



MAHANAGAR GAS LIMITED

Ref: MGL/CS/SE/2023/489

Date: August 25, 2023

To,

Head, Listing Compliance Department BSE Limited P. J. Towers, Dalal Street, Mumbai - 400 001 Scrip Code/Symbol: <u>539957; MGL</u>	Head, Listing Compliance Department National Stock Exchange of India Ltd Exchange Plaza, Bandra –Kurla Complex, Bandra (East), Mumbai – 400 051 Script Symbol: <u>MGL</u>
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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 SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (“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 28th Annual General Meeting (AGM) of the Company held on Thursday, August 24, 2023 at 03:00 p.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. Voting Results of the businesses transacted at the 28th AGM as required under Regulation 44(3) of the Listing Regulations.
2. Scrutinizer’s Report on remote e-voting and e-voting conducted at the 28th AGM, dated August 24, 2023, 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 28th Annual General Meeting of the members of Mahanagar Gas Limited held on Thursday, August 24, 2023

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

Sr. No.	Particulars	Details
1.	Date of the Annual General Meeting	August 24, 2023
2.	Total number of shareholders on Cut-off date	157528
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:	71

Mahanagar Gas Limited

Resolution Required (Ordinary)		1. Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, 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	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	32102750	32102750	100.00	32102750	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	32102750	32102750	100.00	32102750	0	100.00	0.00
Public Institutions	E-voting	56472545	51724012	91.59	51724012	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	56472545	51724012	91.59	51724012	0	100.00	0.00
Public Non-Institutions	E-voting	10202483	216086	2.12	155788	60298	72.10	27.90
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	10202483	216086	2.12	155788	60298	72.10	27.90
Total		98777778	84042848	85.08	83982550	60298	99.93	0.07

Mahanagar Gas Limited								
Resolution Required (Ordinary)		2. Declaration of the Final Dividend of Rs. 16/- per equity share for the Financial Year ended on March 31, 2023 and confirmation of the payment of Interim Dividend of Rs. 10/- per equity share.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	32102750	32102750	100.00	32102750	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	32102750	32102750	100.00	32102750	0	100.00	0.00
Public Institutions	E-voting	56472545	52080527	92.22	52080527	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	56472545	52080527	92.22	52080527	0	100.00	0.00
Public Non-Institutions	E-voting	10202483	215753	2.11	155617	60136	72.13	27.87
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	10202483	215753	2.11	155617	60136	72.13	27.87
Total		98777778	84399030	85.44	84338894	60136	99.93	0.07

Mahanagar Gas Limited								
Resolution Required (Ordinary)		3. Re-appointment of Mr. Mahesh V. Iyer (DIN: 08198178), Director, who retires by rotation and being eligible, offers himself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	32102750	32102750	100.00	32102750	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	32102750	32102750	100.00	32102750	0	100.00	0.00
Public Institutions	E-voting	56472545	52080524	92.22	41835468	10245056	80.33	19.67
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	56472545	52080524	92.22	41835468	10245056	80.33	19.67
Public Non-Institutions	E-voting	10202483	216074	2.12	155488	60586	71.96	28.04
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	10202483	216074	2.12	155488	60586	71.96	28.04
Total		98777778	84399348	85.44	74093706	10305642	87.79	12.21

Mahanagar Gas Limited								
Resolution Required (Ordinary)		4. Ratification of remuneration of Cost Auditors for the FY 2023-24.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	32102750	32102750	100.00	32102750	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	32102750	32102750	100.00	32102750	0	100.00	0.00
Public Institutions	E-voting	56472545	52080527	92.22	52080527	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	56472545	52080527	92.22	52080527	0	100.00	0.00
Public Non-Institutions	E-voting	10202483	216039	2.12	155528	60511	71.99	28.01
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	10202483	216039	2.12	155528	60511	71.99	28.01
Total		98777778	84399316	85.44	84338805	60511	99.93	0.07

