

# REPORT ON CORPORATE GOVERNANCE



Image : Padappai Manufacturing Unit

In terms of Regulation 34 (3) read with Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter also referred to as "Listing Regulations"], this Report along with the chapter on Management Discussion and Analysis reports on Company's (GE T&D India Limited, hereinafter also referred to as the 'Company' or 'GE T&D India') compliance on Corporate Governance provisions applicable to listed companies in India.

## COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

In rapidly changing business and technological environment, your Company regularly reviews its strategic direction; operational efficiency and effectiveness; reliable reporting and compliances so as to meet various stakeholders' expectations and long-term sustainability.

The Company's philosophy on Corporate Governance revolves around principles of ethical governance and is aimed at conducting business in an efficient and transparent manner and in meeting its obligations to shareholders and other stakeholders. This objective is achieved by adopting corporate practices based on principles of transparency, accountability, fairness and integrity to create long term sustainable value for all its stakeholders.

## BOARD OF DIRECTORS

For GE T&D India corporate governance begins at the top of its Governance structure, its Board of Directors, which comprises of eminent experts who are committed to the key underlying principles and values that constitute the best standards of corporate governance.

### A. Composition of the Board

The strength of the Board of Directors is eight. Of the total eight Directors, five directors are non-executive, including four independent directors and of which one of the independent directors is a woman director.

### B. Brief particulars of the Directors



**Mr. Stephane Cai** - Chairman (Non-executive)

Mr. Stephane Cai, aged 55 years, is Vice President Grid Regions, GE Power. He joined GE's Grid Solutions as the Vice President of Grid Products and Global Supply Chain Management, when it was formed in 2015.

He was with Alstom for 27 years. He began as a Turbine Commissioning Engineer and over a period of 14 years, he also worked as Technical Project Manager for Turbine-Generator Set, Product Manager for large Steam Turbines and Head of Steam

Turbine Product Development. In 2000, he was appointed Head of Business Development & Marketing at ABB Alstom Power Headquarters, then Vice President Business Development at Alstom Power Hydro Business two years later.

He returned to operational roles as Managing Director, Alstom Power Hydro India in 2003, then CEO of Alstom Power Turbomachines USA in 2007. He was Chief Operating Officer of the Alstom Power's Nuclear Business from 2010 and 2012. In 2012, he joined Alstom Grid as Vice President Near & Middle East based in Dubai. In 2014, he was appointed as Senior Vice President Grid Products based in Paris

He is a graduate of the Ecole Centrale Paris, France, with a degree in Mechanical Engineering and a PhD in Fluid Mechanics. He also holds an Executive MBA from HEC Paris, France.

Mr. Stephane Cai is member of Audit Committee and Nomination and Remuneration Committee of the Board of Directors of the Company.



**Mr. Sunil Wadhwa** - Managing Director (w.e.f. April 4, 2017)

Mr. Sunil Wadhwa, aged 58 years, has over 32 years of rich experience in the areas of business operations, project management, finance and corporate governance.

Prior to joining GE T&D India Limited as Managing Director from April 4, 2017, he served as CEO & Managing Director of IL&FS Energy Development Co. Ltd. for 5 years starting April 2012. Before IL&FS, he served for 25 years in the Tata groups in oil & gas, chemicals & fertilizers and power business.

He was the Managing Director of Tata Power Delhi Distribution Company Limited (A Tata Power and Government of Delhi Joint Venture, formerly known as North Delhi Power Ltd.) during 2007 to 2012 and its Chief Financial Officer & Executive Director during 2002 to 2007.

During his tenure of 10 years in Tata Power Delhi Distribution Limited, the Company received many recognitions including the best utility of Asia, 'Thomas Edison' award for use of technology in power business and 'Hall of Fame' recognition for Balanced scorecard implementation from Dr. Robert Kaplan. Under Sunil's leadership the Company reduced AT&C losses from 58% to around 10%, a turnaround story of a state owned sick discom through PPP model.

Prior to Tata Power, he was CFO at Tata Chemicals Ltd. during 2001 to 2002 and Head of Finance at Tata Hitech Drilling Services India Limited for 15 years from 1986 - which was set-up as a Tata & Schlumberger JV in the oil field services sector. In his finance role he was involved in joint ventures, collaborations, financial restructuring, IPOs and fund-raising exercises.

He on an individual level was adjudged as the most inspirational CEO in the power sector across Asia by Asia Power (Singapore) for the year 2008 and has also been honored with Udyog Ratan award from the Institute of Economic Studies, New Delhi. He also received jury award from the Tata Group for exemplary CSR initiatives linked to the Tata Discom's business in Delhi. He was mentor to the Tata Business Excellence teams during 2004 to 2012 for assessment of various Tata companies.

He has been member and chairman of various committees in CII and FICCI.

He is a rank holder Chartered Accountant and a Company Secretary by qualification. He is an alumnus of 'The Mothers International School', Aurobindo Ashram and a commerce graduate from 'Shri Ram College of Commerce', New Delhi.

He is a member of the Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Assets Committee of of the Company.

He is also on Board of Wipro GE Healthcare Private Limited.



**Mr. Gaurav M Negi** – Whole-time director & Chief Financial Officer

Mr. Gaurav M Negi, aged 43 years, Chartered Accountant and Six Sigma Black Belt, has rich global and diverse experience in Finance, Corporate Governance and Business Operations. He has over 19 years of experience working with General Electric on various global and local assignments and also been part of their Leadership programs in Finance and Executive Management. He has also worked extensively in Joint Venture of General Electric as the CFO in various sectors of Power, Healthcare and Media and also has diverse exposure to industry segments of technology based manufacturing, financial services and solutions based services. His financial expertise includes strategy, governance, corporate finance, risk management, investor relations, planning and other domains of finance.

He is a member of the Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Asset Committee of the Company.

He is also on the Board of Grid Equipments Private Limited.



**Mr. Nagesh Tilwani** – Whole-time director & Head - AIS business

Mr. Nagesh Tilwani, aged 45 years, is Bachelor of Engineering (Electrical). He has 23 years of experience in the areas of operations, business development, service marketing, sales support, client relationship management, techno-commercial functions, project coordination and after sales service support operations in the core engineering sector. He has been working

with the Company since 1996 and currently leads the Air Insulated Switchgear HVS business of the Company.



**Ms. Neera Saggi** - Director (Non-executive - Independent)

Ms. Neera Saggi, aged 62 years, has 35 years of extensive and varied experience, both in the public and the private sector. For twenty-eight years, as member of Indian Administrative Service, she worked within the government with multiple stakeholders and in different sectors including ports, SEZs, and areas of export promotion, textiles, area administration and rural development.

Ms. Saggi has strong networks in multiple sectors and with different stakeholders including government, private, NGO, multilateral agencies, Consulates, Chambers of Business and Commerce. She was President of the Bombay Chamber of Commerce and Industry (BCCI) for the year 2013-14. She was the first woman to be elected in 177 years' history of this oldest Chamber in the country and was its Vice President for the year 2012-13.

