GUJARAT INDUSTRIES POWER COMPANY LTD.

Regd. Office: P.O. Ranoli – 391 350, Dist. Vadodara, Gujarat – INDIA
CIN: L99999GJ1985PLC00786

SEC/REG.30LODR/PBN/2026: 12th November, 2026

The General Manager Corporate Relations Department **BSE Ltd.** 1st Floor, New Trading Ring Sir Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai: 400 001.	The General Manager Listing Department **National Stock Exchange of India Ltd.** "Exchange Plaza", C-I, Block 'G', Bandra-Kurla Complex, Bandra (East) Mumbai: 400 051.
Scrip Code: 517300	**Scrip Symbol: GIPCL**

Ref.: Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Sub.: Intimation regarding Notice of Postal Ballot.

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Postal Ballot Notice dated 05th November, 2026, along with explanatory statement which is being disseminated to the shareholders of the Company for seeking approval in relation to following resolution:

SR. NO.	BRIEF DETAILS OF RESOLUTION	SPECIAL / ORDINARY RESOLUTION
1.	TO APPOINT DR. RAJENDER KUMAR, IAS (DIN: 07161855), AS A DIRECTOR (NOMINEE OF GUJARAT STATE FERTILIZERS AND CHEMICALS LIMITED) ON THE BOARD OF DIRECTORS OF THE COMPANY.	ORDINARY RESOLUTION

In accordance with the applicable laws and circulars issued by Ministry of Corporate Affairs, the said notice is being sent electronically to all the members whose names appear in the Register of Members / list of Beneficial Owners and whose email id is registered with depositories / depository participants as on Friday, 06th November, 2026 ("Cut - Off Date").

The Company has engaged the services of Central Depository Services (India) Limited ("CDSL"), to provide e-voting facility. The Remote E-voting facility will be available during the following period:

Commencement of Voting	Tuesday, 17th November, 2026
End of Voting	Wednesday, 16th December, 2026

(P.T.O)

GUJARAT INDUSTRIES POWER COMPANY LTD.

Postal Ballot Notice is uploaded on the website of the Company, viz., www.gipcl.com and website of CDSL (agency for providing the e-Voting facility) i.e. www.cdslindia.com and can also be accessed from the websites of the Stock Exchanges viz. www.bseindia.com and www.nseindia.com.

Kindly take the above on records.

Thanking you,
Yours faithfully,
For **Gujarat Industries Power Company Limited**

Shalin Mukesh Patel
Digitally signed by Shalin Mukesh Patel
Date: 2026.11.12 13:56:57 +05'30'

CS Shalin Patel
Company Secretary and Compliance Officer
Encl.: as above

GUJARAT INDUSTRIES POWER CO. LTD. PO. RANOLI VADODARA

GUJARAT INDUSTRIES POWER COMPANY LIMITED
VADODARA.

NOTICE OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013, read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014

REMOTE E-VOTING STARTS ON	REMOTE E- VOTING ENDS ON
Tuesday, the 17th November, 2026	Wednesday, the 16th December, 2026

Dear Shareholder(s),

NOTICE IS HEREBY GIVEN pursuant to Section 108 and Section 110 and other applicable provisions, if any, of the Companies Act, 2013, (the "**Act**"), read together with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**"), Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "**SEBI Listing Regulations**"), Secretarial Standards issued by the Institute of Company Secretaries of India on General Meeting ("SS-2") and the relaxations and clarifications issued by Ministry of Corporate Affairs ('MCA') vide General Circular No. No.14/2020 dated April 8, 2020 and No.17/2020 dated April 13, 2020 and other relevant circulars, including No.22/2020 dated June 15, 2020; No. 33/2020 dated September 28, 2020; No.39/2020 dated December 31, 2020, No.10/2021 dated June 23, 2021, No.20/2021 dated December 8, 2021, No.3/2022 dated May 5, 2022, No. 11/2022 dated December 28, 2022, No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 and read with other relevant circulars including General Circular No. 03/ 2025 dated September 22, 2025 and subsequent circulars issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred to as the "**MCA Circulars**") and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time) for seeking approval of the Shareholders of Gujarat Industries Power Company Limited (the "**Company**") for the business set out hereunder through Postal Ballot by remote e-voting ("**Postal Ballot/ e-Voting**").

