Globus Power Generation Ltd.

03.04.2017

To,

The Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub: Quarterly & yearly compliance report on Corporate Governance pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

Pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith the Quarterly & yearly Compliance Report on Corporate Governance for the quarter & year ended on March 31, 2017.

You are requested to take the same on your records.

Thanking You

Yours faithfully,

For Globus Power Generation Limited

For Globus Power Generation Limited.

company secretary

Company Secretary

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity: M/s Globus Power Generation Limited
2. Quarter ending: March 31, 2017

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN$ & 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 (Refer Regulation 25(1) of Listing Regulations)	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)
Mr.	Abhay Khanna	ALDPK6934D & 02153655	Whole time Director & Non- Independent Director	28/05/2016	-	1	1	-
Mr.	Pawan Kumar Agarwal	AAEPA1658G & 01056455	Non-Executive & Non-Independent Director	19/05/2012	-	1	2	-
Mr.	Narendra Kumbhat	AAJPK 8470D & 00035665	Non Executive & Independent Director	29/09/2014	5 years	2	4	2
Ms.	Nishi Arora Sabharwal	ABAPS1871L & 06963293	Non Executive & Woman Independent Director	28/09/2015	5 years	2	1	-

$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.

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II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) $
1. Audit Committee	1. Mr. Narendra Kumbhat 2. Ms. Nishi Arora Sabharwal 3. Mr. Pawan Kumar Agarwal	Chairman /Non-Executive & Independent Director Non-Executive & Independent Director Non-Executive & Non -Independent Director
2. Nomination & Remuneration Committee	1. Mr. Narendra Kumbhat 2. Ms. Nishi Arora Sabharwal 3. Mr. Pawan Kumar Agarwal	Chairman /Non-Executive & Independent Director Non-Executive & Independent Director Non-Executive & Non- Independent Director
3. Risk Management Committee(if applicable)	-	
4. Stakeholders Relationship Committee'	1. Mr. Narendra Kumbhat 2. Mr. Abhay Khanna 3. Mr. Pawan Kumar Agarwal	Chairman /Non-Executive & Independent Director Executive & Non- Independent Director Non-Executive & Non- Independent Director
*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 (in number of days)
11.11.2016	07.02.2017	87 DAYS

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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 meeting
07.02.2017	Yes 1. Mr. Narendra Kumbhat – Present 2. Mr. Pawan Kumar Agarwal - Present 3. Ms. Nishi Arora Sabharwal - Present	11.11.2016	87 DAYS

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	N.A

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.

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VI. Affirmations

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
b. Nomination & remuneration committee - YES
c. Stakeholders relationship committee - YES
d. Risk management committee (applicable to the top 100 listed entities) - NA
3. 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
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. - YES
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

For Globus Power Generation Limited.

company secretary

Urmil Kakkar
Company Secretary

Format to be submitted by listed entity at the end of the financial year for the whole of financial year)

1. Name of Listed Entity: M/s Globus Power Generation Limited
2. Quarter ending: March 31, 2017

I. Disclosure on website in terms of Listing Regulations	
Item	***Compliance status (Yes/No/NA)*** refer note below
Details of business	YES
Terms and conditions of appointment of independent directors	YES
Composition of various committees of board of directors	YES
Code of conduct of board of directors and senior management personnel	YES
Details of establishment of vigil mechanism/Whistle Blower policy	YES
Criteria of making payments to non-executive directors	NA
Policy on dealing with related party transactions	YES
Policy for determining' material' subsidiaries	YES
Details of familiarization programmes imparted to independent directors	YES
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	YES
Email address for grievance redressal and other relevant details	YES
Financial results	YES
Shareholding pattern	YES
Details of agreements entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	YES

II Annual Affirmations

Particulars	***Regulation Number***	***Compliance status***
Independent director(s) have been appointed in terms of specified criteria of independence 'and/ or' eligibility'	*16(1)(b)&25(6)*	YES
Board composition	*17(1)*	YES
Meeting of Board of directors	*17(2)*	YES

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Review of Compliance Reports	17(3)	YES
Plans for orderly succession for appointments	17(4)	YES
Code of Conduct	17(5)	YES
Fees/compensation	17(6)	NA
Minimum Information	17(7)	YES
Compliance Certificate	17(8)	YES
Risk Assessment & Management	17(9)	YES
Performance Evaluation of Independent Directors	17(10)	YES
Composition of Audit Committee	18(1)	YES
Meeting of Audit Committee	18(2)	YES
Composition of nomination & remuneration committee	19(1)&(2)	YES
Composition of Stakeholder Relationship Committee	20(1)&(2)	YES
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	YES
Policy for related party Transaction	23(1),(5),(6),(7)&(8)	YES
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	YES
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5)&(6)	YES
Maximum Directorship & Tenure	25(1)&(2)	YES
Meeting of independent directors	25(3)&(4)	YES
Familiarization of independent directors	25(7)	YES
Memberships in Committees	26(1)	YES

Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	*26(3)*	YES
Disclosure of Shareholding by Non-Executive Directors	*26(4)*	YES
Policy with respect to Obligations of directors and senior management	*26(2)&26(5)*	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.

3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

For Globus Power Generation Limited.

Name & Designation : Urmil Kakkar

Company Secretary

Company Secretary/Compliance Officer/Managing Director/CEO