



April 7, 2023

BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400001

National Stock Exchange of India Limited
Exchange plaza,
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051

Scrip Code: 542066

Scrip Code: ATGL

Dear Sir,

Sub: Results and Scrutiniser's Report on the Postal Ballot

With reference to above, we are pleased to inform that the members of the Company have passed the Ordinary / Special Resolutions pursuant to the provisions of Companies Act, 2013, rules made thereunder and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (1) to approve alteration of Article of Association of the Company and (2) to approve appointment of Mr. Suresh P Manglani as a Director and Wholetime Director designated as Executive Director of the Company.

The e-voting facility to Members was provided through National Securities Depository Limited. The e-voting period commenced from 9:00 am (IST) on Wednesday, March 8, 2023 till 5:00 pm (IST) on Thursday, April 6, 2023.

Result/voting of Postal Ballot along with Report of Scrutinizer is enclosed herewith pursuant to Regulation 44(3) of the SEBI Listing Regulations.

We request to kindly take the same on your records.

Thanking you,

Yours faithfully,
For **Adani Total Gas Limited**

Gunjan Taunk
Company Secretary

Encl.: As above.

Adani Total Gas Limited
(Formerly known as Adani Gas Ltd)
Heritage Building, 8th floor,
Ashram Road, Usmanpura,
Ahmedabad-380014, Gujarat, India
CIN: L40100GJ2005PLC046553

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Fax +91 79 2754 2988
info@adani.com
www.adanigas.com

Result of Postal Ballot

Pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), also read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter referred to as the "**MCA Circulars**"), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated February 9, 2023 sent to all shareholders, on the proposal for passing Ordinary / Special Resolutions under Sections 14, 161, 196, 197 and 203 of the Companies Act, 2013, rules made thereunder and applicable SEBI Listing Regulations (1) to approve alteration of Article of Association of the Company and (2) to approve appointment of Mr. Suresh P Manglani as a Director and Wholtime Director designated as Executive Director of the Company by way of postal ballot only by voting through electronic means ("**remote e-voting**").

In accordance with the aforesaid MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and prepaid business envelope were not sent to the Members for the Postal Ballot. The remote e-voting commenced from 9:00 am (IST) on Wednesday, March 8, 2023 till 5:00 pm (IST) on Thursday, April 6, 2023.

Mr. Chirag Shah, a Practicing Company Secretary who was appointed as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot is as under:

1.	Date of the AGM/EGM	Not Applicable
2.	Date of the Postal Ballot	Notice dated February 9, 2023
3.	Total number of shareholders on record date	260866
4.	No. of shareholders present in the meeting either in person or through proxy:	



	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable
5.	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable

On the basis of the report received from CS Chirag Shah, scrutinizer, I hereby declare the result of the postal ballot voting process for the above mentioned proposal as per Annexure I.

Since, **98.61%, 99.98% and 98.73%** votes are polled in favour of the aforesaid Ordinary/ Special Resolution Nos.1 to 3. I hereby declare the resolution **carried as Ordinary / Special Resolutions** with requisite majority.

The results of the Postal Ballot along with the Scrutinizer's Report is also posted on the website of the Company at www.adanigas.com, on the website of NSDL at www.evoting.nsdl.com and at the Registered Office of the Company.

Thanking you,
For **Adani Total Gas Limited**

Gunjan Taunk
Company Secretary
Encl: a/a

Date: April 7, 2023
Place: Ahmedabad
Time: 4.00 p.m.

ADANI TOTAL GAS LIMITED

Disclosure as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015

Resolution No. 1 : To approve alteration of Article of Association of the Company

Resolution Required : (Ordinary/ Special)

Special Resolution

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
Promoter and Promoter Group	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		822663480	100.00	822663480	0	100.00	0.00
Public Institutions	Remote E-Voting	250562570	227260989	90.70	212675239	14585750	93.58	6.42
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		227260989	90.70	212675239	14585750	93.58	6.42
Public Non Institutions	Remote E-Voting	26584033	98091	0.37	92080	6011	93.87	6.13
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		98091	0.37	92080	6011	93.87	6.13
Total		1099810083	1050022560	95.47	1035430799	14591761	98.61	1.39