The Company is desirous of seeking your consent for the proposal as contained in the Resolution given hereinafter.

You are requested to peruse the proposed resolution along with the Explanatory Statement and thereafter record your assent or dissent by means of remote e-voting facility provided by the Company not later than 5:00 p.m. IST on 16th December, 2026 failing which it will be strictly considered that no reply has been received from the member. Members desiring to exercise their votes are requested to carefully read the instructions in the Notes under the section "Instructions for voting through e-voting".

The Board of Directors of the Company (the "**Board**") has appointed CS Shailja Pandya, (Membership No. A37665, C.P. No. 14206), Practising Company Secretary, as Scrutinizer for scrutinizing the Postal Ballot only through e- Voting process in a fair and transparent manner.

In compliance with the Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules and the MCA Circulars, the Company is pleased to offer remote e-voting facility to all its members to cast their votes electronically. In terms of MCA Circulars, voting can be done only by remote e-voting. Hence, hard copy of the Postal Ballot Notice along with postal ballot forms and pre-paid business envelope is not being sent to the Members. The instructions for remote e-voting are appended to this Notice. The Notice is also available on the website of the Company www.gipcl.com.

In accordance with the provisions of the MCA Circulars, the Company has made arrangement for the shareholders to register their e-mail addresses. Therefore, those shareholders who have not yet registered their e-mail addresses are requested to register the same by following the procedure set out in the notes to this Postal Ballot Notice.

Pursuant to Section 108 of the Act read with Rule 20 of the Rules and Regulation 44 of the SEBI Listing Regulations, the Company has engaged Central Depository Services (India) Limited (CDSL), Registrar and Transfer Agents of the Company ("MUFG Intime India Private Limited (formerly known as "Link Intime India Private Limited)" or "RTA"), as the agency to provide e-Voting facility for its Shareholders.

The remote E-voting facility is available at the link: www.cdslevoting.com and commences from Tuesday, the 17th November, 2026 at 09:00 a.m. and concludes on Wednesday, the 16th December, 2026 at 05:00 p.m. E-Voting module shall be disabled by CDSL for voting thereafter. Shareholders desiring to exercise their votes are requested to carefully read the "Information and Instructions relating to e- Voting" provided in the Notes to this Notice.

The Board of Directors of the Company now proposes to obtain the consent of the Members by way of Postal Ballot for the matters as considered in the Ordinary Resolution ('**Resolution**') appended below in accordance with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014. The Explanatory Statement pursuant to Section 102, 110 and other applicable provisions, if any, of the Act pertaining to the said Resolution setting out material facts and the reasons for the Resolution are also annexed.

The Scrutinizer will submit her report to the Managing Director or Company Secretary of the Company after completion of scrutiny of the e-voting. The results of voting shall be declared within Two (02) working days from the conclusion of e-voting process and will be displayed along with the Scrutinizer's Report at the Registered Office of the Company, communicated to the Stock Exchanges (BSE Limited and National Stock Exchange of India Limited) and would also be uploaded on the Company's website: www.gipcl.com and on the website of RTA.

SPECIAL BUSINESS:

1. **TO APPOINT DR. RAJENDER KUMAR, IAS (DIN: 07161855), AS A DIRECTOR (NOMINEE OF GUJARAT STATE FERTILIZERS & CHEMICALS LIMITED) ON THE BOARD OF DIRECTORS OF THE COMPANY.**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and 161 of the Companies Act, 2013 (the Act) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (the Rules) and any other applicable provisions of the Act and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Article 93 of the Articles of Association of the Company (AoA) and as recommended by the Nomination and Remuneration Committee of Directors vide circular resolution no. NRC/2026-27/02 and the Board of Directors at its meeting held on 19/09/2026, Dr. Rajender Kumar, IAS (DIN: 07161855), who was appointed as an Additional Director, Nominee of Gujarat State Fertilizers & chemicals Limited w.e.f. 19/09/2026 and who is eligible for appointment and in respect of whom, the Company has received a notice in writing along with requisite deposit from a Member pursuant to Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as a Nominee Director of Government of Gujarat on the Board of the Company and shall be liable to retire by rotation."

