



GUJARAT POLY ELECTRONICS LIMITED

34th ANNUAL REPORT

2022-2023



GUJARAT POLY ELECTRONICS LIMITED

CIN: L21308GJ1989PLC012743

THIRTY FOURTH ANNUAL REPORT 2022-2023

ANNUAL GENERAL MEETING

Date: 23rd August, 2023

Time: 11:00 A.M.

Day: Wednesday

To be convened through VC / OAVM

BOARD OF DIRECTORS

Mr. T. R. Kilachand	(Executive Chairman)	(DIN: 00006659)
Mr. P. T. Kilachand	(Non-Executive Director)	(DIN: 00005516)
Mr. A. H. Mehta	(Managing Director)	(DIN: 00005523)
Mr. C. K. Khushaldas	(Independent Director)	(DIN: 00260818)
Ms. S. A. Jhaveri	(Independent Director)	(DIN: 00029474)
Mr. R. P. Vahi	(Independent Director)	(DIN: 00033940)
*Ms. L. Katdare	(GIIC Nominee Director)	(DIN: 08914188)
*Resigned w.e.f. 3rd May, 2023		

COMPANY SECRETARY & COMPLIANCE OFFICER

Ms. Nivedita Nambiar

CHIEF FINANCIAL OFFICER

Mr. H. H. Jani

STATUTORY AUDITOR

M/s. Mahendra N. Shah & Co.
(Chartered Accountants)

REGISTRAR & TRANSFER AGENTS

M/s. Link Intime India Pvt. Ltd.,
C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg,
Vikhroli (W), Mumbai 400 083.
Tel: 022 4918 6000
Email: rnt.helpdesk@linkintime.co.in
Website: www.linkintime.co.in

REGISTERED OFFICE AND WORKS

B-18, Gandhinagar Electronic Estate,
Gandhinagar 382 024, Gujarat.
Tel: 7935333658
Email: gpel@kilachand.com
Website: www.gpelindia.in

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NOTICE

Notice is hereby given that the **Thirty Fourth (34th) Annual General Meeting of the Members of Gujarat Poly Electronics Limited** will be held on **Wednesday, 23rd August, 2023 at 11:00 A.M. through Video Conferencing (VC)/Other Audiovisual Means (OAVM), to transact the following business:**

ORDINARY BUSINESS(ES):

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended 31st March, 2023, including the Audited Balance Sheet as at 31st March, 2023, the Statement of Profit & Loss and Cash Flow Statement, for the year ended on that date and reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Parthiv T. Kilachand, (DIN 00005516), who retires by rotation, and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS(ES):

3. **Re-appointment of Mr. Atul H. Mehta as a Managing Director of Company for a period of 3 (three) years.**

To consider and, if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution**:

"RESOLVED THAT in supersession of the resolutions passed by the members of the Company at the Annual General Meeting held on 31st August, 2020 and pursuant to the provisions of Sections 196, 197, 203 and Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including, any statutory amendment, modification or re-enactment thereof, approval of shareholders of the Company be and is hereby accorded to re-appoint Mr. Atul H. Mehta (DIN: 00005523), as Managing Director of the Company entrusted with substantial powers of the Management, for a period of 3 years from 5th June, 2023 upon the terms and conditions including remuneration as set out in the explanatory statement annexed to the Notice convening this Meeting, with liberty to the Board of Directors (hereinafter referred to as "the Board" which term shall be deemed to include the Committee of the Board) to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Mr. Atul H. Mehta subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof."

"RESOLVED FURTHER THAT in the event of any loss, absence or inadequacy of profits in any financial year, during the term of office of Mr. Atul H. Mehta, the remuneration payable to him by way of salary, allowances, and perquisites shall not exceed the limits prescribed under the Companies Act, 2013, read with Schedule V or any amendment, modification, variation or reenactment thereof."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

4. **Re-appointment of Mr. Rajan P. Vahi as a Non-Executive Independent Director of Company for his second term of 5 (five) years.**

To consider and if thought fit, to pass with or without modification/s, the following resolution as a **Special Resolution**:

"RESOLVED THAT in accordance with the provisions of Sections 149, 150, 152 and other applicable provisions of the Companies Act, 2013 ('the Act') and the Rules made thereunder read with Schedule IV of the Companies Act, 2013, and Regulation 16(b) and 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment thereof for the time being in force), and based on recommendation of the Nomination and Remuneration Committee and that of Board of the Company, Mr. Rajan P. Vahi (DIN: 00033940) has given his consent for re-appointment as an Independent Director of the Company and who has submitted a declaration that he meets the criteria of independence as provided in the Act and Listing Regulations and who is eligible for re-appointment, be and is hereby re-appointed as an Non-Executive Independent Director of the Company for his second term of five years w.e.f. 24th January, 2024 upto 23rd January, 2029 not liable to retire by rotation."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid resolution."

