



MAHANAGAR GAS LIMITED

Ref: MGL/CS/SE/2024/567

Date: October 11, 2024

To,

Head, Listing Compliance Department BSE Limited P. J. Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 539957	Head, Listing Compliance Department National Stock Exchange of India Ltd Exchange Plaza, Bandra –Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: MGL
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Sub: Notice of Postal Ballot - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**) read with Schedule III of the Listing Regulations, we are submitting herewith the Notice of Postal Ballot (**'Notice'**) dated August 23, 2024 for seeking approval of Members of the Company for the following resolutions by way of voting through electronic means (**'e-voting'**):

Sr. No.	Particulars
1.	Re-appointment of Mrs. Malvika Sinha (DIN: 08373142), as an Independent Director of the Company
2.	Continuation of Mr. Syed S. Hussain (DIN: 00209117), as an Independent Director of the Company on completion of seventy-five years of age
3.	Appointment of Mr. Harish Kumar Agarwal (DIN: 00074950), as an Independent Director of the Company
4.	Appointment of Mr. Mahesh Kumar Gupta (DIN: 08021365), as an Independent Director of the Company

In accordance with the relevant circulars issued by the Ministry of Corporate Affairs and in conformity with the present regulatory requirements, the Notice along with the Explanatory Statement (including instructions for e-voting), has been sent to all the Members on October 11, 2024, whose e-mail addresses are registered with the Company / Depositories and whose names are recorded in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, October 04, 2024 (**'Cut-off date'**).



MAHANAGAR GAS LIMITED

The Notice is also available on the websites of the Company at www.mahanagargas.com and Central Depository Services (India) Limited ('CDSL') at www.evotingindia.com.

The Company has engaged the services of CDSL to provide e-voting facility to the Members. The e-voting period commences from **09:00 a.m. (IST) on Sunday, October 13, 2024 and ends at 05:00 p.m. (IST) on Monday, November 11, 2024.**

The Result of the e-voting shall be declared on or before Wednesday, November 13, 2024.

You are requested to take the above information on your records.

Thanking You.

Yours Sincerely,

For **Mahanagar Gas Limited**

Atul Prabhu
Company Secretary & Compliance Officer

Encl.: As above



MAHANAGAR GAS LIMITED

Regd. Off.: MGL House, Block No. G-33,
Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051
Phone: +91 22 6678 5000 | **E-mail:** info@mahanagargas.com
Website: www.mahanagargas.com | **CIN:** L40200MH1995PLC088133

In view of prevailing MCA Circulars on Postal Ballot process, the voting on the resolution covered in the Notice will take place through e-voting only and no physical ballots will be collected. Please refer to detailed instructions for e-voting explained in the Notice.

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Members of the Company

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Mahanagar Gas Limited (**‘the Company’**) by means of Postal Ballot, only by remote e-voting process (**‘e-voting’**) being provided by the Company to all its members to cast their votes electronically, pursuant to Section 110 of the Companies Act, 2013 (**‘the Act’**), Rule 20 of the Companies (Management and Administration) Rules, 2014 (**‘the Rules’**) and other applicable provisions of the Act and the Rules, General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular Nos. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024, issued by the Ministry of Corporate Affairs (**‘MCA Circulars’**), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**), Secretarial Standard on General Meetings (**‘SS-2’**) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules framed thereunder, setting out all material facts relating to the resolutions proposed in this Postal Ballot Notice and additional information as required under the Listing Regulations and circulars issued thereunder is also attached.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company / Registrar and Share Transfer Agent / National Securities Depository Limited ('NSDL') / Central Depository Services (India) Limited ('CDSL') (NSDL and CDSL hereinafter collectively referred to as '**Depositories**'). If e-mail address of any Member is not registered as above, then he / she is requested to follow the process provided in the Notes to receive this Postal Ballot Notice, login ID and password for remote e-voting. The communication of the assent or dissent of the Members would only take place through the e-voting system. Members are requested to follow the procedure as stated in the notes and instructions for casting their votes by e-voting.

The Board of Directors has appointed Mr. Umesh Pawaskar of M/s. Umesh Pawaskar & Co., Practising Company Secretary (Membership No.: ACS 18133), as Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner and he has communicated his willingness to be appointed as a Scrutinizer and will be available for the said purpose. The Scrutinizer's decision on the validity of the votes cast in the Postal Ballot shall be final.

