

WITHOUT PREJUDICE

MFG/2024/04/1083

April 18, 2023

Jaiprakash Power Ventures Limited (" Company")

Sector – 128

NOIDA – 201304

Uttar Pradesh

Kind attention: Mr. R.K. Porwal (Joint President (F&A) and CFO)

Dear Sir,

Subject: Approval of remuneration of Shri Sunil Kumar Sharma, Whole Time Director, for the period from 18th March, 2023 to 31st March, 2024.

We refer to your letter dated 22nd March, 2023 ("JPVL Request Letter") requesting ICICI Bank Limited (" Bank") to convey approval on behalf of the lenders of the Company ("Lenders"), in its capacity as Lead Bank for approving the remuneration paid/ payable to the below mentioned Key Management Personnel ("Request"):

Name of KMP	Designation	Basic Salary for requested period	Pay scale
Mr. Sunil Kumar Sharma	Whole-time Director	₹ 18, 00, 000/- w.e.f 18 th March, 2023	₹10,00,000–₹1,00,000–₹15,00,000– ₹1,50,000–₹22,50,000–₹2,25,000– ₹33,75,000

Do kindly note that the remuneration payable to the above referred Key Management Personnel for the renewed term will be in accordance to JPVL's request letter reference no JPVL:SEC:2023 dated March 22nd, 2023.

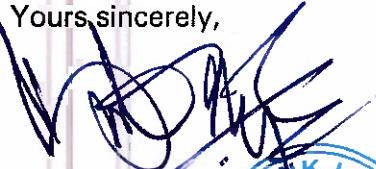
In this regard, please note that the Lenders, at the Joint Lenders Meeting held on April 11, 2023 have considered the Request of the Company and thereafter have authorised the Bank, being the lead, to issue a consent letter to the Company on behalf of the Lenders. The aforementioned consent shall be valid for period March 18, 2023 to March 31, 2024 for Mr. Sunil Kumar Sharma as requested by JPVL in its request letter.

Accordingly, we the Bank, in its capacity as lead, hereby convey our consent on behalf of the Lenders on the Request, subject to the same being in conformity with the requirements under applicable laws including Companies Act, 2013.



Please note that the onus of compliance with the provisions of applicable laws including Companies Act, 2013 (as amended from time to time) shall lie with the Company.

Yours sincerely,



Authorised Signatory
Strategic Solution Group
ICICI Bank Limited



Ref:JAL:SEC:2023

25th April, 2023

To,

The Board of Directors,
Jaiprakash Power Ventures Limited,
Corp. Office - 'JA House',
63, Basant Lok, Vasant Vihar,
New Delhi 110057

SUB: NOTICE UNDER SECTION 160 OF THE COMPANIES ACT 2013

Sirs,

We, Jaiprakash Associates Ltd. holding 164,48,30,118 equity shares of Rs. 10/- each of the Company, do hereby give notice under Section 160 of the Companies Act, 2013, signifying our intention to propose the candidature of Shri Rama Raman (DIN 01120265) to the office of the Independent Director of the Company.

Kindly acknowledge and do the needful as necessary.

Thanking You,

Yours faithfully,
For JAIPRAKASH ASSOCIATES LIMITED



(SANDEEP SABHARWAL)
Vice President & Company Secretary
ACS: 8370

Date: 03.05.2023

To
The Baard of Director
Jaiprakash Power Ventures Limited
JA House, 63, Basant Lok
Vasant Vihar New Delhi-110057

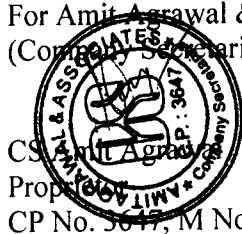
Sub.: Consent to act as Scrutinizer in relation to postal E voting process under the Companies Act, 2013

Dear Sir,

With reference to your email dated 3rd May, 2023 regarding your offer for the appointment of alternate Scrutinizer. I hereby accord my consent to act as alter scrutinizer for postal ballot E-voting process pursuant to section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administrations) Rules, 2014.

Thanks & Regard

For Amit Agrawal & Associates
(Company Secretaries)



CS Amit Agrawal
Proprietor
CP No. 5647, M No. 5311

03rd May, 2023

To,
The Board of Directors,
Jaiprakash Power Ventures Limited
JA House, 63, Basant Lok,
Vasant Vihar, New Delhi-110057

Subject:- Consent to act as Scrutinizer in relation to postal ballot E Voting Process under the Companies Act, 2013

Dear Sir,

With reference to our discussion regarding your offer for the appointment of Scrutinizer, I hereby accord my consent to act as Scrutinizer for Postal ballot E-voting process pursuant to Section 110 and 108 of the Companies Act, 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014.

