

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L99999GJ1985PLC007868

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

(ii) (a) Name of the company

GUJARAT INDUSTRIES POWER

(b) Registered office address

P O RANOLI - 391350 NA
VADODARA
Vadodara
Gujarat
391350

(c) *e-mail ID of the company

cs@gipcl.com

(d) *Telephone number with STD code

02652232768

(e) Website

www.gipcl.com

(iii) Date of Incorporation

01/06/1985

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE LIMITED	1
2	THE NATIONAL STOCK EXCHANGE OF INDIA	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikh
roli (West), NA

(vii) *Financial year From date 01/04/2023 (DD/MM/YYYY) To date 31/03/2024 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2024

(c) Whether any extension for AGM granted

Yes No

(f) Specify the reasons for not holding the same

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	D	Electricity, gas, steam and air condition supply	D1	Electric power generation, transmission and distribution	99.4

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	325,000,000	151,251,188	151,251,188	151,251,188
Total amount of equity shares (in Rupees)	3,250,000,000	1,512,511,880	1,512,511,880	1,512,511,880

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	325,000,000	151,251,188	151,251,188	151,251,188
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	3,250,000,000	1,512,511,880	1,512,511,880	1,512,511,880

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	6,100,000	0	0	0
Total amount of preference shares (in rupees)	610,000,000	0	0	0

Number of classes

1

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Preference Shares				
Number of preference shares	6,100,000	0	0	
Nominal value per share (in rupees)	100	0	0	
Total amount of preference shares (in rupees)	610,000,000	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	709,392	150,541,796	151251188	1,512,511,8	1,512,511,8	
		+		+	+	
Increase during the year	0	66,004	66004	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	66,004	66004			
INCREASE IN DEMAT SHARES						
Decrease during the year	66,004	0	66004	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	66,004	0	66004			
DECREASE IN PHYSICAL SHARES						
At the end of the year	643,388	150,607,800	151251188	1,512,511,8	1,512,511,8	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes No Not Applicable

Separate sheet attached for details of transfers

Yes No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text" value="16/09/2023"/>
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Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0		0
Partly convertible debentures	0		0
Fully convertible debentures	0		0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

13,486,378,465.94

(ii) Net worth of the Company

33,055,119,151.99

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	38,384,397	25.38	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	45,451,764	30.05	0	
10.	Others	0	0	0	
	Total	83,836,161	55.43	0	0

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	33,206,794	21.95	0	
	(ii) Non-resident Indian (NRI)	3,139,647	2.08	0	
	(iii) Foreign national (other than NRI)	100	0	0	
2.	Government				
	(i) Central Government	28,333	0.02	0	
	(ii) State Government	75,000	0.05	0	
	(iii) Government companies	11,450,973	7.57	0	
3.	Insurance companies	1,640,182	1.08	0	

4.	Banks	50	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	7,513,569	4.97	0	
7.	Mutual funds	7,028,500	4.65	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,316,201	1.53	0	
10.	Others IEPF, TRUST, Clearing Membr +	1,015,678	0.67	0	
	Total	67,415,027	44.57	0	0

Total number of shareholders (other than promoters)

100,978

**Total number of shareholders (Promoters+Public/
Other than promoters)**

100,981

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

65

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING I +	DEUTSCHE BANK AG DB HOUSE, H +			58,670	0.03
AMERICAN CENTURY I +	DEUTSCHE BANK AG, DB HOUSE, H +			95,619	0.06
CC& L Q GLOBAL EQU +	DEUTSCHE BANK AG, DB HOUSE H +			20,085	0.01
GENERAL PENSION AN +	CITIBANK N.A. CUSTODY SERVICES +			26,548	0.01
SEI INSTITUTIONAL IN +	HSBC SECURITIES SERVICES 11TH F +			143,345	0.09
SEI TRUST COMPANY, +	HSBC SECURITIES SERVICES 11TH F +			67,106	0.04
1199 SEIU HEALTH CA +	CITIBANK N.A. CUSTODY SERVICES +			54,627	0.03
ACADIAN EMERGING I +	DEUTSCHE BANK AG, DB HOUSE H +			43,029	0.02
LSV EMERGING MARKI +	CITIBANK N.A. CUSTODY SERVICES +			568,500	0.37
PUBLIC EMPLOYEES RI +	HSBC SECURITIES SERVICES 11TH F +			615,802	0.4
TEACHERS' RETI +	2815 WEST WASHINGTON STREET +			132,682	0.08
ACADIAN ACWI EX US +	DEUTSCHE BANK AG, DB HOUSE H +			303,987	0.2
BUMA-UNIVERSAL-FO +	JP Morgan Chase Bank N.A, INDIA +			171,177	0.11

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS (C)	DEUTSCHE BANK AG, DB HOUSE H			22,010	0.01
FIDELITY COMMON CO	CITIBANK N.A. CUSTODY SERVICES			40,576	0.02
FIDELITY COMMON CO	CITIBANK N.A. CUSTODY SERVICES			28,746	0.01
MORGAN STANLEY AS	CITIBANK N.A. CUSTODY SERVICES			536,679	0.35
NEW YORK STATE COM	JP Morgan Chase Bank N.A, INDIA			68,402	0.04
OREGON PUBLIC EMPI	DEUTSCHE BANK AG, DB HOUSE H			36,843	0.02
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE H			266,017	0.17
BOARD OF PENSIONS	DEUTSCHE BANK AG, DB HOUSE H			21,049	0.01
CITY OF NEW YORK GF	HSBC SECURITIES SERVICES 11TH F			115,229	0.07
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES			15,819	0.01
FIRST WATER FUND CI	KOTAK MAHINDRA BANK LIMITED			129,510	0.08
MISSOURI EDUCATION	JP Morgan Chase Bank N.A, INDIA			82,459	0.05

