

Ref: Sectl/X/002

12th July, 2017

**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 Secretary,  
The Calcutta Stock Exchange Ltd,**  
7, Lyons Range,  
Kolkata- 700 001.  
Scrip Code: 10014021

**The Vice President  
Metropolitan Stock Exchange of India Ltd**  
4<sup>th</sup> 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 as per Annexure - I for the quarter ended 30th June, 2017.

Kindly acknowledge receipt of the same.

Yours faithfully  
**For India Power Corporation Ltd**

  
(Prashant Kapoor)  
**Company Secretary**



Encl.: as above



**India Power Corporation Limited**

(Formerly DPSC Limited)

CIN - L40105WB1919PLC003263

Registered Office : Plot No. X1 - 2 & 3, Block - EP, Sector - V, Salt Lake City, Kolkata - 700091

Ph : +91 33 6609 4300 / 08 / 09 / 10, Fax : +91 33 2357 2452

Central Office : Sanctoria, P.O. - Dishergarh, District - Burdwan, Pin - 713333 (W.B.)

Ph : (0341) 6600452 / 454 / 455 / 456 / 457, Fax : (0341) 6600464

E-mail : pr@indiapower.com, Web : www.indiapower.com

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: **India Power Corporation Limited (formerly DPSC Limited)**
2. Quarter ending: **30th June, 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 Directors hip 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.	Hemant Kanoria	AKSPK3708R00193015	Non-Executive Chairperson	29/01/2010	--	2	1	1
Mr.	Raghav Raj Kanoria	07296482BDDPK2091Q	Executive (Managing Director)	01/06/2017	--	1	1	--
Mr.	Sunil Kanoria	AFTPK7014E00421564	Non-Executive	05/02/2010	--	3	3	1
Mr.	Amit Kiran Deb	AFOPD8770P02107792	Independent	01/04/2014	5	3	3	4
Mr.	Jyoti Kumar Poddar	AIAPP6206D00690650	Non-Executive	29/01/2010	--	1	2	--
Mr.	Debi Prasad Patra	AGCPP3380Q00067269	Independent	01/04/2014	5	1	2	--
Mr.	Nand Gopal Khaitan	AFLPK3827K00020588	Independent	01/04/2014	5	7	5	3
Mr.	Tantra Narayan Thakur	AAAPT2207Q00024322	Independent	01/04/2014	5	1	4	--
Mr.	S.Sundareshan	ABHPS3714K01675195	Independent	13/10/2014	5	4	8	--
Mr.	Asok Kumar Goswami	ADOPG8910A03331661	Executive	15/09/2014	--	1	1	--
Ms.	Dipali Khanna	ADBPK0704H03395440	Independent	31/03/2015	5	2	--	--

\$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.



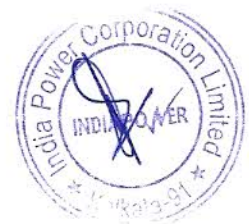
**II. Composition of the Committees**

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	Amit Kiran Deb Debi Prasad Patra Nand Gopal Khaitan Sunil Kanoria S. Sundareshan Jyoti Kumar Poddar	Chairperson - Independent-Non-Executive Independent -Non-Executive Independent -Non-Executive Independent -Non-Executive Independent -Non-Executive Non-Independent -Non-Executive
2. Nomination & Remuneration Committee	Nand Gopal Khaitan Amit Kiran Deb Debi Prasad Patra Jyoti Kumar Poddar Hemant Kanoria	Chairperson - Independent-Non-Executive Independent -Non-Executive Independent -Non-Executive Non-Independent -Non-Executive Non-Independent -Non-Executive
3. Risk Management Committee(if applicable)	Not Applicable	--
4. Stakeholders Relationship Committee'	Hemant Kanoria  Jyoti Kumar Poddar Debi Prasad Patra	Chairperson - Non-Independent-Non Executive Non-Independent -Non-Executive Independent -Non-Executive

&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)
07-02-2017	29-05-2017	110





<b>IV. Meeting of Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
29-05-2017 Audit Committee	Yes	07-02-2017 Audit Committee	110

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

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

<b>VI. Affirmations</b>
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1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities)





**INDIA POWER**

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.
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 Board of Directors may be mentioned here:

**For India Power Corporation Limited**

**(Prashant Kapoor)**

**Company Secretary & Compliance Officer**



Date: 12/07/2017

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.