She has also done Master of Business Administration, Business Administration and Management, International Centre of Public Enterprise, Ljubljana, Slovenia (Sponsored by GOI - UNDP); Master's in English Literature, Delhi University; Bachelor of Arts (Hons.), Gauhati University; One-month program on "Effective Governance", conducted by IIM Ahmedabad, in association with The Kennedy School of Governance.

Ms. Saggi is a member of the Audit Committee of the Company. She has also been inducted on the Nomination and Remuneration Committee and the Assets Committee of the Company on May 23, 2018.

Ms. Saggi currently serves with Boards of several well-known companies such as GE Power India Limited, Swaraj Engines Limited, Tata Projects Limited, TRF Limited, Maithon Power Limited, Tata Realty and Infrastructure Limited and Mahindra Heavy Engines Limited.

She is chairperson of CARE India Solutions for Sustainable Development, a Section 25 Company under the Companies Act, 1956.

She is also on the Board of Governors and Society of IIM- Amritsar (set up by the Ministry of Human Resource Development with the support of Government of Punjab).

She is also member of Audit committee of GE Power India Limited, Swaraj Engines Limited, TRF Limited, Tata Projects Limited, Maithon Power Limited, Tata Realty and Infrastructure Limited and is the Chairman of Audit Committee of Mahindra Heavy Engines Limited.



**Mr. Bhanu Bhushan** – Director (Non-executive - Independent)

Mr. Bhanu Bhushan, aged 73 years, holds a first-class Honors Degree in Electrical Engineering from Banaras Hindu University.

Mr. Bhushan joined the Central Electricity Regulatory Commission as a Member in February 2004 and retired from the Commission in February 2009. He has worked for Indian Power Sector since graduating in 1966, in Renusagar Power Company Limited, Central Water and Power Commission, Indian Consortium for Power Projects, Bharat Heavy Electricals Limited, Desein (New Delhi) Private Limited, National Thermal Power Corporation Limited and Power Grid Corporation of India Limited. He is also on the Board of various other companies.

He is member of the Audit Committee and Nomination & Remuneration Committee of the Company.

He is also on the Board of Saurya Urja Company of Rajasthan Ltd. and Nana Layja Power Company Ltd.

He is also member of Audit Committee of Saurya Urja Company of Rajasthan Ltd. and Nana Layja Power Company Ltd.



**Dr. Kirit S. Parikh** - Director (Non-executive - Independent)

Professor Kirit Parikh, aged 82 years, former Member of India's Planning Commission with a status of Minister of State, is Chairman of Integrated Research and Action for

Development (IRADe), New Delhi, a nonprofit NGO with focus on energy, environment, climate change, urbanization and inclusive development.

He was the Founder Director of the Indira Gandhi Institute of Development Research (IGIDR), Mumbai and is a Fellow of the National Academy of Sciences, India.

He was awarded "Padma Bhushan" by the president of India, the third highest civilian award in India. He has a Doctor of Science in Civil Engineering and a Master's Degree in Economics from Massachusetts Institute of Technology (MIT), USA and M. Tech from IIT (Kharagpur). He has been a Professor of Economics since 1967. He has also been a member of the Economic Advisory Councils (EAC) of five Prime Ministers of India.

He had also been a member of the Indian National Committee for Environmental Planning & Coordination (1971-74), the National Committee on Science and Technology (1974-76) and the Fuel Policy Committee (1970-74). He chaired the Expert Committee on "Integrated Energy Policy" and also the Expert Group on "Low Carbon Strategy for Inclusive Growth" set up by the Planning Commission. From 1997 to 1998, he was

Special Economic Adviser to the Administrator, United Nations Development Programme (UNDP), New York. He has authored, co-authored and edited 29 books and served as editor of "India Development Reports" which provide a nongovernmental assessment of India's development and policy options.

He is chairman of the Corporate Social Responsibility Committee of the Company. He has also been inducted on the Audit Committee and Nomination and Remuneration Committee of the Company on May 23, 2018.

At present, he is on the board of Power Exchange India Limited, Climate Group Association of India, Integrated Research and Action for Development (IRADe) and Parikh Devcon Private Ltd.

He is also a member of Audit Committee of Power Exchange India Limited.



**Mr. Rakesh Nath** - Director (Non-executive - Independent)

Mr. Rakesh Nath, aged 68 years, has about 40 years of varied experience in Power Sector planning, Operation & Maintenance of Thermal and Hydro Power Stations and Transmission

System, Regulation of water supply from multi-purpose hydro projects including operation & maintenance of irrigation canal system, Power System Operation and Power Trading. He was technical member of Appellate Tribunal for Electricity (APTEL) from 2010 to May 2015. Prior to this, he was the Chairperson, Central Electricity Authority (CEA) and Ex-Officio Secretary to the Government of India.

As Chairman CEA, he worked extensively for accelerated capacity addition during the 11th Five Year Plan and initiated advance action for the 12th Plan. He was closely associated with development of Ultra Mega Power Projects. He has been instrumental in preparation of a proposal for low carbon growth strategy for power sector till 2022 and CO<sub>2</sub> base line data for power sector. He has also been ex-officio Member of CERC and Part Time Director of Nuclear Power Corporation.

Mr. Rakesh Nath has been the Member Secretary of Northern Regional Electricity Board (NREB) and Western Regional Electricity Board (WREB), the two largest regional grids of the country. He was Convener of the Working Group set up by the Government of India to prepare guidelines for inter-regional power transaction which paved way for structuring inter-regional power transfers across the country.

Mr. Rakesh Nath has attended courses in power system operation and control in UK in 1984 and in Sweden in 1993. He participated as member in proceedings of Expert Committee on Sedimentation of International Committee on Large Dams in Brazil in 2002. As Chairperson CEA, he was deputed to

Norway to study power markets, to Switzerland for study on manufacturing of large boiler and Turbine generators with Super Critical technology and to USA to promote investments in Indian power sector. He has also been President of Central Board of Irrigation & Power from Feb. 2006 to Feb. 2010. He is also on the Board of various other companies.

He is chairman of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and a member of Assets Committee of the Company.

At present, he is on the board of JSW Energy Ltd, Himachal Baspa Power Company Ltd and Raj Westpower Limited. He is also a designated partner in RNSM Energy Advisors LLP.

He is also member of Audit committee of JSW Energy Limited and Himachal Baspa Power Company Limited.

