

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

Tel. No. 0265-2232768, Fax No.: 0265-2230029

Email: udaykumar.tanna@gipcl.com Website: www.gipcl.com

CIN - L99999GJ1985PLC007868

SEC/34th AGM/VOTING/2019 /

21st September, 2019.

BSE Ltd. (Listing Dept.) Sir Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001. Scrip Code: 517300

National Stock Exchange of India Ltd. Exchange Plaza, 5th floor, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E),

Mumbai - 400 051.

Scrip Symbol: GIPCL EQ

Dear Sir/Madam,

Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Sub: Requirements) Regulation, 2015 – Details of Voting Results of the 34th Annual General Meeting of the Company.

Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, all the shareholders of the Company were given opportunity to exercise their right to vote on the resolutions set out in the Notice of 34th Annual General Meeting (AGM) through remote e-Voting and voting by Poll at the 34th AGM held on Friday, the 20th September 2019 at 12:05 pm (IST) at the Registered Office of the Company at P.O. Petrochemicals - Dist. Vadodara to transact the business as set out in the Notice of the said the 34th AGM.

Details of Voting Results through remote e-voting and through Poll as required under Regulation 44 (3) of the SEBI (LODR) Regulations, 2015 in relation to the said 34th AGM held on 20/09/2019 is attached herewith for each Resolution along with the Scrutinizers' Report.

The above is for your record and necessary action, if any.

Yours faithfully,

For Gujarat Industries Power Company Limited

CS Udaykumar K Tanna Company Secretary & Compliance Officer

tries

Encl.: As above



GUJARAT INDUSTRIES POWER COMPANY LIMITED

Regd. Office: P.O. Petrochemicals – 391 346, Dist. Vadodara (Gujarat). Tel. No. 0265–2232768, Fax No.: 0265-2230029

Email: udaykumar.tanna@gipcl.com Website: www.gipcl.com

CIN - L99999GJ1985PLC007868

Format for Consolidated Voting (e-Voting and Voting by Poll) Results-34th Annual General Meeting

Date of the AGM	20 th September, 2019
Total number of shareholders on record date	52974
No. of shareholders present in the meeting either in person or through proxy:	55
Promoters and Promoter Group: Public:	5 50
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group: Public:	Nil Nil



			Reso	olution (1)					
Resolution required: (Ordinary / Special)				Ordinary					
Whether p	romoter/promoter group are			No					
		Description of resolu	ition considered	Videological Application of State of the State of State o	ndopt the Audited Fi the financial year er				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		89166067	100.0000	89166067	0	100.0000	0.0000	
Promoter and	Poll	89166067	0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	89166067	89166067	100.0000	89166067	0	100.0000	0.0000	
	E-Voting	23541510	19737410	83.8409	19737410	0	100.0000	0.0000	
Public-	Poll		3804100	16.1591	3804100	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	23541510	23541510	100.0000	23541510	0	100.0000	0.0000	
	E-Voting		3231	55.8513	3121	110	96.5955	3.4045	
Public- Non	Poll	5785	2554	44.1487	2554	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	5785	5785	100.0000	5675	110	98.0985	1.9015	
	Total 112713362 112713362 100.0000 112713252 11						99.9999	0.0001	
					Whether resolution	is Pass or Not.	Y	es	
					Disclosure of n	otes on resolution	1 bbA	Votes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	2				



			Reso	olution (2)					
Resolution required: (Ordinary / Special)				Ordinary					
Whether p	promoter/promoter group are	interested in the age	nda/resolution?			No			
		Description of resolu	tion considered		To declare a Divid	end on equity share	es for FY 2018-19.		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		89166067	100.0000	89166067	0	100.0000	0.0000	
Promoter and	Poll	89166067	0	0.0000	0	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	89166067	89166067	100.0000	89166067	0	100.0000	0.0000	
	E-Voting	23541510	19737410	83.8409	19737410	0	100.0000	0.0000	
Public-	Poll		3804100	16.1591	3804100	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	23541510	23541510	100.0000	23541510	0	100.0000	0.0000	
	E-Voting		3231	55.8513	3221	10	99.6905	0.3095	
Public- Non	Poll	5785	2554	44.1487	2554	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	5785	5785	100.0000	5775	10	99.8271	0.1729	
	Total	112713362	112713362	100.0000	112713352	10	100.0000	0.0000	
					Whether resolution	is Pass or Not.	Y	es	
					Disclosure of r	notes on resolution	Add	Notes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	2				



