



## 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, भारत  
GAIL BHAWAN,  
16 BHIKAJI CAMA PLACE  
NEW DELHI-110066, INDIA  
फोन/PHONE: +91 11 26182955  
फैक्स/FAX: +91 11 26185941  
ई-मेल/E-mail: info@gail.co.in

एनडी/गेल/सेक्ट/2022

29.08.2022

1. लिस्टिंग अनुपालन नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड एक्सचेंज प्लाजा, 5वीं मंजिल, प्लॉट सं. सी/1, जी ब्लॉक, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व) मुंबई-400 051 स्क्रिप कोड: गेल-ईक्यू	2. लिस्टिंग अनुपालन बीएसई लिमिटेड फ्लोर 1, फिरोज जीजीभाय टॉवर्स, दलाल स्ट्रीट, मुंबई- 400001 स्क्रिप कोड: 532155
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**विषय : सेबी एलओडीआर विनियम, 2015 के विनियम 44 – 26.08.2022 को आयोजित 38वीं एजीएम के वोटिंग परिणाम**

महोदय/महोदया,

हम आपको सूचित करना चाहते हैं कि कंपनी की 38वीं वार्षिक आम सभा शुक्रवार, दिनांक 26 सितंबर, 2022 को पूर्वाह्न 11:30 बजे वीडियो कॉन्फ्रेंसिंग मोड (वीसी) / अन्य ऑडियो-विजुअल माध्यम (ओएवीएम) से आयोजित की गई थी। वोटिंग परिणामों का सारांश (एजीएम के दौरान रिमोट ई-वोटिंग और ई-वोटिंग) निम्नानुसार है:

क्र.सं.	विवरण	विवरण
क	एजीएम की तिथि	26.08.2022
ख	एजीएम हेतु वोटिंग की पात्रता हेतु कट-ऑफ तिथि	19.08.2022
ग	Total number of shareholders as on Cut-off date	8,79,551
घ	<b>सहभागी शेयरधारकों की संख्या :</b>	
	क. प्रवर्तक तथा प्रवर्तक समूह *	1
	ख. सावर्जनिक	216
	<b>कुल (क+ख)</b>	<b>217</b>

\* भारत के महामहिम राष्ट्रपति अपने प्राधिकृत प्रतिनिधि के माध्यम से उपस्थित हुए।

मतदान परिणामों का एजेंडावार विवरण निर्धारित प्रारूप (अनुलग्नक-क) और संवीक्षक रिपोर्ट (अनुलग्नक-ख) में संलग्न है।

### कंपनी के सदस्यों की 38वीं वार्षिक आम सभा के परिणाम

एजीएम के दौरान मतदान का तरीका रिमोट ई-वोटिंग और ई-वोटिंग के माध्यम से था। रिमोट ई-वोटिंग सुविधा शेयरधारकों को सोमवार, दिनांक 22 अगस्त, 2022 (पूर्वाह्न 9:00 बजे) (आईएसटी) से उपलब्ध कराई गई थी और गुरुवार, दिनांक 25 अगस्त, 2022 (अपराह्न 5:00 बजे) (आईएसटी) को समाप्त हुई। इसके अलावा, प्रस्तावों पर ई-वोटिंग की सुविधा भी एजीएम के दौरान और एजीएम के समापन के 15 मिनट बाद उन सदस्यों को प्रदान की गई थी जिन्होंने एजीएम में भाग लिया था लेकिन रिमोट ई-वोटिंग के माध्यम से अपना वोट नहीं डाला था।

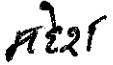
कंपनी ने श्री सचिन अग्रवाल, प्रैक्टिसिंग कंपनी सचिव, नई दिल्ली को निष्पक्ष और पारदर्शी तरीके से मतदान प्रक्रिया की जांच करने के लिए स्कूटिनाइज़र के रूप में नियुक्त किया। संवीक्षक ने रिमोट ई-वोटिंग परिणाम पर अपनी रिपोर्ट, एजीएम के दौरान ई-वोटिंग पर रिपोर्ट और एजीएम के दौरान रिमोट ई-वोटिंग और ई-वोटिंग के समेकित परिणामों पर रिपोर्ट कंपनी को सौंप दी है।

यह सूचित करना है कि एजीएम के दौरान रिमोट ई-वोटिंग और ई-वोटिंग के समेकित परिणाम के आधार पर दिनांक 26 अगस्त, 2022 को आयोजित 38वीं एजीएम की सूचना में सूचीबद्ध व्यवसाय की सभी मदों को शेयरधारकों द्वारा अपेक्षित बहुमत के साथ अनुमोदित किया गया था।

यह सेबी (सूचीबद्धता बाध्यताएं और प्रकटन अपेक्षाएं) विनियम, 2015 के अनुपालन में है।

धन्यवाद।

भवदीय,



(महेश कुमार अग्रवाल)

