



MAHANAGAR GAS LIMITED

Ref: MGL/CS/SE/2024/560

Date: August 23, 2024

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 - 400051 Script Symbol: <u>MGL</u>
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Sub.: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Change in Directorate.

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**'), we wish to inform that, based on recommendation of the Nomination and Remuneration Committee, the Board of Directors in its meeting held today, i.e. August 23, 2024, considered, noted and approved the following:

- 1) Re-appointment of Mrs. Malvika Sinha (DIN: 08373142) as an Independent Director of the Company for the second term of 3 (three) consecutive years with effect from August 24, 2024 to August 23, 2027 (both days inclusive), subject to approval of shareholders of the Company;
- 2) Appointment of Mr. Harish Kumar Agarwal (DIN: 00074950), as an Additional Director, designated as Independent Director of the Company for a period of 3 (three) consecutive years with effect from August 24, 2024 to August 23, 2027 (both days inclusive), subject to approval of shareholders of the Company;
- 3) Appointment of Mr. Mahesh Kumar Gupta (DIN: 08021365), as an Additional Director, designated as Independent Director of the Company for a period of 3 (three) consecutive years with effect from August 24, 2024 to August 23, 2027 (both days inclusive), subject to approval of shareholders of the Company;



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- 4) Cessation of Mr. Venkatraman Srinivasan (DIN: 00246012) as an Independent Director of the Company upon completion of his first term of 3 (three) consecutive years with effect from on August 23, 2024 and consequently cessation as a chairman / member of various committees of the Board;
- 5) Cessation of Mr. Rajeev Bhaskar Sahi (DIN: 06662067) as an Independent Director of the Company upon completion of his first term of 3 (three) consecutive years with effect from on August 23, 2024 and consequently cessation as a chairman / member of various committees of the Board.

The details as required under Regulation 30 read with Schedule III of the Listing Regulations read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given as **Annexure**.

This is for your information and record.

For **Mahanagar Gas Limited**

Atul Prabhu
Company Secretary & Compliance Officer

Encl.: as above.

ANNEXURE

Mrs. Malvika Sinha (DIN: 08373142), Independent Director

Sr. No.	Particulars	Remarks
1.	Reason for Change viz. appointment, reappointment, resignation, removal, death or otherwise	Re-appointment
2.	Date of Appointment / reappointment / cessation (as applicable) and term of appointment / reappointment	Re-appointment is for the second term of 3 (three) consecutive years with effect from August 24, 2024 to August 23, 2027 (both days inclusive), subject to approval of shareholders of the Company.
3.	Brief Profile (in case of appointment)	<p>Mrs. Malvika Sinha, holds a Master's Degree in Public Administration from Princeton University, USA and an MA from Mumbai University. She is also a Certified Associate of the Indian Institute of Banking.</p> <p>She was an Executive Director at RBI and retired in February 2020, after serving for 38 years in various capacities in Human Resource Development, Foreign Exchange Department, Internal Debt Management Department and Deposit Insurance and Credit Guarantee Department.</p> <p>She had served as RBI's Nominee Director on the Board of State Bank of Bikaner and Jaipur. She is also on the Board of various prominent companies.</p> <p>She is associated with Mahanagar Gas Limited ('MGL') since August 24, 2021. She is also the Chairperson and Member of various committees on the Board of MGL.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mrs. Sinha is not related to any of the Directors of the Company.

5.	Information as required pursuant to BSE circular ref no. LIST/COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Mrs. Sinha is not debarred from holding office of a Director by virtue of any SEBI Order or any other such authority.
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Mr. Harish Kumar Agarwal (DIN: 00074950), Independent Director