The Company has engaged the services of CDSL as the agency to provide e-voting facility. Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their votes electronically. The votes can be cast during the following voting period:

Commencement of e-voting	09:00 a.m. (IST), Sunday, October 13, 2024
End of e-voting	05:00 p.m. (IST), Monday, November 11, 2024

The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman of the Company or any person authorised by him. The results of e-voting will be announced within two working days of end of e-voting period and will be displayed on the Company's website at www.mahanagargas.com and the website of CDSL at www.evotingindia.com. The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the Registered Office of the Company.

SPECIAL BUSINESS:

RESOLUTION NO. 1:

Re-appointment of Mrs. Malvika Sinha (DIN: 08373142) as an Independent Director of the Company

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, and any other applicable provisions of the Companies Act, 2013 (**‘the Act’**) read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014, Regulation 17 and other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and based on the recommendation of Nomination and Remuneration Committee and the Board of Directors, the re-appointment of Mrs. Malvika Sinha (DIN: 08373142) who holds office as an Independent Director up to August 23, 2024 and has submitted a declaration confirming that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and who is eligible for re-appointment as a Non-Executive Independent Director of the Company, not liable to retire by rotation, for the second term of three consecutive years commencing from August 24, 2024 up to August 23, 2027 (both days inclusive), be and is hereby approved.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/ or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things, as may be considered necessary, desirable, or expedient to give effect to this resolution.”

RESOLUTION NO. 2:

Continuation of Mr. Syed S. Hussain (DIN: 00209117) as an Independent Director of the Company on completion of seventy-five years of age

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 (**‘Listing Regulations’**) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), based on recommendations of Nomination and Remuneration Committee and that of Board of Directors of the Company, the approval of shareholders of the Company be and is hereby accorded for continuation of Mr. Syed S. Hussain (DIN: 00209117) as a Non-Executive Independent Director of the Company upto completion of his second term i.e. upto September 08, 2025 on the existing terms and conditions of his appointment, who shall attain the age of seventy-five years on May 01, 2025, during his second term as an Non-Executive Independent Director of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/ or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things, as may be considered necessary, desirable, or expedient to give effect to this resolution.”

RESOLUTION NO. 3:

Appointment of Mr. Harish Kumar Agarwal (DIN: 00074950), as an Independent Director of the Company

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (**‘the Act’**), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being in force], Mr. Harish Kumar Agarwal (DIN: 00074950), who was appointed as an Additional Director (Independent and Non-Executive) of the Company with effect from August 24, 2024 under section 161 of the Act, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors and in accordance with the Articles of Association of the Company and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director of the Company, being so eligible, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 3 (three) consecutive years commencing from August 24, 2024 to August 23, 2027 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/ or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things, as may be considered necessary, desirable, or expedient to give effect to this resolution.”

RESOLUTION NO. 4:

Appointment of Mr. Mahesh Kumar Gupta (DIN:08021365), as an Independent Director of the Company

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of sections 149, 150, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (**‘the Act’**), the Companies (Appointment and Qualifications of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or amendment(s) thereto or re-enactment(s) thereof for the time being

in force], Mr. Mahesh Kumar Gupta (DIN:08021365), who was appointed as an Additional Director (Independent and Non-Executive) of the Company with effect from August 24, 2024 under section 161 of the Act, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors and in accordance with the Articles of Association of the Company and who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a Notice in writing from a Member under section 160 of the Act proposing his candidature for the office of Director of the Company, being so eligible, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 3 (three) consecutive years commencing from August 24, 2024 to August 23, 2027 (both days inclusive).

RESOLVED FURTHER THAT the Board of Directors of the Company (including its committee thereof) and/ or Company Secretary of the Company, be and are hereby authorised to do all such acts, deeds, matters and things, as may be considered necessary, desirable, or expedient to give effect to this resolution.

For **Mahanagar Gas Limited**
By Order of the Board

Place: Mumbai
Date: August 23, 2024

Atul Prabhu
Company Secretary & Compliance Officer

Registered Office:
MGL House, Block No. G-33,
Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 051

NOTES:

1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations are attached.
2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the register of members / register of beneficial owners as on Friday, October 04, 2024 ('**Cut-Off Date**') received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of this Postal Ballot Notice along with postal ballot forms and prepaid business reply envelopes are not being sent to members for this Postal Ballot.

