

Corporate Governance

GE Power India Ltd	
Scrip Code :532309	Quarter Ending : September 2019

Annexure 1

Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number 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	Vishal Keerti Wanchoo	Non-Executive - Non Independent Director,Chairperson	30 May 2017	30 May 2017	-	28	2	2	0
Mr	Prashant Chiranjive Jain	Executive Director,MD	17 Apr 2019	17 Apr 2019	-	6	1	1	0
Mr	Sanjeev Agarwal	Executive Director	30 May 2017	30 May 2017	-	28	1	1	0
Mr	Arun Kannan Thiagarajan	Non-Executive - Independent Director,Shareholder Director	25 Jul 2014	25 Jul 2019	-	62	5	4	1
Ms	Neera Saggi	Non-Executive - Independent Director,Shareholder Director	14 Jun 2016	14 Jun 2016	-	39	6	10	1
Mr	Uddesh Kumar Kohli	Non-Executive - Independent Director,Shareholder Director	25 Jul 2014	25 Jul 2019	-	62	1	3	3

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#### Composition Of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Uddesh Kumar Kohli	Non-Executive - Independent Director,Chairperson	03-01-2006	-
Arun Kannan Thiagarajan	Non-Executive - Independent Director,Member	20-06-2003	-
Neera Saggi	Non-Executive - Independent Director,Member	14-06-2016	-
Vishal Keerti Wanchoo	Non-Executive - Non Independent Director,Member	12-06-2017	-

Nomination and remuneration committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Arun Kannan Thiagarajan	Non-Executive - Independent Director,Chairperson	25-04-2014	-
Uddesh Kumar Kohli	Non-Executive - Independent Director,Member	07-06-2016	-
Vishal Keerti Wanchoo	Non-Executive - Non Independent Director,Member	12-06-2017	-
Neera Saggi	Non-Executive - Independent Director,Member	02-08-2018	-

**Stakeholders Relationship Committee**

<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Uddesh Kumar Kohli	Non-Executive - Independent Director,Chairperson	23-10-2006	-
Sanjeev Agarwal	Executive Director,Member	20-06-2017	-
Prashant Chiranjive Jain	Executive Director,Member	06-05-2019	-

**Risk Management Committee**

<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Vishal Keerti Wanchoo	Non-Executive - Non Independent Director,Chairperson	01-04-2019	-
Prashant Chiranjive Jain	Executive Director,Member	06-05-2019	-
Uddesh Kumar Kohli	Non-Executive - Independent Director,Member	01-04-2019	-
Vijay Sharma	Member,Member	01-04-2019	-
Ajay Kalra	Member,Member	01-04-2019	-

**Corporate Social Responsibility Committee**

<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Prashant Chiranjive Jain	Executive Director, Chairperson	06-05-2019	-
Vishal Keerti Wanchoo	Non-Executive - Non Independent Director, Member	20-06-2017	-
Uddesh Kumar Kohli	Non-Executive - Independent Director, Member	25-04-2014	-

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#### 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 meeting (in number of days)
05 Apr 2019	-	0
27 May 2019	-	51
-	23 Jul 2019	56

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### Annexure 1

#### Meeting Of Committees

Name of Committee	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)
Audit Committee	-	Yes,	05 Apr 2019	0
Audit Committee	-	Yes,	27 May 2019	51
Audit Committee	23 Jul 2019	Yes,	-	56
Corporate Social Responsibility Committee	-	Yes,	27 May 2019	0
Corporate Social Responsibility Committee	23 Jul 2019	Yes,	-	56

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### Annexure 1

#### Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	Yes	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-

## ANNEXURE - 1

### MATERIAL RELATED PARTY TRANSACTIONS

GE Power India Limited's ("the **Company**") transactions with GE Power Systems India Private Limited ("**GEPSIPL**") (formerly known as Alstom Bharat Forge Power Private Limited) (both related parties) had surpassed the limit of 10% of the consolidated turnover of the Company in Q1 of FY 2019-20.

The Company has also given new loans in the form of Inter Corporate Deposits (ICDs) to GEPSIPL amounting to approximately Rs. 800 million (excluding interest) and executed other transactions amounting to approximately Rs. 581.8 million during the quarter ended 30 September 2019 (Q2), pursuant to the prior approval of the Audit Committee/Board of Directors of the Company. Further the said transactions have also been approved by the members of the Company in the 27<sup>th</sup> Annual General Meeting held on 24 July 2019. During the quarter, an amount of Rs. 300 million of earlier ICDs were returned by GEPSIPL.

Please note that the sum stated hereinabove represents new transactions during Q2 which is in addition to the transactions made in Q1.

For **GE Power India Limited**



**Pradeepta Puhani**  
**Company Secretary and Compliance Officer**



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#### Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5. This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

#### Signatory Details

<b>Name of signatory</b>	Pradeepta Kumar Puhan
<b>Designation of person</b>	Company Secretary and Compliance Officer