### C. Attendance of Directors at Board Meetings, Last Annual General Meeting and their Directorships and Committee Positions

Details of attendance of the Directors at Board Meetings, last Annual General Meeting and their directorships and committee positions during the financial year under report is as follows:

Sl. No.	Name of Director	Category	Number of Board Meetings		Attendance at the last AGM held on July 25, 2017	Number of outside Directorships of public and private companies (As on March 31, 2018)	Number of Outside Board-level Committees* where chairperson or member (As on March 31, 2018)	
			Held during tenure	Attended			Member	Chairman
1	Mr. Stephane Cai (Chairman)	Non-Executive	4	4	Yes	-	-	-
2	Mr. Sunil Wadhwa (Managing Director) <sup>1</sup>	Executive	4	4	Yes	1	-	-
3	Mr. Gaurav M. Negi (Whole-time Director & CFO)	Executive	4	3	Yes	1	-	-
4	Mr. Nagesh Tilwani (Whole-time Director & Head AIS business)	Executive	4	4	Yes	-	-	-
5	Mr. Bhanu Bhushan	Non-Executive Independent	4	4	Yes	2	2	-
6	Dr. Kirit S. Parikh	Non-Executive Independent	4	4	Yes	3	1	-
7	Mr. Rakesh Nath	Non-Executive Independent	4	4	Yes	3	2	-
8	Ms. Neera Saggi	Non-Executive Independent	4	4	Yes	8	7	1
9	Mr. Rathindra Nath Basu <sup>2</sup>	Non-executive	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

1 Appointed as Managing Director w.e.f. April 4, 2017

2 Ceased to be director w.e.f. April 4, 2017

\*Audit Committee and the Stakeholders Relationship Committee



As mandated by Regulation 25(1) of Listing Regulations, none of the independent directors is serving as an independent director in more than seven listed entities and none of the whole-time directors is serving as an independent director in more than three listed entities. Also, as mandated by Regulation 26(1) of Listing Regulations, none of the Directors is a member of more than ten Board-level committees of public limited Indian companies; nor are they Chairperson of more than five committees in which they are directors. Moreover, none of the Directors of the Company is related to the other, or to any other employee of the Company.

#### D. Number of Board Meetings

During the financial year ended March 31, 2018, the Company held 4 Board meetings on – May 24, 2017, July 25, 2017, November 02, 2017, February 07, 2018.

#### E. Code of Conduct and Ethics

In accordance with Regulation 17(5) of Listing Regulations, the Company's Board of Directors have laid down a 'Code of Conduct and Ethics for Directors and Senior Executives' of the Company. Duties of independent directors as laid down in the Companies Act, 2013 have been incorporated in the code. The Code is posted on the website - <http://www.ge.com/in/ge-td-india-limited>.

The purpose of this 'Code of Conduct' is to promote conduct of business ethically in an efficient and transparent manner and to meet its obligations to shareholders and all other stakeholders.

The Managing Director, Mr. Sunil Wadhwa has made a declaration that members of the Board and Senior Management Executives have affirmed compliance with the Companies "Code of Conduct and Ethics for Directors and Senior Executives" for the financial year ended March 31, 2018.

Your Company understands that Company's reputation and integrity can only be built by continuously reinforcing the value of ethical behavior and following procedures.

The development of the integrity culture is a key priority for the Company. Leadership team plays key role in reinforcing the importance of doing business with integrity as well as in raising awareness about the same amongst the employees. To foster the culture of integrity, there is a tremendous focus on continuous training. The employees are assigned e-learning modules and face-to-face compliance training for which completion is tracked. Awareness is also created through regular email communications Gift and Hospitality, political contribution, charitable contribution and sponsorships, conflicts of interest and Open reporting.

Your Company has "The Spirit and The Letter" policies which is available at <http://www.ge.com/in/ge-td-india-limited>. The

Spirit & The Letter must be followed by anyone who works for or represents GE. It provides for official and mandatory guidelines on key principles and commitment that must be met by managers, by employees and by the Company as a whole.

During the year, in person training sessions were conducted by the compliance team on various topics such as improper payments, fair employment practices, supplier relations and conflicts of interest. All employees were also assigned online training modules to become aware of the Company policies.

### VIGIL MECHANISM (OMBUDS & OPEN REPORTING PROCEDURE)

In accordance with Section 177 of the Companies Act, 2013 and Regulation 22 of Listing Regulations, your Company has a vigil mechanism "GE T&D India Limited – Vigil Mechanism (Ombuds & Open Reporting Procedure)".

Through this procedure all stakeholders, including employees and directors can report concerns about any actual or potential violation of law and 'The Spirit & The Letter Policies'. They are encouraged to raise integrity concerns and feel confident that they do so without any fear of retaliation. If a concern raiser faces any retaliation after reporting a concern or due to supporting an investigation, he/she can inform the Chairman of the Audit Committee. The access to the Audit Committee is not restricted.

Ombuds & Open Reporting Procedure is available under corporate governance section on the website and the weblink for the same is <http://www.ge.com/in/ge-td-india-limited>.

### POLICY ON MATERIALITY OF EVENTS OR INFORMATION

In compliance of Regulation 30 of Listing Regulations, your Company has a "Policy for Determination of Materiality of Event or Information" and also a Committee for Determining Materiality of an Event or Information comprising of Managing Director, Chief Financial Officer and Company Secretary. The authority for determining materiality of an event or information and making disclosure of the same to the Stock Exchanges lies with the majority of the members of the Committee.

The policy aims to ensure compliance with corporate governance principles by promoting disclosure and transparency. During the year, the Company has made disclosures to Stock Exchange(s) at the time of occurrence of the event/information and where applicable, made periodic disclosures on the associated material developments.

Policy for Determination of Materiality of Event or Information is available under corporate governance section on the website <http://www.ge.com/in/ge-td-india-limited>.

## DOCUMENT PRESERVATION AND ARCHIVAL POLICY

In compliance to Regulation 9 of Listing Regulations, your Company has a "Document Preservation and Archival Policy" which establishes guidelines for management, for preservation, archival and destruction of Documents by the Company.

This policy sets out Data Retention Schedule for Company Documents and the related procedures to be followed to ensure compliance with this Policy. Retention periods are based on legal, tax, audit and defined business needs.

Document Preservation and Archival Policy is available under corporate governance section on the website <http://www.ge.com/in/ge-td-india-limited>.