3. This Postal Ballot Notice will also be available on the Company's website at www.mahanagargas.com, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of CDSL at www.evotingindia.com.
4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i) with the Depository Participant(s) where they maintain their demat accounts, if the shares are held in electronic form, and (ii) Members holding shares in physical mode, who have not registered / updated their e-mail address with the Company, are requested to register / update their e-mail address by submitting Form ISR-1 (available on the website of the Company at www.mahanagargas.com) to contact the Registrar and Share Transfer Agent of the Company i.e. Link Intime India Private Limited ('RTA' / 'Link Intime').
5. Only a person, whose name is recorded in the register of members / register of beneficial owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
6. Subject to the provisions of the Articles of Association of the Company, voting rights of a member / beneficial owner (in case of electronic shareholding) shall be in proportion to his / her / its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
7. Pursuant to the provisions of Sections 108, 110 and other applicable provisions of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, as amended ('**SEBI Master Circular**'), and SS-2 and any amendments thereto, the Company is providing the facility to the members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.
8. The e-voting period commences at 9:00 a.m. (IST) on Sunday, October 13, 2024 and ends at 5:00 p.m. (IST) on Monday, November 11, 2024.

The e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be forthwith disabled by CDSL upon expiry of the aforesaid period.

9. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e., Monday, November 11, 2024.

10. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to postalballot@mahanagargas.com mentioning his / her / its folio number / DP ID and Client ID.

11. PROCEDURE FOR E-VOTING:

A. Details of the process and manner for Remote e-voting and joining virtual AGM for Individual shareholders holding securities in Demat mode are explained herein below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-voting page without any further authentication. To login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on ‘Login’ icon and then click ‘My Easi New (Token)’ Tab. 2. After successful login, the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the Company. On clicking the e-voting option, the user will be able to see e-voting page of the e-voting service provider for casting your vote during the Remote e-voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-voting service providers, so that the user can visit the e-voting service providers’ website directly. 3. If the user is not registered for Easi / Easiest, option to register is available at CDSL website at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration. 4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from a e-voting link available on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile number and email ID as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-voting service providers.

<p>Individual Shareholders holding securities in demat mode with NSDL Depository</p>	<ol style="list-style-type: none"> 1. If a user is already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the ‘Beneficial Owner’ icon under ‘Login’ which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-voting services. Click on ‘Access to e-voting’ under e-voting services and you will be able to see e-voting page. Click on Company name or e-voting service provider name and you will be re-directed to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting. 2. If the user is not registered for IDeAS e-Services, an option to register is available at https://eservices.nsdl.com. Select ‘Register Online for IDeAS’ or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3. Visit the e-voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-voting system is launched, click on the icon ‘Login’ which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-voting page. Click on Company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility. After Successful login, you will be able to see e-voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature. Click on Company name or e-voting service provider name and you will be redirected to e-voting service provider website for casting your vote during the remote e-voting period or joining virtual meeting and voting during the meeting.</p>

Important Note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022 - 4886 7000 and 022 - 2499 7000

B. Login method for Remote e-voting and joining virtual meeting for non-individual shareholders holding shares in Demat form, shareholders holding shares in physical form and shareholders whose e-mail IDs are not registered with the Company:

- (a) The Members should log on to the e-voting website www.evotingindia.com.
- (b) Click on ‘Shareholders’ module.
- (c) Now enter your User ID:
 - i. For CDSL: 16 digits beneficiary ID,
 - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - iii. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- (d) Next enter the Image Verification as displayed and click on ‘Login’.
- (e) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any Company, then your existing password is to be used.
- (f) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat	
PAN	<ul style="list-style-type: none"> • Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	<ul style="list-style-type: none"> Members who have not updated their PAN with the Company / Depository Participant are requested to use the sequence number sent by Company / RTA or contact Company / RTA.
Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (c).

