



GODAWARI POWER & ISPAT

REF: GPIL/NSE & BSE/2022/4613

Date: 15.01.2022

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,
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 ended on 31.12.2021.

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, www.hiragroup.com



GODAWARI POWER & ISPAT

GODAWARI POWER AND ISPAT LIMITED

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	31 st December, 2021

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 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	09.11.2021	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	87	09.09.1962	N.A.		1	1	4	Nil
Mr.	Bhriugu Nath Ojha	02282594	Non-Executive - Independent Director	14.06.2008	10.08.2019	87	01.01.1944	YES	10.08.2019	1	1	5	1
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	2	Nil
Mr.	Harishankar Khandelwal	00330891	Non-Executive - Independent Director	11.08.2012	10.08.2019	87	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 Chairperson	25.09.2007	10.08.2019	87	30.09.1946	YES	10.08.2019	1	1	1	1
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
Mr.	Biswajit Choudhuri*	00149018	Non-Executive - Independent Director Chairperson	25.09.2007	10.08.2019	85	30.04.1942	YES	10.08.2019	2	2	7	2
			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

*Consequent upon resignation of Shri Biswajit Choudhuri from the Directorship and Chairman of the Board, Shri Shashi Kumar, Independent Director of the Company has been appointed as Chairman of the Board with effect from 16.10.2021.

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. Shashi Kumar *	Chairperson- Independent- Non Executive Director	16.10.2021	-
		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	
		Mr. Biswajit Choudhuri	Chairperson- Independent- Non Executive Director	25.09.2007	16.10.2021
*Shri Shashi Kumar, Independent Director has been inducted as Member of Audit Committee. Further Shri Shashi Kumar, Independent Director has been appointed as Chairman of the Audit Committee on16.10.2021.					
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. Dinesh Kumar Gandhi*	Member- Non Executive Non-Independent Director	16.10.2021	
		Mr. Biswajit Choudhuri	Member – Independent- Non Executive Director	02.05.2018	16.10.2021
*Shri Dinesh Kumar Gandhi, Non-Executive Director has been inducted as Member of Nomination and Remuneration Committee on 16.10.2021.					
3. Risk Management Committee	Yes	Mr. Shashi Kumar*	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. 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	-
		Mr. Biswajit Choudhuri	Chairperson- Independent- Non Executive Director	29.09.2012	16.10.2021
*Shri Shashi Kumar, Independent Director has been appointed as Chairman of the Risk Management Committee on 16.10.2021.					
4. Stakeholders Relationship Committee*	Yes	Mr. Bhrigu Nath Ojha	Chairperson- Independent- Non Executive Director	09.11.2011	-
		Ms. Bhavna Govindbhai Desai	Member - Independent- Non Executive Director	09.08.2014	-
		Mr. Dinesh Kumar Gandhi*	Member- Non Executive Non-Independent Director	16.10.2021	
		Mr. Biswajit Choudhuri	Member - Independent -Non Executive Director	02.05.2018	16.10.2021
*Shri Dinesh Kumar Gandhi, Non-Executive Director has been inducted as Member of Stakeholder Relationship Committee on 16.10.2021.					
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* (including Independent Directors)	Number of independent directors attending the Meeting*	Maximum gap between any two consecutive (in number of days)
14.09.2021	-	-	-	-	-
	16.10.2021	Yes	9	4	31 Days
	30.10.2021	Yes	11	4	13 Days

* to be filled in only for the current quarter meetings

IV. Meetings of Committees


Date(s) of Meeting of Committee in the relevant quarter	Whether requirement of Quorum met (Yes or No)	Number of Directors present* (including Independent Directors)	Number of independent directors attending the Meeting*	Date(s) of Meeting of Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee – 30.10.2021	Yes	4	4	14.09.2021	45
Corporate Social Responsibility 30.10.2021	Yes	3	1	24.05.2021	-

*to be filled in only for the current quarter meetings

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 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. Risk management committee (applicable to the top 1000 listed entities)	YES
6.	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
7.	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
8.	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 30.10.2021 and no comments/observations/advice given by the Board of Directors on the same.	
<div> Y.C. Rao Company Secretary & Compliances Officer Date:- 15.01.2022</div>		

