



Gujarat State Petronet Ltd.

GSPL Bhavan, E-18, GIDC Electronics Estate, Nr. K-7
Circle, Sector-26, Gandhinagar-382028 Gujarat (INDIA)
Tel: +91-79-23268500/600
Website :www.gspcgroup.com



Ref : GSPL/S&L/2024-25
19th September, 2024

To
The Manager (Listing)
The Stock Exchange, Mumbai
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.
Fax No. 022-22722037-22723121-
Company Code: 532702

To
The Manager (Listing)
The National Stock Exchange of India Ltd.
“Exchange Plaza”, Bandra-Kurla
Complex, Bandra (E), Mumbai – 400 051,
Fax No. : 022-26598237/38
Company Code: GSPL

Dear Sir/Madam,

Sub: Proceedings of the 26th Annual General Meeting (AGM) of the Company held on 19th September, 2024

The 26th Annual General Meeting (“AGM”) of Gujarat State Petronet Limited was held today i.e. 19th September, 2024 at 3.00 P.M. to transact the business as stated in the Notice convening the AGM.

In this regard, please find enclosed the summary of the proceedings of the AGM of the Company as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record.

Thanking You.

Yours Faithfully,

For Gujarat State Petronet Limited

Rajeshwari Sharma
Company Secretary

Encl: As above

PROCEEDINGS OF THE 26th ANNUAL GENERAL MEETING OF GUJARAT STATE PETRONET LIMITED HELD ON THURSDAY, 19TH SEPTEMBER, 2024 AT 3.00 P.M

The 26th Annual General Meeting of the Members of Gujarat State Petronet Limited was held on 19th September, 2024 at 3:00 P.M. through Video Conferencing (VC) or Other Audio Visual Means (OAVM). The Meeting commenced at 3.00 P.M.

Shri Raj Kumar, IAS, Chairman & Managing Director of the Company chaired the Meeting for agenda items No. 1, 2, 4, 5 & 6 and for agenda item No. 3 i.e. re-appointment of Shri Raj Kumar, IAS as a director of the company Shri M M Srivastava, IAS (Retd.) director occupied the chair. The Quorum required under the Companies Act, 2013 was present throughout the Meeting.

Smt. Rajeshwari Sharma, Company Secretary informed that the Meeting was held through VC/ OAVM in compliance with the Circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and by Securities and Exchange Board of India (SEBI). Thereafter, the Company Secretary informed the Members about the procedural and technical points on conducting the Meeting through VC/OAVM as per the Circulars issued by MCA and SEBI in this regard.

The Company Secretary further informed that the Company has appointed M/s K K Patel & Associates, Practising Company Secretaries to act as Scrutinizer for the purpose of scrutinizing the entire E-voting process (i.e. Remote E-voting and E-voting during the AGM) in transparent manner.

The Chairman & Managing Director delivered the Chairman's Speech.

The following items of business as set out in the Notice convening the meeting were proposed:

Ordinary Business:

Ordinary Resolution No. 1:

Receiving, considering and adopting the Audited Financial Statements (*Standalone & Consolidated*) of the Company for the Financial Year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon

"RESOLVED THAT the Audited Financial Statements (*Standalone & Consolidated*) for the Financial Year ended 31st March, 2024 and the Reports of the Board of Directors and Auditors thereon along with Report of Comptroller and Auditor General of India of the Company, be and are hereby adopted".

Ordinary Resolution No. 2:

Declaration of Dividend on Equity Shares

"RESOLVED THAT pursuant to the recommendation of the Board of Directors of the Company, Dividend for the Financial Year 2023 - 24 @ 50% (i.e. Rs. 5 per Share) on 56,42,11,376 Equity Shares, having face value of Rs. 10 each, of the Company be and is hereby approved."

"RESOLVED FURTHER THAT Dividend be paid to the,

1. Beneficial owners as at the close of business hours on Friday, 6th September, 2024, as per the list to be furnished by the Depositories in respect of the Shares held in electronic form.
2. Members in the Register of Members of the Company as on Friday, 6th September, 2024, after giving effect to all valid share transfer in physical form received as at the close of business hours on Friday, 6th September, 2024."

Ordinary Resolution No. 3:

Re-appointment of Shri Raj Kumar, IAS [DIN: 00294527], who retires by rotation and being eligible offers himself for re-appointment

"RESOLVED THAT Shri Raj Kumar, IAS [DIN: 00294527] who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

Ordinary Resolution No. 4:

Authorizing Board of Directors to fix remuneration of Statutory Auditors of the Company for the Financial Year 2024 - 25 in terms of the provisions of Section 142 of the Companies Act, 2013

"RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration of Statutory Auditor(s) of the Company appointed by Comptroller and Auditor General of India for the Financial Year 2024 - 25."

Special Business:

Special Resolution No. 5:

Approving appointment of Ms. Vanaja N Sarna, IRS (Retd.) [DIN: 10419005] as Woman Independent Director of the Company

“RESOLVED THAT Ms. Vanaja N Sarna, IRS (Retd.) [DIN: 10419005] who was appointed as Additional Director/Woman Independent Director pursuant to provisions of Sections 149, 152 and 161 read with Schedule IV and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies [Appointment and Qualifications of Directors] Rules, 2014 [including any statutory modification(s) or re-enactment thereof for the time being in force], applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the Company and who being qualified and eligible for appointment as an Woman Independent Director of the Company and in respect of whom, the Company has received a notice in writing under Section 160 of the Companies Act, 2013, be and is hereby appointed as Woman Independent Director of the Company to hold office for a period of 5 (Five) consecutive years effective from 24th June 2024, subject to review of annual performance and whose term of office shall not be liable to retirement by rotation.”

Ordinary Resolution No. 6:

Ratify the remuneration payable to M/s R. K. Patel & Co., as Cost Auditors of the Company for the Financial Year ending 31st March, 2025

“RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies [Audit and Auditors] Rules, 2014 [including any statutory modification(s) or re-enactment thereof, for the time being in force], M/s R. K. Patel & Co., the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2025 be paid the remuneration of Rs. 49,999/- plus taxes and out of pocket expenses incurred by them during the course of Audit.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such actions as may be necessary for implementing the above Resolution.”

The Meeting concluded at 3.45 P.M. with vote of thanks to the Chairman. Thereafter, the e-voting facility was kept open for next 15 minutes after conclusion of AGM to enable the Members to cast their votes.

For Gujarat State Petronet Limited

Rajeshwari Sharma
Company Secretary