

GGL/SEC/1352/2024

16th September, 2024

BSE Limited, Phiroze Jijibhoy Tower, Dalal Street, Mumbai Company Code: BSE-539336	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai Company Code: NSE-GUJGASLTD
---	---

Sub: Addendum to Notice of 12th Annual General Meeting (AGM) of Gujarat Gas Limited for the Financial Year 2023 - 24.

Respected Sir/ Madam,

This is in furtherance to our Letter dated 3rd September, 2024, w.r.t. submission of Annual Report of the Company for the Financial Year 2023 - 24 together with the Notice convening 12th Annual General Meeting of the Company, we submit herewith Addendum to the Notice of 12th AGM of the Company scheduled to be held on Thursday, the 26th September, 2024 at 3.00 P.M. through Video Conference (“VC”)/Other Audio Visual Means (“OAVM”).

As the Notice under Section 160 of the Companies Act, 2013 was received from a Member proposing candidature of Dr. T Natarajan, IAS (DIN: 00396367) subsequent to the issue of the Notice of 12th AGM of the Company, an Addendum to the Notice of the 12th AGM has been sent by the Company today through electronic mode to the Members who have registered their E-Mail IDs with the Company’s R&TA/Depository Participant.

The Addendum to Notice of 12th AGM is also available on the website of the Company viz. www.gujaratgas.com. Further, the aforesaid addendum will also be available on the website of Central Depository Services (India) Limited at www.evotingindia.com. Necessary arrangement for publication of Addendum to Notice of 12th AGM are also being made.

You are requested to kindly take the above information on records.

Thanking You.

For Gujarat Gas Limited

Sandeep Dave
Company Secretary



GUJARAT GAS

GUJARAT GAS LIMITED - CIN: L40200GJ2012SGC069118

Registered Office: Gujarat Gas CNG Station, Sector 5/C,

Gandhinagar - 382006, Gujarat, Tel: +91-79-26462980

Website: www.gujaratgas.com, E-mail Id: Investors@GUJARATGAS.com

ADDENDUM TO NOTICE OF 12TH ANNUAL GENERAL MEETING

Pursuant to Section 160 of the Companies Act, 2013 read with Rule 13 of the Companies (Appointment and Qualifications of Directors) Rules, 2014, and other applicable provisions, if any, of the Companies Act, 2013, **Notice** is hereby given to the Members of Gujarat Gas Limited that the Company has received a Notice dated 11th September, 2024 under Section 160 of the Companies Act, 2013 from a Member of the Company proposing candidature of **Dr. T Natarajan, IAS** (DIN: 00396367) to the Office of Director for appointment in the ensuing 12th Annual General Meeting (AGM) of the Company scheduled to be held on **Thursday, 26th September, 2024 at 3:00 P.M.**, through Video Conference ("VC") / Other Audio Visual Means ("OAVM").

The Special Business w.r.t. appointment of Dr. T Natarajan, IAS as Director will be taken up for consideration by the Members at the ensuing 12th Annual General Meeting and would be included in the remote e-voting facility commencing on Monday, 23rd September, 2024 from 09:00 A.M. (IST) and ending on Wednesday, 25th September, 2024 at 05:00 P.M. (IST) and in the e-voting during the AGM.

As the Notice has been received subsequent to the issue of the Notice of the 12th AGM of the Company, an Addendum to the Notice of the 12th AGM is being circulated to the Members in terms of the provisions of the Companies Act, 2013. The Resolution for appointment of Dr. T Natarajan, IAS to the Office of Director will be taken up for consideration of the Members of the Company in the 12th AGM as a part of Special Business in the form of an Ordinary Resolution at item No. 7, as set forth below:

Special Business

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

"RESOLVED THAT Dr. T Natarajan, IAS, (DIN: 00396367) who was appointed as an Additional Director pursuant to provisions of Sections 149, 152 and 161 of the Companies Act, 2013 read with Companies (Appointment and Qualifications of Directors) Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force] and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom, the Company has received a notice in writing under Section 160 of the Companies Act, 2013, from a Member proposing his candidature for the office of the Director be and is hereby appointed as a Director of the Company till further orders by Government of Gujarat in this regard, who shall be liable to retire by rotation."

**By Order of the Board
For Gujarat Gas Limited
Sd/-
Sandeep Dave
Company Secretary**

Date: 16th September, 2024

Place: Gandhinagar

Notes:

1. An Explanatory Statement pursuant to Section 102 (2) of the Companies Act, 2013 in respect of the above Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. All the processes, notes and instructions relating to remote e-voting and e-voting during the AGM as well as instructions for attending through VC/OAVM as set out in the Notice of the ensuing 12th AGM shall mutatis-mutandis apply to the Resolution proposed in this Addendum to the Notice.
3. This Addendum to the Notice of the 12th AGM is available along with the Notice of the 12th AGM on the website of the Company- www.gujaratgas.com as well as on the websites of the BSE, NSE and CDSL.

For Gujarat Gas Limited

Sd/-

Sandeep Dave

Company Secretary

Date: 16th September, 2024

Place: Gandhinagar

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 (2) OF THE COMPANIES ACT, 2013

Item No. 7 Appointment of Dr. T Natarajan, IAS as Director liable to retire by rotation.

