

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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
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							Yes	
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	K M BHIMAJIYANI	ACNPB1533G	06776639	Non-Executive - Nominee Director	Not Applicable		26-01-1964
5	Mr	CHIRAG KRITIKUMAR MEHTA	ACLPM1277A	10428396	Non-Executive - Nominee Director	Not Applicable		12-07-1963
6	Mr	NARENDRA NATH MISRA	AAAPM0327Q	00575501	Non-Executive - Independent Director	Not Applicable		29-10-1954
7	Mr	PRABHAT SINGH	AAMPS3180R	03006541	Non-Executive - Independent Director	Not Applicable		03-11-1956
8	Mr	NITIN CHANDRASHANKER SHUKLA	ACIPS7349Q	00041433	Non-Executive - Independent Director	Not Applicable		14-04-1952

9	Mr	RAVINDRA HARSHADRAI DHOLAKIA	AAJPD4880G	00069396	Non-Executive - Independent Director	Not Applicable		02-04- 1953
10	Ms	MAMATA BISWAL	AIKPB7826P	07156141	Non-Executive - Independent Director	Not Applicable		13-06- 1971
11	Mr	VISHAL GUPTA	AIUPG1810E	06405808	Non-Executive - Independent Director	Not Applicable		31-08- 1983
12	Ms	VATSALA VASUDEVA	ABIPV3279R	07017455	Executive Director	Not Applicable	MD	01-07- 1970

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				1	0	0	0			
2	NA		15-03-2022				1	0	0	0			
3	NA		22-08-2022				2	0	2	0			
4	NA		26-09-2023		21-02-2024		1	0	0	0	Others		
5	NA		18-12-2023				1	0	0	0			
6	NA		23-09-2016	23-09-2021		31	1	1	6	1			
7	NA		20-09-2019	20-09-2019		54	1	1	1	0			
8	NA		07-02-2022	07-02-2022		26	4	4	5	0			
9	NA		07-02-	07-02-		26	3	3	4	2			

			2022	2022									
10	NA		07-02-2022	07-02-2022		26	1	1	5	0			
11	NA		18-12-2023	18-12-2023		4	1	1	0	0			
12	NA		20-08-2018	20-08-2023			1	0	2	0			

Text Block

Textual Information(1)

For Shri K M Bhimajiyani IAS DIN 06776639

Consequent upon superannuation from the position of Secretary Expenditure Finance Department Government of Gujarat Shri K M Bhimajiyani IAS Director Nominee of Government of Gujarat has tendered his resignation from the Directorship of the Company vide Letter dated 01022024 received on 21022024 with immediate effect

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		
3	07156141	MAMATA BISWAL	Non-Executive - Independent Director	Member	08-02-2023		
4	07017455	VATSALA VASUDEVA	Executive Director	Member	17-05-2019		

Nomination and remuneration committee							
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		
2	00575501	NARENDRA NATH MISRA	Non-Executive - Independent Director	Member	07-08-2021		
3	07017455	VATSALA VASUDEVA	Executive Director	Member	07-08-2021		

Corporate Social Responsibility Committee							
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		
3	07156141	MAMATA BISWAL	Non-Executive - Independent Director	Member	08-02-2023		

Other Committee						
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								
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)	No. of Independent Directors attending the meeting*
1	06-11-2023				Yes	10	9	5
2		07-02-2024	92		Yes	12	8	6
3		14-03-2024	35		Yes	11	10	6

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	04-11-2023				Yes	4	4	3	0
2	Audit Committee	06-02-2024	93			Yes	4	3	2	0
3	Nomination and remuneration committee	04-11-2023				Yes	3	3	3	0
4	Nomination and remuneration committee	06-02-2024	93			Yes	3	3	3	0
5	Stakeholders Relationship Committee	06-02-2024				Yes	3	3	2	0
6	Risk Management Committee	04-11-2023				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	Risk Management Committee	06-02-2024	93			Yes	3	2	1	0
8	Corporate Social Responsibility Committee	04-11-2023				Yes	3	3	2	0
9	Corporate Social Responsibility Committee	06-02-2024	93			Yes	3	2	1	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 13-02-2023 were entered into during the fourth quarter of FY 2023-24 ended on 31-03-2024 Shareholders approval obtained at its 38th Annual General Meeting held on 16-09-2023.

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	CS 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 07/02/2024

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.gipcl.com/index.htm
2	Terms and conditions of appointment of independent directors	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm
3	Composition of various committees of board of directors	Yes		https://www.gipcl.com/statutory-committees.htm
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.gipcl.com/writereaddata/Portal/Images/pdf/Code-of-Conduct.pdf
5	Details of establishment	Yes		https://www.gipcl.com/writereaddata/Portal/Images/pdf/6_Vigil_Mechanism_whistle_Blower_Policy_10022017.pdf

	of vigil mechanism/ Whistle Blower policy			
6	Criteria of making payments to non-executive directors	Yes		https://www.gipcl.com/writereaddata/Portal/Images/pdf/Criteria-for-making-Payments-to-Non-Executive-Directors.pdf
7	Policy on dealing with related party transactions	Yes		https://www.gipcl.com/writereaddata/Portal/Images/Policy.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.gipcl.com/writereaddata/Portal/Images/pdf/4_Policy_On_Material_Subsidiary_10022017.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.gipcl.com/writereaddata/Portal/Images/pdf/Familiarization-Program-for-Independent-Directors.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://www.gipcl.com/investors-grievance-redressal-cell.htm
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling	Yes		https://www.gipcl.com/investors-grievance-redressal-cell.htm

	investor grievances			
12	Financial results	Yes		https://www.gipcl.com/financial-information.htm
13	Shareholding pattern	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm

18	Credit rating or revision in credit rating obtained	Yes		https://www.gipcl.com/bankers-auditors-rating.htm
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.gipcl.com/writereaddata/Portal/Images/Policy%20for%20Materiality%20Determination.pdf
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm
23	Disclosures under regulation 30(8)	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per	Yes		https://www.gipcl.com/writereaddata/Portal/Images/Dividend%20Distribution%20Policy.pdf

	Regulation 43A(1)			
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.gipcl.com/disclosure-under-regulation-46-sebi-lodr.htm
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.gipcl.com/index.htm
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.gipcl.com/index.htm

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is “No” details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	CS SHALIN PATEL
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	CS SHALIN PATEL
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)

Company has not given any Loan_Guarantee_Comfort Letter_Securities etc

Details of Cyber security incidence

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	CS SHALIN PATEL
Designation of person	Company Secretary and Compliance Officer
Place	VADODARA
Date	11-04-2024