## REMUNERATION TO DIRECTORS

Details of remuneration to Directors, both executive and non-executive, during the financial year ended March 31, 2018 are as follows:

### A. Non-Executive Directors

Sl. No.	Name of the Director	Position	Sitting Fee	Commission	(Amount in ₹)
					Total
1	Mr. Stephane Cai	Chairman-Non-Executive	N.A.	N.A.	N.A.
2	Mr. Bhanu Bhushan	Independent Director	900,000	450,000	1,350,000
3	Mr. Rakesh Nath	Independent Director	980,000	490,000	1,470,000
4	Dr. Kirit S. Parikh	Independent Director	840,000	420,000	1,260,000
5	Ms. Neera Saggi	Independent Director	840,000	420,000	1,260,000

#### Notes:

- In addition to the sitting fees, for attending the Board and/ or Committee meetings, in terms of the approval of Shareholders by way of Special Resolution at its meeting held on July 26, 2016, such of the non-executive Directors resident in India are entitled to remuneration by way of commission of such amount, proportion and manner, as may be determined by the Board; not exceeding in the aggregate 1% (one percent) of the net profits of the Company in a financial year computed in the manner laid down in Section 197 of the Companies Act, 2013 (erstwhile Section 198 of the Companies Act, 1956). The Board at its meeting held on May 24, 2017, has set the limit of commission to Independent Directors upto half of the sitting fee paid to the Independent Director in the relevant year within the limits of Section 197 of the Companies Act, 2013.
- The criteria for payments, including the extent, amount, proportion and manner of payment, to non-executive Directors, resident in India, is determined by the Board having regard to the time spent by such Directors for the Company's business.
- No sitting fees was paid to the non-executive Directors employed within Promoter Group for attending Board or Committee Meetings.
- Board of directors, effective May 24, 2017 increased the sitting fee payable to independent directors. The fee for attending the board meeting, Audit Committee meeting and Corporate Social Responsibility meeting is increased to ₹ 1,00,000/- per meeting and ₹ 20,000/- per meeting for all other meetings.

### B. Executive Directors

Sl. No.	Name of the Director	Designation	Salary	Allowances	Bonus	Retiral Benefits	Others	Perquisites	(Amount in ₹)
									Total
1	Mr. Sunil Wadhwa <sup>1</sup>	Managing Director	5,950,000	11,187,995	---	1,000,195	7,016,492	7,016,492	25,219,242
2	Mr. Gaurav M. Negi	Whole-time Director & CFO	5,804,004	8,926,694	1,923,150	975,653	-	26,400	17,655,901
3	Mr. Nagesh Tilwani	Whole-time Director & Head - AIS business	2,409,000	42,60,064	2,803,150	554,947	15,82,168	232,956	11,842,285

<sup>1</sup> Appointed as Managing Director w.e.f. April 4, 2017

#### Notes:

- Notice period and severance fees: Two months' notice or two months' salary in lieu of notice may be given by the Company; and two months' notice may be given by the Executive Directors (or such shorter notice as may be agreed) subject to terms of their employment.
- Bonus to Executive Directors is paid in terms of the group/ Company policy and is determined based on the performance of the Company and the Executive Directors is within the limits laid down under Companies Act, 2013.
- Remuneration to Executive Directors excludes expenditure for compensated leave, as the expense is booked based on actuarial valuation done on a total Company basis.

## SHAREHOLDING OF DIRECTORS

None of the Directors holds any equity shares or convertible instruments in the Company.

## CEO/ CFO CERTIFICATION

In terms of Regulation 17(8) read with Part B of Schedule II of Listing Regulations, the Managing Director, Mr. Sunil Wadhwa and the Whole-time Director & Chief Financial Officer, Mr. Gaurav M. Negi have given annual certification to the Board. The said annual certificate given by them is published in this report.

## COMMITTEES OF THE BOARD OF DIRECTORS

### A. Audit Committee

The Company has an adequately qualified and independent Audit Committee. The present composition of the Committee is as under:

Sl. No.	Name of the Director	Category
1	Mr. Rakesh Nath	Independent Director – Chairman
2	Mr. Bhanu Bhushan	Independent Director-Member
3	Ms. Neera Saggi	Independent Director-Member
4	Mr. Stephane Cai	Member
5	Dr. Kirit S. Parikh <sup>1</sup>	Independent Director-Member

<sup>1</sup> Member of Committee w.e.f. May 23, 2018

The above composition duly meets the requirement under Regulation 18 of Listing Regulations.

Managing Director and Chief Financial Officer are permanent invitees to all Audit Committee meetings. The Finance Controller, Internal Auditors and the representatives of Statutory Auditors and Cost Auditors are invitees to the relevant meetings of the Audit Committee.

The terms of reference of Audit Committee during the year under review were in accordance with Regulation 18 read with Part C of Schedule II of Listing Regulations.

The Audit Committee acts as a link between the management, external and internal Auditors and the Board of Directors.

During the financial year ended March 31, 2018, the Company held four Audit Committee meetings on – May 24, 2017, July 25, 2017, November 2, 2017, and February 7, 2018. The attendance of the Audit Committee Members at the said meetings is detailed below:

Sl. No.	Name of the Director	Number of Meetings held during their tenure	Number of Meetings attended
1	Mr. Rakesh Nath	4	4
2	Mr. Bhanu Bhushan	4	4
3	Ms. Neera Saggi	4	4
4	Mr. Stephane Cai	4	4

Mr. Rakesh Nath, Chairman of Audit Committee attended the last Annual General Meeting of the Company which was held on July 25, 2017.

### B. Stakeholders Relationship Committee

The Board of Directors have constituted a “Stakeholders Relationship Committee” in terms of the Companies Act, 2013 and Listing Regulations.

The present composition of the Committee is as under:

Sl. No.	Name of the Director	Category
1	Mr. Rakesh Nath	Independent Director -Chairman of the Committee
2	Mr. Sunil Wadhwa <sup>1</sup>	Member
3	Mr. Gaurav M. Negi	Member

<sup>1</sup> Member of the Committee since April 4, 2017

During the financial year ended March 31, 2018, the Company held three Stakeholders Relationship Committee meetings on May 24, 2017, July 18, 2017 and March 12, 2018. The attendance of the Stakeholders Relationship Committee Members at the said meetings is detailed below:

Sl. No.	Name of the Director	Number of Meetings held during their tenure	Number of Meetings attended
1	Mr. Rakesh Nath	3	3
2	Mr. Sunil Wadhwa <sup>1</sup>	3	3
3	Mr. Gaurav M. Negi	3	3

<sup>1</sup> Member of the Committee since April 4, 2017



The Committee is responsible for all matters concerning the share transfers, transmissions, issue of duplicate share certificates and attending to the grievances of the shareholders. The terms of reference of the Committee, in addition to those which are already entrusted by the Board, also includes terms of reference, as per section 178 of the Companies Act, 2013, Regulation 20 read with Part D of Schedule II of Listing Regulations or any other laws/rules, as applicable or amended from time to time.

In terms of Regulation 6 of Listing Regulations, Mr. Manoj Prasad Singh, Company Secretary is the 'Compliance Officer', who may also be contacted for any matter relating to share transfers/transmissions, non-receipt of Annual Reports, Dividend, etc.

During the financial year ended March 31, 2018, the Company received 9 complaints from shareholders. These were replied suitably to the shareholders.

There were nil shares pending for transfer as at March 31, 2018.

