

Ref: MGL/CS/SE/2021/408

Date: September 28, 2021

To,

<b>Head, Listing Compliance Department BSE Limited</b> P. J. Towers, Dalal Street, Mumbai - 400 001 <b>Script Code/Symbol: <u>539957; MGL</u></b>	<b>Head, Listing Compliance Department National Stock Exchange of India Ltd</b> Exchange Plaza, Bandra –Kurla Complex, Bandra (East), Mumbai – 400 051 <b>Script Symbol: <u>MGL</u></b>
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Dear Sir/Madam,

**Sub: Proceedings of 26<sup>th</sup> Annual General Meeting (“AGM”) of the members of Mahanagar Gas Limited (“the Company”) held on September 28, 2021**

In continuation to our letter dated July 28, 2021, we wish to inform you that in terms of the General Circulars dated May 05, 2020 read with General Circulars dated April 08, 2020, April 13, 2020 and January 13, 2021 issued by the Ministry of Corporate Affairs (“MCA”) and other applicable circulars issued by the Securities and Exchange Board of India (SEBI) and in compliance with the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 26<sup>th</sup> Annual General Meeting of the members of the Company was held today i.e. on Tuesday, September 28, 2021 at 11.00 A.M. through Video Conferencing / Other Audio Visual Means, to transact the business as stated in the AGM Notice dated July 28, 2021.

We submit herewith the Proceedings of the AGM pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the above information on your records and disseminate the same on your website.

For Mahanagar Gas Limited

  
**Atul Prabhu**  
Company Secretary & Compliance Officer



Encl.: As above



## Mahanagar Gas Limited

### Gist of Proceedings of 26<sup>th</sup> Annual General Meeting (AGM)

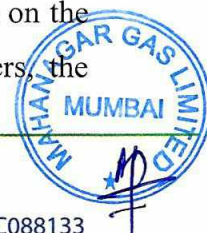
The Twenty-Sixth Annual General Meeting (AGM) of Mahanagar Gas Limited ('the Company') was held on Tuesday, September 28, 2021, at 11.00 A.M. (IST) through Video Conferencing ('VC'). The AGM was held and conducted in compliance with the circulars issued by the Ministry of Corporate Affairs ('MCA'), the Securities and Exchange Board of India ('SEBI') and other social distancing norms in view of the outbreak of COVID-19 pandemic.

Mr. Atul Prabhu, Company Secretary and Compliance Officer of the Company welcomed the Members to the Meeting and brief them on certain points relating to participation at the meeting through VC.

Mr. Manoj Jain, Chairman, chaired the meeting. After ascertaining the requisite quorum being present, the Chairman called the meeting in order and addressed the members. Chairman then introduced all the Directors and Key Managerial Personnel attending the meeting through VC. The Representatives of Statutory Auditors, Secretarial Auditors and the Scrutinizer attended the meeting through VC.

The Registers as required under the Companies Act, 2013 and other relevant documents were available for inspection electronically by the members during the AGM. Since there was no physical attendance of Members and in compliance with the Circulars issued by MCA and SEBI, the requirement of appointing proxies was not applicable, except for the authorized representatives of corporate shareholders.

With the permission of the Members present, the Notice of 26<sup>th</sup> Annual General Meeting dated July 28, 2021 was taken as read. The Chairman informed that the Independent Auditor's Report and Secretarial Auditor's Report were free from any qualifications / observations or adverse remark or disclaimer except non-appointment of Independent Women Director. Chairman further informed that the Company had appointed the requisite Independent Directors on the Board of the Company on 24<sup>th</sup> August, 2021. With the permission of the members, the



Independent Auditor's Report and Secretarial Auditor's Report and its annexures were taken as read as they were made available with the shareholders.

The Chairman made his opening remarks with respect to the industry scenario, operations of the Company and response to COVID-19, performance for the financial year 2020-2021, dividend paid and outlook for the future. The Company Secretary informed the Members that the Company had provided its Members the facility to cast their vote electronically through the National Securities Depository Limited ('NSDL') system during the remote e-voting period. He further informed that the e-voting facility was also made available during the AGM for the Members who were present during the Meeting but had not cast their votes earlier during the remote e-voting period.

