



MAHANAGAR GAS LIMITED

Ref: MGL/CS/SE/2024/561

Date: August 26, 2024

To,

Head, Listing Compliance Department BSE Limited P. J. Towers, Dalal Street, Mumbai - 400 001 Script 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>
---	---

Dear Sir/Madam,

Sub: Submission of Voting results and Scrutinizer's report 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 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we enclose herewith the following, in respect of the 29th Annual General Meeting (AGM) of the Company held on Friday, August 23, 2024 at 11:30 a.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM), in accordance with the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

1. Voting results as required under Regulation 44(3) of the Listing Regulations.
2. Scrutinizer's Report on remote e-voting and e-voting conducted at 29th AGM, dated August 26, 2024, pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014.

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 29th Annual General Meeting of the members of Mahanagar Gas Limited held on Friday, August 23, 2024

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

Voting results	
Record date	16-08-2024
Total number of shareholders on record date	144515
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	1
b) Public	55
No. of resolution passed in the meeting	5

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2024, together with the Reports of the Board of Directors' and Auditors' thereon.				
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	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	32102750	32102750	100.0000	32102750	0	100.0000	0.0000
Public-Institutions	E-Voting	58540977	54306395	92.7665	54201953	104442	99.8077	0.1923
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	58540977	54306395	92.7665	54201953	104442	99.8077	0.1923
Public-Non Institutions	E-Voting	8134051	39137	0.4812	38857	280	99.2846	0.7154
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	8134051	39137	0.4812	38857	280	99.2846	0.7154
Total		98777778	86448282	87.5179	86343560	104722	99.8789	0.1211
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To confirm the payment of Interim Dividend of Rs. 12/- per equity share, already paid and to declare the Final Dividend of Rs. 18/- per equity share for the financial year ended on March 31, 2024.				
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	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		32102750	32102750	100.0000	32102750	0	100.0000
Public-Institutions	E-Voting	58540977	54583303	93.2395	54583303	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		58540977	54583303	93.2395	54583303	0	100.0000
Public-Non Institutions	E-Voting	8134051	39138	0.4812	38854	284	99.2744	0.7256
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8134051	39138	0.4812	38854	284	99.2744
Total		98777778	86725191	87.7983	86724907	284	99.9997	0.0003
Whether resolution is Pass or Not.							Yes	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Dr. Harshadeep S. Kamble (DIN: 07183938), who retires by rotation and being eligible, offers himself for re-appointment.				
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	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		32102750	32102750	100.0000	32102750	0	100.0000
Public-Institutions	E-Voting	58540977	54583303	93.2395	25877544	28705759	47.4093	52.5907
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		58540977	54583303	93.2395	25877544	28705759	47.4093
Public-Non Institutions	E-Voting	8134051	39137	0.4812	38274	863	97.7949	2.2051
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8134051	39137	0.4812	38274	863	97.7949
Total		98777778	86725190	87.7983	58018568	28706622	66.8993	33.1007
Whether resolution is Pass or Not.							Yes	

Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Ratification of remuneration of Cost Auditors for the financial year 2024-25.				
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	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		32102750	32102750	100.0000	32102750	0	100.0000
Public-Institutions	E-Voting	58540977	54583303	93.2395	54583303	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		58540977	54583303	93.2395	54583303	0	100.0000
Public-Non Institutions	E-Voting	8134051	39138	0.4812	38609	529	98.6484	1.3516
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8134051	39138	0.4812	38609	529	98.6484
Total		98777778	86725191	87.7983	86724662	529	99.9994	0.0006
Whether resolution is Pass or Not.							Yes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Material Related Party Transactions with GAIL (India) Limited				
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	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		32102750	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	58540977	54583303	93.2395	54583303	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		58540977	54583303	93.2395	54583303	0	100.0000
Public-Non Institutions	E-Voting	8134051	39138	0.4812	38673	465	98.8119	1.1881
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		8134051	39138	0.4812	38673	465	98.8119
Total		98777778	54622441	55.2983	54621976	465	99.9991	0.0009
Whether resolution is Pass or Not.							Yes	



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-ninth Annual General Meeting (AGM) of the Members of MAHANAGAR GAS LIMITED (CIN: L40200MH1995PLC088133) held on Friday, August 23, 2024 at 11:30 a.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 and 09/2023 dated September 25, 2023 (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/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023, SEBI/HO/DDHS/P/CIR/2023/0164 dated October 6, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI Circulars") and all other relevant circulars issued from time to time, this Annual General Meeting (AGM) of the Members held on Friday, August 23, 2024 at 11:30 a.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 29th 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 by Central Depository Services Limited ("CDSL"), 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 CDSL, 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 Central Depository Services Limited ("CDSL").
2. Voting rights were reckoned on the paid-up value of shares registered in the name of the Members as on **Friday, August 16, 2024** ("cut-off date").
3. The period for remote e-voting commenced on **Tuesday August 20, 2024** at 9.00 A.M. (IST) and ended on **Thursday, August 22, 2024** at 5.00 P.M. (IST) The Remote e-voting module was disabled by CDSL 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 Ms. Sanchita More and Mrs. Geeta Singh, neither of whom are in the employment of the Company.
6. The report on vote cast through remote e-voting was generated from CDSL e-voting website www.evotingindia.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: A015964F001047060

Place: Navi Mumbai

Date: August 26, 2024

Enclosed: As above

Witness:

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

Ms. Sanchita More

Mrs. Geeta Singh

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	Adoption of Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year ended March 31, 2024, together with the Reports of the Board of Directors` and Auditors` thereon.	Ordinary Resolution	Remote e-Voting	632	86340843	99.88%	8	104686	0.12%	3	276909
			Voting through Insta poll (e-Voting)	16	2717	0%	1	36	0%	0	0
			TOTAL	648	86343560	99.88%	9	104722	0.12%	3	276909
2	Confirmation of payment of Interim Dividend of Rs. 12/- per equity share, already paid and declaration of Final Dividend of Rs. 18/- per equity share for the financial year ended on March 31, 2024.	Ordinary Resolution	Remote e-Voting	637	86722190	100.00%	6	248	0.00%	0	0
			Voting through Insta poll (e-Voting)	16	2717	0%	1	36	0%	0	0
			TOTAL	653	86724907	100.00%	7	284	0.00%	0	0
3	Appointment of a Director in place of Dr. Harshadeep S. Kamble (DIN: 07183938), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution	Remote e-Voting	359	58016076	66.90%	284	28706361	33.10%	0	0
			Voting through Insta poll (e-Voting)	15	2492		2	261	0	0	0
			TOTAL	374	58018568	66.90%	286	28706622	33.10%	0	0



Signature

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
4	Ratification of remuneration of Cost Auditors for the financial year 2024-25.	Ordinary Resolution	Remote e-Voting	636	86722170	100.00%	7	268	0.00%	0	0
			Voting through Insta poll (e-Voting)	15	2492	0%	2	261	0%	0	0
			TOTAL	651	86724662	100.00%	9	529	0.00%	0	0
5	Approval of Material Related Party Transactions with GAIL (India) Limited for FY 2025-26.	Ordinary Resolution	Remote e-Voting	634	54619259	100.00%	8	429	0.00%	1	32102750
			Voting through Insta poll (e-Voting)	16	2717	0%	1	36	0%	0	0
			TOTAL	650	54621976	100.00%	9	465	0.00%	1	32102750



Signature