By order of the Board of Directors
For **GUJARAT INDUSTRIES POWER COMPANY LIMITED**

Sd/-
SHALIN PATEL
COMPANY SECRETARY
(Membership No. – A22687)
Gujarat Industries Power Company Limited
Registered Office:
P.O. Ranoli - 391 350, Dist. Vadodara, Gujarat – India.
CIN: L99999GJ1985PLC007868
Website: www.gipcl.com **Email:** cs@gipcl.com
Date: 05/11/2026

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") in respect of the Special Businesses to be transacted by the Postal Ballot, and statement of additional information as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and as per Secretarial Standard – 2 on General Meetings issued by The Institute of Company Secretaries of India ("ICSI") is annexed and forms an integral part of the Notice.

2. In compliance with the MCA Circulars, the Notice of the Postal Ballot is being sent by electronic mode only to those members whose names appears in the Register of Members / List of Beneficial Owners maintained by the Company or its Registrar and Transfer Agent i.e. MUFG Intime India Private Limited ('RTA') or Depositories as at close of business hours on Friday, the 6th November, 2026 (the 'Cut-off date') and whose e-mail IDs are registered with the Company or its RTA or with the Depository Participants (DPs) as on the Cut-off date. As per the MCA Circulars, physical copies of the Notice, postal ballot forms and pre-paid business reply envelopes are not being sent to members for this Postal Ballot. Members are requested to provide their assent or dissent through remote e-voting only.

3. Members may note that this Notice will also be available on Company's website www.gipcl.com, Stock Exchanges' website (www.bseindia.com and www.nseindia.com) and on the website of Service Provider i.e. NSDL (www.evoting.nsdl.com) in compliance with the relevant Circulars.

4. In case of Member(s) who have not registered their e-mail IDs, are requested to please follow instructions to register their e-mail IDs for obtaining notice of postal ballot and login details of e-voting.

5. In accordance with the MCA & SEBI Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) by submitting duly signed Investor Service Request Form ISR-1 along with supporting documents to **MUFG Intime India Private Limited** at vadodara@in.mpms.mufg.com, if the shares are held in physical form. The said form is available on RTA's website i.e. https://in.mpms.mufg.com/background.html .

6. Members whose names appears in the Register of Members/ List of Beneficial Owners as on the cut-off date i.e. Friday 6th November, 2026 are eligible to vote on the resolution set forth in this Notice. A person who is not a member as on the cut-off date should treat this notice for information purpose only.

7. INSTRUCTIONS FOR REMOTE E-VOTING

PROCEDURE FOR 'E-VOTING':

CDSL e-Voting System - For Remote e-voting

1. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020 read with relevant circular dated September 19, 2024, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member is available using remote e-voting only.

2. In line with the Ministry of Corporate Affairs (MCA) Circular No. 03/2025 dated September 22, 2025, the Postal Ballot Notice has been uploaded on the website of the Company at www.gipcl.com. The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The Postal Ballot Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the period of Postal Ballot) i.e. www.evotingindia.com.

THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period begins on Tuesday, the 17th November, 2026 and ends on Wednesday, the 16th December, 2026 at 05:00 p.m. (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of Friday, the 6th November, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09/12/2020,** under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolution. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

TYPE OF SHAREHOLDERS	LOGIN METHOD
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service

TYPE OF SHAREHOLDERS	LOGIN METHOD
	provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID / Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at: 022-4886 7000 and 022-2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
   - **a.** For CDSL: 16 digits beneficiary ID,
   - **b.** For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   - **c.** Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

FOR PHYSICAL SHAREHOLDERS AND OTHER THAN INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT.	
PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(vi) After entering these details appropriately, click on "SUBMIT" tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolution of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolution contained in this Notice.

