

V.K. SHARMA & CO.
Company Secretaries

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Consolidated Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and
Companies (Management and Administration) Rules, 2014 as amended]*

To,

The Chairman of 16th Annual General Meeting of the Equity Shareholders (Members) of Indraprastha Gas Limited (the Company) held on the 22nd day of September, 2015 at Manekshaw Centre, Parade Road, Delhi Cantonment, New Delhi -110010

Dear Sir,

1. I, Vijay Kumar Sharma, Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Indraprastha Gas Limited (the Company) for the purpose of :

- (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), and
- (ii) Poll (Insta Poll) under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the Notice to the 16th Annual General Meeting (AGM) of the members of the Company, held on the 22nd day of September, 2015 at Manekshaw Centre, Parade Road, Delhi Cantonment, New Delhi-110010.

2. I have issued separate Scrutinizer's Report dated 22nd September 2015 on the remote e-voting through electronic voting system and on the poll at the AGM on the resolutions contained in the notice to the AGM. The consolidated Scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and Insta Poll at the AGM) is annexed as **Annexure I**.

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3. The electronic data and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and sign the minutes of the AGM.

Sharma

(Vijay Kumar Sharma)

FCS: 3440



Place: Noida

Date: 22nd September, 2015

ANNEXURE I

INDRAPRASTHA GAS LIMITED
16th Annual General Meeting - 22.09.2015

Consolidated Results of E-Voting & Poll at the AGM:-

Item No. 1- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|--------------|------------------|---------------|------------------|
| E-Voting | 112128074 | 100 | 112128174 |
| Poll | 200560 | 0 | 200560 |
| Total | 112328634 | 100 | 112328734 |

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

Item No. 2- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|--------------|------------------|---------------|------------------|
| E-Voting | 112301449 | 0 | 112301449 |
| Poll | 200560 | 0 | 200560 |
| Total | 112502009 | 0 | 112502009 |

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

Item No. 3- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|----------|-----------------|---------------|-----------|
| E-Voting | 112301349 | 100 | 112301449 |
| Poll | 200560 | 0 | 200560 |
| Total | 112501909 | 100 | 112502009 |

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

Item No. 4- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|----------|-----------------|---------------|-----------|
| E-Voting | 112235834 | 65615 | 112301449 |
| Poll | 200560 | 0 | 200560 |
| Total | 112436394 | 65615 | 112502009 |

% of Votes in favour of the resolution:- 99.94

% of votes against the resolution:- 0.06

Item No. 5- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|----------|-----------------|---------------|-----------|
| E-Voting | 111059199 | 1242250 | 112301449 |
| Poll | 200560 | 0 | 200560 |
| Total | 111259759 | 1242250 | 112502009 |

% of Votes in favour of the resolution:- 98.90

% of votes against the resolution:- 1.10



Item No. 6- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|----------|-----------------|---------------|-----------|
| E-Voting | 112263408 | 38041 | 112301449 |
| Poll | 200560 | 0 | 200560 |
| Total | 112463968 | 38041 | 112502009 |

% of Votes in favour of the resolution:- 99.97

% of votes against the resolution:- 0.03

Item No. 7- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|----------|-----------------|---------------|-----------|
| E-Voting | 110536549 | 100 | 110536649 |
| Poll | 200560 | 0 | 200560 |
| Total | 110737109 | 100 | 110737209 |

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

Item No. 8- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|----------|-----------------|---------------|-----------|
| E-Voting | 110536549 | 100 | 110536649 |
| Poll | 200560 | 0 | 200560 |
| Total | 110737109 | 100 | 110737209 |

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

Item No. 9- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|--------------|------------------|---------------|------------------|
| E-Voting | 111537656 | 763793 | 112301449 |
| Poll | 200560 | 0 | 200560 |
| Total | 111738216 | 763793 | 112502009 |

% of Votes in favour of the resolution:- 99.32

% of votes against the resolution:- 0.68

Item No. 10- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|--------------|------------------|---------------|------------------|
| E-Voting | 109577341 | 959308 | 110536649 |
| Poll | 200560 | 0 | 200560 |
| Total | 109777901 | 959308 | 110737209 |

% of Votes in favour of the resolution:- 99.13

% of votes against the resolution:- 0.87

Item No. 11- Ordinary Resolution

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|--------------|------------------|---------------|------------------|
| E-Voting | 112301349 | 100 | 112301449 |
| Poll | 200560 | 0 | 200560 |
| Total | 112501909 | 100 | 112502009 |

% of Votes in favour of the resolution:- 100

% of votes against the resolution:- 0

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Item No. 12- Ordinary Resolution (As per SEBI press release dated 03rd September 2015)

(No. of Shares)

| | Votes in favour | Votes Against | Total |
|----------|-----------------|---------------|----------|
| E-Voting | 38007434 | 6960899 | 44968333 |
| Poll | 200560 | 0 | 200560 |
| Total | 38207994 | 6960899 | 45168893 |

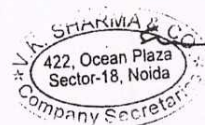
% of Votes in favour of the resolution:- 84.59

% of votes against the resolution:- 15.41

Thanking You,

Sharma

Vijay Kumar Sharma
(FCS- 3440)
Scrutiniser
22nd September 2015



For INDRAPRASTHA GAS LTD.

S.K. Jain
S. K. JAIN
COMPANY SECRETARY