### C. Nomination and Remuneration Committee

In terms of section 178 of the Companies Act, 2013 read with the rules framed thereunder, the Board of Directors of the Company has constituted Nomination and Remuneration Committee. The present composition of the Nomination and Remuneration Committee is as under:

Sl. No.	Name of the Director	Category
1	Mr. Rakesh Nath	Independent Director- Chairman of the Committee
2	Mr. Bhanu Bhushan	Independent Director- Member
3	Mr. Stephane Cai	Director- Member
4	Dr. Kirit S. Parikh <sup>1</sup>	Independent Director- Member
5	Ms. Neera Saggi <sup>1</sup>	Independent Director- Member

<sup>1</sup> Member of the Committee w.e.f. May 23, 2018

Your Company also has a Nomination and Remuneration Policy.

The terms of reference of Nomination and Remuneration Committee are in accordance with Regulation 19 read with Part D of Schedule II of Listing Regulations.

The duties and responsibilities of the Nomination and Remuneration Committee include:

- Formulating criteria for determining qualifications, positive attributes and independence of a director.

- Identifying potential persons for appointment as Directors, Key Managerial Personnel (KMP) and other Senior Management positions.
- Recommending to the Board a policy, relating to the remuneration of the Directors, Senior Management, KMP and other employees, as may be applicable
- Formulating criteria for evaluation of Independent Directors and the Board and carry out evaluation of every Director's performance.
- Devising a policy on Board diversity.
- Ensuring that level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- Ensuring the relationship of remuneration to performance is clear and meets appropriate performance benchmarks and remuneration payable to Directors, Senior Management, Key Managerial Person involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.
- Deciding whether to extend or continue the term of appointment of the independent director, based on the report of performance evaluation of independent directors.

During the financial year ended March 31, 2018, the Company held three Nomination and Remuneration Committee meetings on – May 24, 2017, July 25, 2017, February 07, 2018. The attendance of the Nomination and Remuneration Committee members at the said meetings is detailed below:

Sl. No.	Name of the Director	Number of Meetings held during their tenure	Number of Meetings attended
1	Mr. Rakesh Nath	3	3
2	Mr. Bhanu Bhushan	3	3
3	Mr. Stephane Cai	3	3

### D. Corporate Social Responsibility (CSR) Committee

Your Company is focused to address the objectives and requirements set for CSR both in letter and spirit of the provisions of the Companies Act, 2013 and intends to be a significant and durable contributor to CSR initiatives in India by devising and implementing social improvement projects.

In terms of section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014, the Company has Corporate Social Responsibility Committee.

The present composition of the committee is as under: -

Sl. No.	Name of the Director	Category
1	Dr. Kirit S. Parikh	Independent Director – Chairman of the Committee
2	Mr. Sunil Wadhwa <sup>1</sup>	Member
3	Mr. Gaurav M. Negi	Member

<sup>1</sup>Member of the Committee since April 4, 2017

The terms of reference of the Corporate Social Responsibility Committee are in accordance with section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014. Its mandate includes recommending to the Board of Directors a CSR Policy, expenditure to be incurred on CSR and monitor CSR activities.

During the financial year ended March 31, 2018, the Company held four Corporate Social Responsibility meetings on – May 24, 2017, July 25, 2017, November 02, 2017, February 07, 2018.

The attendance of the Corporate Social Responsibility Committee members at the said meetings is detailed below:

Sl. No.	Name of the Director	Number of Meetings held during their tenure	Number of Meetings attended
1	Dr. Kirit S. Parikh	4	4
2	Mr. Sunil Wadhwa <sup>1</sup>	4	4
3	Mr. Gaurav M. Negi	4	3

<sup>1</sup>Member of the Committee since April 4, 2017

## E. Independent Directors meeting

In terms of Regulation 25(3) of Listing Regulations, two meetings of independent directors were held on May 9, 2017 and March 23, 2018, without the attendance of non-independent directors and members of management. All the independent directors were present in these meetings. The independent directors in these meetings reviewed/ assessed:

- performance of non-independent directors and the Board as a whole;
- performance of the Chairperson of the Company, taking into account the views of executive directors and non-executive directors;
- quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The independent directors in above meetings reviewed and assessed performance of the non-independent directors and the Board as a whole, Chairman of the Company and quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

## GENERAL BODY MEETINGS

The details of General Body Meetings held during the last three years are given below:

Sl. No.	Date	Time	Venue
<b>Annual General Meetings</b>			
1	July 23, 2015	9:30 a.m.	Air Force Auditorium, Subroto Park, New Delhi-110 010
2	July 26, 2016	9:30 a.m.	Air Force Auditorium, Subroto Park, New Delhi-110 010
3	July 25, 2017	9:30 a.m.	Air Force Auditorium, Subroto Park, New Delhi-110 010

### 1. Special resolutions passed in General Meetings or through postal Ballot during last three years

#### Annual General Meetings(AGM)

##### July 23, 2015

- Appointment of Mr. Ravi Kumar Krishnamurthy, Head AIS Business as Alternate Director to Mr. Pierre Laporte upto March 27, 2015 and terms of his appointment.
- Appointment of Mr. Ravi Kumar Krishnamurthy, Head AIS Business as Alternate Director to Mr. Michel Augonnet w.e.f. March 28, 2015 and terms of his appointment

##### July 26, 2016

- Change in name of the Company from 'ALSTOM T&D India Limited' to "GE T&D India Limited".
- Payment of commission to Non-Executive Directors resident in India.
- Appointment of Mr. Ravi Kumar Krishnamurthy, Head AIS Business as Alternate Director to Mr. Michel Augonnet and terms of his appointment

##### July 25, 2017

- Appointment of Mr. Ravi Kumar Krishnamurthy, Head AIS Business as Alternate Director to Mr. Michel Augonnet upto July 25, 2016 and terms of his appointment including remuneration

- Appointment of Mr. Ravi Kumar Krishnamurthy as Whole-time Director & Head AIS Business and payment of remuneration to him for the period July 26, 2016 to December 20, 2016.
- Appointment of Mr. Gaurav Manohar Negi as Whole-time Director & Chief Financial Officer and payment of remuneration to him
- Appointment of Mr. Nagesh Tilwani as Whole-time Director & Head AIS Business and payment of remuneration to him
- Payment of remuneration to Mr. Rathindra Nath Basu
- Payment of remuneration to Mr. Subhashchandra Manilal Momaya

### Extra-ordinary General Meetings

No Extra-Ordinary General Meetings were held during last three financial years

## 2. Resolutions by Postal Ballot

No resolution was required to be passed through postal ballot during the year under report.

## DISCLOSURES

The Company is in compliance with all the applicable mandatory requirements of Listing Regulations and/or any other regulations and guidelines of SEBI. The Company has adopted non-mandatory requirements wherever necessary. Also, the Company's financial statements are free from any qualifications by the Auditors.

Further, the Company has complied with the corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

No material financial and commercial transactions were reported by the management to the Board, in which the management had any personal interest that either had or could have had a conflict with the interest of the Company at large.

No penalties or strictures have been imposed by SEBI, Stock Exchanges or any other statutory authority on matters relating to capital markets during the last three years.