(ix) Click on the **EVSN 261106001** for the relevant Gujarat Industries Power Company Limited on which you choose to vote.

(x) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option "YES" implies that you assent to the Resolution and option "NO" implies that you dissent to the Resolution.

(xi) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the

Company at the email address viz; investors@gipcl.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL / MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the Share Certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/ RTA email ID.

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting.

If you have any queries or issues regarding e- Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free No. 1800 22 55 33.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25 Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free No. 1800 22 55 33.

Contact Details:

Company	Gujarat Industries Power Company Limited Regd. Office: P.O. Ranoli -391 350, District: Vadodara, Gujarat, India. Tel. No. 0265 -2232768 Fax No. 0265- 2230029 Email ID: investors@gipcl.com
Registrar and Transfer Agent (RTA)	MUFG Intime India Private Limited Geetakunj,1, Bhakti Nagar Society, Behind ABS tower, Old Padra Road, Vadodara – 390015. Phone: 0265 - 3566 768 Email: vadodara@linkintime.co.in
E-voting Agency	Central Depository Services (India) Limited
E-mail ID	helpdesk.evoting@cdslindia.com

EXPLANATORY STATEMENT

PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013 & RULES FRAMED THEREUNDER

In conformity with the provisions of section 102 of the Companies Act, 2013, Secretarial Standard-2, and statement of additional information as required under applicable Rules and regulations, the following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the Notice and should be taken as forming part of the Notice

Item No. 1

Pursuant to the provisions of Section 149, 152 and 161 of the Companies Act, 2013 (the Act), the Companies (Appointment and Qualification of Directors) Rules, 2014 (the Rules) and any other applicable provisions of the Act and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Article 93 of the Articles of Association of the Company (AoA) as recommended by the Nomination and Remuneration Committee of Directors vide Circular Resolution no. NRC/2026-27/02 and the Board of Directors at its Meetings held on 19th September, 2026 has appointed Dr. Rajender Kumar, IAS (DIN: 07161855) as an Additional Director of the Company, Nominee of Gujarat State Fertilizers & Chemicals Limited with effect from 19/09/2026.

The Company has received requisite Notice pursuant to the provisions of Section 160 of the Companies Act, 2013 (the Act), from a Member proposing appointment of Dr. Rajender Kumar, IAS (DIN: 07161855) as a Director of the Company and he shall be liable to retire by rotation.

Dr. Rajender Kumar, IAS (DIN: 07161855) is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. He is not related to any of the Directors of the Company and he is not debarred from holding the office of Director by virtue of any SEBI order or any other such authority. The Company has also received consent to act as a Director (DIR-2) and Declaration of Directorships in other Companies (DIR-8) from Dr. Rajender Kumar, IAS (DIN: 07161855). The Company has also received a Declaration from him confirming that he meets with the criteria as prescribed under Rule 6(1) & (2) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

In the opinion of the Board, Dr. Rajender Kumar, IAS (DIN: 07161855) fulfils the conditions for appointment as a Director and possess appropriate skills, experience and knowledge.

Brief resume of Dr. Rajender Kumar, IAS (DIN: 07161855) is annexed to this Notice as Annexure I.

The above statements may also be regarded as disclosure under Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Your Directors recommend the Resolution at Item No. 01 as an Ordinary Resolution.

None of the Directors / Key Managerial Personnel of the Company and their relatives, except Dr. Rajender Kumar, IAS (DIN: 07161855) is/are, in any way, concerned or interested, financially or otherwise, in the aforesaid Resolution No. 01 of the Notice.