- (g) After entering these details appropriately, click on 'SUBMIT' tab.
- (h) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (i) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (j) Click on the EVSN of the Company – '**Mahanagar Gas Limited**' to vote.
- (k) On the voting page, you will see 'RESOLUTION DESCRIPTION' and against the same the option 'YES/NO' for voting. Select the option 'YES' or 'NO' as desired. The option 'YES' implies that you assent to the Resolution and option 'NO' implies that you dissent to the Resolution.
- (l) Click on the 'RESOLUTIONS FILE LINK' if you wish to view the entire Resolution details.
- (m) After selecting the resolution, you have decided to vote on, click on 'SUBMIT'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'OK', else to change your vote, click on 'CANCEL' and accordingly modify your vote.
- (n) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- (o) You can also take a print of the votes cast by clicking on 'Click here to print' option on the Voting page.

- (p) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on ‘Forgot Password’ and enter the details as prompted by the system.
- (q) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (r) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the ‘Corporates’ module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is mandatory that a scanned copy of the Board Resolution and Power of Attorney (‘POA’) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively, Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; postalballot@mahanagargas.com, if they have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

Members who have not registered their e-mail address are requested to register the same in the following manner:

For shares held in the Physical form	By submitting their query(ies) by clicking on ‘Service Request’ option under ‘Investor Services’ tab available on the website of the RTA of the Company i.e. Link Intime India Private Limited at https://www.linkintime.co.in
For shares held in Dematerialized form	By contacting the concerned Depository Participant

12. General Instructions

- (a) If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-voting system, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
- (b) All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, Central Depository Services (India) Limited, A Wing, 34/35 Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911

**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013
READ WITH RULE 22 OF THE COMPANIES (MANAGEMENT AND
ADMINISTRATION) RULES, 2014 AND ADDITIONAL INFORMATION AS
REQUIRED UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA
(LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS,
2015 AND CIRCULARS ISSUED THEREUNDER**

Item No. 1

Re-appointment of Mrs. Malvika Sinha (DIN: 08373142) as an Independent Director of the Company

Mrs. Malvika Sinha (DIN: 08373142) was appointed as an Independent Director of the Company pursuant to Section 149 of the Companies Act, 2013 (**‘the Act’**) read with the Rules framed thereunder, at the 26th Annual General Meeting held on September 28, 2021, for a period of three years, effective from August 24, 2021, until August 23, 2024. The first term of appointment of Mrs. Malvika Sinha as an Independent Director shall come to an end on August 23, 2024. As per Section 149 of the Act, an Independent Director may hold office for two terms of up to 5 (five) consecutive years each. Mrs. Malvika Sinha is eligible for re-appointment for a second term on the Board of the Company.

The Nomination and Remuneration Committee (**‘NRC’**), considering her knowledge, acumen, expertise, experience and substantial contribution and time commitment, has recommended to the Board her reappointment for a second term of 3 (three) years. The NRC has considered her diverse skills, leadership capabilities, expertise in go-to-market, CSR, general management and sustainability, among others, as being key requirements for this role. In view of the above, the NRC and the Board are of the view that Mrs. Malvika Sinha possesses the requisite skills and capabilities, which would be of immense benefit to the Company, and hence, it is desirable to re-appoint her as an Independent Director.

Mrs. Malvika Sinha holds a Master Degree in Public Administration from Woodrow Wilson School of Public and International Affairs, Princeton University, USA, Master Degree in Arts from Elphinstone College, Mumbai University and a certified Associate of the Indian Institute of Banking.

Mrs. Malvika Sinha served the Reserve Bank of India (**‘RBI’**) for 38 years, retiring as Executive Director in February 2020. As Executive Director at RBI, she was in charge of the Human Resource Development, Foreign Exchange Department, Internal Debt Management Department, and Deposit Insurance and Credit Guarantee Department and had the executive responsibility for the operations of these departments and overseeing policy formulation in these areas. She was responsible for recruiting, postings, promotions, training, industrial relations, and policies for around 15,000 employees (officers, clerks, and workmen) of the RBI. She was RBI’s Nominee Director on the Board of State Bank of Bikaner and Jaipur before its merger with SBI. She was also on the Governing council of both the Institute of Banking and Finance & Institute of Banking Personnel Selection. Currently, she is a Chairperson of the Corporate Social Responsibility Committee and Member of the Audit Committee of the Company.

