



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](mailto:csacshah@gipcl.com) Website : [www.gipcl.com](http://www.gipcl.com)  
**CIN – L99999GJ1985PLC007868**

SEC/REG.27/LODR:Q3-15-16/2016

15<sup>th</sup> January, 2016.

BSE Limited (Listing Dept.) Sir Phiroze Jeejeebhoy Towers, Dalal Street, Fort Mumbai – 400 001.	National Stock Exchange of India Ltd. Exchange Plaza, 5 <sup>th</sup> fl. Plot no. C/1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai – 400 051.
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Dear Sir,

Sub.: Quarterly Compliance Report – Corporate Governance - as per Regulation 27 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the Quarter ended on 31<sup>st</sup> December, 2015.

With reference to the above subject enclosed please find herewith the Quarterly Compliance Report as required in terms of Regulation 27 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 in respect of the Quarter ended on 31<sup>st</sup> December, 2015.

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**



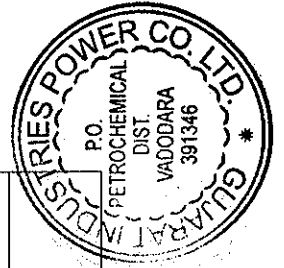
**GUJARAT INDUSTRIES POWER COMPANY LIMITED**

Regd. Office : P.O. Petrochemicals – 391 346, Dist. Vadodara (Gujarat)  
 Tel. No. 0265 –2230159, 2232768, 2232213, Fax No. 0265 2230473  
 Email : [csacshah@gipcl.com](mailto:csacshah@gipcl.com) Website : [www.gipcl.com](http://www.gipcl.com)  
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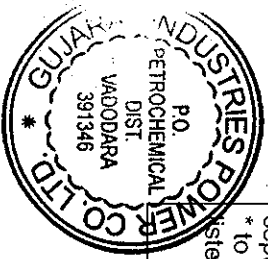
**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: **GUJARAT INDUSTRIES POWER COMPANY LIMITED** – BSE Scrip Code: 517300  
NSE Symbol: GIPCL EQ
2. Quarter ending : 31<sup>st</sup> December, 2015.

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* (Refer Regulation 25(1) of Listing Regulations)	No. of listed entities including this entity (Refer Regulation 26(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this entity (Refer Regulation 26(1) of Listing Regulations)	
Mr.	Lalnunmawia Chuaungo, IAS	& 00032867	Chairperson – Non Executive	07/04/2015	NA	04	-	-	
Prof.	Shekhar Chaudhuri	& 00052904	Independent	19/09/2015	15 Months	03	03	-	
Prof.	Kirankumar Manharlal Joshi	& 00501563	Independent	19/09/2015	15 Months	01	01	-	



*Signature*



Dr. Prafullakumar Das, IAS (Retd.)	& 00501499	Independent	19/09/2015	15 Months	01	-	02
Mr. Harshad Raghunathbhai Brahmbhatt	& 06360175	Non Executive	17/08/2012	NA	01	01	-
Ms. Shahmeena Syed Afzal Husain, IAS	& 03584560	Non Executive Nominee	20/09/2014	NA	01	-	-
Mr. Anand Mohan Tiwari, IAS	& 2986260	Non Executive - Nominee	27/09/2014	NA	02	02	-
Mr. Sanjeev Kumar, IAS	& 03600655	Non Executive	15/11/2014	NA	02	-	-
Dr. Ajay Narottam Shah	& 01141239	Independent	19/09/2015	3 months	02	-	-
Mr. Satyanarayan Banwarial Dangayach	& 01572754	Independent	19/09/2015	3 months	03	-	-
Dr. Babulal Prajapati	& 01431661	Independent	19/09/2015	3 months	01	-	-
Mr. Narendra Nath Misra	& 0575501	Independent	13/10/2015	2 months	01	-	-
Mr. Ashok Kumar	& 07317803	Nominee - Non Executive	20/10/2015	NA	01	01	-
Mrs. Sonal Mishra, IAS	& 03461909	Managing Director - Executive	27/04/2015	NA	02	01	-

\*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.

*DPW*

II. Composition of Committees		Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) s
1.	Audit Committee	Dr. P K Das, IAS (Retd.) Prof. Shekhar Chaudhuri Prof. K M Joshi Ashok Kumar	Independent Director - Chairman of the Committee Independent Director Independent Director Nominee	
2.	Nomination & Remuneration Committee	Dr. P K Das, IAS (Retd.) Prof. K M Joshi Ms. Shahmeena Husain, IAS Sonal Mishra, IAS	Independent Director - Chairman of the Committee Independent Director Non Executive Director Executive Director	
3.	Risk Management Committee (if applicable)	NA		
4.	Stakeholders Relationship Committee	Dr. P K Das, IAS (Retd.) Prof. K M Joshi H R Brahmhatt Sonal Mishra, IAS	Independent Director - Chairman of the Committee Independent Director Non Executive Director Executive Director	

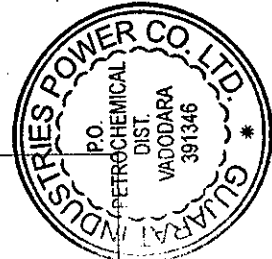
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

### 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)
14/08/2015 19/09/2015	03/11/2015 31/12/2015	56 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*
Audit Committee 03/11/2015	Yes.	14/08/2015	79 days
Nomination & Remuneration Committee 03/11/2015	Yes.	14/08/2015	79 days
Stakeholders' Relationship Committee 03/11/2015	Yes.	14/08/2015	79 days



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

V. Related Party Transactions		Compliance status (Yes/No/NA) <sup>[refer note below]</sup>
Whether prior approval of audit committee obtained	NA	
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES.	

**Note:**

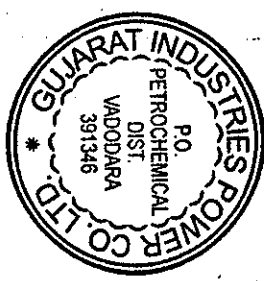
- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders' Relationship Committee
  - d. Risk Management Committee (applicable to the top 100 listed entities)
3. The Committee members will be made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the forthcoming Board Meeting.
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.
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 03/11/2015.  
Any comments/observations/advice of Board of Directors may be mentioned here: NIL.

*[Signature]*

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



**Note:**

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.