


GODAWARI POWER GODAWARI POWER AND ISPAT LIMITED
REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 30TH JUNE, 2012
SCRIP CODE : GPIL (NSE) & 532734 (BSE)

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
I. Board of Directors	49 I		
(A) Composition of Board	49 (IA)	Yes	NIL
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	NIL
(C) Other provisions as to Board and Committees	49 (IC)	Yes	NIL
(D) Code of Conduct	49 (ID)	Yes	Compliance affirmed for the year 2011-12 and declaration by CEO duly incorporated in the Annual Report for the year 2011-12.
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	NIL
(B) Meeting of Audit Committee	49 (IIB)	Yes	NIL
(C) Powers of Audit Committee	49 (IIC)	Yes	NIL
(D) Role of Audit Committee	49 (IID)	Yes	NIL
(E) Review of Information by Audit Committee	49 (IIE)	Yes	NIL
III. Subsidiary Companies	49 (III)	Yes	NIL
IV. Disclosures	49 (IV)	Yes	NIL
(A) Basis of related party transactions	49 (IV A)	Yes	NIL
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A.	Shall be duly disclosed, wherever the treatment is different from Accounting Standards.
(C) Board Disclosures	49 (IV C)	Yes	NIL
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	No money has been raised through public issues etc., during the quarter, However the Company has issued 50,00,000 warrants to M/s. Hira Infra-Tek Limited (A Promoter Group Company) preferential basis, which will convertible into 50,00,000 equity shares of Rs.10/- each at premium of Rs. 120/- per share on and received Rs.16.25 Crores towards 25% of the price.

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(E) Remuneration of Directors	49 (IV E)	Yes	Disclosed in the Annual Report for the year 2011-12. Shall be disclosed in the Annual Report for the year 2012-13
(F) Management	49 (IV F)	Yes	Disclosed in the Annual Report for the year 2011-12. Shall be disclosed in the Annual Report for the year 2012-13
(G) Shareholders	49 (IV G)	Yes	Disclosed in the Annual Report for the year 2011-12. Shall be disclosed in the Annual Report for the year 2012-13
V. CEO/CFO Certification	49 (V)	N.A.	Disclosed in the Annual Report for the year 2011-12. Shall be disclosed in the Annual Report for the year 2012-13
VI. Report on Corporate Governance	49 (VI)	Yes	Disclosed in the Annual Report for the year 2011-12. Shall be disclosed in the Annual Report for the year 2012-13.
VII. Compliance	49 (VII)	Yes	Sub-clause (1) – formed part of the Annual Report for the year 2011-12. Shall form part of the Annual Report for the year 2012-13 . Sub-clause (2) – Non-mandatory. Disclosure made in the Annual Report for the year 2011-12. Disclosure shall be made in the Annual Report for the year 2012-13.

For Godawari Power & Ispat Limited



**Y.C. Rao
Company Secretary**

**Date: 11.07.2012
Place: Raipur**

