

General information about company

Scrip code	532734
NSE Symbol	GPIL
MSEI Symbol	NOTLISTED
ISIN	INE177H01021
Name of the entity	GODAWARI POWER AND ISPAT LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Shashi Kumar		00116600	Non-Executive - Independent Director	Chairperson		30-09-1946
2	Mr	Bajrang Lal Agrawal		00479747	Executive Director	Not Applicable	MD	17-06-1953
3	Mr	Dinesh Kumar Agrawal		00479936	Executive Director	Not Applicable		21-05-1971
4	Mr	Abhishek Agrawal		02434507	Executive Director	Not Applicable		22-02-1984
5	Mr	Siddharth Agrawal		02180571	Executive Director	Not Applicable		14-04-1981
6	Mr	Dinesh Kumar Gandhi		01081155	Executive Director	Not Applicable		16-11-1962
7	Mr	Vinod Pillai		00497620	Non-Executive - Non Independent Director	Not Applicable		25-02-1968
8	Ms	Bhavna Govindbhai Desai		06893242	Non-Executive - Independent Director	Not Applicable		09-09-1962
9	Mr	Samir Agrawal		00093687	Non-Executive - Independent Director	Not Applicable		20-06-1977
10	Mr	Rajkamal Bindal		07423392	Non-Executive - Independent Director	Not Applicable		21-07-1975

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr Whether the director is disqualified? Start Date of disqualification End Date of disqualification Details of disqualification Current status

1	No				Active
2	No				Active

3	No	Active
4	No	Active
5	No	Active
6	No	Active
7	No	Active
8	No	Active
9	No	Active
10	No	Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number 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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Yes	10-08-2019	25-09-2007	10-08-2019		114	2	2	1	1			
2	NA		17-08-2002	12-08-2020			1	0	0	0			
3	NA		21-09-1999	11-08-2022			1	0	0	0			
4	NA		09-11-2011	09-11-2021			1	0	0	0			
5	NA		20-01-2018	01-04-2022			2	1	0	0			
6	NA		25-02-2005	01-04-2022			1	0	1	0			
7	NA		28-07-2009	01-04-2022			1	0	1	0			
8	NA		09-08-2014	10-08-2019		114	1	1	5	1			
9	NA		29-07-2022	29-07-2022		20	1	1	2	0			
10	NA		29-07-2022	29-07-2022		20	1	1	1	0			

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00116600	Shashi Kumar	Non-Executive - Independent Director	Chairperson	16-10-2021		
2	06893242	Bhavna Govindbhai Desai	Non-Executive - Independent Director	Member	26-10-2018		
3	00093687	Samir Agrawal	Non-Executive - Independent Director	Member	29-07-2022		
4	07423392	Rajkamal Bindal	Non-Executive - Independent Director	Member	29-07-2022		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06893242	Bhavna Govindbhai Desai	Non-Executive - Independent Director	Chairperson	09-04-2022		
2	00116600	Shashi Kumar	Non-Executive - Independent Director	Member	25-09-2007		
3	07423392	Rajkamal Bindal	Non-Executive - Independent Director	Member	29-07-2022		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	06893242	Bhavna Govindbhai Desai	Non-Executive - Independent Director	Chairperson	09-08-2014		
2	01081155	Dinesh Kumar Gandhi	Executive Director	Member	16-10-2021		
3	00093687	Samir Agrawal	Non-Executive - Independent Director	Member	29-07-2022		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00116600	Shashi Kumar	Non-Executive - Independent Director	Chairperson	29-09-2012		
2	00497620	Vinod Pillai	Non-Executive - Non Independent Director	Member	29-07-2022		
3	99999999	Vivek Agrawal	Chief Operating Officer	Member	05-11-2020		Textual Information(1)

Sr Text Block

Textual Information(1) Mr. Vivek Agrawal is non-director i.e. officer of the company and he is a member of Risk Management Committee, hence DIN not applicable

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00116600	Shashi Kumar	Non-Executive - Independent Director	Chairperson	15-03-2014		
2	00497620	Vinod Pillai	Non-Executive - Non Independent Director	Member	15-03-2014		
3	02434507	Abhishek Agrawal	Executive Director	Member	15-03-2014		