			Reso	olution (3)					
Resolution required: (Ordinary / Special)				Ordinary					
Whether p	oromoter/promoter group are	interested in the age	nda/resolution?			No			
		Description of resolu	tion considered	To appoint a Direct	tor in place of Shri P being eligible, c	K Gera, IAS (DIN: 0 offers himself for re	360	res by rotation and	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	E-Voting		89166067	100.0000	89166067	0	100.0000	0.0000	
Promoter and	Poll	89166067	0	0.0000	О	0	0	0	
Promoter Group	Postal Ballot (if applicable)		0	0.0000	o	0	0	0	
	Total	89166067	89166067	100.0000	89166067	0	100.0000	0.0000	
	E-Voting	23541510	14479206	61.5050	13898698	580508	95.9907	4.0093	
Public-	Poll		3804100	16.1591	3804100	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	23541510	18283306	77.6641	17702798	580508	96.8249	3.1751	
	E-Voting		3231	55.8513	2964	267	91.7363	8.2637	
Public- Non	Poll	5785	2554	44.1487	2554	0	100.0000	0.0000	
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	Total	5785	5785	100.0000	5518	267	95.3846	4.6154	
	Total	112713362	107455158	95.3349	106874383	580775	99.4595	0.5405	
					Whether resolution	is Pass or Not.	Υ	es	
					Disclosure of n	otes on resolution	Addi	Votes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	2				



			Reso	olution (4)						
Resolution required: (Ordinary / Special)				Ordinary						
Whether p	oromoter/promoter group are			No						
		Description of resolu	tion considered	To appoint a Dire	ctor in place of CS V and being eligible	V Vachharajani (DI , offers himself for		retires by rotation		
Category	Category Mode of voting		No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting		89166067	100.0000	89166067	0	100.0000	0.0000		
Promoter and	Poll	89166067	0	0.0000	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	89166067	89166067	100.0000	89166067	0	100.0000	0.0000		
	E-Voting	23541510	19737410	83.8409	19174346	563064	97.1472	2.8528		
Public-	Poll		3804100	16.1591	3804100	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	23541510	23541510	100.0000	22978446	563064	97.6082	2.3918		
	E-Voting		3231	55.8513	2964	267	91.7363	8.2637		
Public- Non	Poll	5785	2554	44.1487	2554	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	5785	5785	100.0000	5518	267	95.3846	4.6154		
	Total	112713362	112713362	100.0000	112150031	563331	99.5002	0.4998		
					Whether resolution	is Pass or Not.	Υ	es		
					Disclosure of n	otes on resolution	Add I	Votes		

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group	0					
Public Insitutions	0					
Public - Non Insitutions	2					



			Resc	olution (5)				
	Res	Ordinary						
Whether p	oromoter/promoter group are	interested in the age	nda/resolution?			No		
		Description of resolu	tion considered	To approve remu	neration payable to	Smt. Vatsala Vasud Director:	eva, IAS, (DIN: 0701	17455), Managing
Category	Mode of voting	ing No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		89166067	100.0000	89166067	0	100.0000	0.0000
Promoter and	Poll	89166067	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	89166067	89166067	100.0000	89166067	0	100.0000	0.0000
	E-Voting	23541510	19737410	83.8409	19737410	0	100.0000	0.0000
Public-	Poll		3804100	16.1591	3804100	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	23541510	23541510	100.0000	23541510	0	100.0000	0.0000
	E-Voting		3231	55.8513	3064	167	94.8313	5.1687
Public- Non	Poll	5785	2554	44.1487	2554	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5785	5785	100.0000	5618	167	97.1132	2.8868
	Total	112713362	112713362	100.0000	112713195	167	99.9999	0.0001
					Whether resolution	is Pass or Not.	Y	es
					Disclosure of n	otes on resolution	Add	Votes

