

Ref: MGL/CS/SE/2024/579

Date: November 12, 2024

To,

Head, Listing Compliance Department BSE Limited P. J. Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 539957	Head, Listing Compliance Department National Stock Exchange of India Limited Exchange Plaza, Bandra – Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: MGL
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Dear Sir/Madam,

Sub: Declaration of Voting Results of Postal Ballot and submission of Scrutinizer's Report

This is in furtherance to our intimation dated October 11, 2024, regarding Postal Ballot Notice dated August 23, 2024, we wish to inform that the following resolutions have been passed by the Shareholders through remote e-voting process with requisite majority on **Monday, November 11, 2024**, being the last date of remote e-voting:

1. Re-appointment of Mrs. Malvika Sinha (DIN: 08373142), as an Independent Director of the Company;
2. Continuation of Mr. Syed S. Hussain (DIN: 00209117), as an Independent Director of the Company on completion of seventy-five years of age;
3. Appointment of Mr. Harish Kumar Agarwal (DIN: 00074950), as an Independent Director of the Company;
4. Appointment of Mr. Mahesh Kumar Gupta (DIN: 08021365), as an Independent Director of the Company.

In this regard, please find enclosed herewith the followings:

1. Voting Results pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in prescribed format; and
2. Scrutinizer's Report dated November 12, 2024, pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

The Voting Results and the Scrutinizer's Report is also available on Company's website at www.mahanagargas.com.



MAHANAGAR GAS LIMITED

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

Thanking You,
Yours Sincerely,

For Mahanagar Gas Limited

Atul Prabhu
Company Secretary & Compliance Officer

Encl.: as above

**Details of Voting Results of the Remote e-voting pursuant to Regulation 44(3) of SEBI
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Voting results	
Record date	04-10-2024
Total number of shareholders on record date	144574
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	4

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mrs. Malvika Sinha (DIN: 08373142) as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		32102750	100.0000	32102750	0	100.0000	0.0000
	Poll	32102750	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32102750	32102750	100.0000	32102750	0	100.0000	0.0000
Public-Institutions	E-Voting		54896702	93.2119	54102685	794017	98.5536	1.4464
	Poll	58894517	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58894517	54896702	93.2119	54102685	794017	98.5536	1.4464
Public- Non Institutions	E-Voting		37253	0.4788	36332	921	97.5277	2.4723
	Poll	7780511	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7780511	37253	0.4788	36332	921	97.5277	2.4723
Total		98777778	87036705	88.1136	86241767	794938	99.0867	0.9133
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Continuation of Mr. Syed S. Hussain (DIN: 00209117) as an Independent Director of the Company on completion of seventy five years of age				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		32102750	100.0000	32102750	0	100.0000	0.0000
	Poll	32102750	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32102750	32102750	100.0000	32102750	0	100.0000	0.0000
Public-Institutions	E-Voting		54896702	93.2119	47136859	7759843	85.8646	14.1354
	Poll	58894517	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58894517	54896702	93.2119	47136859	7759843	85.8646	14.1354
Public- Non Institutions	E-Voting		37238	0.4786	33884	3354	90.9931	9.0069
	Poll	7780511	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7780511	37238	0.4786	33884	3354	90.9931	9.0069
Total		98777778	87036690	88.1136	79273493	7763197	91.0805	8.9195
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Harish Kumar Agarwal (DIN: 00074950), as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32102750	32102750	100.0000	32102750	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32102750	32102750	100.0000	32102750	0	100.0000	0.0000
Public-Institutions	E-Voting	58894517	54896702	93.2119	54751902	144800	99.7362	0.2638
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58894517	54896702	93.2119	54751902	144800	99.7362	0.2638
Public- Non Institutions	E-Voting	7780511	37211	0.4783	36470	741	98.0087	1.9913
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7780511	37211	0.4783	36470	741	98.0087	1.9913
Total		98777778	87036663	88.1136	86891122	145541	99.8328	0.1672
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Mahesh Kumar Gupta (DIN: 08021365), as an Independent Director of the Company				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	32102750	32102750	100.0000	32102750	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32102750	32102750	100.0000	32102750	0	100.0000	0.0000
Public-Institutions	E-Voting	58894517	54896702	93.2119	54751902	144800	99.7362	0.2638
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58894517	54896702	93.2119	54751902	144800	99.7362	0.2638
Public- Non Institutions	E-Voting	7780511	36991	0.4754	36107	884	97.6102	2.3898
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	7780511	36991	0.4754	36107	884	97.6102	2.3898
Total		98777778	87036443	88.1134	86890759	145684	99.8326	0.1674
Whether resolution is Pass or Not.							Yes	



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SCRUTINIZER'S REPORT

(Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22(9) of the Companies (Management and Administration) Rules, 2014)

To,
The Chairman,
Mahanagar Gas Limited,
MGL House, G-33 Block,
Bandra-Kurla Complex,
Bandra (East),
Mumbai- 400 051

Dear Sir,

Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22(9) of the Companies (Management & Administration) Rules, 2014.