Mahanagar Gas Limited								
Resolution Required (Ordinary)		5. Approval of Material Related Party Transactions for the FY 2023-24 and FY 2024-25.						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	32102750	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	32102750	0	0.00	0	0	0.00	0.00
Public Institutions	E-voting	56472545	52019261	92.11	52019261	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	56472545	52019261	92.11	52019261	0	100.00	0.00
Public Non-Institutions	E-voting	10202483	215527	2.11	155036	60491	71.93	28.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	10202483	215527	2.11	155036	60491	71.93	28.07
Total		98777778	52234788	52.88	52174297	60491	99.88	0.12

Mahanagar Gas Limited								
Resolution Required (Special)		6. Alteration of Objects Clause of Memorandum of Association.						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% votes polled on outstanding shares	No. of votes - in favour	No. of votes - in Against	% of votes - in favour	% of votes - in Against
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-voting	32102750	32102750	100.00	32102750	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	32102750	32102750	100.00	32102750	0	100.00	0.00
Public Institutions	E-voting	56472545	52080527	92.22	52080527	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	56472545	52080527	92.22	52080527	0	100.00	0.00
Public Non-Institutions	E-voting	10202483	216039	2.12	155445	60594	71.95	28.05
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot(if applicable)		0	0.00	0	0	0.00	0.00
	Total	10202483	216039	2.12	155445	60594	71.95	28.05
Total		98777778	84399316	85.44	84338722	60594	99.93	0.07



To,

The Chairman,

MAHANAGAR GAS LIMITED

Regd. Off.: MGL House, Block No: G-33,

Bandra-Kurla Complex, Bandra (E),

Mumbai -400051

Dear Sir,

SUB: Scrutinizer's Report on remote e-voting and e-voting at the Twenty-eight Annual General Meeting (AGM) of the Members of MAHANAGAR GAS LIMITED (CIN: L40200MH1995PLC088133) held on Thursday, August 24, 2023 at 03:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").

I, **Santosh Kumar Singh**, a Company Secretary in Practice and Proprietor of **M/S Santosh Singh & Associates**, Company Secretaries (ACS: 15964 and C.P. No.: 17638), duly appointed as the Scrutinizer by the Board of Directors of **MAHANAGAR GAS LIMITED** (the "Company") to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

Pursuant to the MCA General Circular No. 14/2020, dated April 8, 2020, General Circular no. 17/2020 dated April 13, 2020, Circular no. 20/2020 dated May 5, 2020, Circular no. 02/2021 dated January 13, 2021, 02/2022 dated May 05, 2022 and 10/2022 dated 28th December 2022 (MCA Circulars) read with SEBI Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/ CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and SEBI/HO/DDHS/DDHSRACPOD1/P/CIR/2023/001 dated January 5, 2023 ('SEBI Circulars') and all other relevant circulars issued from time to time, this Annual General Meeting (AGM) of the Members held on Thursday, August 24, 2023 at 03:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM").



The management of the company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to voting through electronic means and Voting at the Meeting through Insta Poll (e-voting), on the resolutions contained in the notice for the 28th Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the voting process (including remote e-voting process), as provided by the Management, is restricted to ensure that the voting process is conducted in a fair and transparent manner and make a scrutinizer's report of the votes cast "In favour" or "Against" or "Abstain/Invalid", If any, on the terms of business contained in the notice of AGM and remote e-voting services provided National Securities Depository Limited ("NSDL"), the authorized agency to provide e-voting facilities, engaged by the company.

Based on the report generated from the e-voting system provided by the NSDL, I do hereby submit my report as follows:

1. The Resolutions were transacted through the process of remote e-voting and through electronic voting system at the AGM. For the purpose of e-voting, the Company had engaged the services of National Securities Depository Limited ("NSDL").
2. Voting rights were reckoned on the paid-up value of shares registered in the name of the Members as on **August 16, 2023** ("cut-off date").
3. The period for remote e-voting commenced on **Monday, August 21, 2023** at 9.00 A.M. (IST) and ended on **Wednesday, August 23, 2023** at 5.00 P.M. (IST) The Remote e-voting module was disabled by NSDL for voting thereafter.
4. The facility of e voting was made available for the members attending the meeting through VC and who did not cast their voting through remote e voting.
5. Further, the votes cast through remote e-voting were unblocked in the presence of two witnesses Mr. Babu Chavan and Mr. Samar Krishnan, neither of whom are in the employment of the Company.
6. The report on vote cast through remote e-voting was generated from NSDL e-voting website www.evoting.nsdl.com



7. The consolidated results of remote e-voting and voting through electronic voting system at the AGM are enclosed as Annexure-A to this report and based on the results, all resolutions as contained in the Notice have been passed with requisite majority.

