

Ref: IPCL/SE/LODR/2019-20/46

1st October, 2019

The Secretary,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No. C/1, G Block
Bandra Kurla Complex,
Bandra (E), Mumbai- 400 051.

Scrip Symbol: DPSCLTD

The Vice President
Metropolitan Stock Exchange of India Ltd
4th floor, Vibgyor Towers, Plot No C 62,
G Block, Opp. Trident Hotel, Bandra Kurla Complex,
Bandra (E), Mumbai- 400098.
Scrip Symbol: DPSCLTD

Dear Sir(s),

Sub: 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"), Please find enclosed herewith compliance report on Corporate Governance for the quarter ended 30th September, 2019.

This is for your information and records, please.

Yours faithfully
For India Power Corporation Ltd

(Prashant Kapoor)

Company Secretary & Compliance Officer



Encl.: as above

India Power Corporation Limited

CIN: L40105WB1919PLC003263

[formerly DPSC Limited]

Registered Office: Plot No. X1- 2&3, Block-EP, Sector -V, Salt Lake City, Kolkata - 700 091

Tel.: + 91 33 6609 4308/09/10, Fax: + 91 33 2357 2452

Central Office: Sanctoria, Dishergarh 713 333, Telephone: (0341) 6600454/457 Fax: (0341) 6600464

E: corporate@indiapower.com W: www.indiapower.com

Quarterly Corporate Governance Report

1. Name of Listed Entity: **India Power Corporation Limited (formerly DPSC Limited)**
2. Quarter ending: **30th September, 2019**

I. Composition of Board of Directors												
Title (Mr./Ms.)	Name of the Director	PAN ^S & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) *	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity <i>[in reference to Regulation 17A(1)]</i>	No of Independent Directorship in listed entities including this listed entity <i>[in reference to proviso to regulation 17A(1)]</i>	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>
Mr.	Hemant Kanoria	AKSPK3708R00193015	Non-Executive - Non Independent Chairperson	29-01-2010	10-08-2019	-	-	05-08-1962	3	-	1	1
Mr.	Amit Kiran Deb	AFOPD8770P02107792	Non-Executive - Independent Director	05-02-2010	01-04-2019	-	66	26-12-1948	3	3	2	4
Mr.	Nand Gopal Khaitan	AFLPK3827K00020588	Non-Executive - Independent Director	29-01-2010	01-04-2019	-	66	21-05-1951	7	7	5	3
Mr.	Tantra Narayan Thakur	AAAPT2207Q00024322	Non-Executive - Independent Director	27-05-2013	01-04-2019	-	66	01-06-1949	1	1	2	1
Mr.	Debi Prasad Patra	AGCPP3380Q00067269	Non-Executive - Independent Director	01-04-2014	01-04-2019	-	66	07-10-1955	1	1	2	-
Ms.	Dipali Khanna	ADBPK0704H03395440	Non-Executive - Independent Director	31-03-2015	-	-	54	23-10-1952	3	3	3	1
Mr.	Jyoti Kumar Poddar	AIAPP6206D00690650	Non-Executive - Non Independent Director	29-01-2010	12-08-2017	-	-	08-11-1961	1	-	2	-



Mr.	Raghav Raj Kanoria	BDDPK2091Q 07296482	Executive Director	01-06-2017	-	-	-	24-06-1990	1	-	1	-
-----	--------------------	------------------------	--------------------	------------	---	---	---	------------	---	---	---	---

Whether Regular Chairperson appointed - Yes

Whether Chairperson is related to Managing Director or CEO - Yes

³PAN of any director would not be displayed on the website of Stock Exchange.

⁴Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.

⁵to 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

Sl. No.	Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ⁵	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	Amit Kiran Deb Nand Gopal Khaitan Debi Prasad Patra Jyoti Kumar Poddar	Chairperson - Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Non Independent Director	05-02-2010 29-03-2010 31-03-2015 05-02-2010	Not Applicable
2	Nomination & Remuneration Committee	Yes	Nand Gopal Khaitan Hemant Kanoria Amit Kiran Deb Debi Prasad Patra Jyoti Kumar Poddar	Chairperson - Non-Executive - Independent Director Non-Executive - Non Independent Director Non-Executive - Independent Director Non-Executive - Independent Director Non-Executive - Non Independent Director	05-02-2010 05-02-2010 31-03-2015 31-03-2015 05-02-2010	Not Applicable
3	Risk Management Committee (if applicable)	Not Applicable to the Company.				
4	Stakeholders Relationship Committee	Yes	Hemant Kanoria Debi Prasad Patra Jyoti Kumar Poddar Raghav Raj Kanoria	Chairperson - Non-Executive - Non Independent Director Non-Executive - Independent Director Non-Executive - Non Independent Director Executive Director	05-02-2010 05-02-2010 05-02-2010 06-11-2017	Not Applicable

⁶Category 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* Yes / No	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
23-05-2019	10-08-2019	Yes	7	4	78

*to be filled in only for the current quarter meetings



IV. Meetings of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)** Yes / No	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 meetings in number of days*
Audit Committee					
10-08-2019	Yes	3	2	23-05-2019	78
Nomination and Remuneration Committee					
10-08-2019	Yes	4	2	23-05-2019	-
Risk Management Committee					
10-08-2019	Yes	5	2	-	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA) <small>refer note below</small>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	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.	

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Risk management committee (applicable to the top 100 listed entities) - Not Applicable
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.



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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

For India Power Corporation Limited

(Prashant Kapoor)
Company Secretary & Compliance Officer



Date: 01/10/2019
Place: Kolkata

Note:
Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

**Format to be submitted by listed entity at the end of 6 months after end of financial year along-with
the second quarter's report of next financial year**

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) <small>refer note below</small>
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 (Business Responsibility Report is not applicable to the Company)
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No (Chairperson of Audit Committee could not attend the Meeting due to his ill health. Pursuant to Clause 4.1.1 of the Secretarial Standard on General Meetings, Chairperson of the Audit Committee authorised a Member of the Audit Committee to attend the Meeting to answer shareholder queries)
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note :</p> <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>		

For India Power Corporation Limited

 (Prashant Kapoor)
 Company Secretary & Compliance Officer

