

## Corporate Governance Framework

# Responsible, Transparent, Corporate management

JSW Energy aims to create a sustainable and eco-friendly nation and is committed to continuous improvement across all areas of its operations, guided by its mission of providing reliable, affordable, and sustainable power. The Company places strong emphasis on good governance and aims to create long-term value for all its stakeholders. The Company is equipped with a robust framework of corporate governance based on well-structured policies and procedures that are the backbone of our governance philosophy that considers the long-term interest of every stakeholder.

## Cornerstones of Corporate Governance at JSW Energy

Accountability, Transparency, Integrity, Social responsibility, Environment, Regulatory Compliances, Ethics and Trust.

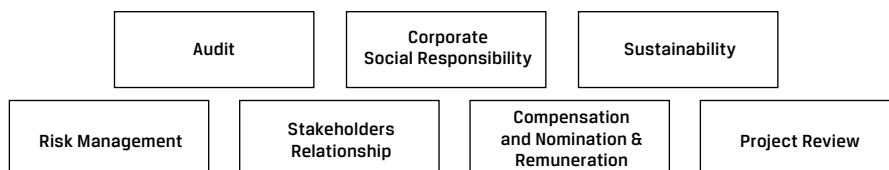
### Composition of the Board

The Company recognizes and embraces the importance of a diverse Board in its success. We believe that a truly diverse Board will leverage differences in thought, perspective, regional and industry experience, cultural and geographical background, age, ethnicity, race and gender which will ensure that the Company retains its competitive advantage. The Board is an optimum mix of seven Independent Directors, four Executive Directors and one Non-Executive Director. The Directors have the duty to act in good faith, to exercise due and reasonable care, skill and diligence, to avoid conflicts between the Company's interests and their personal interests, and not to achieve any undue gain or benefit.

### Functions of the Board

The Directors of the Company hold a fiduciary responsibility, entrusted with the oversight of management to ensure their effectiveness and enhancement of stakeholders' value. The Board, inter-alia, offers strategic guidance, evaluates the performance of the group and approves management's business objectives and plans. This collective leadership ensures that the Company's strategic initiatives are executed efficiently and align with its long-term vision and goals in a legally compliant manner to achieve the Company's objectives and to enhance and protect the interests of its shareholders, employees and all stakeholders.

### Board Committees



The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committee(s) are essential for effective corporate governance, providing focussed oversight and specialised expertise in key areas. They enhance the Board's efficiency by allowing focussed discussions and in-depth analysis on specific topics, such as finance, audit, governance, and risk management. This division of responsibilities ensures thorough oversight, informed decision-making, and strategic focus, ultimately strengthening Company's overall Governance Framework.

### Key Corporate Functions