The Company Secretary informed that Mr. Upendra C. Shukla (Membership No. F2727), Practicing Company Secretary was appointed as the Scrutinizer by the Board to scrutinize the e-voting cast during the Meeting and through remote e-voting, in a fair and transparent manner.

Following items of business were transacted at the Meeting:

Item No.	Business Item of Agenda	Resolution Type	Mode of Voting
<b>ORDINARY BUSINESS</b>			
1	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2021, together with the Reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM
2	To confirm the payment of Interim Dividend of ₹9.00 per equity share, already paid and to declare the final dividend of ₹14 per equity share for the financial year ended on March 31, 2021.	Ordinary	Remote e-voting and e-voting at AGM
3	To appoint a Director in place of Mr. Manoj Jain (DIN: 07556033), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	Remote e-voting and e-voting at AGM
<b>SPECIAL BUSINESS</b>			
4	Alteration of Articles of Association of the Company.	Special	Remote e-voting and e-voting at AGM





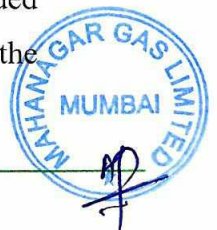
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5	Ratification of Cost Auditors' remuneration.	Ordinary	Remote e-voting and e-voting at AGM
6	To approve Material Related Party Transactions.	Ordinary	Remote e-voting and e-voting at AGM
7	Re-appointment of Mr. Syed S. Hussain (DIN: 00209117) as an Independent Director.	Special	Remote e-voting and e-voting at AGM
8	Appointment of Mr. Sanjay Shende (DIN: 09172642) as the Whole-Time Director designated as Deputy Managing Director.	Ordinary	Remote e-voting and e-voting at AGM
9	Appointment of Mr. Baldev Singh (DIN: 03577274) as Non-Executive Director.	Ordinary	Remote e-voting and e-voting at AGM
10	To pay Commission to Independent Directors.	Ordinary	Remote e-voting and e-voting at AGM
11	Appointment of Ms. Malvika Sinha (DIN: 08373142), as the Independent Director	Ordinary	Remote e-voting and e-voting at AGM
12	Appointment of Mr. Rajeev Bhaskar Sahi (DIN: 06662067), as the Independent Director	Ordinary	Remote e-voting and e-voting at AGM
13	Appointment of Mr. Venkatraman Srinivasan (DIN: 00246012), as the Independent Director	Ordinary	Remote e-voting and e-voting at AGM

The members who had already pre-registered themselves as Speakers were given the opportunity to ask questions and seek clarifications, express their views, give suggestions and make enquiries on the operations and financial performance of the Company and related matters during the AGM. The Chairman, Managing Director along with the Chief Financial Officer responded to all the questions raised and clarifications sought by them.

Post Questions and Answers session, Chairman thanked the shareholders for their continued support and for attending and participating in the Meeting. The Chairman then thanked the



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officers and employees and all other Stakeholders of the Company for reposing their trust in the Company and then concluded the meeting by requesting the Company Secretary & Compliance Officer to conduct the voting procedure and conclude the meeting. Further, he informed the Members that the combined results of the remote e-voting before as well as remote e-voting during the AGM would be announced within 2 working days of conclusion of AGM along with the Scrutinizer's Report would be intimated to the Stock Exchanges in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and would be placed on the websites of the Company and NSDL.

The e-voting facility was kept open for the next 30 minutes to enable the Members to cast their vote electronically. Ms. Malvika Sinha, Independent Director of the company delivered the vote of thanks.

The Meeting concluded at 11:50 A.M. (IST).

You are requested to take the above information on your records and disseminate the same on your website.

**Note:** This is not the minutes of the proceedings of the Annual General Meeting of the Company.

**For Mahanagar Gas Limited**

**Atul Prabhu**  
**Company Secretary & Compliance Officer**



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