### Materially significant related party transactions:

In terms of Regulation 23 of Listing Regulations, your Company has formulated a Related Party Transactions Policy on dealing with Related Party Transactions. The policy may be accessed at the web-link [http:// www.ge.com/in/ge-td-india-limited](http://www.ge.com/in/ge-td-india-limited).

All related party transactions during the financial year were on arm's length basis and were in the ordinary course of business. During the year, there were no such related party transactions made by the Company which could be considered as material in accordance with Related Party Transactions Policy of the Company.

## CODE OF CONDUCT TO REGULATE, MONITOR AND REPORT TRADING BY INSIDERS.

In view of Regulation 9 of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, the Company has a Code of Conduct to Regulate, Monitor and Report Trading by Insiders.

The Code lays down guidelines which advise management and employees on handling Unpublished Price Sensitive Information, procedures to be followed and disclosures to be made while dealing with Securities of the Company, and cautions them of the consequences of violations.

## MANAGEMENT DISCUSSION AND ANALYSIS

Management Discussion and Analysis report forms part of the Directors' Report.

## MEANS OF COMMUNICATION

### Financial Results:

The Company intimates un-audited as well as audited financial results to the Stock Exchanges, immediately after the Board meetings at which they are approved. The results of the Company are also published in at least one prominent national and one regional newspaper having wide circulation. Normally the results are published in Mint (English) in all editions and Jansatta (Hindi) in Delhi. The financial results are also displayed on the website <http://www.ge.com/in/ge-td-india-limited>.

### News Release, Analyst Presentation, etc.:

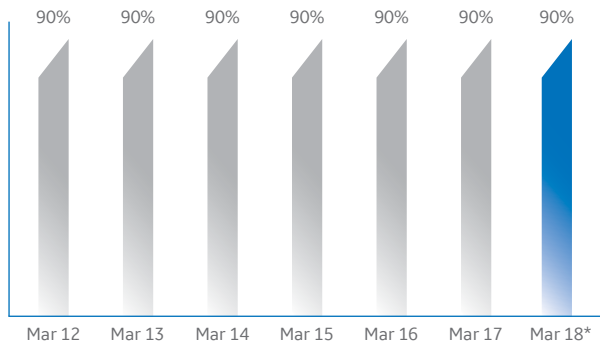
The official news releases, detailed presentations made to institutional investors, financial analysts, etc. are displayed on the website <http://www.ge.com/in/ge-td-india-limited>.

### Website:

The website <http://www.ge.com/in/ge-td-india-limited> contains basic information about the Company. Information required to be disseminated on the website as per Regulation 46 of Listing Regulations are available in their respective sections on the website of the Company. The full Annual Report, shareholding pattern and Corporate Governance Report and various policies are also available in their respective sections on the said website

## DIVIDEND HISTORY OF THE COMPANY

During the last seven years, the dividend to shareholders is as under:



\*As recommended by the Board for declaration at the Annual General Meeting of the Company.

## TRANSFER OF UNCLAIMED DIVIDEND AND UNDERLYING SHARES TO IEPF

### Unclaimed Dividend

The amount of dividends lying unclaimed for a period of seven years in the Unpaid Dividend Accounts of the Company will be transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government.

During the year ended March 31, 2018, an amount of ₹ 3,984,476.00 was transferred to IEPF in respect of Dividend for the Financial Year ended on December 31, 2009. Further, in respect of Dividend for the Financial Year ended on December 31, 2010, the outstanding amount lying in the Unclaimed Dividend Account of the Company as on June 9, 2018, will be transferred to the IEPF within stipulated time.

Section 124 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('the Rules') mandate the transfer of shares with respect to the dividend, which has not been paid or claimed for seven consecutive years or more to IEPF.

Accordingly, the dividend for the years mentioned as follows will be transferred to the IEPF on the respective dates if the dividend remains unclaimed for seven years, and the corresponding shares will

also be transferred to demat account created by the IEPF Authority if dividend is unclaimed for seven consecutive years or more:

Financial Year ended	Amount outstanding as on 31.03.2018 (in ₹)	Due date for transfer
31.12.2010	3,395,268.00	09.06.2018
31.03.2012	3,394,400.40	01.09.2019
31.03.2013	3,519,417.60	15.08.2020
31.03.2014	3,584,154.60	28.08.2021
31.03.2015	3,569,598.00	28.08.2022
31.03.2016	3,743,739.00	31.08.2023
31.03.2017	3,833,431.20	30.08.2024

The details of shares that will be transferred to IEPF as per the requirements of the rules are provided on our website at <http://www.ge.com/in/ge-td-india-limited>.

The Company shall respond to all valid requests received from the shareholders before the amounts/ shares are statutorily transferred on the above-mentioned dates. Shareholders may note that both the unclaimed dividend and corresponding shares transferred to IEPF including all benefits accruing on such shares, if any, can be claimed back from IEPF following the procedure prescribed in the Rules. No claim shall lie in respect thereof with the Company.

### Transfer of Shares to IEPF

As per IEPF (Accounting, Audit, Transfer and Refund) Rules, 2016 ("Rules"), companies are required to transfer the underlying shares to the IEPF, in respect of which dividends have remained unclaimed for a consecutive period of seven years.

Accordingly, 11,29,448 equity shares, in respect of which the dividend for the financial year ended December 31, 2009 and for periods thereafter remained unclaimed were transferred to IEPF on November 30, 2017. the voting rights on the shares transferred to the Fund shall remain frozen until the rightful owner claims the shares.

The next due date of transfer of shares in respect of which the dividend for the financial year ended December 31, 2010 and for periods thereafter remain unclaimed to IEPF would be in the month of June 2018 and accordingly the Company had issued a newspaper advertisement in this respect and have also sent individual letters to the concerned shareholders requesting them to claim the unclaimed dividend for the financial year ended December 31, 2010 and for the periods thereafter, failing which the corresponding shares will be transferred to IEPF.

## GENERAL SHAREHOLDER INFORMATION

### A Annual General Meeting (AGM)

Date	: Wednesday, the 25th day of July, 2018
Time	: 9:30 A.M.
Venue	: Air Force Auditorium, Subroto Park, New Delhi-110 010

### B Financial Year

: April 1 to following March 31 period

#### Financial Calendar

: Announcement of financial results for April 1, 2018 to March 31, 2019

- Quarter ending June 30, 2018 : Upto August 14, 2018
- Quarter ending September 30, 2018 : Upto November 14, 2018
- Quarter ending December 31, 2018 : Upto February 14, 2019
- Financial year ending on March 31, 2019 and for the fourth quarter ending on that date : Upto May 30, 2019

### C Dates of Book Closure

: From Thursday, July 19, 2018 to Wednesday, July 25, 2018 (both days inclusive)

### D Dividend Payment Date

: Dividend of ₹ 1.80/- per share on Equity Shares of ₹ 2/- each has been recommended by the Board. Dividend, if approved at the AGM, will be paid within 30 days of the AGM

### E Listing on Stock Exchanges

: BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai-400 001.

