



# HIRA

## GODAWARI POWER & ISPAT



REF: GPIL/NSE&BSE/2020/4203

Date: 10.10.2020

To,

1. The Listing Department,  
The National Stock Exchange of India Ltd,  
Exchange Plaza, BandraKurla Complex,  
Bandra (E),MUMBAI – 400051  
NSE Symbol: GPIL
2. The Corporate Relation Department,  
The BSE Limited, Mumbai,  
1st Floor, Rotunda Building,  
Dalal Street, MUMBAI – 400 001  
BSE Security Code: 532734

Dear Sirs,

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

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 and Half Year ended on 30.09.2020.

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 1, 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

[www.godawaripowerispat.com](http://www.godawaripowerispat.com), [www.hiragroup.com](http://www.hiragroup.com)



## GODAWARI POWER & ISPAT

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Regd. Office & Works: Plot No. 428/2, Phase I, Industrial Area, Siltara, Raipur – 493111, Chhattisgarh

Corporate Office: Hira Arcade, Near Bus Stand, Pandri, Raipur - 492004, Chhattisgarh

Web Site: www.godawaripowerispat.com, Email Id: yarra.rao@hiragroup.com

CIN: L27106CT1999PLC013756 Contact No.: 0771-4082000 Fax: 0771-4057601

### 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	30 <sup>th</sup> September, 2020

#### I. Composition of Board of Directors

Title (Mr./Ms)	Name of the Director	PAN <sup>S</sup> & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>&amp;</sup>	Initial Date of Appointment	Date of Re-appointment	Tenure*	Date of Birth	Whether Special Resolution passed? [Refer Reg.17(1A) 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 in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Abhishek Agrawal	02434507	Executive	09.11.2011	09.11.2016	N.A.	22.02.1984	N.A.		1	Nil	Nil	Nil
Mr.	Bajrang Lal Agrawal	00479747	Executive Managing Director	17.08.2002	12.08.2020	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	72	09.09.1962	N.A.		1	1	5	Nil



Mr.	Bhriгу Nath Ojha	02282594	Independent-Non Executive	14.06.2008	10.08.2019	72	01.01.1944	Yes	10.08.2019	1	1	6	1
Mr.	Biswajit Choudhuri	00149018	Independent-Non Executive-Chairperson	25.09.2007	10.08.2019	72	30.04.1942	Yes	10.08.2019	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-Non Independent	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	72	12.07.1963	N.A.		1	1	1	Nil
Mr.	Prakhar Agrawal	07547965	Executive	11.08.2020	N.A.	N.A.	08.02.1995	N.A.		1	Nil	Nil	Nil
Mr.	Shashi Kumar	00116600	Independent-Non Executive	25.09.2007	10.08.2019	72	30.09.1946	Yes	10.08.2019	1	1	Nil	Nil
Mr.	Siddharth Agrawal	02180571	Non Executive-Non Independent	20.01.2018	N.A.	N.A.	14.04.1981	N.A.		1	Nil	Nil	Nil
Mr.	Vinod Pillai	00497620	Executive	28.07.2009	01.06.2016	N.A.	25.02.1968	N.A.		1	Nil	2	Nil

Whether Regular chairperson appointed – YES

Whether Chairperson is related to managing director or CEO – NO

\$PAN 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.



<b>II. Composition of Committees</b>					
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	-
		Miss. Bhavana 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					



<b>III. Meeting of Board of Directors</b>					
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
08.04.2020	-	Yes	-	-	-
27.06.2020	11.08.2020	Yes	11	5	79 Days

\* to be filled in only for the current quarter meetings

<b>IV. Meetings of Committees</b>					
Date(s) of meeting of the committee in the relevant quarter	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 – 11.08.2020	Yes – Out of Four, All four Independent Directors (including Chairman) were present in the meeting.	4	4	27.06.2020	44 Days
Stakeholder Relationship Committee- 21.07.2020	Yes – All three Independent Directors were present in the meeting	3	3	02.06.2020	49 Days
Nomination and Remuneration Committee Meeting- 21.07.2020	Yes – All three Independent Directors were present in the meeting	3	3	-	-


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

\*\*to be filled in only for the current quarter meetings



<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
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><b>Note:</b>            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. - <b>YES</b>
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee - <b>YES</b> b. Nomination & Remuneration Committee - <b>YES</b> c. Stakeholders Relationship Committee - <b>YES</b> d. Risk management committee (applicable to the top 500 listed entities)- <b>NOT APPLICABLE.</b>
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.- <b>YES</b>
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.- <b>YES</b>
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 11.08.2020 and no comments/observations/advice given by the Board of Directors on the same.
<p><i>Y.C. Rao</i></p> <p><b>Y.C. Rao</b>  <b>Company Secretary &amp; Compliances Officer</b>  <b>Date:-</b></p> 	

**Annexure III**

**FORMAT TO BE SUBMITTED BY LISTED ENTITY AT THE END OF 6 MONTHS AFTER END OF FINANCIAL YEAR ALONG-WITH THE SECOND QUARTER'S REPORT OF NEXT FINANCIAL YEAR**

Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of chairperson of audit committee at the annual general meeting	18(1)(d)	Yes
Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether corporate governance report disclosed in annual report	34 (3) read with para C of Schedule V	Yes