ANNEXURE I

DETAILS OF DIRECTORS SEEKING APPOINTMENT, AS REQUIRED UNDER REGULATION 36 OF THE SEBI (LODR) REGULATIONS, 2015:

NAME OF THE DIRECTOR	**DR. RAJENDER KUMAR, IAS**
DIN	07161855
DATE OF BIRTH	18/02/1978
DATE OF APPOINTMENT	19/09/2026
QUALIFICATIONS	- IAS Officer of 2004 batch - B.A.M.S. in Ayurvedic
NATURE OF EXPERTISE / EXPERIENCE	Dr. Rajender Kumar is a 2004-batch officer of the Indian Administrative Service (IAS), belonging to the Gujarat Cadre. He holds a B.A.M.S. in Ayurvedic. He has over two decades of experience in public administration, public policy and development economics across leading national and international institutions. He has served as District Development Officer for Bharuch and Ahmedabad districts, and as Collector & District Magistrate of Rajkot and Surat. During his district assignments, he played a key role in strengthening public service delivery, improving education quality and health outcomes, upgrading rural sanitation, maintaining law and order, and advancing disaster management and mitigation systems. From 2016 to 2021, he worked at the policy formulation and strategic leadership levels in the Government of India. As Director to the Prime Minister of India (PMO), he has worked on the evolution of strategic thinking, policy formulation and policy implementation on key flagship schemes and programs such as Swachh Bharat Mission, AMRUT Mission, Smart Cities Mission, Housing for all under PMAY, Mission Indra-Dhanush, Health for all-Ayushman Bharat & PMJAY scheme, National Digital Health Mission etc. He has worked very closely on the Formulation of National Education Policy 2020. During the Covid-19 pandemic, he served as the sectoral officer in-charge of health in the PMO and acted as a central co-ordinating authority across Ministries, Departments, and State Governments. He convened two national Empowered Groups—Medical Management and Logistics—and was deeply involved in India's pandemic response strategy and in shaping India's vaccine strategy including the Vaccine Maitri global outreach programme.

NAME OF THE DIRECTOR	DR. RAJENDER KUMAR, IAS
	From 2021 to 2024, Dr. Kumar served on the Board of the World Bank as an Advisor to the Executive Director for India, Bangladesh, Bhutan, and Sri Lanka, and as Council Member of the Global Environment Facility (GEF), representing India and neighbouring countries. He represented India at several key global institutions and forums including IBRD, IDA, IFC, MIGA, the G-24, the GEF Council, the Global Biodiversity Fund negotiations in Brasilia, the GEF Assembly in Vancouver, and the IDA Mid-Term Review in Zanzibar. In July 2024, Dr. Kumar was appointed as Secretary to the Government of Gujarat, heading the Departments of Tourism, Civil Aviation, and the Pavitra Yatradham Vikas Board. Since January, 2026, he is posted as Commissioner of Transport, Government of Gujarat and holding charge of MD, GSFC.
NAMES OF LISTED ENTITIES IN WHICH DIRECTORSHIP IS HELD	1. Gujarat State Fertilizers & Chemicals Limited 2. Gujarat Narmada Valley Fertilizers & Chemicals Limited
NAMES OF LISTED ENTITIES FROM WHICH RESIGNED IN THE PAST THREE YEARS	-
NAMES OF LISTED ENTITIES IN WHICH MEMBERSHIP OF COMMITTEES OF THE BOARD IS HELD	1. Gujarat State Fertilizers and Chemicals Limited 2. Gujarat Narmada Valley Fertilizers and Chemicals Limited
NO. OF SHARE HELD	NIL
NO. OF BOARD MEETING ATTENDED	NONE
RELATIONSHIP WITH OTHER DIRECTORS/KMP	NA

By order of the Board of Directors
For **GUJARAT INDUSTRIES POWER COMPANY LIMITED**

Sd/-
SHALIN PATEL
COMPANY SECRETARY
(Membership No. – A22687)
Gujarat Industries Power Company Limited
Registered Office:
P.O. Ranoli - 391 350, Dist. Vadodara, Gujarat – India.
CIN: L99999GJ1985PLC007868
Website: www.gipcl.com **Email:** cs@gipcl.com
Date: 05/11/2026