5. **Approve payment of remuneration to Directors other than Executive Directors of Company by way of Commission.**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 197, 198 and all other applicable provisions, if any of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force) and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to availability of profits at the end of each financial year, the consent, authority and approval of the members be and is hereby accorded for payment of commission to the Directors of the Company (other than Executive Directors) for a period of 3 (three) years for each financial years 2022-23, 2023-24 and 2024-25, an amount not exceeding 1% (one percent) of the net profits of the Company computed in accordance with the provisions of Section 198 of the Act, to be divided amongst the Directors aforesaid in such amounts or proportions and in such manner as the Board of Directors (hereinafter referred as the “Board”) of the Company may from time to time determine and in default of such determination equally and further that the above remuneration shall be in addition to the sitting fees payable to such Directors for attending meetings of the Board and/ or Committee(s) thereof or for any other purpose, whatsoever, as may be decided by the Board and reimbursement of expenses for participation in the Board and/or Committee meetings.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Registered Office:

Plot No. B-18, Gandhinagar Electronic Estate,
Gandhinagar 382 024, Gujarat.

CIN: L21308GJ1989PLC012743

Tel: 7935333658

Email Id: gpel@kilachand.com

Website: www.gpelindia.in

By Order of the Board of Directors
For **Gujarat Poly Electronics Limited**

Nivedita Nambiar
Company Secretary & Compliance Officer
FCS No: 8479

Date: 10th May, 2023

Place: Mumbai

**NOTES:**

- a) An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 relating to Special Business under Item Nos. 3, 4 and 5 to be transacted at the meeting, is annexed hereto.
- b) Pursuant to the General Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020 followed by Circular No. 20/2020 dated May 05, 2020, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2021 dated January 13, 2021, Circular No. 02/2022 dated May 5, 2022 and latest being Circular No. 10/2022 dated 28th December, 2022 (collectively referred as MCA Circulars) the Company is convening the 34th Annual General Meeting (AGM) through Video Conferencing (VC)/Other Audio Visual Means (OAVM), without the physical presence of the Members at a common venue.

Further, Securities and Exchange Board of India (SEBI) vide its Circular dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 (SEBI Circulars) and other applicable circulars issued in this regard, have provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations).

The deemed venue for the 34th AGM will be the place from where the chairman of the Company conducts the meeting.

- c) As the AGM shall be conducted through VC/OAVM, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence, the proxy form and attendance slip are not annexed to this notice.
- d) The Members can join the AGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice on page no 10 to 14. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis. The Members will be able to view the proceedings on the National Securities Depository Limited's ('NSDL') E-Voting website at www.evoting.nsdl.com.

- e) The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
- f) 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 the Circulars issued by the Ministry of Corporate Affairs and SEBI Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system will be provided by NSDL.
- g) In line with the Ministry of Corporate Affairs (MCA) Circulars and SEBI Circulars, the Notice calling the AGM along with the Annual Report for Financial Year 2022-23 is sent in electronic form only to those Members whose email addresses are registered with the Company/Depositories as of 1st cut off date i.e. Friday, 21st July, 2023. The Notice calling the 34th AGM has been uploaded on the website of the Company at www.gpelindia.in. The Notice can also be accessed from the website of the Stock Exchange i.e., BSE Limited at www.bseindia.com and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e., www.evoting.nsdl.com. Members who would like to obtain PDF copy on their email ID may write an email to gpel@kilachand.com. The Company shall send the physical copy of the Annual Report for FY 2022-23 only to those Members who specifically request for the same at gpel@kilachand.com.
- h) Ms. Ragini Chokshi of Ragini Chokshi & Co., Practicing Company Secretary (CP 1436) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- i) Institutional/Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mail@csraginichokshi.com with a copy marked to evoting@nsdl.co.in. Institutional/ Corporate shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power