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	4	3
Members (other than promoters)	72,248	100,978
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	2	0	3	0	0
B. Non-Promoter	1	5	1	6	0	0
(i) Non-Independent	1	0	1	0	0	0

(ii) Independent	0	5	0	6	0	0
C. Nominee Directors representing	0	2	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	2	0	1	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	9	1	10	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 13

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Shri A K Rakesh	00063819	Nominee director	0	
Shri J P Shivahare	07162392	Nominee director	0	
Shri Swaroop P	08103838	Nominee director	0	
Shri C K Mehta	10428396	Nominee director	0	
Shri N N Misra	00575501	Director	0	
Shri Prabhat Singh	03006541	Director	0	
Shri Nitin Shukla	00041433	Director	0	
Dr. Ravindra Harshadr	00069396	Director	0	
Dr. Mamata Biswal	07156141	Director	0	
Prof. Vishal Gupta	06405808	Director	0	
Smt. Vatsala Vasudeva	07017455	Managing Director	0	
CA K K Bhatt		CFO	0	
CS Shalin Patel		Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
Smt Manisha Chand	07557312	Nominee director	03/08/2023	Cessation
Shri K M Bhimajiyan	06776639	Additional director	26/09/2023	Appointment
Shri Vishal Mehta	06405808	Additional director	18/12/2023	Appointment
Shri C K Mehta	10428396	Additional director	18/12/2023	Appointment
Shri K M Bhimajiyan	06776639	Nominee director	23/12/2023	Change in Designation
Shri K M Bhimajiyan	06776639	Nominee director	21/02/2024	Cessation
Shri Vishal Mehta	06405808	Director	14/03/2024	Change in Designation
Shri C K Mehta	10428396	Nominee director	14/03/2024	Change in Designation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	16/09/2023	74,245	65	40.65

B. BOARD MEETINGS

*Number of meetings held

8

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/04/2023	10	9	90
2	05/05/2023	10	9	90
3	29/05/2023	10	7	70
4	10/08/2023	9	7	77.78
5	16/09/2023	9	8	88.89

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
6	06/11/2023	10	9	90
7	07/02/2024	12	8	66.67
8	14/03/2024	11	10	90.91

C. COMMITTEE MEETINGS

Number of meetings held

16

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	22/05/2023	4	4	100
2	Audit Committee	09/08/2023	4	4	100
3	Audit Committee	04/11/2023	4	4	100
4	Audit Committee	06/02/2024	4	3	75
5	Nomination and Remuneration	09/08/2023	3	3	100
6	Nomination and Remuneration	04/11/2023	3	3	100
7	Nomination and Remuneration	06/02/2024	3	3	100
8	Corporate Social Responsibility	22/05/2023	3	3	100
9	Corporate Social Responsibility	09/08/2023	3	3	100
10	Corporate Social Responsibility	04/11/2023	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
1	Shri A K Rake	8	8	100	0	0	0	
2	Shri J P Shiva	8	3	37.5	0	0	0	
3	Shri Swaroop	8	4	50	0	0	0	

4	Shri C K Mehta	2	1	50	0	0	0	
5	Shri N N Misra	8	8	100	11	11	100	
6	Shri Prabhat S	8	7	87.5	12	9	75	
7	Shri Nitin Shukla	8	8	100	4	4	100	
8	Dr. Ravindra H	8	7	87.5	4	4	100	
9	Dr. Mamata B	8	8	100	8	8	100	
10	Prof. Vishal G	2	2	100	0	0	0	
11	Smt. Vatsala V	8	8	100	13	13	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Smt. Vatsala Vasudhakar	Managing Director	4,565,087				4,565,087
	Total		4,565,087	0	0	0	4,565,087

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Kamlesh Kumar Bhatnagar	CFO	6,864,304.59				6,864,304.59
2	Shalin Mukesh Patel	CS	2,082,211.58				2,082,211.58
	Total		8,946,516.17	0	0	0	8,946,516.17

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

SURESH KUMAR MURLIMANO HAR KABRA

Whether associate or fellow Associate Fellow

Certificate of practice number

9927

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

To be digitally signed by

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

Attachments

- 1. List of share holders, debenture holders
- 2. Approval letter for extension of AGM;
- 3. Copy of MGT-8;
- 4. Optional Attachment(s), if any

-
-
-
-

List of attachments

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



GUJARAT INDUSTRIES POWER COMPANY LIMITED
VADODARA

Annexure of Point no. IX-C of Form MGT-7(2023-24)
(In continuation of Sr. No. 1 to 10 mentioned in E-Form MGT 7)

Sr. No.	Type of Meeting	Date of meeting	Total Number of Members as on the date of the meeting.	Attendance	
				Number of members Attended	% of attendance
11	Corporate Social Responsibility Committee	06/02/2024	3	2	66.67
12	Risk Management Committee	22/05/2023	3	3	100
13	Risk Management Committee	09/08/2023	3	3	100
14	Risk Management Committee	04/11/2023	3	3	100
15	Risk Management Committee	06/02/2024	3	2	66.67
16	Stakeholder Relationship Committee	06/02/2024	3	3	100