



## GUJARAT INDUSTRIES POWER COMPANY LIMITED

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CIN – L99999GJ1985PLC007868

ANNEXURE I

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

1. Name of Listed Entity: **GUJARAT INDUSTRIES POWER COMPANY LIMITED** – BSE Scrip Code: 517300  
NSE Symbol: GIPCL EQ

2. Quarter ending : 30th September, 2018.

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment in the current term/cessation	Term*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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)
Mr.	Raj Gopal, IAS	A & 02252358	Chairman-Nominee-Non Executive	07/08/2018	NA	04	-	-
Mr.	Sujit Gulati, IAS	A & 00177274	Chairman-Nominee-Non Executive	20/07/2016 to 07/08/2018	NA	-	-	-
Prof.	Shekhar Chaudhuri	A & 00052904	Independent - Non Executive	19/09/2015	36 months	01	01	-
Dr.	Kirankumar Manharlal Joshi	A & 00501563	Independent-Non Executive	19/09/2015	36 months	01	-	02



Mr.	Satyanarayan Banwarilal Dangayach	/ & 01572754	Independent-Non Executive	19/09/2015	36 months	02	02	-
Dr.	Babulal Ambaram Prajapati	/ & 01431661	Independent-Non Executive	19/09/2015	36 months	01	01	-
Mr.	Narendra Nath Misra	/ & 00575501	Independent-Non Executive	13/10/2015	35 months	01	-	-
Mr.	Prem Kumar Gera, IAS	/ & 05323992	Nominee-Non Executive	01/03/2016	NA	02	02	-
Mr.	Vishvesh Vyomesh Vachharajani	/ & 00091677	Nominee-Non Executive	28/03/2016	NA	01	-	-
Mr.	Pankaj Joshi, IAS	/ & 01532892	Nominee-Non-Executive	20/10/2016	NA	02	-	-
Mr.	Milind Shivaram Torawane, IAS	/ & 03632394	Nominee-Non-Executive	15/07/2017	NA	02	-	-
Mrs.	Shahmeena Husain, IAS	/ & 03584560	Managing Director – Executive	20/05/2017 to 20/08/2018	NA	-	-	-
Mrs.	Vatsala Vasudeva, IAS	/ & 07017455	Managing Director – Executive	20/08/2018	NA	01	01	-
Mr.	Prabhat Singh	/ & 03006541	Independent-Non Executive	30/09/2018	01#	02	-	-

§PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period. # Appointed on the last date of the month

## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §
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1. Audit Committee	Dr. K M Joshi Prof. Shekhar Chaudhuri Dr. B A Prajapati Shri S B Dangayach	Independent Director - Chairman of the Committee Independent Director Independent Director Independent Director
2. Nomination & Remuneration Committee	Dr. K M Joshi Shri P K Gera, IAS Dr. B A Prajapati	Independent Director - Chairman of the Committee Nominee Director Independent Director
3. Risk Management Committee (if applicable)	NA	NA
4. Stakeholders' Relationship Committee	Dr. K M Joshi Smt. Vatsala Vasudeva, IAS	Independent Director- Chairman of the Committee Executive Director
5. Corporate Social Responsibility Committee	Smt. Vatsala Vasudeva, IAS Dr. K M Joshi Shri S B Dangayach	Executive Director, Chairperson of the Committee Independent Director Independent Director

&Category of directors means executive/non-executive/independent / Nominee. If a director fits into more than one category write all categories separating them with hyphen.

### III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
03/04/2018 24/05/2018	12/07/2018 13/08/2018	48 days 31 days

### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<u>Audit Committee</u>  13/08/2018	Yes.	03/04/2018 24/05/2018	80 days

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

### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) <sup>refer note below</sup>
Whether prior approval of Audit Committee obtained	YES



Whether shareholder approval obtained for material RPT	YES
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES.
<b>Note:</b>	
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.	
2 If status is "No" details of non-compliance may be given here.	
<b>VI. Affirmations</b>	
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – <b>Yes.</b></li> <li>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – <b>Yes.</b> <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; Remuneration Committee</li> <li>c. Stakeholders' Relationship Committee</li> <li>d. Risk Management Committee (applicable to the top 100 listed entities) – <b>N.A.</b></li> <li>e. Corporate Social Responsibility Committee.</li> </ol> </li> <li>3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 at the Board Meeting held on <b>08/02/2018</b> and Familiarization programmed by e-mails on <b>18.05.2018 &amp; 02/08/2018</b></li> <li>4. The meetings of the Board of Directors and the above Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – <b>Yes.</b></li> <li>5. This Report will be placed before the Board in the forthcoming Board Meeting and the Report submitted in the previous quarter has been placed before Board of Directors at its Meeting held on <b>13/08/2018.</b></li> <li>6. Any comments/observations/advice of Board of Directors may be mentioned here: <b>NIL.</b></li> </ol>	
<b>for GUJARAT INDUSTRIES POWER COMPANY LIMITED</b>	
<p>sd/-  <b>Swati Desai</b>  <b>Company Secretary</b>  <b>Date : October 11, 2018.</b></p> <p><b>Note:</b> Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.</p>	

