

**General information about company**

Scrip code	517300
NSE Symbol	GIPCL
MSEI Symbol	NOTLISTED
ISIN	INE162A01010
Name of the entity	GUJARAT INDUSTRIES POWER COMPANY LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	AMARENDRA KUMAR RAKESH	ACOPR8255J	00063819	Non-Executive - Nominee Director	Chairperson		21-07-1964
2	Mr	JAI PRAKASH SHIVAHARE	AJPPS7824Q	07162392	Non-Executive - Nominee Director	Not Applicable		05-07-1974
3	Mr	SWAROOP P	ALVPP7434R	08103838	Non-Executive - Nominee Director	Not Applicable		25-04-1978
4	Mr	CHIRAG KRITIKUMAR MEHTA	ACLPM1277A	10428396	Non-Executive - Nominee Director	Not Applicable		12-07-1963
5	Mr	NARENDRA NATH MISRA	AAAPM0327Q	00575501	Non-Executive - Independent Director	Not Applicable		29-10-1954
6	Mr	PRABHAT SINGH	AAMPS3180R	03006541	Non-Executive - Independent Director	Not Applicable		03-11-1956
7	Mr	NITIN CHANDRASHANKER SHUKLA	ACIPS7349Q	00041433	Non-Executive - Independent Director	Not Applicable		14-04-1952
8	Mr	RAVINDRA HARSHADRAI DHOLAKIA	AAJPD4880G	00069396	Non-Executive - Independent Director	Not Applicable		02-04-1953
9	Ms	MAMATA BISWAL	AIKPB7826P	07156141	Non-Executive - Non Independent Director	Not Applicable		13-06-1971
10	Mr	VISHAL GUPTA	AIUPG1810E	06405808	Non-Executive - Independent Director	Not Applicable		31-08-1983
11	Ms	VATSALA VASUDEVA	ABIPV3279R	07017455	Executive Director	Not Applicable	MD	01-07-1970
12	Mr	K S BADLANI	ACCPB8744Q	10237996	Non-Executive - Nominee Director	Not Applicable		30-11-1996

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Active
12	No				Active

**I. Composition of Board of Directors**

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		02-05-2022		31-07-2024		1	0	0	0	Others		
2	NA		15-03-2022				1	0	0	0			
3	NA		22-08-2022				2	0	2	0			
4	NA		18-12-2023		13-08-2024		1	0	0	0	Others		
5	NA		23-09-2016	23-09-2021		37	1	1	7	1			
6	NA		20-09-2019	20-09-2019	20-09-2024	60	1	1	1	0	Tenure Completion		
7	NA		07-02-2022	07-02-2022		32	4	4	5	0			
8	NA		07-02-2022	07-02-2022		32	3	3	5	3			
9	NA		07-02-2022	07-02-2022		32	1	1	5	0			
10	NA		18-12-2023	18-12-2023		10	1	1	0	0			
11	NA		20-08-2018	20-08-2023			1	0	2	0			
12	NA		21-08-2024				1	0	0	0			

**Text Block**

Textual Information(1)

Shri A K Rakesh, IAS: Cessation consequent upon superannuation wef 31072024

Shri C K Mehta: Cessation due to nomination changed by appointing authority wef 13082024

Shri Prabhat Singh: Cessation due to completion of term of five years as an Independent Director w.e.f. 20092024 after business hours

Shri K S Badlani: appt as Nominee Director GSFC wef 21082024

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)

Shri Prabhat Singh: Cessation due to completion of term of five years as an Independent Director w.e.f. 20092024 after business hours

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00575501	NARENDRA NATH MISRA	Non-Executive - Independent Director	Chairperson	02-01-2021		
2	03006541	PRABHAT SINGH	Non-Executive - Independent Director	Member	02-01-2021	20-09-2024	
3	07156141	MAMATA BISWAL	Non-Executive - Non Independent Director	Member	08-02-2023		
4	07017455	VATSALA VASUDEVA	Executive Director	Member	17-05-2019		



<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00041433	NITIN CHANDRASHANKER SHUKLA	Non-Executive - Independent Director	Chairperson	26-01-2023		
2	00575501	NARENDRA NATH MISRA	Non-Executive - Independent Director	Member	02-01-2021		
3	00069396	RAVINDRA HARSHADRAI DHOLAKIA	Non-Executive - Independent Director	Member	08-02-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00069396	RAVINDRA HARSHADRAI DHOLAKIA	Non-Executive - Independent Director	Chairperson	26-12-2022		
2	00041433	NITIN CHANDRASHANKER SHUKLA	Non-Executive - Independent Director	Member	08-02-2023		
3	07017455	VATSALA VASUDEVA	Executive Director	Member	27-08-2018		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03006541	PRABHAT SINGH	Non-Executive - Independent Director	Chairperson	08-02-2023	20-09-2024	
2	00575501	NARENDRA NATH MISRA	Non-Executive - Independent Director	Member	07-08-2021		
3	07017455	VATSALA VASUDEVA	Executive Director	Member	07-08-2021		

<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07017455	VATSALA VASUDEVA	Executive Director	Chairperson	20-08-2018		
2	03006541	PRABHAT SINGH	Non-Executive - Independent Director	Member	02-01-2021	20-09-2024	
3	07156141	MAMATA BISWAL	Non-Executive - Non Independent Director	Member	08-02-2023		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	
1	18-04-2024				Yes	11	8	5
2	18-05-2024		29		Yes	11	8	6
3		12-08-2024	85		Yes	10	7	6
4		20-09-2024	38		Yes	10	6	5

**Text Block**

Textual Information(1)

Cessation of Shri Prabhat Singh due to completion of tenure wef 20092024 after business hours

## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	18-05-2024				Yes	4	4	3	0
2	Audit Committee	12-08-2024	85			Yes	4	4	3	0
3	Nomination and remuneration committee	18-05-2024				Yes	3	3	3	0
4	Nomination and remuneration committee	12-08-2024	85			Yes	3	3	3	0
5	Risk Management Committee	18-05-2024				Yes	3	3	2	0
6	Risk Management Committee	12-08-2024	85			Yes	3	3	2	0



**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	18-05-2024				Yes	3	3	2	0
8	Corporate Social Responsibility Committee	12-08-2024	85			Yes	3	3	2	0

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

**Text Block**

Textual Information(1)

No transactions - material transaction with related parties other than those prior approved by the Audit Committee at its Meeting held on 06-02-2024 were entered into during the first quarter of FY 2024-25 ended on 30-06-2024 Shareholders approval obtained through postal ballot, notice dated 12-02-2024.

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Shalin Patel
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)

This report shall be placed before Board of Directors at its upcoming Meeting of Board of Directors and report of the previous quarter has been placed before Board at its Meeting held on 12/08/2024.

### Annexure III

#### III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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**Annexure III**

1	Name of signatory	Shalin Patel
2	Designation	Company Secretary and Compliance Officer



<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	CA K K BHATT		
Designation	CFO		
Place	VADODARA		
Date	04-10-2024		

**Text Block**

<b>Details of Cyber security incidence</b>		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

**Signatory Details**

Name of signatory	SHALIN PATEL
Designation of person	Company Secretary and Compliance Officer
Place	VADODARA
Date	08-10-2024