



# MAHANAGAR GAS LIMITED

Ref: MGL/CS/SE/2022/437

Date: August 25, 2022

To,

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

**Sub: Submission of Voting Results pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Pursuant to Regulation 44(3) of the Listing Regulations, and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we enclose herewith the following, in respect of the 27<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday, August 24, 2022 at 11:00 a.m. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

1. Disclosure of the voting results of the businesses transacted at the 27<sup>th</sup> AGM as required under Regulation 44(3) of the SEBI Listing Regulations.
2. Combined report of the Scrutinizer on Remote e-voting and e-voting conducted at the 27<sup>th</sup> AGM, dated August 25, 2022, pursuant to Section 108 of the Companies Act, 2013.

Request you to kindly take the same on record.

For Mahanagar Gas Limited

**Atul Prabhu**  
**Company Secretary & Compliance Officer**



Encl.: As above



# MAHANAGAR GAS LIMITED

## Details of Voting Results of 27<sup>th</sup> Annual General Meeting of the Members of Mahanagar Gas Limited held on Wednesday, August 24, 2022

[Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

Sr. No.	Particulars	Details
1.	Date of the Annual General Meeting	August 24, 2022
2.	Total number of shareholders on Cut-off date	2,15,416
3.	No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
	Promoters and Promoter Group:	
	Public:	
4.	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group:	1
	Public:	91



## Mahanagar Gas Limited

Resolution Required : (Ordinary)		1 - To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>32102750</b>	<b>100.0000</b>	<b>32102750</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	52107151	47768979	91.6745	47768979	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>47768979</b>	<b>91.6745</b>	<b>47768979</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14567877	68013	0.4669	67186	827	98.7841	1.2159
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>68013</b>	<b>0.4669</b>	<b>67186</b>	<b>827</b>	<b>98.7841</b>	<b>1.2159</b>
<b>Total</b>		<b>98777778</b>	<b>79939742</b>	<b>80.9289</b>	<b>79938915</b>	<b>827</b>	<b>99.9990</b>	<b>0.0010</b>

Note: E-voting includes Remote e-voting and the e-voting at the AGM held through VC/ OAVM.



## Mahanagar Gas Limited

Resolution Required : (Ordinary)		2 - To confirm the payment of Interim Dividend of ? 9.50 per equity share, already paid and to declare the final dividend of ? 15.50 per equity share for the financial year ended on March 31, 2022.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>32102750</b>	<b>100.0000</b>	<b>32102750</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	52107151	48069860	92.2519	48069860	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48069860</b>	<b>92.2519</b>	<b>48069860</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14567877	68096	0.4674	67814	282	99.5859	0.4141
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>68096</b>	<b>0.4674</b>	<b>67814</b>	<b>282</b>	<b>99.5859</b>	<b>0.4141</b>
<b>Total</b>		<b>98777778</b>	<b>80240706</b>	<b>81.2336</b>	<b>80240424</b>	<b>282</b>	<b>99.9996</b>	<b>0.0004</b>

Note: E-voting includes Remote e-voting and the e-voting at the AGM held through VC/ OAVM.



## Mahanagar Gas Limited

Resolution Required : (Ordinary)		3 - To appoint M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as the Statutory Auditors of the Company for a term of 5 (five) consecutive years and fix their remuneration.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>32102750</b>	<b>100.0000</b>	<b>32102750</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	52107151	48069860	92.2519	47240000	829860	98.2736	1.7264
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48069860</b>	<b>92.2519</b>	<b>47240000</b>	<b>829860</b>	<b>98.2736</b>	<b>1.7264</b>
Public Non Institutions	E-Voting	14567877	67818	0.4655	65764	2054	96.9713	3.0287
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67818</b>	<b>0.4655</b>	<b>65764</b>	<b>2054</b>	<b>96.9713</b>	<b>3.0287</b>
<b>Total</b>		<b>98777778</b>	<b>80240428</b>	<b>81.2333</b>	<b>79408514</b>	<b>831914</b>	<b>98.9632</b>	<b>1.0368</b>

Note: E-voting includes Remote e-voting and the e-voting at the AGM held through VC/ OAVM.