Based on recommendation of Nomination and Remuneration Committee of Directors, the Board had appointed Dr. T Natarajan, IAS [DIN: 00396367], as an Additional Director w.e.f. 11th September, 2024 under Section 161 of the Companies Act, 2013 read with Articles of Association of the Company, in view of letter bearing no. FD/0222/09/2024 dated 10th September, 2024 received from Finance Department, Government of Gujarat. He and his relatives hold nil shares of the Company.

As per the provisions of section 161 of the Companies Act, 2013, and the Articles of Association of the Company, he holds the office of Director till the conclusion of this Annual General Meeting. A notice under Section 160 of the Companies Act, 2013, has been received from a shareholder, signifying the intention to propose his candidature for appointment as the Director of the Company.

Accordingly, the Board recommends appointment of Dr. T Natarajan, IAS as Director liable to retire by rotation, for approval of the Members at the ensuing 12th Annual General Meeting.

His brief profile, nature of his expertise in specific functional areas, disclosure of relationships between directors, inter-se, names of companies in which he holds Directorship, Committee Memberships/ Chairmanships, his shareholding etc. and other information is annexed to this Explanatory Statement.

Copy of aforesaid communication from Finance Department would be available for inspection through electronic mode.

None of the Directors/Key Managerial Personnel of the Company and their relatives is/are, in any way, concerned or interested, financially or otherwise, in the aforesaid Resolution No. 7 of this Notice, except Dr. T Natarajan, IAS and his relative as the resolution pertains to his appointment.

The Board recommends the Resolution for approval of the Members. Members are requested to approve the Ordinary Resolution.

ANNEXURE TO THE EXPLANATORY STATEMENT

Information pursuant to Regulation 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) of Directors seeking appointment / re-appointment / continuation of appointment at the forthcoming Annual General Meeting

7. Dr. T Natarajan, IAS (DIN: 00396367)

Name of Director	Dr. T Natarajan, IAS
Date of Birth	05/05/1971
Date of the first appointment on the Board	11/09/2024
Qualifications	He has done graduation in Mining Engineering from college of Engineering, Guindy, Anna University in Tamil Nadu and M.B.A. in Finance from Bharathidasan Institute of Management, Tamil Nadu. Masters in International Development at Duke University in USA.
Nature of Expertise / Experience	Dr. T Natarajan, IAS is a 1996 batch Indian Administrative Officer from Gujarat Cadre. He held a range of responsibilities in Gujarat Government including District Collector and District Development Officer. He has served in the departments of Finance, Revenue, Industry & Mining and Technical Education and held leadership positions in Public Sector Undertakings. Dr. T. Natarajan, IAS was entrusted with the responsibility of Senior Advisor to the Executive Director of India in the International Monetary Fund at Washington DC by the Government of India. He also served as Additional Secretary in the Department of Economic Affairs in Government of India. Before the current assignment as Principal Secretary, Finance Department, Government of Gujarat, he served as Additional Secretary (Defence Production), Ministry of Defence in Government of India.
Terms and Conditions of Appointment and details of Remuneration	Nominee Director. He does not draw any remuneration from Company except out of pocket expenses for attending meeting of Board/Committee of Directors. Further, sitting fees paid to Govt. Directors is deposited in Govt. Treasury.
Names of other Companies in which the person also holds the directorship (He is appointed / being appointed as per order no. FD/AOD/ e-File/4/2022/1869/ A(BPE) dated 10.09.2024)	Gujarat State Investment Limited Gujarat State Financial Services Limited Gujarat Alkalies and Chemicals Limited Gujarat Narmada Valley Fertilizers and Chemicals Limited Gujarat State Fertilizers and Chemicals Limited Gujarat State Petroleum Corporation Limited Sardar Sarovar Narmada Nigam Limited Gujarat Metro Rail Corporation Limited Gujarat International Finance Tec-city Limited
No. of Share held including shareholding as beneficial owner	Nil
Memberships/ Chairmanships of	Risk Management Committee - Chairman Audit Committee - Member

committees of Board of Directors of Company	Project Committee - Member Corporate Social Responsibility Committee - Member HR Committee - Member
Chairman/ Member of the Committees of other Companies including listed entities	Gujarat State Petroleum Corporation Limited Audit Committee - Member Committee of Directors for Financial Restructuring - Member Committee of Directors for Onshore Block - Member Project Committee - Member HR Committee - Member Gujarat State Fertilizers and Chemicals Limited Finance cum Audit Committee - Member Risk Management Committee - Member Corporate Social Responsibility Committee - Member
Names of listed entities from which a person has resigned in the past three years	Bharat Electronics Limited Hindustan Aeronautics Limited
Number of Meetings of the Board attended during the financial year 2023-24*	NA
Disclosure of relationship between directors inter-se	NIL

* Appointed w.e.f. 11th September, 2024

By Order of the Board
For, Gujarat Gas Limited
Sd/-
Sandeep Dave
Company Secretary

Date: 16th September, 2024

Place: Gandhinagar