



HIRA

GODAWARI POWER & ISPAT



REF: GPIL/NSE&BSE/2020/4047

Date: 11.01.2020

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 on 31.12.2019.

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 & ISO 45001:2018 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

P: +91 771 4082000, **F:** +91 771 4057601

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DISCLOSURE UNDER REGULATION 27(2) OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Annexure-I

Name of Listed Entity	Godawari Power and Ispat Limited
Quarter ending	31 st December, 2019

I. Composition of Board of Directors													
Title (Mr./Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee)*	Initial Date of Appointment	Date of Re-appointment	Tenure*	Date of Birth	Whether Special Resolution passed? [Refer Reg.17(A) of Listing Regulations]	Date of Passing of Special Resolution	No of Directorship in listed entities including this listed entity (in reference to Regulation 17A(1))	No. of Independent Directors ship in listed entities including this listed entity (in reference to proviso to Regulation 17A(1))	No. 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 listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Abhishek Agrawal	02434507	Executive	09.11.2011	10.08.2019	N.A.	22.02.1984	N.A.		1	Nil	Nil	Nil
Mr.	Bajrang Lal Agrawal	00479747	Executive	17.08.2002	12.08.2015	N.A.	17.06.1953	N.A.		1	Nil	Nil	Nil
Ms.	Bhavna Govindbhai Desai	06893242	Independent-Non Executive	09.08.2014	10.08.2019	63	09.09.1962	N.A.		1	1	5	Nil
Mr.	Bhriagu Nath Ojha	02282594	Independent-Non Executive	14.06.2008	10.08.2019	63	01.01.1944	Yes	26.03.2019	1	1	6	1
Mr.	Biswajit Choudhuri	00149018	Independent-Non Executive-Chairperson	25.09.2007	10.08.2019	63	30.04.1942	Yes	26.03.2019	2	2	7	2



Mr.	Dinesh Kumar Agrawal	00479936	Executive	21.09.1999	11.08.2017	N.A.	21.05.1971	N.A.		1	Nil	Nil	Nil
Mr.	Dinesh Kumar Gandhi	01081155	Non Executive	25.02.2005	09.11.2013	N.A.	16.11.1962	N.A.		1	Nil	1	Nil
Mr.	Harishankar Khandelwal	00330891	Independent-Non Executive	11.08.2012	10.08.2019	63	12.07.1963	N.A.		1	1	1	Nil
Mr.	Shashi Kumar	00116600	Independent-Non Executive	25.09.2007	10.08.2019	63	30.09.1946	Yes	10.08.2019	1	1	Nil	Nil
Mr.	Vinod Pillai	00497620	Executive	28.07.2009	01.06.2016	N.A.	25.02.1968	N.A.		1	Nil	2	Nil
Mr.	Siddharth Agrawal	02180571	Non Executive	20.01.2018	N.A.	N.A.	14.04.1981	N.A.		1	Nil	Nil	Nil
			Whether Regular chairperson appointed – YES										
			Whether Chairperson is related to managing director or CEO – NO										
			SPAN of any director would not be displayed on the website of Stock Exchange &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 * 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.										




II. Composition of Committees					
Name of Committee	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	Mr. Biswajit Choudhuri	Chairperson- Independent- Non Executive	25.09.2007	-
		Mr. Bhrigu Nath Ojha	Independent- Non Executive	28.06.2009	-
		Mr. Harishankar Khandelwal	Independent –Non Executive	16.05.2015	-
		Ms. Bhavna Govindbhai Desai	Independent -Non Executive	26.10.2018	-
2. Nomination & Remuneration Committee	Yes	Mr. Shashi Kumar	Chairperson- Independent- Non Executive	25.09.2007	-
		Mr. Bhrigu Nath Ojha	Independent- Non Executive	09.11.2011	-
		Mr. Biswajit Choudhuri	Independent- Non Executive	02.05.2018	-
3. Risk Management Committee(if applicable)		Not Applicable.			
4. Stakeholders Relationship Committee*	Yes	Mr. Bhrigu Nath Ojha	Chairperson- Independent- Non Executive	09.11.2011	-
		Ms. Bhavna Govindbhai Desai	Independent- Non Executive	09.08.2014	-
		Mr. Biswajit Choudhuri	Independent -Non Executive	02.05.2018	-
5. Corporate Social Responsibility	Yes	Mr. Shashi Kumar	Chairperson- Independent- Non Executive	15.03.2014	-
		Mr. Abhishek Agrawal	Executive Director	15.03.2014	-
		Mr. Vinod Pillai	Executive Director	15.03.2014	-
*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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of
10.08.2019	12.11.2019	Yes	8	3	93 Days
-	24.12.2019	Yes	9	5	41 Days
<i>* to be filled in only for the current quarter meetings</i>					
IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant	Whether requirement of Quorum met (details)*	Number of Director*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee – 11.11.2019	Yes – Out of Four, Three Independent Directors (including Chairman) were present in the meeting.	4	3	09.08.2019	93 Days
Audit Committee – 24.12.2019	Yes – All Four Independent Directors (includes Chairman) were present in the meeting.	4	4	-	42 Days
Stakeholder Relationship Committee- 11.11.2019	Yes – Out of Three , Two Independent Directors were present in the meeting	3	2	09.08.2019	93 Days
<i>* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional</i>					
<i>**to be filled in only for the current quarter meetings</i>					



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
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 the Audit Committee	Yes
<p>Note: 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. If status is "No" details of non-compliance may be given here</p>	

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 500 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 12.11.2019 and no comments/observations/advice given by the Board of Directors on the same.
<p></p> <p>Y.C. Rao Company Secretary & Compliances Officer</p>	

