



GE T&D India Limited

(formerly ALSTOM T&D India Limited)
L31102DL1957PLC193993

T-5 & T-6, Plot I-14, Axis House,
Jaypee Wishtown, sector-128,
Noida-201304, Uttar Pradesh

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<https://www.ge.com/in/ge-td-india-limited>

January 14, 2019

The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI 400 001

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla
Complex, Bandra (East)
MUMBAI 400 051

The Secretary
The Calcutta Stock
Exchange Limited
7, Lyons Range
KOLKATA 700 001

Code No. 522275

Symbol: GET&D

Code No. 17035

Dear Sir,

Re: **Compliance Report on Corporate Governance in terms of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In compliance with the Regulation 27 (2) (a) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the Quarterly Compliance Report on Corporate Governance for the quarter ended on December 31, 2018.

Thanking you,

Yours faithfully,
For GE T&D India Limited

Manoj Prasad Singh
Company Secretary

Encl.: A/a

Compliance Report on Corporate Governance

Name of listed entity : GE T&D India Limited

Quarter ending : December 31, 2018

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	PAN: NA DIN: 07607252	Chairman – Non-Executive	07/09/2016	-	1	1	-
Mr.	Sunil Wadhwa	PAN: AAAPW0027H DIN: 00259638	Executive	04/04/2017	-	1	1	-
Mr.	Gaurav M. Negi	PAN: ABUPN3420G DIN: 02835748	Executive	26/07/2016	-	1	1	-
Mr.	Nagesh Tilwani	PAN: ACAPT5824B DIN:07684746	Executive	21/12/2016	-	1	-	-
Mr.	Bhanu Bhushan	PAN: AAAPB0844P DIN: 03602134	Non-Executive - Independent	23/07/2014	54 months	1	1	-
Mr.	Kirit S. Parikh	PAN: AAAPP9706A DIN: 00684234	Non-Executive - Independent	28/03/2015	47 months	1	1	-
Mr.	Rakesh Nath	PAN: AAAPN0619A DIN: 00045986	Non-Executive - Independent	01/06/2015	43 months	2	4	2
Ms.	Neera Saggi	PAN: AIQPS6806E DIN: 00501029	Non-Executive - Independent	26/07/2016	29 months	5	9	-
<p>§ 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 **includes both listed and unlisted entities</p>								
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			
		5. Dr. Kirit S. Parikh			Non-Executive – Independent			
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			
		4. Dr. Kirit S. Parikh			Non-Executive – Independent			
		5. Ms. Neera Saggi			Non-Executive – Independent			
Risk Management Committee		1. Ms. Neera Saggi			Chairperson – Non – Executive - Independent			
		2. Mr. Rakesh Nath			Non-Executive – Independent			
		3. Mr. Stephane Cai			Non-Executive			
		4. Mr. Sunil Wadhwa			Executive			
		5. Mr. Gaurav M. Negi			Executive			
Stakeholders Relationship Committee		1. Mr. Rakesh Nath			Chairperson - Non-Executive - Independent			
		2. Mr. Sunil Wadhwa			Executive			
		3. Mr. Gaurav M. Negi			Executive			
<p>§ 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 *Risk Management Committee of the Company constituted w.e.f. October 15, 2018</p>								

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 25, 2018	October 15, 2018 November 13, 2018	81 days 28 days	
IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of quorum met (details)	Date(s) 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 13, 2018	Yes	July 25, 2018	110 days
<u>Nomination and Remuneration Committee</u>			
November 13, 2018	N.A.	July 25, 2018	N.A.
<u>Stakeholders Relationship Committee</u>			
-	N.A.	May 23, 2018	N.A.
* This information has to be mandatorily 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 and 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 13, 2018.			
Any comments/ observations/ advice of Board of Directors may be mentioned here: None			
For GE T&D India Limited			
			
Manoj Prasad Singh			
Company Secretary			