All the relevant records were handed over to the Company Secretary of the Company for safe keeping.

For **Santosh Singh & Associates**
Company Secretaries

Santosh Kumar Singh
Proprietor

Mem. No.: ACS-15964

COP No.: 17638

P.R.: 1289 of 2021

UDIN: A015964E000865230



For **MAHANAGAR GAS LIMITED**

ASHU SHINGHAL
MANAGING DIRECTOR



Place: Navi Mumbai

Date: August 25, 2023

Enclosed: As above

Witness:

We the undersigned witness that the votes were unblocked from the e-voting website of e-voting service provider viz. NSDL (www.evoting.nsdl.com) in our presence at the office of the Scrutinizer, Santosh Kumar Singh.

Mr. Babu Chavan

Mr. Samar Krishnan

Annexure to the Scrutiniser's Report
Result of Remote e-voting and voting through Insta poll (e-voting) during the AGM

Resol. no. / Item No	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voting Against (Dissent)			Abstain / Invalid	
				No. of Members Voting	No. of Votes cast	% of Valid votes	No. of Members Voting	No. of Votes cast	% of Valid votes	No. of Members Voting	No. of Votes cast
1	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote e-Voting	758	83982550	99.93%	13	60298	0.07%	7	356500
			Voting through Insta poll (e-Voting)	0	0	0%	0	0	0%	0	0
			TOTAL	758	83982550	99.93%	13	60298	0.07%	7	356500
2	To confirm the payment of Interim Dividend of Rs 10/- per equity share, already paid and to declare the Final Dividend of Rs. 16/- per equity share for the Financial Year ended on March 31, 2023.	Ordinary Resolution	Remote e-Voting	762	84338894	99.93%	9	60136	0.07%	7	318
			Voting through Insta poll (e-Voting)	0	0	0%	0	0	0%	0	0
			TOTAL	762	84338894	99.93%	9	60136	0.07%	7	318
3	To appoint a Director in place of Mr. Mahesh V. Iyer (DIN: 08198178), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution	Remote e-Voting	695	74093706	87.79%	83	10305642	12.21%	0	0
			Voting through Insta poll (e-Voting)	0	0	0%	0	0	0%	0	0
			TOTAL	695	74093706	87.79%	83	10305642	12.21%	0	0
4	Ratification of remuneration of Cost Auditors for the Financial Year 2023-24	Ordinary Resolution	Remote e-Voting	743	84338805	99.93%	27	60511	0.07%	8	32
			Voting through Insta poll (e-Voting)	0	0	0%	0	0	0%	0	0
			TOTAL	743	84338805	99.93%	27	60511	0.07%	8	32



Resol. no. / Item No	Heading of Resolution	Type of Resolution	Type of Voting	Voting in Favour (Assent)			Voting Against (Dissent)			Abstain / Invalid	
				No. of Members Voting	No. of Votes cast	% of Valid votes	No. of Members Voting	No. of Votes cast	% of Valid votes	No. of Members Voting	No. of Votes cast
5	Approval of Material Related Party Transactions	Ordinary Resolution	Remote e-Voting	742	52174297	99.88%	23	60491	0.12%	13	32164560
			Voting through Insta poll (e-Voting)	0	0	0%	0	0	0%	0	0
			TOTAL	742	52174297	99.88%	23	60491	0.12%	13	32164560
6	Alteration of Objects Clause of Memorandum of Association	Special Resolution	Remote e-Voting	747	84338722	99.93%	23	60594	0.07%	8	32
			Voting through Insta poll (e-Voting)	0	0	0%	0	0	0%	0	0
			TOTAL	747	84338722	99.93%	23	60594	0.07%	8	32