of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

- j) In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- k) Any person, who acquires shares of the Company and becomes member of the Company after sending of the Notice and holding shares as of the 2nd cut-off date i.e. Wednesday, 16th August, 2023 may obtain the login ID and password by sending an email to evoting@nsdl.co.in or gpel@kilachand.com by mentioning their Folio No. / DP ID and Client ID No. However, if you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote. If you forget your password, you can reset your password by using "Forget User Details/ Password" option available on www.evoting.nsdl.com.
- l) All documents referred to in the accompanying Notice of the AGM and the Explanatory Statement and the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available electronically for inspection by the members during the AGM.
- m) Additional information, pursuant to Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ('ICSI'), in respect of the directors seeking appointment / reappointment at the AGM are provided on page 8.
- n) The Register of Members and Share Transfer Book will remain closed from Thursday 17th August, 2023 to Wednesday 23rd August, 2023 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.
- o) Members holding shares in electronic form are requested to intimate immediately any change in their address to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address immediately to the Company or its Registrar & Share Transfer Agents – M/s. Link Intime India Pvt. Ltd.
- p) The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details

to the Company or its Registrar & Share Transfer Agents – M/s. Link Intime India Pvt. Ltd.

- q) Members who have not yet registered their e-mail addresses / bank details / details relating to nomination are requested to register the same with their depository Participants ("DP") in case the shares are held by them in electronic form and with the RTA in case the shares held by them physically. In terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, securities of listed companies can only be transferred in dematerialized form with effect from 1st April, 2019. In view of the above, members are advised to dematerialize shares held by them in physical form.

The Company's securities are listed on the following Stock Exchange:

No.	Name & Address of the Stock Exchange	Nature of Security as on 31 st March, 2023
1.	Bombay Stock Exchange Ltd., Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001	85,50,000 Equity Shares of Rs. 10/-each

The Company has paid Annual Listing fees for the year 2023-24 to the above Stock Exchange.

- r) Pursuant to SEBI Circular dated 16th March, 2023 for updation of KYC Details, the company has sent letters to all the physical members on 26th May, 2023 to update their KYC details with the RTA or Company before 1st October, 2023 failing which the folios will be freezed. KYC Letter along with Form ISR-1, ISR-2, ISR-3 and SH-13 is available on company's website at <http://www.gpelindia.in/KYC.aspx>. In view of this, the members are requested to complete their KYC before 1st October, 2023.

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By Order of the Board of Directors
For Gujarat Poly Electronics Limited

Nivedita Nambiar
Company Secretary &
Compliance Officer
FCS No: 8479

Date: 10th May, 2023
Place: Mumbai



EXPLANATORY STATEMENT AS REQUIRED BY SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

Re-appointment of Mr. Atul H. Mehta as a Managing Director of Company for a period of 3 (three) years:

Mr. Atul H. Mehta was appointed as Managing Director with effect from 5th June, 2020 for the period of three years. In accordance with the conditions specified in Schedule V of the Act, the Board of Directors at its meeting held on 10th May, 2023 had re-appointed Mr. Atul H. Mehta as Managing Director for a further period of 3 years from 5th June, 2023, superseding the earlier resolutions passed by the Company in this connection. This appointment is subject to the approval of the members at the Annual General Meeting. Mr. Atul H. Mehta would be regarded as a Director liable to retire by rotation.

The terms of appointment of Mr. Atul H. Mehta as Managing Director is placed before the meeting, are as follows:

i. SALARY:

- (A) In any financial year, if the Company has sufficient Net Profit (calculated as per Section 198 of the Act):

Salary of any amount upto 5% of the Net Profit of the Company as may be decided by the Board based on the performance of the Company, inclusive of incentives for each financial year or part thereof computed in the manner as laid down under Section 198 of the Companies Act, 2013;

OR

- (B) In case, the Company has no profits or its profits are inadequate:

Salary upto Rs. 6,00,000/- per month or Rs. 72,00,000/- per annum (or any higher limit as may be revised from time to time under the Act) as may be decided by the Board inclusive of the following Perquisites as Minimum Remuneration as per Schedule V.

ii. PERQUISITES:

Mr. Atul H. Mehta shall be entitled to House Rent Allowance not exceeding 60% of the salary, cost of repairs and maintenance of residential accommodation, society charges, gas, electricity, hospitalization, medical expenses, leave travel concession for self and family, club fees, personal accident insurance, Company maintained car, including driver's salary, telephone, mobile, internet and other communication facilities at Managing Director's residence and such other perquisites in accordance with the Company's rules, the monetary value of such perquisites to be determined in accordance with the Income Tax Rules within the ceiling limits payable to Mr. Atul H. Mehta, subject

however to the limit of overall Minimum Remuneration as prescribed under Schedule V.