Mrs. Malvika Sinha is qualified to be re-appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Director. The Company has also received declaration from Mrs. Malvika Sinha that she meets the criteria of independence as prescribed both under Section 149(6) of the Act and the Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**‘Listing Regulations’**) and that she is not debarred from holding the office of director by virtue of any order from Securities and Exchange Board of India (**‘SEBI’**) / Ministry of Corporate Affairs or any such statutory authority. Mrs. Malvika Sinha has also confirmed that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mrs. Malvika Sinha fulfils the conditions for re-appointment as an Independent Director as specified in the Act and the Listing Regulations and her continued association would be of immense benefit to the Company. The Board is desirable to continue to avail her services as an Independent Director and recommends to re-appoint Mrs. Malvika Sinha as an Independent Director of the Company for a second term of 3 (three) years commencing from August 24, 2024 to August 23, 2027 (both days inclusive).

Details of Mrs. Malvika Sinha pursuant to the provisions of Listing Regulations and Secretarial Standard on General Meetings (**‘SS-2’**), issued by the Institute of Company Secretaries of India, are provided in the **‘Annexure’** to this Postal Ballot Notice.

She shall be paid remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other meetings and commission as may be decided by the Board of Directors of the Company within the limits stipulated under Section 197 of the Act.

In accordance with the provisions of Section 149 read with Schedule IV of the Act and other applicable provisions of the Act and in terms of Regulation 25(2A) of the Listing Regulations, re-appointment of Mrs. Malvika Sinha as an Independent Director requires approval of members of the Company by passing a special resolution.

Terms and conditions pertaining to re-appointment of Mrs. Malvika Sinha is available on the website of the Company at www.mahanagargas.com.

Mrs. Malvika Sinha is interested in the resolution set out at Item No. 1 of this Postal Ballot Notice with regard to her re-appointment and her relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors commends the Special Resolution set out at Item No. 1 of this Postal Ballot Notice for approval by the members.

Item No. 2

Continuation of Mr. Syed S. Hussain (DIN: 00209117), as an Independent Director of the Company on completion of seventy-five years of age

Mr. Syed S. Hussain was appointed as an Independent Director of the Company by members at the 25th Annual General Meeting held on September 24, 2020 for a first term of three consecutive years commencing from September 09, 2019 to September 08, 2022 (both days inclusive). Based on recommendation of Nomination and Remuneration Committee, Mr. Syed S. Hussain was re-appointed as an Independent Director for second term of three consecutive years from September 09, 2022 to September 08, 2025 (both days inclusive).

In terms of provisions of Regulation 17(1A) of the Listing Regulations, consent of members by way of special resolution is required for appointment or continuation of directorship of Independent Non-Executive Director, beyond the age of seventy-five years.

Further, Mr. Syed S. Hussain will attain the age of seventy-five years with effect from May 01, 2025 and approval of members is required for the continuation of his directorship from the day he attains the age of seventy-five years till the expiry of his current term till September 08, 2025.

A member of the 1976 IAS and 1973 IRS (Income Tax) batches, Mr. Syed S. Hussain held several key positions in the Government of Maharashtra, including Additional Chief Secretary and Principal Secretary of Revenue, Forests, Rural Development, and Public Health. He also worked as Collector of Latur and Nashik districts and later as Divisional Commissioner, Nagpur. Further he was Vice-Chairman and Managing Director of CIDCO and Chairman of Jawaharlal Nehru Port Trust, Mr. Syed S. Hussain also holds a B.A. (Hons.) and M.A. in English from Patna University, and an M.Sc. in Administrative Sciences from York University, U.K. and He was awarded with 'Business Leader of the Year – Ports' Award at Leadership & Excellence Awards, Shipping, Marine & Ports 2010 and bestowed with 'Maritime Gateway - Major Port of the Year' Award consecutively for two years. JN Port also received 'Enterprise Excellence Award 2007-2008', instituted by the Indian Institution of Industrial Engineering. Mr. Syed S. Hussain was also awarded Gold Medal as Collector Latur.

Mr. Syed S. Hussain is the Chairman of Nomination and Remuneration Committee and Stakeholder Relationship Committee as well as a Member of Audit Committee and Corporate Social Responsibility Committee of the Company.

