



गेल (इंडिया) लिमिटेड

(भारत सरकार का उपक्रम - महारत्न कंपनी)

GAIL (India) Limited

(A Government of India Undertaking - A Maharatna Company)

गेल भवन,
16 भीकाएजी कामा प्लेस
नई दिल्ली-110066, इंडिया
GAIL BHAWAN,
16 BHIKAIJI CAMA PLACE
NEW DELHI-110066, INDIA
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एनडी/गेल/सेक्ट/2019

21.08.2019

लिस्टिंग विभाग नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड एक्सचेंज प्लज़ा, 5वीं मंजिल, प्लॉट सं. सी/1, जी ब्लॉक, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व) मुम्बई - 400051	लिस्टिंग विभाग, बॉम्बे स्टॉक एक्सचेंज लिमिटेड फ्लोर 1, फिरोज़ जीजीभाय टॉवर्स, दलाल स्ट्रीट, मुम्बई - 400001
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विषय : दिनांक 20.08.2019 को आयोजित 35वीं वार्षिक आम सभा के वोटिंग परिणाम-समेकित जांचकर्ता रिपोर्ट

प्रिय महोदय,

कृपया 20.08.2019 को आयोजित की गई 35वीं वार्षिक आम सभा के समेकित वोटिंग परिणामों पर जांचकर्ता की रिपोर्ट संलग्न है।

यह सेबी (सूचीकरण बाध्यताएं एवं प्रकटन अपेक्षाएं) विनियमन, 2015 के अनुपालन में है। आपकी सूचना एवं रिकॉर्ड हेतु प्रेषित।

धन्यवाद,

भवदीय

अमित कुमार

(ए.के. झा)

नि. कंपनी सचिव

संलग्नक: उपरोक्तानुसार



CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to Section 108 of the Companies Act 2013 and
Rule 20(3) of the Companies (Management and Administration) Rules, 2014 as amended by
Companies (Management and Administration) Rules, 2015)

To,
The Chairman
Gail (India) Limited
16, Bhikaiji Cama Place,
R.K. Puram,
New Delhi – 110066.

Reg.: 35th Annual General Meeting of the members of Gail (India) Limited held on Tuesday, 20th Day
of August, 2019 at Manekshaw Centre, Parade Road, Delhi Cantonment, New Delhi-110010.

Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and
poll process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure
Requirements) Regulations, 2015 and Section 108 of Companies Act 2013 ("the Act") read
with Rule 20 (4)(xii) of Companies (Management and Administration) Rules, 2014 read with
Companies (Management and Administration) Amendment Rules, 2015 and any other
amendment from time to time.

Dear Sir,

I, Sachin Agarwal, Partner, Agarwal S. & Associates, Company Secretaries, having office at D-427, 2nd
Floor, Ramphal Chowk, Palam Extn, Sector 7, Dwarka, New Delhi-110075 had been appointed as the
Scrutinizer by the Board of Directors of Gail (India) Limited (the Company) having its registered
office at 16, Bhikaiji Cama Place, R.K. Puram, New Delhi – 110066 vide resolution dated 12th June,
2019, pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 and Section 108 of Companies Act 2013 read with Rule 20 & 21 of Companies
(Management & Administration) Amendment Rules, 2015 and any other amendment from time to
time to conduct the remote e-voting process and to scrutinize physical poll process by the
Shareholders in respect of the below mentioned resolutions passed at 35th Annual General Meeting
of the Company held on Tuesday, 20th Day of August, 2019.

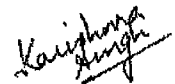
The notice dated 08th July, 2019 convening 35th Annual General Meeting of the Company was sent to
the Shareholders.


The Company has provided the voting through electronics means (remote e- voting) facility offered
by Central Depository Services (India) Limited (CDSL), for conducting remote e- voting by the
shareholders of the Company. The shareholders of the Company holding shares as on the "Cut – Off"

date i.e. 13rd August, 2019 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 12 in the notice convening 35th Annual General Meeting of the Company.

The voting period for remote e- Voting commenced on Friday, 16th August, 2019 at 09.00 am and ended on Monday, 19th August, 2019 at 5.00 pm and the remote e-Voting platform was blocked thereafter. After the closure of the voting at 35th Annual General Meeting held on 20th August, 2019, the report of voting done at the meeting was generated in my presence.

The voting pattern was unblocked by us on Tuesday, 20th Day of August, 2019 In the presence of Ms. Karishma Singh and Ms. Poonam, who are not in employment of the Company.


(Ms. Karishma Singh)


(Ms. Poonam)

I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the M/s Central Depository Services (India) Limited remote voting platform and the ballot papers received & verified by RTA, respectively.

