



GUJARAT INDUSTRIES POWER COMPANY LIMITED
P O PETROCHEMICALS – 391 346, DISTRICT VADODARA
PHONE NOS: 2232768 / 2232213 / 2230159, FAX NO: (0265) 2230473
Email : csacshah@gipcl.com Website : www.gipcl.com
CIN – L99999GJ1985PLC007868

SEC/REG.27/LODR:Q1-17-18/2017

4th July, 2017.

BSE Limited (Listing Dept.) Sir Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai – 400 001.	National Stock Exchange of India Ltd. Exchange Plaza, 5th fl. Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051.
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Scrip Code: 517300 Scrip Symbol: GIPCL EQ.

Dear Sir,


Sub.:Compliance Report – Corporate Governance - as per Regulation 27 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the First Quarter of Financial Year 2017-18 ended on 30th June, 2017.

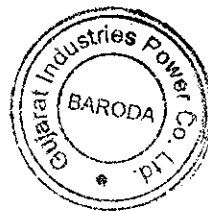
With reference to the above subject, enclosed please find herewith the Corporate Governance Compliance Report as required in terms of Regulation 27 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the First Quarter of Financial Year 2017-18 ended on 30th June, 2017.

Please find the same in order and take on your records.

Thanking You.

Yours Faithfully
For Gujarat Industries Power Co. Ltd.


(CS A C Shah)
Company Secretary & DGM (Legal)



Encl. As above.



GUJARAT INDUSTRIES POWER COMPANY LIMITED

Regd. Office : P.O. Petrochemicals – 391 346, Dist. Vadodara (Gujarat)

Tel. No. 0265-2230159, 2232768, 2232213, Fax No. 0265 2230473

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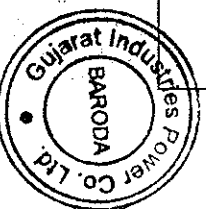
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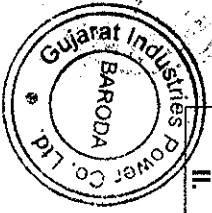
ANNEXURE I

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 June, 2017.

1. 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 Regulation)	Number of memberships in 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)	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.	Sujit Gulati, IAS	& 00177274	Chairman Nominee Non Executive	20/07/2016	NA	04	02	-	-
Prof.	Shekhar Chaudhuri	& 00052904	Independent Non Executive	19/09/2015	21 Months	02	02	-	-
Prof.	Kirankumar Manharlal Joshi	& 00501563	Independent Non Executive	19/09/2015	21 Months	01	-	02	02





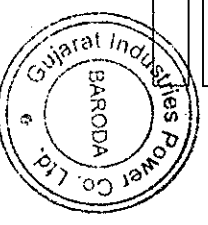
Mr. Sanjeev Kumar, IAS	& 03600655	Nominee Non Executive	Up to 10/04/2017	NA	-	-	-
Mr. Sanjeev Kumar, IAS	& 03600655	Nominee Non Executive	From 18/05/2017 to 20/06/2017	NA	-	-	-
Mr. Satyanarayan Banwarial Dangayach	& 01572754	Independent Non Executive	19/09/2015	21 months	02	-	-
Dr. Babulal Ambaram Prajapati	& 01431661	Independent Non Executive	19/09/2015	21 months	01	01	-
Mr. Narendra Nath Misra	& 00575501	Independent Non Executive	13/10/2015	20 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	& 01532892	Nominee Non-Executive	20/10/2016	NA	02	-	-
Mr. S M Awale	& 06804536	Nominee Non-Executive	20/10/2016	NA	01	01	-
Mrs. Sonal Mishra	& 03461909	Managing Director – Executive	Up to 19/05/2017	NA	-	-	-
Mrs. Shahmeena Husain, IAS	& 03584560	Managing Director – Executive	20/05/2017	NA	01	01	-

II. Composition of Committees

*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.

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ^s
1. Audit Committee	Dr. K M Joshi, IAS Prof. Shekhar Chaudhuri Dr. B A Prajapati Shri S M Awale	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	
4. Stakeholders Relationship Committee	Dr. K M Joshi Smt. Shahmeena Husain, IAS	Independent Director- Chairman of the Committee Executive Director
5. Corporate Social Responsibility Committee	Smt. Shahmeena Husain, IAS Dr. K M Joshi, IAS Shri S B Dangayach	Executive Director, Chairperson 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)
09/02/2017 27/03/2017	18/05/2017 17/06/2017	51 days 29 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
Audit Committee 18/05/2017	Yes.	09/02/2017 27/03/2017
Nomination & Remuneration Committee 18/05/2017	Yes.	09/02/2017
Stakeholders' Relationship Committee 18/05/2017	Yes.	09/02/2017
Maximum gap between any two consecutive meetings in number of days*		
		45 days 51 days 97 days 97 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		Compliance status (Yes/No/NA) ^{refer note below}
Subject		
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.	

Note:

- 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.
- If status is "No" details of non-compliance may be given here.

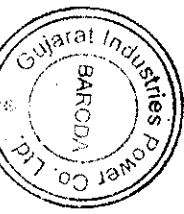
VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – No*.
* (The Company is in process of identifying one Independent Director, having relevant expertise in the field of Power Sector.)
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Yes.
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders' Relationship Committee
 - Risk Management Committee (applicable to the top 100 listed entities) – N.A.
 - Corporate Social Responsibility Committee.
- 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 11/02/2016.
- 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.
- 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 18/05/2017.
- Any comments/observations/advice of Board of Directors may be mentioned here: NIL.

FOR GUJARAT INDUSTRIES POWER COMPANY LIMITED

CSA

CS A C Shah
Company Secretary & DGM (Legal)
& Compliance Officer
Date : 4th July, 2017.



Note: Information at Table I and II above need to be necessarily given in 1st 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.