Mr. Syed S. Hussain is a highly accomplished leader with more than four decades of excellent track record. His vast experience working in the area of city and industrial development, revenue, forest and rural development, etc. has been immensely beneficial for the Company. The Company acknowledges that Mr. Syed S. Hussain's rich and diverse experience, expertise, competencies and wide knowledge has made significant contributions during his tenure as an Independent Director of the Company. Mr. Syed S. Hussain has been an integral part of the Company's strategic initiatives, particularly Project Lakshya - a long-term vision and strategic initiative aimed at driving sustainable growth and ensuring the Company's leadership in the industry. His in-depth understanding of the businesses processes and his strategic insights have been crucial in steering Project Lakshya towards successful implementation. His continued involvement is essential to maintain the momentum and to guide the project to its full potential.

The Nomination and Remuneration Committee and Board are of the opinion that Mr. Syed S. Hussain's rich and diverse experience is a valuable asset to the Company which adds value and enriched point of view during Board discussions and decision making. He is also a person of integrity who possesses required expertise and his association as Non-Executive Non Independent Director will be beneficial to the Company and hence recommends continuation of directorship of Mr. Syed S. Hussain as an Independent Director on attaining age of seventy-five years on May 01, 2025 till the expiry of the current term till September 08, 2025, for the approval by the shareholders of the Company.

Mr. Syed S. Hussain is interested in the resolution set out at Item No. 2 of this Postal Ballot Notice with regard to his continuation as an Independent Directors of the Company and his relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors commends the Special Resolution set out at Item No. 2 of this Postal Ballot Notice for approval by the members.

Item No. 3

Appointment of Mr. Harish Kumar Agarwal (DIN: 00074950), as an Independent Director of the Company

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (**'the Act'**) read with the Articles of Association of the Company, had approved the appointment of Mr. Harish Kumar Agarwal (DIN: 00074950) as an Additional Director, designated as an Independent Director of the Company for a term of 3(three) consecutive years with effect from August 24, 2024.

In accordance with the provisions of Section 149 read with Schedule IV to the Act and applicable provisions of the Act, appointment of Mr. Harish Kumar Agarwal as an Independent Director requires approval of Members of the Company. Further, in terms of Regulation 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**), appointment of Mr. Harish Kumar Agarwal as an Independent Director requires approval of Members of the Company by passing a special resolution.

Mr. Harish Kumar 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.

Mr. Harish Kumar 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.

Mr. Harish Kumar Agarwal is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declaration from Mr. Harish Kumar Agarwal that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and the Regulation 16(1)(b) of the Listing Regulations and that he is not debarred from holding the office of director by virtue of any order from Securities and Exchange Board of India ('SEBI') / Ministry of Corporate Affairs or any such statutory authority. Mr. Harish Kumar Agarwal has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Company has also received notice under Section 160 of the Act from a Member proposing the candidature of Mr. Harish Kumar Agarwal for the office of Independent Director of the Company.

In the opinion of the Board, Mr. Harish Kumar Agarwal fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Mr. Harish Kumar Agarwal is independent of the management and possesses professional background, appropriate skills, experience, knowledge and capabilities required for the role of Independent Director.

In view of these, appointment of Mr. Harish Kumar Agarwal as an Independent Director is in the interest of the Company. Details of Mr. Harish Kumar Agarwal pursuant to the provisions of Listing Regulations and Secretarial Standard on General Meetings ('SS-2'), issued by the Institute of Company Secretaries of India, are provided in the 'Annexure' to this Postal Ballot Notice.

He shall be paid remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other meetings and commission as may be decided by the Board of Directors of the Company within the limits stipulated under Section 197 of the Act.

In accordance with the provisions of Section 149 read with Schedule IV of the Act and other applicable provisions of the Act and in terms of Regulation 25(2A) of the Listing Regulations, re-appointment of Mr. Harish Kumar Agarwal as an Independent Director requires approval of members of the Company by passing a special resolution.

Terms and conditions pertaining to appointment of Mr. Harish Kumar Agarwal is available on the website of the Company at www.mahanagargas.com.

Mr. Harish Kumar Agarwal is interested in the resolution set out at Item No. 3 of this Postal Ballot Notice with regard to his appointment and his relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors commends the Special Resolution set out at Item No. 3 of this Postal Ballot Notice for approval by the members.