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## Mahanagar Gas Limited

Resolution Required : (Ordinary)			4 - Ratification of remuneration payable to M/s. ABK & Associates, Cost Auditors for FY 2022-23.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>32102750</b>	<b>100.0000</b>	<b>32102750</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	52107151	48069860	92.2519	47944001	125859	99.7382	0.2618
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48069860</b>	<b>92.2519</b>	<b>47944001</b>	<b>125859</b>	<b>99.7382</b>	<b>0.2618</b>
Public Non Institutions	E-Voting	14567877	67688	0.4646	66332	1356	97.9967	2.0033
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67688</b>	<b>0.4646</b>	<b>66332</b>	<b>1356</b>	<b>97.9967</b>	<b>2.0033</b>
<b>Total</b>		<b>98777778</b>	<b>80240298</b>	<b>81.2331</b>	<b>80113083</b>	<b>127215</b>	<b>99.8415</b>	<b>0.1585</b>

Note: E-voting includes Remote e-voting and the e-voting at the AGM held through VC/ OAVM.



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<b>Mahanagar Gas Limited</b>								
<b>Resolution Required : (Ordinary)</b>			<b>5 - To approve Material Related Party Transactions for FY 2022-23 and FY 2023-24.</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			<b>Yes</b>					
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	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	52107151	48002929	92.1235	48002929	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>48002929</b>	<b>92.1235</b>	<b>48002929</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	14567877	67202	0.4613	65323	1879	97.2040	2.7960
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>67202</b>	<b>0.4613</b>	<b>65323</b>	<b>1879</b>	<b>97.2040</b>	<b>2.7960</b>
<b>Total</b>		<b>98777778</b>	<b>48070131</b>	<b>48.6649</b>	<b>48068252</b>	<b>1879</b>	<b>99.9961</b>	<b>0.0039</b>

Note: E-voting includes Remote e-voting and the e-voting at the AGM held through VC/ OAVM.



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**UPENDRA SHUKLA**  
B. Com., F C. S  
Company Secretary

504 , Navkar,  
Nandapatkar Road,  
Vile Parle East, Mumbai - 400 057  
Resi : 2611 8257  
Mob.: 98211 25846  
E-mail : uchukla@rediffmail.com

To,  
The Chairman,  
27th Annual General Meeting  
Mahanagar Gas Limited,  
MGL House, Block No.G-33,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai-400 051

Dear Sir,

**Sub: Combined Report on Remote e-voting and e-voting conducted at the 27th Annual General Meeting of Mahanagar Gas Limited, held at 11.00 a.m.(IST) on Wednesday, the 24th August, 2022 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)**

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the remote e-voting process and also e-voting by Members at the 27th Annual General Meeting ('AGM') of Mahanagar Gas Limited (hereinafter referred to as 'the Company'), held through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM') on Wednesday, the 24th August, 2022 at 11.00 a.m.(IST)
- 2) Pursuant to the Circulars Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021 and 2/2022 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 8th December, 2021, 14th December, 2021 and 05th May, 2022 respectively issued by the Ministry of Corporate Affairs (MCA Circulars) read with circular dated 12th May, 2020, 15th January, 2021 and 13th May, 2022 issued by the Securities and Exchange Board of India (SEBI), the notice dated 27th July, 2022 as confirmed by the Company, was sent to the Members in respect of below mentioned resolutions through electronic mode to those, whose e-mail addresses are registered with the Company/ Depositories.
- 3) As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting and e-voting at the AGM to the Members to cast their votes electronically on all the resolutions proposed in the Notice of the 27th AGM.
- 4) The Company had appointed Central Depository Services (India) Limited ('CDSL') as Service Provider, who provided the facilities for conducting the Remote e-voting, for participation by the Members in the AGM through VC/OAVM and e-voting during the said AGM.
- 5) My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the CDSL. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM.

Based on the reports generated from the e-voting system provided by the CDSL, I submit my combined report on remote e-voting and e-

- a) The Remote e-voting period commenced from Friday, 19th August, 2022 at 9.00 a.m. (IST) and ended on Tuesday, 23rd August, 2022 at 5.00 p.m. (IST).