National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (E), Mumbai-400 051.  
The Calcutta Stock Exchange Limited  
7, Lyons Range, Kolkata-700 001.

### F Listing Fee

: Annual Listing Fee for the year 2017- 18 and 2018-19, as applicable has been paid to the three Stock exchanges

### G Company Identification Number

: L31102DL1957PLC193993

### H Stock Code/ Symbol

BSE Limited	: 22275 for physical and 522275 for demat scrips
National Stock Exchange of India Limited	: GET&D
The Calcutta Stock Exchange Limited	: 17035 for physical and 10017035 for demat scrips
ISIN Number for NSDL and CDSL	: INE200A01026



## I Market Price Data

### (a) Monthly High-Low price of Equity Shares at BSE and comparison with S&P BSE SENSEX:

Month	Share price of the Company		S&P BSE SENSEX	
	High (₹)	Low (₹)	High	Low
April'17	358.25	327.20	30184.22	29241.48
May'17	384.00	330.00	31255.28	29804.12
June'17	362.00	328.00	31522.87	30680.66
July'17	425.00	318.00	32672.66	31017.11
August'17	419.00	346.85	32686.48	31128.02
September'17	432.60	377.90	32524.11	31081.83
October'17	403.80	375.00	33340.17	31440.48
November'17	460.00	373.35	33865.95	32683.59
December'17	445.20	394.65	34137.97	32565.16
January'18	472.50	400.05	36443.98	33703.37
February'18	442.45	360.55	36,256.83	33,482.81
March'18	419.65	367.20	34,278.63	32,483.84

Source www.bseindia.com

### (b) Monthly High-Low price of Equity Shares at NSE and comparison with Nifty 50:

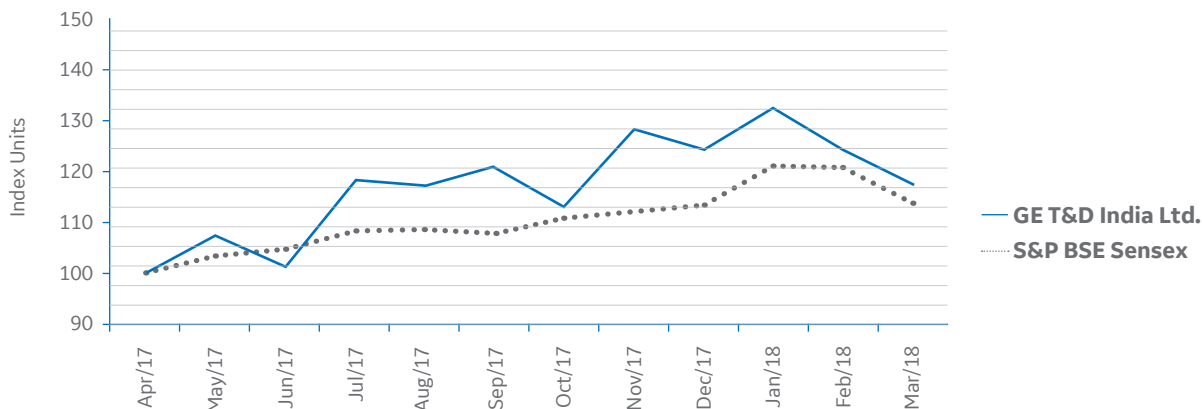
Month	Share price of the Company		Nifty 50	
	High (₹)	Low (₹)	High	Low
April'17	360.00	327.00	9,367.15	9,075.15
May'17	384.20	332.30	9,649.60	9,269.90
June'17	361.70	328.00	9,709.30	9,448.75
July'17	433.80	317.00	10,114.85	9,543.55
August'17	421.40	354.00	10,137.85	9,685.55
September'17	433.00	377.10	10,178.95	9,687.55
October'17	404.90	373.50	10,384.50	9,831.05
November'17	460.00	370.70	10,490.45	10,094.00
December'17	449.10	394.00	10,552.40	10,033.35
January'18	474.40	403.05	11,171.55	10,404.65
February'18	444.00	360.00	11,117.35	10,276.30
March'18	419.95	366.80	10,525.50	9,951.90

Source www.nseindia.com

- (c) Since no trade of the Equity Shares has been executed on the trading platform of the Calcutta Stock Exchange Limited during the financial year ended March 31, 2018, no stock market data is available for the same.

**J Stock Performance of GE T&D India Limited vs. BSE Sensex**

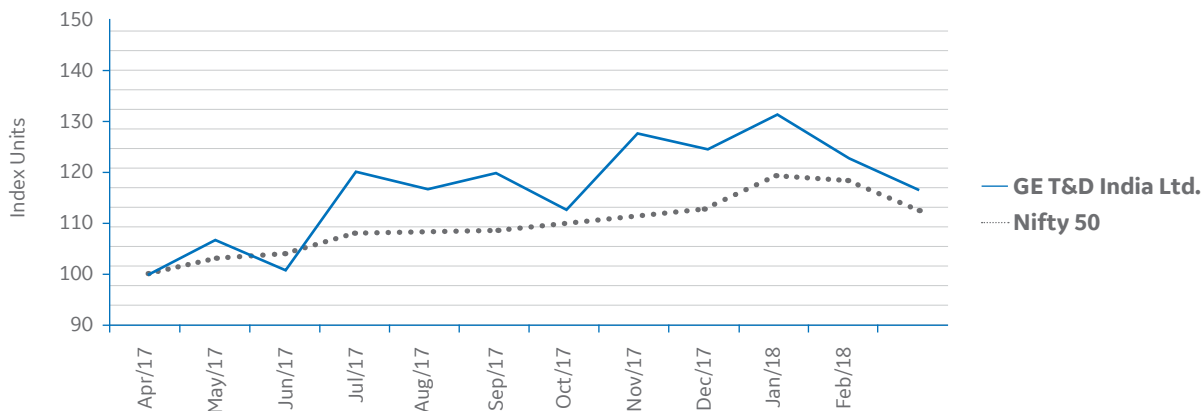
**Monthly High Indexed Comparison - GE T&D India Limited Share Price With S&P BSE Sensex**



GE T&D India Limited Share Price as in April 2017 ₹ 358.25 = 100 units  
S&P BSE Sensex as in April 2017 30184.22 = 100 units.

**Stock Performance of GE T&D India Limited vs. Nifty 50**

**Monthly High Indexed Comparison - GE T&D India Limited Share Price With Nifty 50**



GE T&D India Limited Share Price as in April 2017 ₹ 360.00 = 100 units  
Nifty 50 as in April 2017 9,367.15 = 100 units.