Item No. 4

Appointment of Mr. Mahesh Kumar Gupta (DIN:08021365), as an Independent Director of the Company

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (**'the Act'**) read with the Articles of Association of the Company, had approved the appointment of Mr. Mahesh Kumar Gupta (DIN:08021365) as an Additional Director, designated as an Independent Director of the Company for a term of 3 (three) consecutive years with effect from August 24, 2024.

In accordance with the provisions of Section 149 read with Schedule IV to the Act and applicable provisions of the Act, appointment of Mr. Mahesh Kumar Gupta as an Independent Director requires approval of Members of the Company. Further, in terms of Regulation 25(2A) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**), appointment of Mr. Mahesh Kumar Gupta as an Independent Director requires approval of Members of the Company by passing a special resolution.

Mr. Mahesh Kumar Gupta is a Civil Engineering Graduate of 1979 from Roorkee University (now IIT Roorkee) and a Law graduate from the University of Mumbai. Mr. Mahesh Kumar Gupta possesses more than 43 years' of varied professional experience in management, administration, infrastructure, contract & training.

Mr. Mahesh Kumar 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, he 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 Selection Board (DoPT/GoI)- in the grade of Secretary to the Government of India. Currently, Mr. Mahesh Kumar 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.

Mr. Mahesh Kumar Gupta is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declaration from Mr. Mahesh Kumar Gupta that he meets the criteria of independence as prescribed both under Section 149(6) of the Act and the Regulation 16(1)(b) of the Listing Regulations and that he is not debarred from holding the office of director by virtue of any order from Securities and Exchange Board of India (**'SEBI'**) / Ministry of Corporate Affairs or any such statutory authority. Mr. Mahesh Kumar Gupta has also confirmed that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualifications of

Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

The Company has also received notice under Section 160 of the Act from a Member proposing the candidature of Mr. Mahesh Kumar Gupta for the office of Independent Director of the Company.

In the opinion of the Board, Mr. Mahesh Kumar Gupta fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. Mr. Mahesh Kumar Gupta is independent of the management and possesses professional background, appropriate skills, experience, knowledge and capabilities required for the role of Independent Director.

In view of these, appointment of Mr. Mahesh Kumar Gupta as an Independent Director is in the interest of the Company. Details of Mr. Mahesh Kumar Gupta pursuant to the provisions of Listing Regulations and Secretarial Standard on General Meetings ('SS-2'), issued by the Institute of Company Secretaries of India, are provided in the 'Annexure' to this Postal Ballot Notice.

He shall be paid remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other meetings and commission as may be decided by the Board of Directors of the Company within the limits stipulated under Section 197 of the Act.

In accordance with the provisions of Section 149 read with Schedule IV of the Act and other applicable provisions of the Act and in terms of Regulation 25(2A) of the Listing Regulations, re-appointment of Mr. Mahesh Kumar Gupta as an Independent Director requires approval of members of the Company by passing a special resolution.

Terms and conditions pertaining to appointment of Mr. Mahesh Kumar Gupta is available on the website of the Company at www.mahanagargas.com.

Mr. Mahesh Kumar Gupta is interested in the resolution set out at Item No. 4 of this Postal Ballot Notice with regard to his appointment and his relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors commends the Special Resolution set out at Item No. 4 of this Postal Ballot Notice for approval by the members.

**DETAILS OF DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT IN
PURSUANCE OF RELEVANT PROVISIONS OF THE ACT AND LISTING
REGULATIONS**

Annexure to Item No. 1 of the Notice of Postal Ballot

Name of the Director	Mrs. Malvika Sinha
Director Identification Number	08373142
Date of Birth and Age	February 13, 1960; 64 years
Nationality	Indian
Date of first appointment of the Board	August 24, 2021
Designation / Category of the Director	Non-Executive Independent Director
Qualification	<ul style="list-style-type: none"> - Masters' Degree in Public Administration from the Woodrow Wilson School of Public and International Affairs, Princeton University, USA; - Masters' Degree in Arts from Elphinstone College, Mumbai University, Certified Associate of the Indian Institute of Banking
Directorships held in other companies excluding foreign companies as on the date of this Notice	<ul style="list-style-type: none"> - Mahindra Logistics Limited - Bajaj Finserv Asset Management Limited - National Asset Reconstruction Company Limited - Tata Capital Housing Finance Limited - Lords Freight (India) Private Limited
Memberships / Chairmanships of committees of other companies (excluding foreign companies) as on date of this Notice	Audit Committee - Member <ul style="list-style-type: none"> - Mahindra Logistics Limited - National Asset Reconstruction Limited - Bajaj Finserv Asset Management Limited - Tata Capital Housing Finance Limited - Lords Freight (India) Private Limited
Listed entities from which the Director has resigned in past 3 years	Nil
Shareholding in the Company (including shareholding as a beneficial owner) as on the date of this Notice	Nil