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
----	------------	---------------------------	-------------------------	-------------------------	-------------------------	---------

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	03-11-2023				Yes	10	10	4
2		06-02-2024	94		Yes	10	10	4

3 18-03-2024 40 Yes 10 8 4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	03-11-2023				Yes	4	4	4	0
2	Audit Committee	06-02-2024	94			Yes	4	4	4	0
3	Audit Committee	18-03-2024	40			Yes	4	4	4	0
4	Nomination and remuneration committee	03-11-2023				Yes	3	3	3	0
5	Nomination and remuneration committee	15-01-2024	72			Yes	3	3	3	0
6	Nomination and remuneration committee	18-03-2024	62			Yes	3	3	3	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	30-10-2023				Yes	3	3	1	0
8	Stakeholders Relationship Committee	06-02-2024	98			Yes	3	3	2	0
9	Risk Management Committee	22-01-2024				Yes	2	2	1	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA) If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes
2	Whether shareholder approval obtained for material RPT	NA

3 Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee Yes

Annexure 1

VI. Affirmations

Sr	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 and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory Yarra Chandra Rao	
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1) 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 06.02.2024 and no comments/observations/advice given by the Board of Directors on the same.

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.godawaripowerispat.com/about/godawari-power-ispat-limited/
2	Terms and conditions of appointment of independent directors	Yes		https://www.godawaripowerispat.com/wp-content/uploads/2023/02/Terms%20and%20Conditions%20of%20Appointment%20of%20Independent%20Directors.pdf
3	Composition of various committees of board of directors	Yes		https://www.godawaripowerispat.com/about/board-of-directors/

4	Code of conduct of board of directors and senior management personnel	Yes	https://www.godawaripowerispat.com/wp-content/uploads/2015/02/Code-of-Conduct-for-Directors-and-Senior-Management-and-Employees.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	https://www.godawaripowerispat.com/wp-content/uploads/2014/11/GPIL-NOTIFICATION-FOR-WHISTLE-BLOWER-POLICY.pdf
6	Criteria of making payments to non-executive directors	Yes	https://www.godawaripowerispat.com/investors-information/annual-reports/
7	Policy on dealing with related party transactions	Yes	https://www.godawaripowerispat.com/wp-content/uploads/2022/02/Policy-on-Materiality-Of-and-Dealing-with-Related-Parties.pdf
8	Policy for determining 'material' subsidiaries	Yes	https://www.godawaripowerispat.com/wp-content/uploads/2022/02/Policy-for-Determining-Material-Subsidiaries-1.pdf
9	Details of familiarization programmes imparted to independent directors	Yes	https://www.godawaripowerispat.com/familiarization-programme/
10	Email address for grievance redressal and other relevant details	Yes	https://www.godawaripowerispat.com/reach-us/
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://www.godawaripowerispat.com/reach-us/
12	Financial results	Yes	https://www.godawaripowerispat.com/investors-information/quarterly-reports/
13	Shareholding pattern	Yes	https://www.godawaripowerispat.com/performance/shareholders/shareholding-patterns/
14	Details of agreements entered into with the media companies and/or their associates	NA	

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.godawaripowerispat.com/performance/shareholders/notices/ https://www.godawaripowerispat.com/investors-information/investoranalyst-presentation/
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.godawaripowerispat.com/con-call-q4fy22-audio-recording-30-05-2022-2/
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.godawaripowerispat.com/publication-and-notice/
18	Credit rating or revision in credit rating obtained	Yes		https://www.godawaripowerispat.com/performance/shareholders/notices/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.godawaripowerispat.com/investors-information/annual-reports-for-subsiadiary-companies/
20	Secretarial Compliance Report	Yes		https://www.godawaripowerispat.com/performance/shareholders/annual-secretarial-compliance-report/
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.godawaripowerispat.com/wp-content/uploads/2016/02/Policy-for-Determination-of-Materiality.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.godawaripowerispat.com/wp-content/uploads/2016/02/Policy-for-Determination-of-Materiality.pdf

