

### CHAPTER III

#### PROCEDURES FOLLOWED IN THE DECISION-MAKING PROCESS, INCLUDING CHANNELS OF SUPERVISION AND ACCOUNTABILITY

The decisions making process of the Company follows the following Channel

BOARD OF DIRECTORS



MANAGING DIRECTOR



EXECUTIVES

Overall management of the Company is vested with the Board of Directors of the Company. The Board of Directors is the highest decision making body within the Company.

As per the provisions of the Companies Act, 2013 certain matters require the approval of the shareholders of the Company in General Meeting.

The Board of Directors is accountable to the shareholders of the Company, i.e., the Promoters of the Company viz NTPC Ltd, PFC, REC and Power Grid whose shareholding is 100% of the Share Capital of EESL.

The Powers, which are not delegated are exercised by the Board of Directors subject to the restrictions and provisions of the Companies Act, 2013 and other applicable laws, if any.