Brief Resume, Nature of expertise and specific functional areas	As detailed in the resolution and explanatory statement under Item No. 1
No. of Board Meetings of the Board held and attended during the financial year 2023-24	11 of 11
Terms and Conditions of re-appointment and	Re-appointment as an Independent Director for a second term of three consecutive years commencing from August 24, 2024 upto August 23, 2027, not liable to retire by rotation.
Details of remuneration last drawn	Financial Year 2023-24 Sitting fees: Rs. 8,90,000 Commission: Rs. 9,50,000
Details of remuneration sought to be paid	Eligible for sitting fees and commission, as approved by the Board
Relationship with other Directors and Key Managerial Personnel	Not related to any Director / Key Managerial Personnel of the Company or its subsidiaries companies

Annexure to Item No. 3 of the Notice of Postal Ballot

Name of the Director	Mr. Harish Kumar Agarwal
Director Identification Number	00074950
Date of Birth and Age	July 29, 1955; 69 years
Nationality	Indian
Date of first appointment of the Board	August 23, 2024
Designation / Category of the Director	Non-Executive Independent Director
Qualification	Chartered Accountant
Directorships held in other companies excluding foreign companies as on the date of this Notice	Nil
Memberships / Chairmanships of committees of other companies (excluding foreign companies) as on date of this Notice	Nil
Listed entities from which the Director has resigned in past 3 years	Nil
Shareholding in the Company (including shareholding as a beneficial owner) as on the date of this Notice	Nil
Brief Resume, Nature of expertise and specific functional areas	As detailed in the resolution and explanatory statement under Item No. 3
No. of Board Meetings of the Board held and attended during the financial year 2023-24	Not Applicable
Terms and Conditions of appointment	Appointment as an Independent Director for a first term of three years consecutive commencing from August 24, 2024 upto August 23, 2027, not liable to retire by rotation.
Details of remuneration last drawn	Not Applicable

Details of remuneration sought to be paid	Eligible for sitting fees and commission, as approved by the Board
Relationship with other Directors and Key Managerial Personnel	Not related to any Director / Key Managerial Personnel of the Company or its subsidiaries companies.

Annexure to Item No. 4 of the Notice of Postal Ballot

Name of the Director	Mr. Mahesh Kumar Gupta
Director Identification Number	08021365
Date of Birth and Age	October 11, 1958; 65 years
Nationality	Indian
Date of first appointment of the Board	August 23, 2024
Designation / Category of the Director	Non-Executive Independent Director
Qualification	<ul style="list-style-type: none">- Civil Engineering Graduate of 1979 from Roorkee University- Law graduate from the University of Mumbai
Directorships held in other companies excluding foreign companies as on the date of this Notice	<ul style="list-style-type: none">- Sowil Limited- EdState Learning Private Limited
Memberships / Chairmanships of committees of other companies (excluding foreign companies) as on date of this Notice	Nil
Listed entities from which the Director has resigned in past 3 years	Nil
Shareholding in the Company (including shareholding as a beneficial owner) as on the date of this Notice	Nil
Brief Resume, Nature of expertise and specific functional areas	As detailed in the resolution and explanatory statement under Item No. 4
No. of Board Meetings of the Board held and attended during the financial year 2023-24	Not Applicable
Terms and Conditions of appointment	Appointment as an Independent Director for a first term of three years consecutive commencing from August 24, 2024 upto August 23, 2027 not liable to retire by rotation.

Details of remuneration last drawn	Not Applicable
Details of remuneration sought to be paid	Eligible for sitting fees and commission, as approved by the Board
Relationship with other Directors and Key Managerial Personnel	Not related to any Director / Key Managerial Personnel of the Company or its subsidiaries companies