

Compliance Report on Corporate Governance

Name of listed entity : GE T&D India Limited (formerly ALSTOM T&D India Limited)
 Quarter ending : December 31, 2016

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	PAN [§] and DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee) [§]	Date of appointment in the current term/ cessation	Tenure*	No. of directorship in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Stephane Cai	DIN: 07607252	Chairman – Non-Executive	07/09/2016	-	1	1	-
Mr.	Rathindra Nath Basu	DIN: 01192973	Executive	01/02/2007	-	2	3	-
Mr.	Gaurav Manohar Negi	DIN: 02835748	Executive	26/07/2016	-	1	1	-
Mr.	Ravi Kumar Krishnamurthy	DIN:03626516	Executive	26/07/2016 (appointed) 21/12/2016 (ceased)	-	-	-	-
Mr.	Nagesh Tilwani	DIN:07684746	Executive	21/12/2016	-	1	-	-
Mr.	Bhanu Bhushan	DIN: 03602134	Non-Executive - Independent	23/07/2014	30 months	1	3	-
Mr.	Kirit S. Parikh	DIN: 00684234	Non-Executive - Independent	28/03/2015	22 months	1	1	-
Mr.	Rakesh Nath	DIN: 00045986	Non-Executive - Independent	01/06/2015	19 months	2	5	2
Ms.	Neera Saggi	DIN: 00501029	Non-Executive - Independent	26/07/2016	5 months	4	9	-

§ PAN number 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

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) [§]
Audit Committee	1. Mr. Rakesh Nath	Chairperson – Non – Executive – Independent
	2. Mr. Bhanu Bhushan	Non-Executive – Independent
	3. Ms. Neera Saggi	Non-Executive – Independent
	4. Mr. Stephane Cai	Non-Executive
Nomination and Remuneration Committee	1. Mr. Rakesh Nath	Chairperson – Non-Executive – Independent
	2. Mr. Bhanu Bhushan	Non-Executive – Independent
	3. Mr. Stephane Cai	Non-Executive
Risk Management Committee	N.A.	N.A.
Stakeholders Relationship Committee	1. Mr. Rakesh Nath	Chairperson – Non-Executive – Independent
	2. Mr. Rathindra Nath Basu	Executive
	3. Mr. Gaurav Manohar Negi	Executive

§ 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	Maximum gap between any two consecutive meetings (in number of days)
July 5, 2016	November 10, 2016	63 days
July 26, 2016	December 21, 2016	

(Handwritten signature)

September 7, 2016			
IV. Meeting of Committees			
Datels) of meeting of the committee in the relevant quarter	Whether requirement of quorum met (details)	Datels) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<u>Audit Committee</u>			
November 10, 2016	Yes	July 26, 2016 September 7, 2016	63 days
<u>Nomination and Remuneration Committee</u>			
December 21, 2016	Yes	July 26, 2016 September 7, 2016	N.A.
<u>Stakeholders Relationship Committee</u>			
November 3, 2016	Yes	July 19, 2016	N.A.
December 21, 2016	Yes	August 8, 2016 September 7, 2016	
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
V. Related Party Transactions			
Subject		Compliance Status (Yes/ No/ NA) ^{refer note below}	
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 audit committee		Yes	
Note			
1. 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.			
2. If status is "No" details of non-compliance may be given here.			
VI. Affirmations			
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015			
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015			
a) Audit Committee			
b) Nomination & Remuneration Committee			
c) Stakeholders relationship committee			
3. The committee members have been made aware of their powers, role, responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015			
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			
5. This report will be placed before the Board of Directors at the ensuing Board Meeting and the report in respect of the previous quarter was placed before the Board of Directors at the Board meeting held on November 10, 2016.			
Any comments/ observations/ advice of Board of Directors may be mentioned here: None			
<p>For GE T&D India Limited (formerly ALSTOM T&D India Limited)</p>  Manoj Prasad Singh Company Secretary			