



Globus Power Generation Ltd.

04.04.2020

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

Dear Sir,

Sub: Quarterly 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 Compliance Report on Corporate Governance for the quarter ended on March 31, 2020.

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

CIN NO.: L40300RJ1985PLC047105

REGD. OFFICE : Shyam House, Plot No. 3, Amrapali Circle, Vaishali Nagar, Jaipur, Rajasthan-302021 | Ph.: 0141-4025020
CORPORATE OFFICE : A-60, Naraina Industrial Area, Phase-1, New Delhi-110028 | Ph.: 011-25895622 | Fax : 011-25792194
E-mail : globuscdl@gmail.com | Website : www.gpgl.in

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity – **GLOBUS POWER GENERATION LIMITED**

I. Composition of Board of Directors

[illegible]

	\$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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2. Quarter ending – 31st March, 2020

II. Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Thamattoor Prabhakaran Nair 2. Ms. Nishi Arora Sabharwal 3. Mr. Pawan Kumar Agarwal 4. Mr. Narendra Kumbhat	Non-Executive & Additional Independent Director Non-Executive & Independent Director & Chairperson Non-Executive & Non -Independent Director Non-Executive & Independent Director	11/03/2020 09/11/2015 26/09/2011 05/12/2011	23/01/2020
2. Nomination & Remuneration Committee	Yes	1. Mr. Thamattoor Prabhakaran Nair 2. Ms. Nishi Arora Sabharwal 3. Mr. Pawan Kumar Agarwal 4. Mr. Narendra Kumbhat	Non-Executive & Additional Independent Director Non-Executive & Independent Director & Chairperson Non-Executive & Non -Independent Director Non-Executive & Independent Director	11/03/2020 09/11/2015 30/09/2014 30/09/2014	23/01/2020
3. Risk Management Committee(if applicable)	NA	Not Applicable	Not Applicable		
4. Stakeholders Relationship Committee	Yes	1. Mr. Thamattoor Prabhakaran Nair 2. Mr. Abhay Khanna	Non-Executive & Additional Independent Director & Chairperson Executive & Non- Independent	11/03/2020 28/05/2016	

		3. Mr. Pawan Kumar Agarwal	Director Non-Executive & Non- Independent Director	26/09/2011	23/01/2020
		4. Mr. Narendra Kumbhat	Non-Executive & Independent Director	05/12/2011	

*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	Whether requirement of Quorum met*	Number of Directors Present*	Number of Independent Directors Present*	Maximum gap between any two consecutive (in number of days)
13.11.2019	13.02.2020 and 11.03.2020	Yes	4	2	91 days and 26 Days

IV. Meeting of Committees (Audit Committee)

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors Present*	Number of Independent Directors Present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meeting
13.02.2020	Yes 1. Mr. Pawan Kumar Agarwal 2. Ms. Nishi Arora Sabharwal	2	1	13.11.2019	92 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.	

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:
Name & Designation: Urmil Kakkar Company Secretary/Compliance Officer/Managing Director/CEO/CFO

ANNEXURE II

- 1. Name of Listed Entity: Globus Power Generation Limited**
- 2. Quarter ending: March 31, 2020**

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	NA
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
Schedule of analyst or institutional investor meet and presentations made by listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA

New name and the old name of the listed entity	YES
Advertisements as per Regulation 47(1)	YES
Credit rating and revision received in credit rating obtained	NA
Separate audited financial statements of each Subsidiary of listed entity in respect of a relevant financial year	NA
Whether company has provided information under separate section on its website as per Regulation 46(2)	YES
Materiality Policy as per Regulation 30	YES
Dividend Distribution Policy as per Regulation 43A	NA
It is certified that these content on website of listed entity are correct	YES

II Annual Affirmations

Particulars	Regulation Number	Compliance status (Yes/No/NA) ^{refer note below}
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
Quorum of Board Meeting	17(2A)	YES
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)	YES
Minimum Information	17(7)	YES

Compliance Certificate	17(8)	YES
Risk Assessment & Management	17(9)	NA
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
Quorum of nomination & remuneration committee meeting	19(2A)	YES
Meeting of nomination & remuneration committee	19(3A)	YES
Composition of Stakeholder Relationship Committee	20(1)&(2)	YES
Meeting of Stakeholder Relationship Committee	20(3A)	YES
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	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)	YES
Disclosure of Related Party Transactions on consolidated basis	23(9)	YES
Annual Secretarial Compliance Report	24(A)	YES
Alternate Director to Independent Director	25(1)	YES

Approval for Material Related Party Transactions	23(4)	YES
Composition of Board of Directors of Unlisted Material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5)&(6)	NA
Maximum Directorship & Tenure	25(1)&(2)	YES
Meeting of independent Directors	25(3)&(4)	YES
Familiarization of Independent Directors	25(7)	YES
Declaration from Independent Director	25(8) & (9)	YES
D & O Insurance from Independent Director	25(10)	NA
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:p The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. NA		
for Globus Power Generation Limited.  company secretary Name & Designation :Urmil Kakkar Company Secretary		

