTRIBUTION LIMITED

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