Mr. Atul H. Mehta shall further be eligible to the following perquisites also which shall not be included in the computation of the ceiling limit on remuneration by way of salary, perquisites, allowances etc., in the event of the Company having no profits or its profits are inadequate:

- The Company's contribution to Provident Fund, Superannuation Fund or Annuity Fund to the extent is not taxable under the Income Tax Act;
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- Encashment of leave at the end of the tenure.

Mr. Atul H. Mehta shall be entitled to reimbursement of expenses actually and properly incurred by him for the business of the Company.

The aforesaid remuneration would nevertheless be paid and allowed to Mr. Atul H. Mehta as the minimum remuneration, within the overall ceiling limits specified in Schedule V to the Companies Act, 2013 or any amendments thereto from time to time, notwithstanding that in any financial year of the Company during the tenure of office of Mr. Atul H. Mehta, the Company might have made no profits or its profits might be inadequate.

The remuneration is approved by the Nomination and Remuneration Committee of the Directors at its meeting held on 10th May, 2023.

This may be treated as an abstract of the terms and conditions, governing the appointment and remuneration of the Managing Director, pursuant to Section 109 of the Companies Act, 2013. A Statement as required under section II, Part II of the Schedule V to the Companies Act, 2013 with reference to Resolution No. 3 is annexed hereto and marked as **Annexure- A**.

The Board of Directors recommends the resolution as set out in the Item No. 3 for approval of Members by way of Special Resolution.

Except, Mr. Atul H. Mehta being the appointee, none of the other Directors and Key Managerial Personnel of the Company including their relatives are concerned or interested, financially or otherwise in the resolution.

ITEM NO. 4

Re-appointment of Mr. Rajan P. Vahi as a Non- Executive Independent Director of Company for his second term of 5 (five) years:

The Shareholders had, at the 30th Annual General Meeting

held on 30th July, 2019, approved the appointment of Mr. Rajan P. Vahi as an Independent Director of the Company for a period of five years with effect from 24th January, 2019. Mr. Vahi will complete his present term on 23rd January, 2024. For his re-appointment for second term as Independent Director, the approval of Members is being sought for by way of Special Resolution.

Mr. Rajan P. Vahi is MBA from Case Western Reserve University, Cleveland, Ohio, B.A (Accounting) Case Western Reserve University, Cleveland, Ohio, currently occupying as Senior Vice President—Supply Chain and Business Intelligence at Powerica Ltd.

Mr. Rajan P. Vahi has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act. In the opinion of the Board, Mr. Vahi fulfils the conditions specified in the Act and the Rules framed there under for re-appointment as an Independent Director and is independent of the Management.

The Board of Directors of the Company ('the Board') in their meeting held, on 10th May, 2023, on the recommendation of the Nomination & Remuneration Committee, recommended for the approval of the Members, the re-appointment of Mr. Vahi as an Independent Director of the Company for his second term of 5 (five) years effective from 24th January 2024 to 23rd January, 2029 in terms of Section 149 read with Schedule IV of the Companies Act, 2013 ('the Act'), and Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations 2015') and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendments) Regulations, 2018 ('Listing Amendment Regulations 2018'), or any amendment thereto or modification thereof.

In addition to sitting fees for attending the Meetings of the Board and its Committees, Mr. Vahi would be entitled to remuneration by way of commission, as may be determined by the Board.

Except Mr. Vahi none of the Directors/Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in passing of the Resolution.

The Board commends passing of the Resolution set out at Item No. 4 of the accompanying Notice as Special Resolution.

ITEM NO. 5

Approve payment of remuneration to Directors other than Executive Directors of Company by way of Commission:

The Non-Executive Directors of the Company bring with them significant professional expertise and rich experience across a wide spectrum of functional areas such as corporate strategy, financial governance, laws and policies etc. They also bring an external and wider perspective in Board deliberations and decisions. The role and responsibilities of the Non-Executive

Directors have undergone significant changes under Corporate Governance norms and made it more onerous for them, demanding their greater involvement in the supervision of the Company. The Board of Directors of the Company is of the view that the Non-Executive Directors should be compensated for their expert advice, guidance and time devoted for the growth and prosperity of the Company.

Approval of the Members for payment of commission not exceeding 1% of the Net Profit of Company to the Non-Executive Directors is being sought by way of an Ordinary Resolution under the applicable provisions of the Companies Act, 2013 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as mentioned in the Resolution for financial years 2022-23, 2023-24 and 2024-25.

