

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 values Board diversity as a key driver of success, leveraging varied perspectives, experience, and backgrounds to maintain a competitive edge. The Board comprises seven Independent Directors, two Executive Directors, and one Non-Executive Director. Directors are bound by fiduciary duties to act in good faith, exercise due care and diligence, avoid conflicts of interest, and not derive undue benefits.

Functions of the Board

The Directors have a fiduciary duty to oversee management, ensuring effectiveness and enhancement of stakeholder value. The Board provides strategic direction, reviews performance, and approves business plans and objectives. Through collective leadership, it ensures that the Company operates efficiently, aligns with its long-term vision, remains legally compliant, and safeguards the interests of shareholders and all stakeholders.

Board Committees

Audit	Corporate Social Responsibility	Risk Management	Sustainability
Stakeholders Relationship	Compensation and Nomination & Remuneration	Project Review	Project Evaluation

The Board Committees are integral to the Company's governance framework and have been constituted to oversee specific areas that require focused attention and detailed review.

These Committees play a vital role in strengthening corporate governance by providing specialized expertise and dedicated oversight in key domains such as finance, audit, risk management, and governance. By enabling more focused deliberations and in-depth analysis, they enhance the effectiveness and efficiency of the Board's functioning.

This structured allocation of responsibilities facilitates comprehensive oversight, informed decision-making, and sharper strategic focus, thereby reinforcing the overall governance framework of the Company.

Key Corporate Functions

Strategy	Business Development	Finance, Treasury and Accounts	Secretarial & Compliance
Human Resources	Operations	Legal	Risk Management
Regulatory Affairs	Commercial	Environmental, Social and Governance	Audit