...2/-

Upendra  
Chandrasha  
nkar Shukla

Digitally signed by  
Upendra  
Chandrashankar  
Shukla  
Date: 2022.08.25  
17:02:36 +05'30'



- b) The Company had also provided e-voting facility to the Members, who had participated in the AGM through VC/ OAVM and who had not casted their votes on Remote e-voting.
- c) The Members of the Company as on the 'record date' i.e. 16th August, 2022 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 5 of the Notice convening the 27th AGM of the Company.
- d) On completion of e-voting during the AGM, I unblocked the results of the remote e-voting and e-voting by the Shareholders at the AGM, on the CDSL e-voting system/ platform and after downloading the results, counted the votes.
- e) All the 816 remote-e-voting/e-voting at the AGM responses are valid.
- f) I now, submit my combined report as under on the results of the remote e-voting and e-voting at the AGM in respect of the each of the resolutions as set out in the Notice dated 27th July, 2022 convening the AGM:

**Resolution No. 1:** Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 together with the Reports of the Board of Directors and Auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes
Remote E-voting	760	79929225	100.00	11	827	0.00	5	300984
E-voting at AGM	40	9690	100.00	0	0	0.00	0	0
Combined	800	79938915	100.00	11	827	0.00	5	300984

Since the combined number of votes cast in favour of the resolution is more than the number of votes cast against the resolution, the proposed resolution stands passed. Result may be declared accordingly.

**Resolution No. 2:** Ordinary Resolution: To confirm the payment of Interim Dividend of Rs. 9.50 per equity share, already paid and to declare the Final Dividend of Rs. 15.50 per equity share for the financial year ended on March 31, 2022.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes
Remote E-voting	767	80230734	100.00	8	282	0.00	1	20
E-voting at AGM	40	9690	100.00	0	0	0.00	0	0
Combined	807	80240424	100.00	8	282	0.00	1	20

Since the combined number of votes cast in favour of the resolution is more than the number of votes cast against the resolution, the proposed resolution stands passed. Result may be declared accordingly.

...3/-

**Resolution No. 3:** Ordinary Resolution: To appoint Statutory Auditors and fix their remuneration.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes
Remote E-voting	717	79398830	98.96	55	831908	1.04	4	298
E-voting at AGM	39	9684	99.94	1	6	0.06	0	0
Combined	756	79408514	98.96	56	831914	1.04	4	298

Since the combined number of votes cast in favour of the resolution is more than the number of votes cast against the resolution, the proposed resolution stands passed. Result may be declared accordingly.

**Resolution No. 4:** Ordinary Resolution: To ratify the Cost Auditors' remuneration.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes
Remote E-voting	723	80103399	99.84	45	127209	0.16	8	428
E-voting at AGM	39	9684	99.94	1	6	0.06	0	0
Combined	762	80113083	99.84	46	127215	0.16	8	428

Since the combined number of votes cast in favour of the resolution is more than the number of votes cast against the resolution, the proposed resolution stands passed. Result may be declared accordingly.

...4/-

**Resolution No. 5:** Ordinary Resolution: To approve Material Related Party Transactions.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of shares/ Votes
Remote E-voting	729	48059066	100.00	35	1873	0.00	12	67845
E-voting at AGM	38	9186	99.93	1	6	0.07	0	0
Combined	767	48068252	100.00	36	1879	0.00	12	67845

Though the promoters (Gail India Limited) have voted on the resolution, their votes are not taken into account.

Since the combined number of votes cast in favour of the resolution is more than the number of votes cast against the resolution, the proposed resolution stands passed. Result may be declared accordingly.

Thanking you,

UDIN: F002727D000845932  
Date: 25th August, 2022  
Place: Mumbai

Yours faithfully,

Upendra  
Chandrashan  
kar Shukla

Digitally signed by  
Upendra  
Chandrashankar Shukla  
Date: 2022.08.25  
17:53:41 +05'30'

(U.C. SHUKLA)  
COMPANY SECRETARY  
FCS: 2727/CP: 1654

*Sanjib Datta*  
(Sanjib Datta)  
CHAIRMAN - AGM