The quantum and manner of commission payable to each Non-Executive Directors shall be fixed and decided by the Board of Directors after considering the net profit for each year and recommendation of Nomination and Remuneration Committee. This Commission shall be in addition to the sitting fees payable to the Non- Executive Directors for attending the meetings of the Board or Committees thereof and reimbursement of expenses for participation in the Board and other meetings.

Except Mr. Atul H. Mehta and Key Managerial Personnels of the Company and their relatives, all other Directors along with their relatives, are deemed to be concerned or interested, financially or otherwise, in this resolution to the extent of remuneration or fees that may be received by them.

The Board commends passing of the Resolution set out at Item No. 5 of the accompanying Notice as Ordinary Resolution.

Registered Office:

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By Order of the Board of Directors
For **Gujarat Poly Electronics Limited**

Nivedita Nambiar
Company Secretary &
Compliance Officer
FCS No: 8479

Date: 10th May, 2023

Place: Mumbai



Additional Information on Directors recommended for re-appointment is given below in terms of Regulation 36(3) of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of ('ICSI'):

Name of Director	Mr. Parthiv T. Kilachand	Mr. Atul H. Mehta	Mr. Rajan P. Vahi
Director Identification Number	00005516	00005523	00033940
Age	56	78	64
Qualification	Sc.B. 'Electrical Engg. & A.B' Engg. & Economics from Brown University.	B. Com, F.C.A., F.C.S.	MBA and B. A. (Accounting) from Case Western Reserve University, Cleveland, Ohio.
Date of first appointment on Board	11.03.1992	14.09.1989	24.01.2019
Expertise	He has served as an Executive Director of the Company for more than 7 years and from August 2000 he has been designated as Non-Executive Director of Company. He has been actively involved and looking after all aspects of the various activities of the Company since inception. He has wide experience in management, marketing and negotiation with varied authorities.	Experience in Audit, Accountancy, Secretarial, Legal & Administration, Taxation etc. with Polychem Limited, Sandeep Holdings Limited and Tandon Singapore Pte. Ltd. He has been involved with the company since its incorporation and is familiar with all aspects of the company. He has been serving as Managing Director of the Company since 1st June, 2014 and is responsible for Company's finance and legal functions and carries out duties as may be assigned from time to time by the Board of Directors.	Senior Vice President – Supply chain & Business Intelligence at Powerica Limited. His responsibilities extend from Managing Marketing team, competitor analysis, providing support for customer relationship, forecasting for raw material from Principal Cummins India Limited and scheduling manufacturing activities.
Fulfillment of Skill and Capabilities for Role (for Independent Directors)	N.A	N.A.	Complied with the requirements
Terms and conditions of appointment / reappointment	Re-appointment in terms of Section 152(6) of the Companies Act, 2013.	As detailed in Explanatory Statement for Item No. 3 of the Notice.	As detailed in Explanatory Statement for Item No. 4 of the Notice.
Details of remuneration last drawn	Please refer to the Report on Corporate Governance.	Please refer to the Report on Corporate Governance.	Please refer to the Report on Corporate Governance.
Details of remuneration sought to be paid	Sitting fees will be paid to Mr. Parthiv Kilachand and commission as approved by the Board.	As detailed in Explanatory Statement for Item No. 3 of the Notice.	As detailed in Explanatory Statement for Item No. 4 of the Notice.
Other Directorship in Listed Entity as on 31 st March, 2023	1. Polychem Limited	1. Polychem Limited	-
Other Committee Membership in Listed Entity as on 31 st March, 2023	1. Polychem Limited - Audit Committee (member) - Stakeholders Relationship Committee (member)	-	-
Listed Entities from which person has resigned in the past 3 (three) years	NIL	NIL	NIL
No. of Equity Shares held	17,682	206	100
No. of meetings attended during FY 2022-23	Attended 4 meetings.	Attended all 5 meetings held.	Attended all 5 meetings held.
Relationship with other Directors	Mr. Parthiv T. Kilachand is son of Mr. Tanil R. Kilachand.	None of the Directors are related to Mr. Atul H. Mehta.	None of the Directors are related to Mr. Rajan P. Vahi.

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Gandhinagar 382 024, Gujarat.

CIN: L21308GJ1989PLC012743

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By Order of the Board of Directors
For **Gujarat Poly Electronics Limited**

Nivedita Nambiar
Company Secretary & Compliance Officer
FCS No: 8479

Date: 10th May, 2023

Place: Mumbai