For your reference the details of my ICSI membership are as under:

Name: Vishal Lochan Aggarwal
Membership No.: F-7241
C.P. No.: 7622
Address: 354, Aggarwal Millennium Tower-1B,
Netaji Subhash Place, Pitampura, Delhi-110034
Email ID: vloconsultant@gmail.com
Mobile No.: 9990665208

Thanks and regards,

**FOR VLA & ASSOCIATES
COMPANY SECRETARIES**

Vishal Aggarwal



**VISHAL LOCHAN AGGARWAL
(Proprietor)
(CP No. 7622)**

RAMA RAMAN

H. No. 28, Sector-14 A,
Gautam Buddha Nagar,
Noida, U.P – 201301

28th April, 2023

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) and 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

I, **Rama Raman**, hereby declare that I am proposed to be appointed as a Independent Director of **Jaiprakash Power Ventures Limited** (the Company) and I comply with the criteria of independence as per the provisions of Companies Act, 2013. I further declare that:

- a) I am / was not a promoter of the company or its holding, subsidiary or associate company or member of the promoter group of the listed entity.
- b) I am not related to promoters or directors in the company, its holding, subsidiary or associate company;
- c) I apart from receiving Director's Remuneration (i.e. Sitting Fees) have / had no pecuniary relationship, other than remuneration as such director or having transaction not exceeding ten per cent. of his total income or such amount as may be prescribed with the company, its holding, subsidiary or associate company, or their promoters, or directors, during the three immediately preceding financial years or during the current financial year;
- d) none of my relatives—
 - (i) is holding any security of or interest exceeding fifty lakh rupees or two per cent. of the paid-up capital in the company, its holding, subsidiary or associate company during the three immediately preceding financial years or during the current financial year:
 - (ii) is indebted to the company, its holding, subsidiary or associate company or their promoters, or directors, in excess of Rs. 50 Lakhs at any time during the three immediately preceding financial years or during the current financial year;

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(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 Rs. 50 Lakhs 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) above.

e) 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 —

(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 his 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 organization 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.

f) 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.

g) 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.
- h) I am not a non-independent Director of another Company on the Board of which any non-independent Director of the listed entity is an Independent Director.
- i) I accordingly meet the criteria of independence and am not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective independent judgment and without any external influence.

Thanking you,

Yours faithfully,

Signature: Rama Raman

Director: **Rama Raman**

DIN: 01120265

FORM DIR-2

Consent to act as a Director of a company

[Pursuant to section 152(5) and rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014]

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

Subject: Consent to act as a Director

I, **Rama Raman**, hereby give my consent to act as **Director of Jaiprakash Power Ventures Limited**, Complex of Jaypee Nigrie Super Thermal Power Plant Nigrie, Tehsil Sarai District Singrauli – 486669 Madhya Pradesh, pursuant to sub-section (5) of Section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a Director under the Companies Act, 2013.

S.No.	Particulars	Details
1.	Director Identification Number (DIN)	01120265
2.	Full Name	Rama Raman
3.	Father's Name	Shri Vijoy Kumar Chaudhary
4.	Address	H. No. 28, Sector—14 A, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh—201301
5.	Email	ramaraman45@yahoo.co.in
6.	Mobile Number	9910200882
7.	Income Tax PAN	AATPR6189G
8.	Occupation	
9.	Date of Birth	04/ 05/ 1961
10.	Nationality	Indian
11.	No. of companies in which I am a Managing Director, Chief Executive Officer, Whole Time Director, Secretary, Chief Financial Officer, Manager.	Annexure-1
12.	Particulars of membership No. and Certificate of practice No. if the applicant is a member of any professional Institute. Specifically state NIL, if none.	NIL

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Declaration

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that, if appointed, my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director.

Date : 28.04.2023

Place : Noida.

Signature: Name Name

DIN: 01120265

Designation: Director

FORM MBP-1

Notice of interest by director
[Pursuant to section 184 (1) and rule 9(1)]

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),

I, **Rama Raman**, son of Shri Vijoy Kumar Chaudhary, resident of H. No. 28, Sector - 14 A, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh- 201301, being an **Independent Director** in the company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

Sl. No.	Names of the Companies/bodies corporate/firms/association of individuals	Nature of interest or concern/Change in interest or concern	Shareholding		Date on which interest or concern arose/changed
			No. of shares held	% of Total Paid-up capital	
1.	Jaiprakash Associates Limited	Director	-	-	24/09/2022

Place:
Date: 28th April, 2023

Rama Raman

(RAMA RAMAN)
INDEPENDENT DIRECTOR
DIN: 01120265

FORM DIR-8
Intimation by Director

[Pursuant to Section 164(1) or 164(2) and rule 14(1) of the Companies
(Appointment and Qualification of Directors) Rules, 2014]

Registration No. of the Company	:	L40101MP1994PLC042920
Nominal Capital	:	Rs. 20050,00,00,000.00
Paid-up Capital	:	Rs. 10686,00,88,270.00
Name of the Company	:	Jaiprakash Power Ventures Limited
Registered Office	:	Complex of Jaypee Nigrie Super Thermal Power Plant, Nigrie, Tehsil Sarai, District Singrauli – 486669, Madhya Pradesh

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.

I, **Rama Raman**, son of Late Shri Vijoy Kumar Chaudhary, resident of H. No. 28, Sector-14 A, Noida, Gautam Buddha Nagar, Noida, Uttar Pradesh-201301 **Independent Director** of the Company hereby give notice that I am/was a Director in the following companies during the last 3 years:

S. No.	Name of the company	Date of appointment	Date of cessation
1.	Uttar Pradesh State Handloom Corporation Limited	03/07/2017	31/05/2021
2.	Jaiprakash Associates Limited	24/09/2022	-

I further confirm that I have not incurred disqualification under Section 164(1) or 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a Director.

Or

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I further confirm that I have incurred disqualification –

(A) under Section 164(1) on the following ground(s) in the previous financial year; or

(B) under Section 164(2) of the Companies Act, 2013 in the following company(s) in the previous financial year, and that I, at present, stand disqualified from being a director.

S. No.	Name of the Company	Date of Appointment	Date of Cessation
	N.A		

Date: 28th April, 2023

Rama Raman

(RAMA RAMAN)
INDEPENDENT DIRECTOR
DIN: 01120265