



HIRA

GODAWARI POWER & ISPAT



REF: GPIL/NSE&BSE/2022/4691

Date: 09.04.2022

To,

1. The Listing Department,
The National Stock Exchange of India Ltd,
Exchange Plaza, BandraKurla Complex,
Bandra (E), MUMBAI – 400051
NSE Symbol: GPIL
2. The Corporate Relation Department,
The BSE Limited, Mumbai,
1st Floor, Rotunda Building,
Dalal Street, MUMBAI – 400 001
BSE Security Code: 532734

Dear Sir/Madam,

Sub: Outcome of the Board Meeting – 09.04.2022.

A meeting of the Board of Directors of Godawari Power and Ispat Limited (“GPIL”) was held today (i.e. 09th April, 2022). The outcome of the said meeting is as given hereunder:

1. The Board of Director, upon recommendation of Nomination and Remuneration Committee and subject to approval of shareholders at the ensuing General Meeting, appointed Mr. Siddharth Agrawal (DIN: 02180571) and Dinesh Kumar Gandhi (DIN: 01081155) as Whole-Time Directors of the Company for a period of 5 years with retrospective effect from 01st April, 2022, in view of the Management decision to reconstitute the Board. The brief profile, terms of appointment and Inter-se relationship with Directors etc, of both the Directors are given in **Annexure – A**.
2. The designation of Mr. Vinod Pillai (DIN: 00497620) has been changed from Executive Director to Non-Executive Director with retrospective effect from 01st April, 2022, in order to be in line with provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.
3. Mr. Prakhar Agrawal, Whole-Time Director of the company has submitted his resignation to discontinue from the post of Whole-Time Directorship, in view of the Management decision for reconstitution of the Board. The Board has accepted his resignation.

Consequent upon above changes, the constitution of the Board of the Company shall be as under:

Executive Directors	Non-Executive Director	Independent Directors
1. Mr. Bajrang Lal Agrawal (Managing Director)	6. Mr. Vinod Pillai	7. Mr. Shashi Kumar (Chairman)
2. Mr. Dinesh Kumar Agrawal		8. Mr. Bhriгу Nath Ojha
3. Mr. Siddharth Agrawal		9. Ms. Bhavna Govindbhai Desai
4. Mr. Abhishek Agrawal		10. Mr. Harishankar Khandelwal
5. Mr. Dinesh Kumar Gandhi		

Godawari Power & Ispat Limited

An ISO 9001:2015, ISO 14001:2015 & ISO 45001:2018 certified company
CIN L27106CT1999PLC013756

Registered Office and Works: Plot No. 428/2, Phase 1, Industrial Area, Siltara, Raipur - 493111, Chhattisgarh, India

P: +91 771 4082333, **F:** +91 771 4082234

Corporate Address: Hira Arcade, Near New Bus Stand, Pandri, Raipur - 492001, Chhattisgarh, India

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4. In view of change in designation of Mr. Dinesh Kumar Gandhi from Non-Executive Director to Executive Director, Ms. Bhavna Govindbhai Desai, Independent Director of the Company has been inducted as Member in place of Mr. Dinesh Kumar Gandhi in **Nomination and Remuneration Committee** and consequently the Committee has been reconstituted as under in line with the requirements under SEBI (LODR) Regulations, 2015:

S. No.	Name	Designation
1.	Shri Bhrigu Nath Ojha	Chairperson - Independent – Non Executive Director
2.	Shri Shashi Kumar	Member - Independent – Non Executive Director
3.	Ms. Bhavna Govindbhai Desai	Member- Independent – Non Executive Director

There is no change in other Committees of the Board.

The meeting of the directors was commenced at 12:00 Noon and concluded at 12:20 P.M.

Thanking you,

Yours faithfully,

FOR, GODAWARI POWER AND ISPAT LIMITED



Y.C. RAO
COMPANY SECRETARY

Encl: As Above



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Annexure – A

1. Appointment of Mr. Siddharth Agrawal as Whole-Time Director of the Company:

a) Brief Profile of Mr. Siddharth Agrawal:

Mr. Siddharth Agrawal, aged 40 years is a B.Com and MBA. He has an experience of setting up of 50 MW Solar Thermal Power Project. He has vast experience in the field of the project implementation, procurement of raw material, plant maintenance, production activities and marketing of finished goods. He was Managing Director of the Company's erstwhile subsidiary Godawari Green Energy Limited.

b) Brief Terms of Appointment

Mr. Siddharth Agrawal has been appointed as Whole-Time Director of the Company for a period of 5 years with retrospective effect from 01st April, 2022, subject to approval of shareholders at the ensuing General Meeting. The salary proposed to be paid to him shall be in the scale of Rs. 16.50 Lacs to Rs. 30.00 Lacs per month, he will be entitled to receive commission, perquisites etc. as per the other terms and condition of his appointment. Taking into consideration the size of the Company, experience and profile of Mr. Siddharth Agrawal and the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart (s) in other companies.

c) Inter-se relationship with Directors etc.

Mr. Bajrang Lal Agrawal, Managing Director and Mr. Abhishek Agrawal, Executive Director of the Company are relatives of Mr. Siddharth Agrawal, as per Section 2 (77) of the Companies Act, 2013 read with The Companies (Specification of definitions details) Rules, 2014.

2. Appointment of Mr. Dinesh Kumar Gandhi as Whole Time Director:

a) Brief Profile of Mr. Dinesh Kumar Gandhi:

Mr. Dinesh Kumar Gandhi aged 59 years is a fellow member of the Institute of Chartered Accountants of India (ICAI) and Institute of Company Secretaries of India (ICSI), he brings to the table his more than 3 decades of experience in the areas of accounts, finance, project planning and financing. A dynamic financial analyst, his competence strategically directs the Company from time to time.

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b) Brief Terms of Appointment

Mr. Dinesh Kumar Gandhi (DIN: 01081155) has been appointed as Whole Time Director of the Company with retrospective effect from 01st April, 2022, subject to approval of shareholders at the ensuing General Meeting. The salary proposed to be paid to him within shall be in the scale of Rs.12.50 Lacs to Rs. 20.00 Lacs per month, he will be entitled to receive Commission, Perquisites as per other terms and condition of his appointment. Taking into consideration the size of the Company, the profile of Mr. Dinesh Kumar Gandhi and the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid is commensurate with the remuneration packages paid to similar senior level counterpart (s) in other companies.

c) Inter-se relationship with Directors etc.

He is not related to any Director / Key Managerial Personnel as per Section 2 (77) of the Companies Act, 2013 read with The Companies (Specification of definitions details) Rules, 2014.



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