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	2				



			Reso	olution (6)				
	Res	olution required: (Ord	linary / Special)			Ordinary		
Whether p	oromoter/promoter group are	interested in the age	nda/resolution?			No		
		Description of resolu	tion considered		abhat Singh (DIN:030 nies Act, 2013 and			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		89166067	100.0000	89166067	0	100.0000	0.0000
Promoter and	Poll	89166067	0	0.0000	0	0	0	0
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	89166067	89166067	100.0000	89166067	0	100.0000	0.0000
	E-Voting		19737410	83.8409	19737410	0	100.0000	0.0000
Public-	Poll	23541510	3804100	16.1591	3804100	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	23541510	23541510	100.0000	23541510	0	100.0000	0.0000
	E-Voting		3231	55.8513	3121	110	96.5955	3.4045
Public- Non	Poll	5785	2554	44.1487	2554	0	100.0000	0.0000
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	5785	5785	100.0000	5675	110	98.0985	1.9015
	Total	112713362	112713362	100.0000	112713252	110	99.9999	0.0001
					Whether resolution	is Pass or Not.	Y	es
					Disclosure of r	otes on resolution	Add1	Votes

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	2				



			Reso	olution (7)						
	Res	Ordinary								
Whether p	oromoter/promoter group are	interested in the ager	nda/resolution?	Yes						
		Description of resolu	tion considered		To approve mater	ial Transactions wit	th Related Parties			
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting	89166067	5329906	5.9775	5329906	0	100.0000	0.0000		
Promoter and	Poll		0	0.0000	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	o	0	0	0		
	Total	89166067	5329906	5.9775	5329906	0	100.0000	0.0000		
	E-Voting	23541510	19737410	83.8409	19737410	0	100.0000	0.0000		
Public-	Poll		3804100	16.1591	3804100	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	23541510	23541510	100.0000	23541510	0	100.0000	0.0000		
	E-Voting		3231	55.8513	3121	110	96.5955	3.4045		
Public- Non	Poll	5785	2554	44.1487	2554	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	5785	5785	100.0000	5675	110	98.0985	1.9015		
	Total 112713362 2887		28877201	25.6200	28877091	110	99.9996	0.0004		
			Linna, cal		Whether resolution	is Pass or Not.	Y	es		
					Disclosure of n	otes on resolution	Add	Votes		

Details of Invalid Votes				
Category	No. of Votes			
Promoter and Promoter Group	60747181			
Public Insitutions	0			
Public - Non Insitutions	2			



			Res	olution (8)						
	Resol	ution required: (Ord	inary / Special)			Ordinary				
Whether pro	omoter/promoter group are in	terested in the agen	da/resolution?	No						
	D	Description of resolut	ion considered	To ratify the remu	uneration payable to	Cost Auditors for 31st March, 2020	the financial year 2	019-20 ending on		
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled		
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
	E-Voting	89166067	89166067	100.0000	89166067	0	100.0000	0.0000		
Promoter and	Poll		0	0.0000	0	0	0	0		
Promoter Group	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	89166067	89166067	100.0000	89166067	0	100.0000	0.0000		
	E-Voting	23541510	19737410	83.8409	19737410	0	100.0000	0.0000		
Public-	Poll		3804100	16.1591	3804100	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	0		
	Total	23541510	23541510	100.0000	23541510	0	100.0000	0.0000		
	E-Voting		3231	55.8513	3121	110	96.5955	3.4045		
Public- Non	Poll	5785	2554	44.1487	2554	0	100.0000	0.0000		
Institutions	Postal Ballot (if applicable)		0	0.0000	0	0	0	O		
	Total	5785	5785	100.0000	5675	110	98.0985	1.9015		
	Total 112713362 11		112713362	100.0000	112713252	110	99.9999	0.0001		
				V	Vhether resolution i	s Pass or Not.	Υ	es		
					Disclosure of n	otes on resolution	Add I	Notes		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group	0				
Public Insitutions	0				
Public - Non Insitutions	2				



512, 'Yashkamal', Sayajiganj, Vadodara - 390020.

SCRUTINIZER'S CONSOLIDATED REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management & Administration) Rules, 2014 as amended]

20th September, 2019

To, Shri Pankaj Joshi, IAS Chairman

Smt. Vatsala Vasudeva, IAS Managing Director

The 34th Annual General Meeting of the Shareholders of Gujarat Industries Power Company Limited held on Friday, the 20th September, 2019 at 12.00 noon at the Registered Office of the Company at P.O. Petrochemicals – 391346, dist. Vadodara, Gujarat.

Dear Sir.

