



West Bengal State Electricity Distribution Company Limited

(A Govt. of West Bengal Enterprise)

Registered Office: Vidyut Bhavan, Bidhannagar, Block – DJ, Sector –II, Kolkata-700 091

CIN: U40109WB2007SGC113473; website: www.wbsedcl.in

Memo. No. A/Bond/DCL/58/BSE/ 202

Date: 18.07.2022.

To
The Manager
Deptt. Of Corporate Services,
Bombay Stock Exchange,
PJ Towers, (Floor – 25th)
Dalal Street,
Mumbai – 400 001.

Sub.: Submission of Quarterly Compliance Report as on 30.06.2022.

Ref.: Company Code -10007

Dear Sir/Madam,

In reference to SEBI Circular No: SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated.31.05.2021

“Format of Compliance Report on Corporate Governance By Listed Entities” and in pursuance to the Regulation No:27(2)(a) of amended SEBI(LODR) Regulations,2015,the Quarterly Compliance Report as on 30.06.2022 in specified format Annexure-I is hereby submitted.

This is for your kind information and record please.

Thanking you.

Encl.: As above.

Yours faithfully,

For West Bengal State Electricity Distribution Company Limited

Apanna Biswas.
(A.Biswas) 18/07/22

Company Secretary.

Telephone: 23345844/23591903

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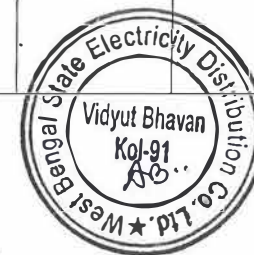
Email: tnbwbsedcl@gmail.com

WBS&DCL

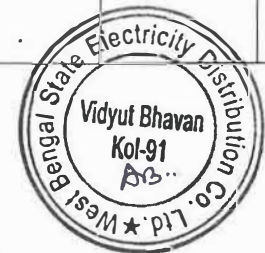
Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity- WEST BENGAL STATE ELECTRICITY DISTRIBUTION COMPANY LIMITED (WBSEDCL)
2. Quarter ending- 30th June 2022

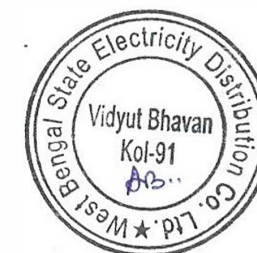
I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Santanu Basu	AGRPB5832C & 07218581	Chairperson - Executive	24.06.2019	-	-	-	11.09.1974	1		1	
Mr.	Ajay Kumar Pandey	AISPP3754C & 00546262	Executive	29.05.2015	-	-	-	16.04.1963	1			
Mr.	Sujay Sarkar	AKKPS8704K & 07282761	Executive	31.08.2015	-	29.04.2022	-	22.12.1968	1	-	2	-
Mr.	Gautam Sengupta	AJBPS9028E & 07871024	Executive	06.07.2017	-	-	-	06.08.1958	1	-	-	-



Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent / Nominee) &	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Surajit Chakrabortty	ABRPC2636G & 07871000	Executive	06.07.2017	-	-	-	09.07.1957	1	-	-	-
Mr.	Partha Pratim Mukherjee	AEFPM4637N & 09259119	Executive	01.08.2021	-	-	-	27.07.1961	1	-	-	-
Mr.	Avijit Kumar Latua	ACBPL4438L & 09581695	Executive	29.04.2022	-	-	-	05.09.1968	1	-	2	-
Ms.	Saswati Banerjee	ADUPB7590D & 05141833	Independent	01.04.2017	01.04.2020	-	01.04.2017 To 31.03.2023	03.03.1957	-	1	2	1
Mr.	Pankaj Batra	AAGPB3770J & 08322458	Independent	07.01.2019	07.01.2022	-	07.01.2019 To 06.01.2027	04.09.1958	-	1	1	-
Mr.	Srikumar Bandyopadhyay	ADUPB5859M & 03504452	Independent	30.12.2020	-	-	30.12.2020 To 29.09.2023	10.01.1956	-	3	1	1



Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee) &	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure *	Date of Birth	No. Of directo rship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Indepen dent Directorship in listed entities including this listed entity [in reference to proviso to regul ation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Ms.	Goma Lhamu Tshering	ABRPT2349F & 09135489	Nominee Director- (Non Executive)	09.06.2021	-		-	27.08.1970	1	-	1	-
Whether Regular chairperson appointed -YES												
Whether Chairperson is related to managing director or CEO - Executive Chairman cum Managing Director (Post held by one person)												
<p>[§]PAN of any director would not be displayed on the website of Stock Exchange</p> <p>& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</p> <p>* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.</p>												



