



गेल (इंडिया) लिमिटेड

(भारत सरकार का उपक्रम – महारत्न कंपनी)

GAIL (India) Limited

(A Government of India Undertaking - A Maharatna Company)

पंजीकृत कार्यालय:

गेल भवन

16 भीकाएजी कामा प्लेस, आर.के. पुरम
नई दिल्ली-110066, इंडिया

Regd. Office:

GAIL BHAWAN

16 BHIKAJI CAMA PLACE, R.K. PURAM
NEW DELHI-110066, INDIA

फोन/PHONE : +91 11 2618 2955

फैक्स/FAX : +91 11 2618 2955

ई-मेल/Email: info@gail.co.in

ND/GAIL/SECTT/2025

29.07.2025

1. Listing Compliance

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra-Kurla Complex,
Bandra (East) Mumbai – 400051
Scrip Code: GAIL-EQ

2. Listing Compliance

BSE Limited
Floor 1, Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai – 400001
Scrip Code: 532155

Subject: Disclosure of event or information under Regulation 30 of SEBI LODR Regulations, 2015

Dear Sir/ Madam,

Please find below disclosure pertaining to event or information as stipulated in Regulation 30 of SEBI (LODR) Regulations, 2015:

Execution of Joint Venture Agreement with Rajasthan Rajya Vidyut Utpadan Nigam Limited on 29.07.2025		
a	Name(s) of parties with whom the agreement is entered	GAIL (India) Limited (GAIL) and Rajasthan Rajya Vidyut Utpadan Nigam Limited (RVUNL).
b	Purpose of entering into the agreement	- Transfer of existing 330 MW gas-based power plant in Dholpur, Rajasthan and / or 270.5 MW gas-based power plant in Ramgarh, Rajasthan to the Joint Venture Company (JVC) upon satisfactory outcome of the due diligence exercise by GAIL. - Setting up of around 750 MW solar projects and around 250 MW wind power projects in Rajasthan through the JVC for complementing & bundling with the power produced from the Existing gas-based Power Plants.
c	Shareholding, if any, in the entity with whom the agreement is executed	GAIL: RVUNL - 50%: 50%

d	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	• Upon satisfactory outcome of due diligence of existing gas-based power plants by GAIL and requisite approvals, RVUNL shall incorporate a 100% subsidiary company (Company), which shall become the JVC after investment by GAIL. After the incorporation of the Company, the existing power plant(s) shall be transferred to the Company through an Asset Transfer Agreement. • Upon the completion of asset transfer and fulfilment of the other conditions precedent, GAIL shall invest in the Company either by way of share subscription or share purchase. • Initial authorized and paid-up share capital of Rs 10,00,000 divided into equity shares of Rs 10/- each. • GAIL and RVUNL shall have Right of First Refusal in case of equity transfer by GAIL / RVUNL to any third party. • JVC Board shall comprise of 6 Directors, out of which 3 Directors shall be nominated by GAIL and 3 Directors shall be nominated by RVUNL. • Lock-in period of 5 years from the date of incorporation of the JVC.
e	Whether, the said parties are related to promoter / promoter group / group companies in any manner. If yes, nature of relationship.	No.
f	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”	No.
g	In case of issuance of shares to the parties, details of issue price, class of shares issued.	Shares shall be issued at the time of infusion of equity in the JVC.
h	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the Company, potential conflict of interest arising out of such agreements, etc.	Both RVUNL and GAIL each shall have the right to nominate 3 Directors each in the JVC.
i	In case of termination or amendment of agreement, Company shall disclose additional details to the stock exchange(s): i. name of parties to the agreement;	Not Applicable.

	ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof	
--	--	--

This disclosure is in compliance of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully,

(Mahesh Kumar Agarwal)
Company Secretary