I, CS Umesh S. Pawaskar, Practicing Company Secretary (Membership No. ACS 18133) have been appointed as the Scrutinizer by the Company to scrutinize the e-voting done on the Postal Ballot process as stated in the Notice of Postal Ballot dated August 23, 2024 for the following items of Special Businesses:

1. Re-appointment of Mrs. Malvika Sinha (DIN: 08373142) as an Independent Director of the Company; **(Resolution: Special)**
2. Continuation of Mr. Syed S. Hussain (DIN: 00209117) as an Independent Director of the Company on completion of seventy-five years of age; **(Resolution: Special)**
3. Appointment of Mr. Harish Kumar Agarwal (DIN: 00074950), as an Independent Director of the Company; **(Resolution: Special)**
4. Appointment of Mr. Mahesh Kumar Gupta (DIN:08021365), as an Independent Director of the Company **(Resolution: Special)**

The summary of Postal Ballot process is as under:

- a. Email of Notice was sent to Members based on Cut-Off Date i.e. Friday, October 04, 2024) through e-voting agency M/s. Central Depository Services (India) Limited ("CDSL"), on Friday, October 11, 2024.



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- b. The remote e-voting period commenced from Sunday, October 13, 2024 at 09:00 a.m. (IST) and ended on Monday, November 11, 2024 at 05:00 p.m. (IST) for voting through e-voting.
- c. Accordingly, the votes cast through remote e-voting were taken into account and at the end of the remote e-voting period, on Monday, November 11, 2024 at 5:00 p.m. (IST), the remote e-voting module was thereafter disabled for voting by CDSL. The remote e-voting summary statement was thereafter downloaded from e-voting website of CDSL i.e. www.evotingindia.com.
- d. The register, in accordance with Rule 20(4)(xiv) and Rule 22 (10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.

e-Voting Details:

Item No. 1:

A) E-voting:

Invalid Votes

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
958	8,70,36,705	100%	0	N.A

B) Total Voting (Assent):

Total Voting (Dissent)

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast	Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
899	8,62,41,767	99.09%	59	7,94,938	0.91%



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Item No. 2:

A) E-voting:

Invalid Votes

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
961	8,70,36,690	100%	0	N.A

B) Total Voting (Assent):

Total Voting (Dissent)

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast	Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
782	7,92,73,493	91.08%	179	77,63,197	8.92%

Item No. 3:

A) E-voting:

Invalid Votes

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
956	8,70,36,663	100%	0	N.A.

B) Total Voting (Assent):

Total Voting (Dissent)

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast	Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
926	8,68,91,122	99.83%	30	1,45,541	0.17%



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Item No. 4:

A) E-voting:

Invalid Votes

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast	Total number of members whose votes were declared invalid	Total number of invalid votes cast (shares)
958	8,70,36,443	100%	0	N.A.

B) Total Voting (Assent):

Total Voting (Dissent)

Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast	Number of members voted	Number of valid votes cast (shares)	% of total number of valid votes cast
922	8,68,90,759	99.83%	36	1,45,684	0.17%

Summary of e-Voting:

Item No.	Votes Assent (In%)	Vote Dissent (In%)	Result	Statutory Provision regarding passing of Special Resolution
1.	99.09%	0.91%	All Special Resolutions Passed with requisite majority.	<u>Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR'):</u> Resolution shall be deemed to have been passed where number of votes cast in favour is not less than 3 times the number of votes cast against it. <u>Additional Provision under SEBI LODR:</u> If number of votes cast in favour is less than 3 times of number of votes cast against, under two conditions, the
2.	91.08%	8.92%		
3.	99.83%	0.17%		
4.	99.83%	0.17%		



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				Resolution is deemed to have been passed. a) Number of votes in favour is more than number of votes cast against AND b) In Public Category, Number of votes cast in favour is more than the Number of votes cast against it.
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The date of passing of Resolutions shall be taken as Monday, November 11, 2024, i.e. the last date of receipt of e-voting on Postal Ballot.

Register of e-voting and all other relevant records of voting process given/ provided maintained in electronic mode will remain in my custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman / Person authorized by him for keeping in the safe custody.

Thanking You,

Yours Sincerely,

UMESH Digitally signed
by UMESH
SHRINIWAS SHRINIWAS
PAWASKAR PAWASKAR
Date: 2024.11.12
15:30:18 +05'30'

Umesh S. Pawaskar (Scrutinizer)

Practicing Company Secretary

ACS-18133 CP-27431

Peer Review 5977/2024

UDIN A018133F002051582

Date: November 12, 2024

Place: Mumbai