



GUJARAT GAS

GGL/SEC/203/2016

13th April, 2016

<p>E-mail:info@aselindia.com Fax: 079-2630 8877 Ahmedabad Stock Exchange Limited, Kamdhenu Complex,Nr. Panjara Pole, Ambawadi,Ahmedabad – 380 015</p>	<p>E-Mail:secretarial@vselindia.com Fax No. – (0265) 2361 452 Vadodara Stock Exchange Limited, 3rd Floor, Fortune Towers, Sayajigunj,Vadodara</p>
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Kind Attn.: Manager Listing /Market Operations.

Sub: Corporate Governance Report under Regulation 27 (2) of Listing Obligation Disclosure Requirements Regulations 2015 for the quarter and year ended on 31/3/2016

Dear Sir,

Please find enclosed Corporate Governance Report under Regulation 27 (2) of Listing Obligation Disclosure Requirements Regulations 2015 for the quarter and year ended on 31/3/2016 along with acknowledgement received from BSE Limited.

You are requested to take the above on your record.

Thanking you,

Yours faithfully,
For Gujarat Gas Limited

Rajeshwari Sharma
Company Secretary

General information about company	
Scrip code	539336
Name of the entity	Gujarat Gas Limited
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Not Applicable

Annexure I													
Annexure I to be submitted by listed entity on quarterly basis													
I. Composition of Board of Directors													
Disclosure of notes on composition of board of directors explanatory													
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr	G.R. Aloria, IAS	ABEPA6965H	02913711	Non-Executive - Non Independent Director	Chairperson		28-12-2015			0	0	0
2	Mr	Atanu Chakraborty, IAS	ACZPC1364N	01469375	Non-Executive - Non Independent Director	Not Applicable		28-12-2015			0	4	1
3	Mr	L. Chuaungo, IAS	ADQPC0768G	00032867	Non-Executive - Non Independent Director	Not Applicable		28-12-2015			0	2	0
4	Mr	Sanjeev Kumar, IAS	AHGPK7053C	03600655	Non-Executive - Non Independent Director	Not Applicable		28-12-2015			0	0	0
5	Mr	Mukesh Kumar, IAS	AJMPK3764C	06811311	Non-Executive - Non Independent Director	Not Applicable		28-12-2015			0	0	0
6	Mr	K.D. Chatterjee	ACWPC4840L	00421999	Non-Executive - Independent Director	Not Applicable		21-04-2015		11	1	1	0
7	Mr	Jal Patel	ABTPP3714E	00065021	Non-Executive - Independent Director	Not Applicable		21-04-2015		11	5	3	3
8	Mr	Pradip Khandwalla	AEIPK3801R	00064643	Non-Executive - Independent Director	Not Applicable		21-04-2015		11	1	2	0
9	Mr	Ajit Kapadia	ACGPK8812J	00065081	Non-Executive - Independent Director	Not Applicable		21-04-2015		11	3	3	1
10	Ms	Manjula Shroff	AAFPD2390B	00297159	Non-Executive - Independent Director	Not Applicable		21-04-2015		11	2	0	0

Annexure 1					
II. Composition of Committees					
Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Corporate Social Responsibility Committee	Mr. L. Chuaungo, IAS	Non-Executive - Non Independent Director	Chairperson	
2	Corporate Social Responsibility Committee	Mr. Atanu Chakraborty, IAS	Non-Executive - Non Independent Director	Member	
3	Corporate Social Responsibility Committee	Mr. Mukesh Kumar, IAS	Non-Executive - Non Independent Director	Member	
4	Corporate Social Responsibility Committee	Prof. Pradip Khandwalla	Non-Executive - Independent Director	Member	
5	Corporate Social Responsibility Committee	Ms. Manjula Shroff	Non-Executive - Independent Director	Member	
6	Audit Committee	Mr. Jal Patel	Non-Executive - Independent Director	Chairperson	
7	Audit Committee	Mr. Atanu Chakraborty, IAS	Non-Executive - Non Independent Director	Member	
8	Audit Committee	Mr. Sanjeev Kumar, IAS	Non-Executive - Non Independent Director	Member	
9	Audit Committee	Prof. Pradip Khandwalla	Non-Executive - Independent Director	Member	
10	Audit Committee	Mr. K.D. Chatterjee	Non-Executive - Independent Director	Member	
11	Nomination and remuneration committee	Mr. Ajit Kapadia	Non-Executive - Independent Director	Chairperson	
12	Nomination and remuneration committee	Mr. Atanu Chakraborty, IAS	Non-Executive - Non Independent Director	Member	
13	Nomination and remuneration committee	Mr. Mukesh Kumar, IAS	Non-Executive - Non Independent Director	Member	
14	Nomination and remuneration committee	Mr. Jal Patel	Non-Executive - Independent Director	Member	
15	Nomination and remuneration committee	Prof. Pradip Khandwalla	Non-Executive - Independent Director	Member	
16	Stakeholders Relationship Committee	Mr. Ajit Kapadia	Non-Executive - Independent Director	Chairperson	
17	Stakeholders Relationship Committee	Mr. Mukesh Kumar, IAS	Non-Executive - Non Independent Director	Member	
18	Stakeholders Relationship Committee	Mr. Sanjeev Kumar, IAS	Non-Executive - Non Independent Director	Member	
19	Stakeholders Relationship Committee	Ms. Manjula Shroff	Non-Executive - Independent Director	Member	
20	Stakeholders Relationship Committee	Mr. Jal Patel	Non-Executive - Independent Director	Member	

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	05-11-2015		
2		08-02-2016	94
3		30-03-2016	50

Annexure 1						
IV. Meeting of Committees						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)
1	Audit Committee	08-02-2016	Yes	3	05-11-2015	94
2	Audit Committee	30-03-2016	Yes	4	05-11-2015	50

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Text Block	
Textual Information(1)	The report for previous Quarter had been placed before the Board of Directors and this report will be placed before Board of Directors.

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.gujaratgas.com
2	Terms and conditions of appointment of independent directors	Yes		www.gujaratgas.com
3	Composition of various committees of board of directors	Yes		www.gujaratgas.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.gujaratgas.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.gujaratgas.com
6	Criteria of making payments to non-executive directors	Yes		www.gujaratgas.com
7	Policy on dealing with related party transactions	Yes		www.gujaratgas.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.gujaratgas.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.gujaratgas.com
11	email address for grievance redressal and other relevant details	Yes		www.gujaratgas.com
12	Financial results	Yes		www.gujaratgas.com
13	Shareholding pattern	Yes		www.gujaratgas.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	Yes		www.gujaratgas.com

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	No	The Certificate of Compliance to be furnished by the In-charge CEO and CFO will be placed before the Audit Committee at its meeting to be held for review of Annual Financial Statements for FY 2015-16.
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26 (5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
III. Affirmations		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA

Signatory Details	
Name of signatory	Mrs. Rajeshwari Sharma
Designation of person	Company Secretary
Place	Ahmedabad
Date	13-04-2016

BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 1304201604431227	Date & Time	: 13/04/2016 04:43:33 PM
Scrip Code	: 539336		
Entity Name	: Gujarat Gas Limited		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/03/2016		
Mode	: E-Filing		