- I, Vijay L Vyas, a Company Secretary in Practice, have been appointed as a Scrutinizer by the Board of Directors of Gujarat Industries Power Company Limited ('the Company') for the purpose of:
- Scrutinizing the E-voting process (Remote E-voting) under the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended ('the Rules'); and
- ii) Poll at the Annual General Meeting under the provisions of Section 109 of the Act read with Rule 21 of the Rules, on the resolutions contained in the Notice to the 34th Annual General Meeting ('AGM') of the members of the Company, held on Friday, 20th September, 2019 at 12.00 noon at the Registered Office of the Company at P.O. Petrochemicals 391346, dist. Vadodara, Gujarat.
- 2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by poll at the AGM] on the resolutions contained in the Notice to the 34th Annual General Meeting of the Members of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and Poll at the AGM) is restricted to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by CDSL, the depository authorised under the Rules and-



- engaged by the Company to provide e-voting facilities for voting through electronic means (i.e. by remote e-voting and Poll at the AGM).
- 3. The Company had availed the Remote E-Voting facility provided by M/s. Central Depository Service (India) Limited (CDSL) for conducting the Remote E-Voting by the shareholders of the Company. The Remote E-voting period commenced at 09.00 a.m. on Tuesday 17th September, 2019 and ended at 5.00 p.m. on Thursday 19th September, 2019. The Company had provided facilities of Remote E-Voting and Poll/Ballot process was also taken at the meeting for the members to exercise their right to vote.
- 4. I have issued separate Reports dated 20th September, 2019 as the Scrutinizer on the remote e-voting and on the poll through physical voting on the resolutions contained in the notice of AGM.
- 5. I submit herewith my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and Poll at the AGM as under:-

Ite m No.		Votes in Favour of the resolution		Votes ag resolutio	Invalid Votes	
	Subject & Type of Resolution	Nos.	% of total number of valid votes cast (Favour and Against)	Nos.	% of total number of valid votes cast in (Favour and Against)	Nos.
1:	TO CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT (INCLUDING CONSOLIDATED FINACIAL STATEMENT) FOR THE FINANCIAL YEAR ENDED 31 ST MARCH, 2019 AND THE REPORTS OF THE BOARD OF DIRECTORS AND THE AUDITORS THEREON (Ordinary Resolution)	112713252	100.00	110	0.00	300
2:	TO DECLARE A DIVIDEND ON THE EQUITY SHARES OF THE COMPANY. (Ordinary Resolution)	112713352	100.00	10	0.00	300
3:	TO APPOINT A DIRECTOR IN PLACE OF SHRI P K GERA, IAS, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT. (Ordinary Resolution)	106874383	99.46	580775	0.54	300

Practicing Company Secretary

4:	TO APPOINT A DIRECTOR IN PLACE OF CS V V VACHHARAJANI, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT. (Ordinary Resolution)	112150031	99.50	563331	0.50	300
5:	TO APPROVE REMUNERATION PAYABLE TO SMT. VATSALA VASUDEVA, IAS, MANAGING DIRECTOR. (Ordinary Resolution)	112713195	100.00	167	0.00	300
6:	TO APPOINT SHRI PRABHAT SINGH AS DIRECTOR, U/S 161 OF THE COMPANIES ACT, 2013. (Ordinary Resolution)	112713252	100.00	110	0.00	300
7:	TO APPROVE MATERIAL TRANSACTIONS WITH RELATED PARTIES. (Ordinary Resolution)	28877091	100.00	110	0.00	60747481
8:	TO RATIFY REMUNERATION PAYABLE TO COST AUDITORFOR THE FINANCIAL YEAR 2019-2020 ENDING ON 31 ST MARCH, 2020. (Ordinary Resolution)	112713252	100.00	110	0.00	300

THE INVALID VOTES ARE NOT CONSIDERED FOR THE PURPOSE OF CALCULATING THE PERCENTAGE.

The electronic data and all other relevant records relating to the voting are under my safe custody and will be handed over to Shri Udaykumar K Tanna, Company Secretary of the Company for preserving safely after the Chairman considers, approves and signs the minutes of the 34th Annual General Meeting.

Thanking You.

Yours faithfully,

CS VIJAY L VYAS

COMPANY SECRETARY IN PRACTICE

FCS-1602, C.O.P-13175

SCRUTINIZER

Place: Vadodara

Date: 20th September, 2019

Countersigned by:

FOR Gujarat Industries Power Company Limited

Smt. Vatsala Vasudeva, IAS

Managing Director

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