23	Disclosures under regulation 30(8)	Yes	https://www.godawaripowerispat.com/performance/shareholders/notices/
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	https://www.godawaripowerispat.com/wp-content/uploads/2022/02/Dividend-Distribution-Policy.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://www.godawaripowerispat.com/performance/shareholders/annual-return/
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://www.godawaripowerispat.com/disclosure-under-46-of-sebi-lodr-regulation-2015-3/
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://www.godawaripowerispat.com/disclosure-under-46-of-sebi-lodr-regulation-2015-3/

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA) If status is “No” details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of ‘independence’ and/or ‘eligibility’	16(1)(b) & 25(6)	Yes
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes
3	Meeting of Board of directors	17(2)	Yes
4	Quorum of Board meeting	17(2A)	Yes
5	Review of Compliance Reports	17(3)	Yes
6	Plans for orderly succession for appointments	17(4)	Yes
7	Code of Conduct	17(5)	Yes
8	Fees/compensation	17(6)	Yes
9	Minimum Information	17(7)	Yes
10	Compliance Certificate	17(8)	Yes

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA) If status is “No” details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes
12	Performance Evaluation of Independent Directors	17(10)	Yes
13	Recommendation of Board	17(11)	Yes
14	Maximum number of Directorships	17A	Yes
15	Composition of Audit Committee	18(1)	Yes
16	Meeting of Audit Committee	18(2)	Yes
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes

Annexure II

II. Annual Affirmations

Sr Particulars	Regulation Number	Compliance status (Yes/No/NA) If status is "No" details of non-compliance may be given here.
21 Role of Nomination and Remuneration Committee	19(4)	Yes
22 Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
23 Meeting of Stakeholders Relationship Committee	20(3A)	Yes
24 Role of Stakeholders Relationship Committee	20(4)	Yes
25 Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
26 Meeting of Risk Management Committee	21(3A)	Yes
27 Quorum of Risk Management Committee meeting	21(3B)	Yes
28 Gap between the meetings of the Risk Management Committee	21(3C)	Yes
29 Vigil Mechanism	22	Yes
30 Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes

Annexure II

II. Annual Affirmations

Sr Particulars	Regulation Number	Compliance status (Yes/No/NA) If status is "No" details of non-compliance may be given here.
31 Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
32 Approval for material related party transactions	23(4)	NA
33 Disclosure of related party transactions on consolidated basis	23(9)	Yes
34 Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
35 Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
36 Alternate Director to Independent Director	25(1)	NA
37 Maximum Tenure	25(2)	Yes
38 Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes
39 Meeting of independent directors	25(3) & (4)	Yes
40 Familiarization of independent directors	25(7)	Yes

Annexure II

II. Annual Affirmations

Sr Particulars	Regulation Number	Compliance status (Yes/No/NA) If status is "No" details of non-compliance may be given here.
41 Declaration from Independent Director	25(8) & (9)	Yes
42 Directors and Officers insurance	25(10)	Yes

43 Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA
44 Memberships in Committees	26(1)	Yes
45 Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
46 Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
47 Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes
48 Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA
49 Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA
Any other information to be provided - Add Notes		

Annexure II

1 Name of signatory Yarra Chandra Rao

2 Designation Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr Particulars

Compliance status (Yes/No/NA)

1 The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied Yes
Any other information to be provided

Annexure II

1 Name of signatory Yarra Chandra Rao

2 Designation Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure

Applicable

Reason for Non Applicability

Textual Information(1)

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	0	0
Promoter Group or any other entity controlled by them	0	0
Directors (including relatives) or any other entity controlled by them	0	0
KMPs or any other entity controlled by them	0	0

(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)

II. Affirmations

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.

Compliance Status

Yes

Company Remarks

Textual Information(3)

Name Sanjay Bothra
Designation CFO
Place Raipur
Date 06-05-2024

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter No

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr. Date of the event

Brief details of the event

Signatory Details

Name of signatory Yarra Chandra Rao
Designation of person Company Secretary and Compliance Officer
Place Raipur
Date 06-05-2024