ADANI TOTAL GAS LIMITED

Disclosure as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015

Resolution No. 2 : To approve the appointment of Mr. Suresh P Manglani (DIN: 00165062) as a Director of the Company

Resolution Required : (Ordinary/ Special)			Ordinary Resolution					
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	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		822663480	100.00	822663480	0	100.00	0.00
Public Institutions	Remote E-Voting	250562570	227260989	90.70	227006552	254437	99.89	0.11
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		227260989	90.70	227006552	254437	99.89	0.11
Public Non Institutions	Remote E-Voting	26584033	97946	0.37	92403	5543	94.34	5.66
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		97946	0.37	92403	5543	94.34	5.66
Total		1099810083	1050022415	95.47	1049762435	259980	99.98	0.02

ADANI TOTAL GAS LIMITED

Disclosure as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015

Resolution No. 3 : To approve the appointment of Mr. Suresh P Manglani (DIN: 00165062) as Wholetime Director designated as Executive Director of the Company

Resolution Required : (Ordinary/ Special)			Special Resolution					
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	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		822663480	100.00	822663480	0	100.00	0.00
Public Institutions	Remote E-Voting	250562570	227260989	90.70	213885771	13375218	94.11	5.89
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		227260989	90.70	213885771	13375218	94.11	5.89
Public Non Institutions	Remote E-Voting	26584033	97340	0.37	91493	5847	93.99	6.01
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		97340	0.37	91493	5847	93.99	6.01
Total		1099810083	1050021809	95.47	1036640744	13381065	98.73	1.27



CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213, Ganesh Glory, Nr. Jagatpur Crossing,
Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : chi118_min@yahoo.com

Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot
[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the
Companies (Management and Administration) Rule 2014]

To,
The Chairman
Adani Total Gas Limited
Adani Corporate House, Shantigram Near Vaishno Devi
Circle, S. G. Highway, Khodiyar Ahmedabad 382421

Dear Sir,

Re : Report of Scrutinizer on passing of resolutions through Postal Ballot only by way of remote E-voting of Adani Total Gas Limited (" the Company")

1. The Board of Directors of the Company, by Resolution passed on February 9, 2023 has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated February 9, 2023.
2. In terms of the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as the "MCA Circulars") the Company had sent this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote evoting system only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at www.adanigas.com and e-voting website at <https://www.evoting.nsdl.com/> and was also available on the website of stock exchanges at www.bseindia.com. and www.nseindia.com
3. We submit our report as under:



4. The Notice of Postal Ballot dated February 9, 2023 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on March 3, 2023 in compliance with the above referred MCA Circulars.
5. The Company has completed the dispatch of Postal Ballot Notice by email on March 6, 2023. In accordance with the MCA Circulars, no physical ballot notice was dispatched to the Members . The Company has also published Newspaper Advertisement in Indian Express (English) and Financial Express (Gujarati) respectively, regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on, March 7, 2023.
6. The Company has offered E-voting through National Securities Depository Limited ("NSDL") and the report contains the details of E-voting only.
7. The facility of E-voting remained open from 9.00 a.m. on Wednesday, March 8, 2023 and ended at 5.00 p.m. on Thursday, April 6, 2023.
8. We have unblocked the votes cast through remote E-voting in the presence of Mr. Raimeen Maradiya and Ms. Charmi Shah who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the evoting website of NSDL i.e. <https://www.evoting.nsdl.com/>.
9. A Summary of postal ballot through E-voting is given below :

Resolution No. 1 :

Approve alteration of Article of Association of the Company.