**K Shareholding pattern as on March 31, 2018**

S. No.	Category	Number of Equity Shares held	Percentage (%)
1	Promoter - Grid Equipments Private Limited	175,492,524	68.54
	GE Grid Alliance B.V. (formerly Alstom Grid Holdings B.V., Netherlands)	16,542,377	6.46
	<b>Total Promoter's Holding</b>	<b>192,034,901</b>	<b>75.00</b>
2	Insurance Companies	6386187	2.49
3	Financial Institutions and Banks	40876	0.02
4	UTI and other Mutual Funds	32055914	12.52
5	Foreign Portfolio Investors	4525082	1.77
6	Corporate Bodies	811427	0.32
7	Non-resident Indians, Overseas Corporate Bodies and Foreign Nationals	634412	0.25
8	Directors and their Relatives	-	-
9	General Public	17049794	6.66
10	Others - Clearing Member	212316	0.08
	Trust	1165573	0.45
	State Government	605	0.00
	IEPF	1129448	0.44
	<b>Total</b>	<b>256,046,535</b>	<b>100.00</b>

**L Distribution of Holdings as on March 31, 2018**

Category	Number of Shareholders	Percentage (%)	Number of Shares	Percentage (%)
1-500	35111	86.30	3887202	1.52
501-1000	2476	6.09	1934286	0.75
1001-2000	1471	3.62	2202007	0.86
2001-3000	573	1.41	1463774	0.57
3001-4000	294	0.72	1067289	0.42
4001-5000	189	0.46	884834	0.35
5001-10000	339	0.83	2483785	0.97
10001-50000	175	0.43	3271005	1.28
50001-100000	18	0.04	1311075	0.51
100001-and above	38	0.10	237541278	92.77
<b>TOTAL</b>	<b>40684</b>	<b>100</b>	<b>256,046,535</b>	<b>100.00</b>

**M Registrars and Share Transfer Agents**

C B Management Services (P) Limited  
P-22, Bondel Road, Kolkata-700 019.  
Tel. No. : 91 33 40116700 (100 lines)  
Fax : 91 33 40116739  
E-mail : rta@cbmsl.com

## N Share Transfer System

A Committee of Directors - Stakeholders Relationship Committee, is constituted to approve, inter-alia the transfer and transmission of shares, issue of duplicate share certificates and allied matters. In addition to the above, to expedite the share transfer process, Mr. Manoj Prasad Singh, Company Secretary and the Registrars and Share Transfer Agents, CB Management Services (P) Limited have been severally authorised to approve share transfers and transmission requests upto a limit of 10,000 Shares. Such transfer and transmission requests are attended within the timelines prescribed under SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

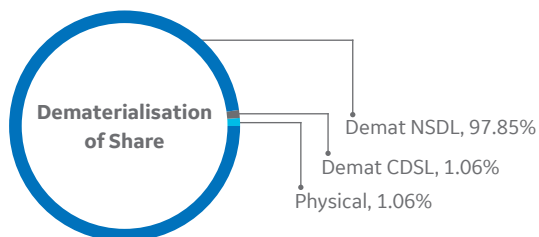
The Company has appointed CB Management Services (P) Limited as its Registrars and Share Transfer Agents. All share transfers and related operations are conducted by CB Management Services (P) Limited, which is registered with the SEBI.

The Company's Registrars, CB Management Services (P) Limited have adequate infrastructure to serve the shareholders and process the share transfers. In compliance with the Listing Agreement/ Listing Regulations, every six months the share processing system is audited by a practicing Company Secretary and a Certificate to that effect is issued.

Investor correspondence should be addressed to the Registrars and Share Transfer Agents or the Company, as per contact details as given at the end of the Report.

## O Dematerialisation of shares and liquidity

The Company's scrip forms part of the compulsory demat segment for all investors effective June 26, 2000. To facilitate the investors in having an easy access to the Demat System, the Company has signed up with both the Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The connectivity has been established through the Company's Registrars CB Management Services (P) Limited. As at March 31, 2018, a total of 253261501 equity shares of the Company, constituting 98.91% of the paid-up share capital, stand dematerialized.



## P Share Capital Reconciliation Report

As stipulated by the SEBI, a qualified Practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted Capital with NSDL and CDSL and the total issued and listed capital. The Audit is carried out every quarter and the Report thereon is submitted to the Stock Exchanges and is also placed before the Board of Directors. The Report inter-alia confirms the total listed and paid up share capital of the Company is in agreement with the aggregate of the total dematerialised shares and those in the physical mode.

## Q Outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments, Conversion date and likely impact on Equity

The Company does not have any outstanding GDRs/ ADRs/ Warrants or any Convertible Instruments.

## R Commodity Price Risk/ Foreign Exchange Risk and Hedging Activities

As a part of the Company's risk management strategy, the customer contracts are negotiated with price variation clause to mitigate the commodity price risk.

The Company uses derivative financial instruments, such as forward exchange contracts, to hedge the risks associated with foreign currency fluctuations relating to certain firm commitments and highly probable transactions. The use of forward contracts is governed by the Company's policies on the use of such financial derivatives consistent with the Company's risk management strategy.

## S Plant Locations

The Company has works/ manufacturing locations listed hereunder:

**Hosur** : Plot No. 46, SIPCOT Industrial Complex, Zuzuwadi Village, Hosur-635 126, Tamil Nadu.

**Naini** : Naini Works, Mirzapur Road, Naini, Allahabad-211 008, Uttar Pradesh.

**Noida** : A7, Sector 65, Noida-201 301, Uttar Pradesh.

**Padappai** : 142, Salamangalam Village, Vandalur-Wallajabad High Road, Padappai-601 301, Kanchipuram Dist., Tamil Nadu.

**Pallavaram** : 19/1, GST Road, Pallavaram, Chennai-600 043, Tamil Nadu.

**Vadodara** : Milestone-87, Vadodara-Halol Highway, Village-Kotambi, Post-Jarod, Vadodara-391 510, Gujarat.

## T Address for Correspondence/ Investor Complaints

### Registrars and Share Transfer Agents

C B Management Services (P) Limited  
P-22, Bondel Road, Kolkata-700 019  
Tel. No. : 91 33 40116700 (100 lines)  
Fax No. : 91 33 40116739  
E-mail : rta@cbmsl.com

### Company

Registered Office  
A-18, First Floor, Okhla Industrial Area  
Phase II, New Delhi-110 020  
Tel. No. : 91 11 41610660  
Fax No. : 91 11 41610659  
<http://www.ge.com/in/ge-td-india-limited>

Contact Person:  
Mr. Manoj Prasad Singh  
Company Secretary  
Tel. No.: 91 120 4790000  
Fax No.: 91 120 4790286/ 88  
E-mail: [Company.secretary@ge.com](mailto:Company.secretary@ge.com)

For and on behalf of the Board

Place : New Delhi  
Date : May 23, 2018

**Sunil Wadhwa**  
Managing Director  
DIN: 00259638

**Gaurav M. Negi**  
Whole-time Director & Chief Financial Officer  
DIN: 02835748