



HIRA

GODAWARI POWER & ISPAT



REF: GPIL/NSE&BSE/2019/3689

Date:11.01.2019

1. The Listing Department,
The National Stock Exchange Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), MUMBAI – 400051
2. The Corporate Relation Department,
The Stock Exchange, Mumbai,
1st Floor, Rotunda Building,
Dalal Street, MUMBAI – 400 001

Dear Sirs,

Sub: Submissions of compliance report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: NSE Symbol: GPIL BSE Security Code: 532734

Please find attached herewith compliance report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter Ended 31.12.2018.

Kindly take the above documents on record.

Thanking you,

Yours faithfully,

For **GODAWARI POWER AND ISPAT LIMITED**

Y.C.RAO
COMPANY SECRETARY

Encl: As Above



Godawari Power & Ispat Limited

An ISO 9001:2015, ISO 14001:2015 & OHSAS 18001:2007 certified company
CIN L27106CT1999PLC013756

Registered Office and Works: Plot No. 428/2, Phase I, Industrial Area, Siltara, Raipur - 493111, Chhattisgarh, India

P: +91 771 4082333, **F:** +91 771 4082234

Corporate Address: Hira Arcade, Near New Bus Stand, Pandri, Raipur - 492001, Chhattisgarh, India

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Disclosure under Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Annexure-1

Name of Listed Entity	Godawari Power and Ispat Limited
Quarter ending	31 st December, 2018.

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) ⁶	Date of Appointment in the current term /cessation	Tenure* (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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.	Abhishek Agrawal	02434507	Executive	09.11.2016	N.A.	1	Nil	Nil
Mr.	Bajrang Lal Agrawal	00479747	Executive	12.08.2015	N.A.	1	Nil	Nil
Ms.	Bhavna Govindbhai Desai	06893242	Independent-Non Executive	27.09.2014	60	1	5	Nil
Mr.	Bhriku Nath Ojha	02282594	Independent-Non Executive	27.09.2014	60	1	5	1
Mr.	Biswajit Choudhuri	00149018	Independent-Non Executive-Chairperson	27.09.2014	60	3	5	2
Mr.	Dinesh Kumar Agrawal	00479936	Executive	11.08.2017	N.A.	1	Nil	Nil
Mr.	Dinesh Kumar Gandhi	01081155	Non Executive	09.11.2013	N.A.	1	1	Nil
Mr.	Harishankar Khandelwal	00330891	Independent-Non Executive	27.09.2014	60	1	1	Nil
Mr.	Shashi Kumar	00116600	Independent-Non Executive	27.09.2014	60	1	Nil	Nil
Mr.	Vinod Pillai	00497620	Executive	01.06.2016	N.A.	1	2	Nil
Mr.	Siddharth Agrawal	02180571	Non Executive	20.01.2018	N.A.	1	Nil	Nil

PAN number of any director would not be displayed on the website of Stock Exchange.

⁶Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

* 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.

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II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non executive/independent/Nominee)*
1. Audit Committee	Mr. Biswajit Choudhuri	Chairperson- Independent- Non Executive
	Mr. Bhrigu Nath Ojha	Independent- Non Executive
	Miss Bhavna Govindbhai Desai	Independent-Non Executive
	Mr. Harishankar Khandelwal	Independent –Non Executive
2. Nomination & Remuneration Committee	Mr. Shashi Kumar	Chairperson- Independent- Non Executive
	Mr. Bhrigu Nath Ojha	Independent- Non Executive
	Mr. Biswajit Choudhuri	Independent- Non Executive
3.Risk Management Committee (if applicable)	Not Applicable.	
4. Stakeholders Relationship Committee	Mr. Bhrigu Nath Ojha	Chairperson- Independent- Non Executive
	Ms. Bhavna Govindbhai Desai	Independent- Non Executive
	Mr. Biswajit Choudhuri	Independent -Non Executive
5. Corporate Social Responsibility Committee	Mr. Shashi Kumar	Chairperson- Independent- Non Executive
	Mr. Abhishek Agrawal	Executive
	Mr. Vinod Pillai	Executive

*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		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
28.07.2018	26.10.2018	89 days

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee-26.10.2018	Yes – Three Independent Directors (includes Chairman) and One Non Executive Director were present in the meeting.	27.07.2018	90 days
Stakeholder Relationship Committee-25.10.2018	Yes – Two Independent Directors were present in the meeting.	27.07.2018	89 days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.



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V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

VI. Affirmations

1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities) - Not Applicable.
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.
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.
5	This report will be placed before Board of Directors in the next Board meeting. The report submitted in the previous quarter has already been placed before Board of Directors on 26.10.2018 and no comments/observations/advice given by the Board of Directors on the same.

Y.C. Rao
Company Secretary & Compliances Officer
Raipur, 11.01.2019



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