


Compliance Report on Corporate Governance

Name of listed entity : GE T&D India Limited (formerly ALSTOM T&D India Limited)

Quarter ending : September 30, 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.	Michel Augonnet ¹	DIN: 00276267	Chairman - Non-Executive	09/05/2005 (appointed) 07/09/2016 (ceased)	-	1	1	-
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	-	-	-	-
Ms.	Isabelle Compain-Gerlier	DIN: 07113642	Non-Executive	28/03/2015 (appointed) 04/07/2016 (ceased)	-	1	1	-
Mr.	Bhanu Bhushan	DIN: 03602134	Non-Executive - Independent	23/07/2014	27 months	1	3	-
Mr.	Kirit S. Parikh	DIN: 00684234	Non-Executive - Independent	28/03/2015	19 months	1	1	-
Mr.	Rakesh Nath	DIN: 00045986	Non-Executive - Independent	01/06/2015	16 months	2	5	2
Ms.	Neera Saggi	DIN: 00501029	Non-Executive - Independent	26/07/2016	2 months	4	8	1
¹ Mr. Ravikumar Krishnamurthy, Head – AIS business (PAN: AAIPR0365D, DIN: 03626516) was alternate director to Mr. Michel Augonnet upto July 25, 2016. § 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)	
April 25, 2016	July 5, 2016	42 days	
May 3, 2016	July 26, 2016		
June 10, 2016	September 7, 2016		
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>			
July 26, 2016	Yes	April 25, 2016	45 days
September 7, 2016	Yes	May 3, 2016	
		June 10, 2016	
<u>Nomination and Remuneration Committee</u>			
July 26, 2016	Yes	April 25, 2016	N.A.
September 7, 2016	Yes		
<u>Stakeholders Relationship Committee</u>			
July 19, 2016	Yes	April 25, 2016	N.A.
August 8, 2016	Yes	May 3, 2016	
September 7, 2016	Yes	June 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			
<p>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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>			
VI. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a) Audit Committee</p> <p>b) Nomination & Remuneration Committee</p> <p>c) Stakeholders relationship committee</p> <p>3. The committee members have been made aware of their powers, role, responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>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</p> <p>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 July 26, 2016.</p> <p>Any comments/ observations/ advice of Board of Directors may be mentioned here: None</p>			
<p>For GE T&D India Limited (formerly ALSTOM T&D India Limited)</p>  <p>Manoj Prasad Singh Company Secretary</p>			

Compliance Report on Corporate Governance

Name of listed entity : **GE T&D India Limited (formerly ALSTOM T&D India Limited)**

Six months ended : September 30, 2016

I. Affirmations		
Broad heading	Regulation Number	Compliance Status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p> <p>3. If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>for GE T&D India Limited (formerly ALSTOM T&D India Limited)</p> <p style="text-align: center;"></p> <p>Manoj Prasad Singh Company Secretary</p>		