

Dated.....<sup>2<sup>nd</sup> Sept 2020</sup>

To  
The Board of Directors  
**Jaiprakash Power Ventures Limited**  
Complex of Jaypee Nigrie Super Thermal Power Plant  
Nigrie, Tehsil Sarai  
District Singrauli – 486669  
Madhya Pradesh

Dear Sir(s),

**Sub: Declaration of Independence under sub-section (6) of section 149 of the Companies Act 2013 and Regulation 16(1)(b), Regulation 25(8) and 25(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, and SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulations, 2018;**

*SUDHIR MITAL*

I, ....., hereby declare that I comply with the criteria of independence as per the provisions of Companies Act, 2013 for my appointment as Independent Director of Jaiprakash Power Ventures Limited ('the Company'). I further declare that:

- a) I am not or was never a promoter of the company or its holding, subsidiary or associate company or member of the promoter group of the same;
- b) I am not related to promoters or directors in the company, its holding, subsidiary or associate company;
- c) I am not a non-independent Director of any such company on the Board of which a non-independent director of Jaiprakash Power Ventures Limited is an Independent Director;
- d) I apart from receiving Director's Remuneration (i.e. Sitting Fees) have / had no pecuniary relationship with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- e) none of my relatives—
  - (i) holds any security of or interest in the company, its holding, subsidiary or associate company during the two immediately preceding financial years or during the current financial year:  
Provided that the relative may hold security or interest in the company of face value not exceeding fifty lakh rupees or two per cent. of the paid-up capital of the company, its holding, subsidiary or associate company or such higher sum as may be prescribed;

- (ii) is indebted to the company, its holding, subsidiary or associate company or their promoters, or directors, in excess of such amount as may be prescribed during the two immediately preceding financial years or during the current financial year;
  - (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or directors of such holding company, for an amount of Fifty lakhs Rupees at any time during the two immediately preceding financial years or during the current financial year; or
  - (iv) has any other pecuniary transaction or relationship with the company, or its subsidiary, or its holding or associate company amounting to two per cent. or more of its gross turnover or total income singly or in combination with the transactions referred to in sub-clause (i), (ii) or (iii);
- f) neither me nor any of my relatives —
- (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the current financial year;
  - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the current financial year of in which he is proposed to be appointed, of—
    - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - (iii) holds together with my relatives 2% or more of the total voting power of the company; or
  - (iv) is a Chief Executive or director, by whatever name called, of any non-profit organisation that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company;
  - (v) is a material supplier, service provider or customer or a lessor or lessee of the listed entity.

g) I am more than 21 years of age and possess appropriate skills, experience and knowledge in one or more field(s) of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations or other disciplines related to the company's business.

h) I do not/ will not hold position of independent director in more than seven listed companies

or

I hold a position of whole-time director in a listed company and I do not/ will not hold position of independent director in more than 3 listed companies.

Thanking you,

Yours faithfully,



(NAME) *SUDHIR MITAL*

**Independent Director**

DIN : *0008314675*