



# HIRA

## GODAWARI POWER & ISPAT



REF: GPIL/NSE & BSE/2021/

Date: 21.10.2021

To,

1. The Listing Department,  
The National Stock Exchange of India Ltd,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), MUMBAI – 400051  
NSE Symbol: GPIL

2. The Corporate Relation Department,  
BSE Limited, Mumbai,  
1<sup>st</sup> 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 30.09.2021.

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](http://www.godawaripowerispat.com), Email Id: [yarra.rao@hiragroup.com](mailto: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, 2021

#### 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 of Directors in months	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 Director	09.11.2011	09.11.2016	N.A.	22.02.1984	N.A.		1	Nil	Nil	Nil
Mr.	Bajrang Lal Agrawal	00479747	Executive Managing	17.08.2002	12.08.2020	N.A.	17.06.1953	N.A.		1	Nil	Nil	Nil



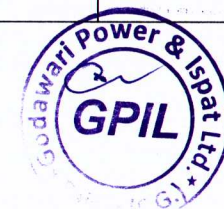


			Director										
Ms.	Bhavna Govindbhai Desai	06893242	Non-Executive - Independent Director	09.08.2014	10.08.2019	84	09.09.1962	N.A.		1	1	4	Nil
Mr.	Bhriugu Nath Ojha	02282594	Non-Executive - Independent Director	14.06.2008	10.08.2019	84	01.01.1944	YES	10.08.2019	1	1	5	1
Mr.	Biswajit Choudhuri	00149018	Non-Executive - Independent Director Chairperson	25.09.2007	10.08.2019	84	30.04.1942	YES	10.08.2019	2	2	7	2
Mr.	Dinesh Kumar Agrawal	00479936	Executive Director	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 Director	25.02.2005	09.11.2013	N.A.	16.11.1962	N.A.		1	Nil	1	Nil
Mr.	Harishankar Khandelwal	00330891	Non-Executive - Independent Director	11.08.2012	10.08.2019	84	12.07.1963	N.A.		1	1	1	Nil
Mr.	Prakhar Agrawal	07547965	Executive Director	11.08.2020		N.A.	08.02.1995	N.A.		1	Nil	Nil	Nil
Mr.	Shashi Kumar	00116600	Non-Executive - Independent Director	25.09.2007	10.08.2019	84	30.09.1946	YES	10.08.2019	1	1	Nil	Nil
Mr.	Siddharth Agrawal	02180571	Non Executive- Non Independent Director	20.01.2018		N.A.	14.04.1981	N.A.		1	Nil	Nil	Nil
Mr.	Vinod Pillai	00497620	Executive Director	28.07.2009	01.06.2021	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
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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 Director	25.09.2007	-
		Mr. Bhrigu Nath Ojha	Member - Independent- Non Executive Director	28.06.2009	-
		Mr. Harishankar Khandelwal	Member - Independent –Non Executive Director	16.05.2015	-
		Miss. Bhavana Govindbhai Desai	Member - Independent -Non Executive Director	26.10.2018	-
2. Nomination & Remuneration Committee	Yes	Mr. Shashi Kumar	Chairperson- Independent- Non Executive Director	25.09.2007	-
		Mr. Bhrigu Nath Ojha	Member - Independent- Non Executive Director	09.11.2011	-
		Mr. Biswajit Choudhuri	Member - Independent- Non Executive Director	02.05.2018	-
3. Risk Management Committee	Yes	Mr. Biswajit Choudhuri	Chairperson- Independent- Non Executive Director	29.09.2012	-
		Mr. Bajrang Lal Agrawal	Member - Executive Managing Director	29.09.2012	-
		Mr. Bhrigu Nath Ojha	Member - Independent- Non Executive Director	29.09.2012	-
		Mr. Shashi Kumar	Member - Independent- Non Executive Director	29.09.2012	-
		Mr. Abhishek Agrawal	Member - Executive Director	13.09.2016	-
		Mr. Sanjay Bothra	Member - Chief Financial Officer	05.11.2020	-





		Mr. Vivek Agrawal	Member - Chief Operating Officer	05.11.2020	-
4. Stakeholders Relationship Committee'	Yes	Mr. Bhriгу Nath Ojha	Chairperson- Independent- Non Executive Director	09.11.2011	-
		Ms. Bhavna Govindbhai Desai	Member - Independent- Non Executive Director	09.08.2014	-
		Mr. Biswajit Choudhuri	Member - Independent -Non Executive Director	02.05.2018	-
5. Corporate Social Responsibility	Yes	Mr. Shashi Kumar	Chairperson- Independent- Non Executive Director	15.03.2014	-
		Mr. Abhishek Agrawal	Member - Executive Director	15.03.2014	-
		Mr. Vinod Pillai	Member - 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* (Other than Independent Directors)	Number of independent directors attending the Meeting*	Maximum gap between any two consecutive (in number of days)
25.05.2021	-	-	-	-	-
-	27.07.2021	Yes	7	5	62 Days
-	14.09.2021	Yes	7	5	48 Days

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

### IV. Meetings of Committees



<i>Date(s) of Meeting of Committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (Yes or No)</i>	<i>Number of Directors present* (Other than Independent Directors)</i>	<i>Number of independent directors attending the Meeting*</i>	<i>Date(s) of Meeting of Committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
Audit Committee –					
27.07.2021	Yes	0	4	25.05.2021	62 Days
14.09.2021	Yes	0	4		48 Days
Stakeholder Relationship Committee-	Yes	0	2	21.07.2021	-
Risk Management Committee-	Yes	0	3	21.07.2021	-
<i>*to be filled in only for the current quarter meetings</i>					

<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
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





**VI. Affirmations**

Sr. No.	Subject	Compliance Status (Yes/No)
1.	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. –	YES
2.	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee	YES
3.	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 b. Nomination & Remuneration Committee	YES
4.	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 c. Stakeholders Relationship Committee	YES
5.	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 d. Corporate Social responsibility committee	YES
6.	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 e. Risk management committee (applicable to the top 1000 listed entities)	YES
7.	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
8.	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
9.	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 27.07.2021 and no comments/observations/advice given by the Board of Directors on the same.	



**Y.C. Rao**  
Company Secretary & Compliances Officer  
Date:- 21.10.2021



**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**

<b><u>Particulars</u></b>	<b><u>Regulation Number</u></b>	<b><u>Compliance status (Yes/No/NA)</u></b>
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





**FORMAT TO BE SUBMITTED TWICE A YEAR, ON A HALF YEARLY BASIS BY THE LISTED ENTITY AT THE END OF EVERY 6 MONTHS OF THE FINANCIAL YEAR**

**Half year ending on 30.09.2021**

**I. Disclosure of Loans / guarantees / comfort letters / securities etc.** refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL



KMPs or any other entity controlled by them	NIL	NIL	NIL
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(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

## II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

**Sanjay Bothra**

**CFO**

**Date: 21.10.2021**

## Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/ for the Government or government company
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - by a banking company or an insurance company ; and
  - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..