II. Composition of Committees					
<i>Name of Committee</i>	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive /Non-Executive/independent/Nominee) §	Date of Appointment	Date of Cessation
1. Audit Committee	YES	Shri Srikumar Bandyopadhyay	Independent	30.12.2020	
		Smt. Saswati Banerjee	Independent	01.04.2017	
		Shri Pankaj Batra	Independent	07.01.2019	
		Shri Sujay Sarkar	Executive	31.08.2015	29.04.2022
		Ms. Goma Lhamu Tshering	Nominee	09.06.2021	
		Avijit Kumar Latua	Executive	29.04.2022	
2. Nomination & Remuneration Committee	YES	Smt. Saswati Banerjee	Independent	01.04.2017	
		Shri Pankaj Batra	Independent	07.01.2019	
		Shri Srikumar Bandyopadhyay	Independent	30.12.2020	
		Shri Santanu Basu	Executive- Chairperson	24.06.2019	
		Ms. Goma Lhamu Tshering	Nominee	09.06.2021	



Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §	Date of Appointment	Date of Cessation
3. Risk Management Committee	YES	Shri Santanu Basu	Executive- Chairperson	24.06.2019	
		Shri Ajay Kumar Pandey	Executive	29.05.2015	
		Shri Pankaj Batra	Independent	07.01.2019	
		Chief Financial Officer	*KMP		
		Chief Engineer (Distribution)	*Employee (Officer)		
		Chief Engineer (Commercial)	*Employee (Officer)		
		General manager (F&A)- Internal Audit	*Employee (Officer)		

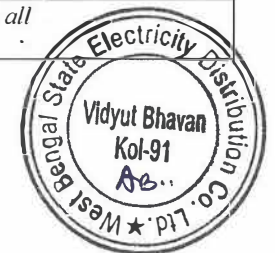
NOTE-

*Below Board level member, Hence Date of Appointment not furnished.

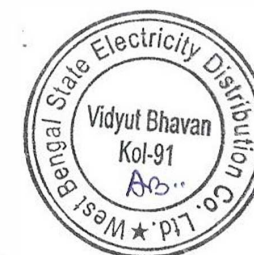
** Director (Finance) is the chairperson of Risk Management Committee. At present Executive-Chairperson is holding additional charge of Director (Finance)

4. Stakeholders Relationship Committee	YES	Smt. Saswati Banerjee	Independent	01.04.2017	
		Shri Santanu Basu	Executive- Chairperson	24.06.2019	
		Shri Sujay Sarkar	Executive	31.08.2015	29.04.2022
		Shri Avijit Kumar Latua	Executive	29.04.2022	

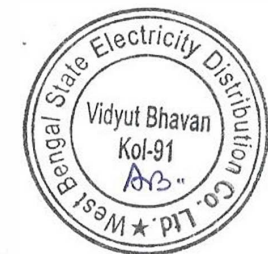
§ Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen



III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
11.02.2022	27.05.2022	Yes	10	3	72
16.03.2022					
* No of Independent directors is included under No. of Directors present.					
IV. Meetings of Committees					
IV (A). Audit Committee					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
27.05.2022	Yes	5	3	11.02.2022	72
				16.03.2022	
* No of Independent directors is included under No. of Directors present.					



IV (B) Nomination & Remuneration Committee					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
27.05.2022	Yes	5	3	10.02.2022	72
IV (C) Risk Management Committee					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
-	-	-	-	31.03.2022	-



IV (D) Stakeholders Relationship Committee					
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
-	-	-	-	16.03.2022	-
V. Related Party Transactions					
<i>Subject</i>				<i>Compliance status (Yes/No/NA)</i> <i>refer note below</i>	
Whether prior approval of audit committee obtained				NA	
Whether shareholder approval obtained for material RPT				NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee				NA	
<p>Note:</p> <p>1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p style="text-align: center;"><i>If status is "No" details of non-compliance may be given here.</i></p>					



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. **NO | the composition of Board is as per Companies Act, 2013. In view of SEBI LODR, Fifth Amendment Regulations, as Chairperson is Executive, 50% of Board has to be Independent Director. Accordingly there is a shortfall of Independent Director. Being a Government Company, The Deptt. of Power, Govt. of West Bengal has been approached for filing up vacancy for Independent Director.**
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee- **YES**
 - b. Nomination & Remuneration Committee - **YES**
 - c. Stakeholders Relationship Committee - **YES**
 - d. Risk management committee (as applicable)- **YES**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **YES**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.- **YES**
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.- **YES**. The report of 4th Quarter ended 31.03.2022 was placed in the 105th Board Meeting of WBSEDCL held on 27.05.2022. The report for 1st Quarter ended 30.06.2022 will be placed in subsequent Board Meeting.

Aparna Biswas.

(Aparna Biswas) 18/07/2022

Company Secretary