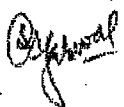
Based on the result made available to us, 968 members have cast their vote on the e-voting platform and 32 members have casted their vote physically through poll papers. I hereby annex the Consolidated Voting results pursuant to Rule (20) (4) (xii) of (Companies Management & Administration) Amendment Rules, 2015 on all the resolutions contained in the notice of aforesaid Annual General Meeting.

All relevant records of remote e-voting and ballots were handed over to the Chairman/Company Secretary for safe keeping.

Thanking You,

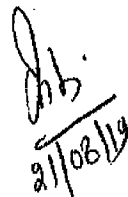
Yours Faithfully,

For Agarwal S. & Associates,
Company Secretaries,




CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910




21/08/19

Date: 21.08.2019
Place: New Delhi


A. K. JHA
Company Secretary
GAIL (India) Limited
16, Bhikaji Cama Place
New Delhi - 110 066

Consolidated Results

Item No.	1
Subject Matter of resolution	To receive, consider and adopt the Audited Financial Statements and Audited Consolidated Financial Statements for the Financial year ended 31st March, 2019, Directors' Report, Independent Auditors' Report and the comments thereon of the Comptroller & Auditor General of India.
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM			Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes		
Assent	937	3930707719	19	601	956	3930708320	100.00	
Dissent	9	1038	8	454	0	1492	0.00	
Abstain	0	0	0	0	0	0	0.00	
Total	946	3930708757	27	1055	956	3930709812	100.00	

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



Sachin Agarwal

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	2
Subject	To declare final dividend @ 8.85 % (Rs. 0.885/- per equity share) on the paid-up equity share capital of the Company as on the date of declaration, for the Financial Year 2018-19 as recommended by the Board and to confirm the payment of interim dividend @ 62.50 % (Rs. 6.25/- per equity share) on the paid-up equity share capital of the Company already paid in the month of February, 2019.
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM			Total	Percentage %
	Number	Votes	Number	Votes	Number		
Assent	954	3959618907	22	723	976	3959619630	100.00
Dissent	7	4685	5	332	12	5017	0.00
Abstain	0	0	0	0	0	0	0
Total	961	3959623592	27	1055	988	3959624647	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 2 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



Sachin Agarwal

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5930

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	3					
Subject Matter of resolution	To appoint a Director in place of Shri P. K. Gupta, who retires by rotation, and being eligible, offers himself for re-appointment.					
Type of Resolution	Ordinary					
Particulars	Remote e-votes	Voting at AGM		Total	Percentage %	
	Number	Votes	Number	Votes	Number	Votes
Assent	919	3941947039	19	601	938	3941947640
Dissent	38	17676271	8	454	46	17676725
Abstain	0	0	0	0	0	0
Total	957	3959623310	27	1055	984	3959624365

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 3 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



S. Agarwal

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	4
Subject	To appoint a Director in place of Shri Gajendra Singh, who retires by rotation, and being eligible, offers himself for re-appointment.
Type of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	529	3405561025	19	601	548	3405561626	86.01
Dissent	430	554062285	8	454	438	554062739	13.99
Abstain	0	0	0	0	0	0	
Total	959	3959623310	27	1055	986	3959624365	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 4 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



Sachin Agarwal

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	5	
Subject Matter of resolution	To authorize Board of Directors of the Company to fix remuneration of the Joint Statutory Auditor(s) of the Company in terms of the provisions of Section 142 of the Companies Act, 2013.	
Type of Resolution	Ordinary	

Particulars	Remote e-votes		Voting at AGM			Total	Percentage %
	Number	Votes	Number	Votes	Number		
Assent	927	3913593817	19	601	946	3913594418	98.84
Dissent	31	46029513	8	454	39	46029967	1.16
Abstain	0	0	0	0	0	0	
Total	958	3959623330	27	1055	985	3959624385	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 5 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



(Signature)

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	5					
Subject	To appoint Shri A. K. Tiwari (DIN- 07654612) as Director (Finance) and Chief financial Officer (CFO) of the Company.					
Type of Resolution	Ordinary					
Particulars	Remote e-votes	Voting at AGM		Total	Percentage %	
	Number	Votes	Number	Votes		
Assent	919	393212781	19	601	3932128382	99.31
Dissent	38	2749463	8	454	27494917	0.69
Abstain	0	0	0	0	0	
Total	957	395962244	27	1055	3959623299	100.00

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 6 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



Sachin Agarwal

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	Subject Matter of resolution	Type of Resolution	Remote e-votes		Voting at AGM			Total	Percentage %
			Number	Votes	Number	Votes	Number	Votes	
7	Ratification of remuneration of Cost Auditors of the Company.	Ordinary	944	3959190555	19	601	963	3959191156	99.99
			13	432735	8	454	21	433189	0.01
			0	0	0	0	0	0	
			957	3959623290	27	1055	984	3959624345	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 7 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



(Signature)

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	8
Subject	Material Related Party Transactions with Petromet LNG Limited (PLL).
Matter of Resolution	Ordinary