Particulars		No. of Postal Ballot Forms /E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	Voting exercised through E-Voting	1456	1051765759	95.63%	100.00%
b)	E-Voting ballot with assent (favour) for the Resolution	1266	1035430799	94.15%	98.61%
c)	E-Voting ballot dissent (against) for the Resolution	200	14591761	1.33%	1.39%
d)	E-Voting ballot Abstained from voting	0	0	0.00%	0.00%
e)	Total valid votes exercised (b+c)	1456*	1050022560**	95.47%	100.00%



Total Ballot with ASSENT in Electronic mode	1266	1035430799	94.15%	98.61%
Total Ballot with DISSENT in Electronic mode	200	14591761	1.33%	1.39%

Since total votes polled in favour of the resolution is 98.61% and total votes polled against the resolution is 1.39%, **resolution has been passed as Special Resolution**

*out of the aforesaid equity shareholders who voted for the resolution and against the resolution, respectively, 10 equity shareholder has partially voted for the resolution and partially against the resolution. Therefore, for the purpose of numbers the said 10 equity shareholder has been considered only once. Thus, 1456 equity shareholders in number (1266+200= 1466 – 10 = 1456) voted during the remote e-voting.

**21 equity shareholders voted less for 1743199 equity shares.

Resolution No. 2 :

Approve the appointment of Mr. Suresh P Manglani (DIN: 00165062) as a Director of the Company.

Particulars		No. of Postal Ballot Forms /E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	Voting exercised through E-Voting	1450	1051765614	95.63%	100.00%
b)	E-Voting ballot with assent (favour) for the Resolution	1367	1049762435	95.45%	99.98%
c)	E-Voting ballot dissent (against) for the Resolution	86	259980	0.02%	0.02%
d)	E-Voting ballot Abstained from voting	0	0	0.00%	0.00%
e)	Total valid votes exercised (b+c)	1450*	1050022415**	95.47%	100.00%
Total Ballot with ASSENT in Electronic mode		1367	1049762435	95.45%	99.98%
Total Ballot with DISSENT in Electronic mode		86	259980	0.02%	0.02%

Since total votes polled in favour of the resolution is 99.98% and total votes polled against the resolution is 0.02%, **resolution has been passed as Ordinary Resolution**

*out of the aforesaid equity shareholders who voted for the resolution and against the resolution, respectively, 3 equity shareholder has partially voted for the resolution and partially against the resolution. Therefore, for the purpose of numbers the said 3 equity shareholder has been considered only once. Thus, 1450 equity shareholders in number (1367+86= 1453 – 3 = 1450) voted during the remote e-voting.

**21 equity shareholders voted less for 1743199 equity shares.



Resolution No. 3 :

Approve the appointment of Mr. Suresh P Manglani (DIN: 00165062) as Wholetime Director designated as Executive Director of the Company.

Particulars	No. of Postal Ballot Forms /E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a) Voting exercised through E-Voting	1447	1045295479	95.04%	99.38%
b) E-Voting ballot with assent (favour) for the Resolution	1262	1036640744	94.26%	98.73%
c) E-Voting ballot dissent (against) for the Resolution	194	13381065	1.22%	1.27%
d) E-Voting ballot Abstained from voting	0	0	0.00%	0.00%
e) Total valid votes exercised (b+c)	1456*	1050021809**	95.47%	100.00%
Total Ballot with ASSENT in Electronic mode	1262	1036640744	94.26%	98.73%
Total Ballot with DISSENT in Electronic mode	194	13381065	1.22%	1.27%
Since total votes polled in favour of the resolution is 98.73% and total votes polled against the resolution is 1.27%, resolution has been passed as Special Resolution				

*out of the aforesaid equity shareholders who voted for the resolution and against the resolution, respectively, 9 equity shareholder has partially voted for the resolution and partially against the resolution. Therefore, for the purpose of numbers the said 9 equity shareholder has been considered only once. Thus, 1456 equity shareholders in number (1262+194= 1456 – 9 = 1447) voted during the remote e-voting.

**21 equity shareholders voted less for 1743199 equity shares.

10. You may accordingly declare the results of the voting by postal ballot only by way remote E-voting.
11. The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,

**For, Chirag Shah and Associates
Company Secretaries**

**Chirag Shah
Partner
FCS No.5545, CP No. 3498**

Place: Ahmedabad

Date: April 7, 2023

UDIN : F005545E000035894

Peer Review Cer. No. 704/2020

**Counter Signed by
For Adani Total Gas Limited**

**Gunjan Taunk
Company Secretary
Mem. No. ACS 23346**