Sr. No.	Particulars	Remarks
1.	Reason for Change viz. appointment, reappointment, resignation, removal, death or otherwise	Appointment
2.	Date of Appointment / reappointment / cessation (as applicable) and term of appointment / reappointment	Appointment of Mr. Harish Kumar Agarwal for a period of 3 (three) consecutive years with effect from August 24, 2024 to August 23, 2027 (both days inclusive), subject to approval of shareholders of the Company.
3.	Brief Profile (in case of appointment)	<p>Mr. Agarwal is a Chartered Accountant and has an overall 40 years' of experience in the field of oil refinery, pipelines and marketing functions, projects, corporate functions, digitization of processes, overseas acquisition and divestment.</p> <p>Mr. Agarwal has worked with two of the India's leading conglomerate and dominant Companies i.e. Reliance Industries Limited and Indian Oil Corporation Limited where he has worked in varied areas viz., treasury operations, digitalization of processes, long-term supply/purchase contracts, development of new business, due diligence for acquisitions, establishment of comprehensive accounting and commercial processes for a greenfield refinery, oversee project accounting, assessing and clearing feasibility reports and managing commercial operations including customs and excise procedures and compliances.</p>

4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Agarwal is not related to any of the Directors of the Company.
5.	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Mr. Agarwal is not debarred from holding office of a Director by virtue of any SEBI Order or any other such authority.

Mr. Mahesh Kumar Gupta (DIN: 08021365), Independent Director

Sr. No.	Particulars	Remarks
1.	Reason for Change viz. appointment, reappointment, resignation, removal, death or otherwise	Appointment
2.	Date of Appointment / reappointment / cessation (as applicable) and term of appointment / reappointment	Appointment of Mr. Mahesh Kumar Gupta for a period of 3 (three) consecutive years with effect from August 24, 2024 to August 23, 2027 (both days inclusive), subject to approval of shareholders of the Company.
3.	Brief Profile (in case of appointment)	<p>Mr. M.K. Gupta is a Civil Engineering Graduate of 1979 from Roorkee University (now IIT Roorkee) and a Law graduate from the University of Mumbai. Mr. M.K. Gupta possesses more than 43 years' of varied professional experience in management, administration, infrastructure, contract & training.</p> <p>Mr. M.K. Gupta has been superannuated from the post of Member Engineering, Railway Board & Ex-Officio Secretary to the Government of India in 2018. As Member Engineering, spearheaded the project of elimination of unmanned level crossings and upgradation of infrastructure to substantially improve safety in train operation. In the past, he has held the position of Chairman of Rail Land Development Authority and Chairman of Indian Railway Stations Development Corporation. He was a Member of Public Enterprises</p>

		Selection Board (DoPT/GoI)- in the grade of Secretary to the Government of India. Currently, Mr. M.K. Gupta is on the approved panel of Arbitrators & Dispute Adjudication Board with Indian Railways and Government undertakings and is a life member of Indian Council of Arbitration.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. M.K. Gupta is not related to any of the Directors of the Company
5.	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Mr. M.K. Gupta is not debarred from holding office of a Director by virtue of any SEBI Order or any other such authority.

Mr. Venkatraman Srinivasan (DIN: 00246012), Independent Director

Sr. No.	Particulars	Remarks
1.	Reason for Change viz. appointment, reappointment, resignation, removal, death or otherwise	Cessation Mr. Venkatraman Srinivasan ceased to be an Independent Director of the Company upon completion of his first term of three consecutive years.
2.	Date of Appointment / reappointment / cessation (as applicable) and term of appointment / reappointment	August 23, 2024
3.	Brief Profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

5.	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Not Applicable
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Mr. Rajeev Bhaskar Sahi (DIN: 06662067), Independent Director

Sr. No.	Particulars	Remarks
1.	Reason for Change viz. appointment, reappointment, resignation, removal, death or otherwise	<u>Cessation</u> Mr. Rajeev Bhaskar Sahi ceased to be an Independent Director of the Company upon completion of his first term of three consecutive years.
2.	Date of Appointment / reappointment / cessation (as applicable) and term of appointment / reappointment	August 23, 2024
3.	Brief Profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
5.	Information as required pursuant to BSE circular ref no. LIST/ COMP/ 14/ 2018-19 and the National Stock Exchange of India Limited with ref no. NSE/CML/2018/24, dated June 20, 2018	Not Applicable