Particulars	Remote e-votes		Voting at AGM			Total	Percentage %
	Number	Votes	Number	Votes	Number		
Assent	943	3958749387	19	601	962	3958749988	100.00
Dissent	8	1032	8	454	16	1486	0.00
Abstain	0	0	0	0	0	0	0.00
Total	951	3958750419	27	1055	978	3958751474	100

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 8 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



S. Sachin Agarwal

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	9									
Subject	Amendment of the Articles of Association of the Company.									
Matter of resolution.	Special									
Type of Resolution	Special									
Particulars	Remote e-votes		Voting at AGM				Total		Percentage %	
	Number	Votes	Number	Votes	Number	Votes	Number	Votes		
Assent	435	3351533977	21	721	456	3351534688				84.99
Dissent	522	592071869	6	334	528	592072203				15.01
Abstain	0	0	0	0	0	0				
Total	957	3943605846	27	1055	984	3943606901				100

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No. 9 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



(Signature)

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	10																																															
Subject	Re-Appointment of Shri Anupam Kulshreshtha (DIN- 073522288), Non-Official Part-Time (Independent) Director of the Company.																																															
Type of Resolution	Special																																															
Particulars	<table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="2">Remote e-votes</th> <th colspan="4">Voting at AGM</th> <th rowspan="2">Total</th> <th rowspan="2">Percentage %</th> </tr> <tr> <th>Number</th> <th>Votes</th> <th>Number</th> <th>Votes</th> <th>Number</th> <th>Votes</th> </tr> </thead> <tbody> <tr> <td>Assent</td> <td align="right">925</td> <td align="right">3949368104</td> <td align="right">19</td> <td align="right">601</td> <td align="right">944</td> <td align="right">3949368705</td> <td align="right">99.74</td> </tr> <tr> <td>Dissent</td> <td align="right">31</td> <td align="right">10255203</td> <td align="right">8</td> <td align="right">454</td> <td align="right">39</td> <td align="right">10255657</td> <td align="right">0.26</td> </tr> <tr> <td>Abstain</td> <td align="right">0</td> <td align="right">0</td> <td align="right">0</td> <td align="right">0</td> <td align="right">0</td> <td align="right">0</td> <td align="right">0</td> </tr> <tr> <td>Total</td> <td align="right">956</td> <td align="right">3959623307</td> <td align="right">27</td> <td align="right">1055</td> <td align="right">983</td> <td align="right">3959624862</td> <td align="right">100</td> </tr> </tbody> </table>	Particulars	Remote e-votes		Voting at AGM				Total	Percentage %	Number	Votes	Number	Votes	Number	Votes	Assent	925	3949368104	19	601	944	3949368705	99.74	Dissent	31	10255203	8	454	39	10255657	0.26	Abstain	0	0	0	0	0	0	0	Total	956	3959623307	27	1055	983	3959624862	100
Particulars	Remote e-votes		Voting at AGM				Total	Percentage %																																								
	Number	Votes	Number	Votes	Number	Votes																																										
Assent	925	3949368104	19	601	944	3949368705	99.74																																									
Dissent	31	10255203	8	454	39	10255657	0.26																																									
Abstain	0	0	0	0	0	0	0																																									
Total	956	3959623307	27	1055	983	3959624862	100																																									

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No. 10 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



(Signature)

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	11									
Subject	Re-Appointment of Shri Sanjay Tandon (DIN- 00484699), Non-Official Part-Time (Independent) Director of the Company.									
Type of Resolution	Special									
Particulars	Remote e-votes			Voting at AGM			Total		Percentage %	
	Number	Votes	Number	Votes	Number	Votes	Number	Votes		
Assent	831	3874976409	19	601	850	3874977010			99.36	
Dissent	38	25093663	8	454	46	25094117			0.64	
Abstain	0	0	0	0	0	0				
Total	869	3900070072	27	1055	896	3900071127			100	

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No. 11 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



Sachin Agarwal

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi

Consolidated Results

Item No.	12
Subject	Re-Appointment of Shri S. K. Srivastava (DIN- 02163658), Non-Official Part- Time (Independent) Director of the Company.
Type of Resolution	Special

Particulars	Remote e-votes			Voting at AGM			Total		Percentage %
	Number	Votes		Number	Votes	Number	Votes		
Assent	926	3949798972		19	601	945	3949799573	99.75	
Dissent	30	9824335		8	454	38	9824789	0.25	
Abstain	0	0		0	0	0	0		
Total	956	3959623307		27	1055	983	3959624362	100	

Based on the aforesaid results, I report that the Special Resolution as contained in the Item No. 12 of the Notice dated July 08, 2019 has been passed with requisite majority.

For Agarwal S. & Associates
Company Secretaries



S. Sachin Agarwal

CS Sachin Agarwal
Scrutinizer
FCS 5774
CP 5910

Date: 21.08.2019
Place: New Delhi