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## INDRAPRASTHA GAS LIMITED

(A Joint Venture of GAIL (India) Ltd., BPCL & Govt. of NCT of Delhi)

Ref. No.: IGL/CS/2016

September 29, 2016

The Manager  
Dept. of Corporate Services  
Bombay Stock Exchange Ltd.  
Rotunda Building, 1<sup>st</sup> Floor  
Dalal Street  
Mumbai – 400 001

Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E)  
Mumbai – 400 051

**Sub: Proceedings of 17<sup>th</sup> Annual General Meeting (AGM) of Indraprastha Gas Limited**

Dear Sir / Madam,

Pursuant to Regulation 30 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of proceedings of 17<sup>th</sup> AGM of the Company held on September 29, 2016.

This is for your information and record.

Thanking you,

Yours sincerely,  
for **Indraprastha Gas Ltd.**,

(S. K. Jain)  
Company Secretary & Compliance Officer

Encl.: As above



**PROCEEDINGS OF 17<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF INDRAPRASTHA GAS LIMITED**

17<sup>th</sup> Annual General Meeting of the Company was held on 29<sup>th</sup> September, 2016 at 11.30 A.M. at Manekshaw Centre, Parade Road, Delhi Cantonment, New Delhi-110010.

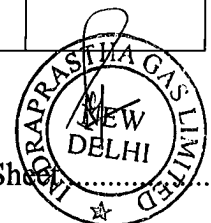
Shri M. Ravindran, Chairman of the Company took the Chair and welcomed the members. The quorum being present, the Chairman called the meeting to order. The Chairman delivered the speech. Notice of the Meeting and the Annual Report for the year 2015-16 were taken as read with the permission of the members.

The Chairman informed that pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided e-voting facility to its members between 9.00 A.M. on 26<sup>th</sup> September, 2016 to 5.00 P.M. on 28<sup>th</sup> September, 2016 to cast their votes on the resolutions proposed in the Notice of the Annual general Meeting. Those members who could not cast their votes electronically, facility for voting through ballot papers was available.

Company Secretary proposed items of business for approval of shareholders. The Chairman explained the objective and implication of each of the business items except item nos. 3, 9 and 10 in which he was considered to be interested. Managing Director then explained the objective and implication of items nos. 3, 9 and 10.

The business items discussed during AGM are as under:

S. No.	Business Item	Resolution
1	Adoption of the audited financial statements for FY ended 31.03.2016, the Reports of the Board of Directors and Auditors thereon and the audited consolidated financial Statements for FY ended 31.03.2016 and the reports of Auditors thereon.	Ordinary
2	Declaration of dividend @ 60% (Rs.6/- per share) on equity shares.	Ordinary
3	Appointment of Shri. M. Ravindran as a Director of the Company, liable to retire by rotation.	Ordinary
4	Authorization to Board of Directors to fix the remuneration of the Statutory Auditors i.e. M/s Walker Chandiook & Co LLP, Chartered Accountants, for the Financial Year 2016-17.	Ordinary
5	Appointment of Shri Narendra Kumar as Managing Director and approval of his remuneration w.e.f. April 18, 2016 to May 31, 2016.	Ordinary
6	Appointment of Shri E.S. Ranganathan as a Director of the Company, not liable to retire by rotation.	Ordinary





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7	Appointment of Shri E.S. Ranganathan as Managing Director and approval of his remuneration w.e.f. June 1, 2016.	Ordinary
8	Ratification of the remuneration payable to Cost Auditors of the Company for the financial year ending 31st March, 2017.	Ordinary
9	Approval of material Related Party Transactions under a contract entered with GAIL (India) Limited for APM Gas.	Ordinary
10	Approval of material Related Party Transactions under a contract entered with GAIL (India) Limited for PMT Gas.	Ordinary
11	Authority to the Board of Directors u/s 180(1) (c) of the Companies Act, 2013 to borrow money(s) for business purposes of the Company for an amount up to Rs. 4000 Crores.	Special
12	Authority to the Board of Directors u/s 180(1) (a) of the Companies Act, 2013 to mortgage and/or create charge on assets of the Company for an amount up to Rs. 4000 Crores.	Special

Company Secretary mentioned that Shri V. K. Sharma, Company Secretary in whole time practice was appointed as Scrutinizer to conduct the scrutiny of e-voting as well as voting at the Annual General Meeting in a fair and transparent manner. He informed that counting of votes would take some time, the results of the voting shall be sent to the stock exchanges within next two days and the same alongwith the Scrutinizers reports for both electronic voting and the Poll shall be available on the websites of the Company as well as Karvy Computershare Private Limited.

The Chairman and Managing Director replied the queries raised by the members on various issues.

After ensuring that all the members and proxies participating in the poll have casted their votes, the Scrutinizer closed the Poll and took the custody of Ballot boxes.

The meeting was concluded at 12.10 P.M.