कंपनी सचिव

संलग्नक: उपर्युक्त के अनुसार

प्रति:

1. ड्यूश बैंक ए जी, फिलिआले मुंबई  
टीएसएस एंड ग्लोबल इक्विटी सर्विसेस  
द कैपिटल, 14वीं मंज़िल  
सी-70, जी ब्लॉक, बांद्रा कुर्ला कॉम्प्लेक्स  
मुम्बई-400051

ध्यानाकर्षण : सुश्री अपर्णा सालुंके

## RESOLUTION NO. 1

To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements for the Financial year ended 31st March, 2022, Board's Report, Independent Auditors' Report and the comments thereon of the Comptroller & Auditor General of India

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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	Total		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1286550454	86.2991	1239427229	47123225	96.3372	3.6628
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	Total		1490803410	1286550454	86.2991	1239427229	47123225	96.3372
Public- Non Institutions	E-Voting	634209654	345634000	54.4984	345614680	19320	99.9944	0.0056
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	Total		634209654	345634000	54.4984	345614680	19320	99.9944
<b>Total</b>		<b>4383399762</b>	<b>3890571152</b>	<b>88.7569</b>	<b>3843428607</b>	<b>47142545</b>	<b>98.7883</b>	<b>1.2117</b>



RESOLUTION NO. 2

To declare final dividend for the Financial Year 2021-22 @ 10.00 % (Re 1.00/- per equity share) on the paid-up equity share capital of the Company as on the record date as recommended by the Board and to confirm the payment of 1st and 2nd Interim dividend @ 40% and 50% (Rs. 4.00/- and Rs. 5.00/- per equity share) on the paid-up equity share capital of the Company already paid in the month of January, 2022 and March, 2022 respectively

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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1292272103	86.6829	1292272103	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1292272103	86.6829	1292272103	0	100.0000
Public- Non Institutions	E-Voting	634209654	345637485	54.4989	345616856	20629	99.9940	0.0060
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345637485	54.4989	345616856	20629	99.9940
<b>Total</b>		4383399762	3896296286	88.8875	3896275657	20629	99.9995	0.0005



RESOLUTION NO. 3

To appoint a Director in place of Shri M V Iyer, Director (Business Development), 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		2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll	2258386698		0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
Public- Institutions	E-Voting		1289445324	86.4933	675726457	613718867	52.4044	47.5956
	Poll	1490803410		0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>	1490803410	1289445324	86.4933	675726457	613718867	52.4044	47.5956
Public- Non Institutions	E-Voting		345628324	54.4975	345570251	58073	99.9832	0.0168
	Poll	634209654		0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>	634209654	345628324	54.4975	345570251	58073	99.9832	0.0168
	<b>Total</b>	4383399762	3893460346	88.8228	3279683406	613776940	84.2357	15.7643



RESOLUTION NO. 4

To appoint a Director in place of Dr. Navneet Mohan Kothari, Government Nominee Director, 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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	Total		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291856205	86.6550	1096022233	195833972	84.8409	15.1591
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	Total		1490803410	1291856205	86.6550	1096022233	195833972	84.8409
Public- Non Institutions	E-Voting	634209654	345615367	54.4954	345533886	81481	99.9764	0.0236
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	Total		634209654	345615367	54.4954	345533886	81481	99.9764
<b>Total</b>		<b>4383399762</b>	<b>3895858270</b>	<b>88.8775</b>	<b>3699942817</b>	<b>195915453</b>	<b>94.9712</b>	<b>5.0288</b>



RESOLUTION NO. 5

To authorize Board of Directors of the Company to fix remuneration of the Joint Statutory Auditor(s) of the Company for the FY 2022-23 in terms of the provisions of section 142 of the Companies Act, 2013

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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291856205	86.6550	1269679908	22176297	98.2834	1.7166
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291856205	86.6550	1269679908	22176297	98.2834
Public- Non Institutions	E-Voting	634209654	345616082	54.4956	345513141	102941	99.9702	0.0298
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345616082	54.4956	345513141	102941	99.9702
	<b>Total</b>	4383399762	3895858985	88.8776	3873579747	22279238	99.4281	0.5719



## RESOLUTION NO. 6

Ratification of remuneration of Cost Auditors of the Company

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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291856205	86.6550	1291856205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291856205	86.6550	1291856205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345626781	54.4972	345524844	101937	99.9705	0.0295
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345626781	54.4972	345524844	101937	99.9705
<b>Total</b>		4383399762	3895869684	88.8778	3895767747	101937	99.9974	0.0026





## RESOLUTION NO. 7

Material Related Party Transactions with Petronet LNG 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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291798205	86.6511	1291798205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345622335	54.4965	345602079	20256	99.9941	0.0059
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345622335	54.4965	345602079	20256	99.9941
<b>Total</b>		4383399762	3895807238	88.8764	3895786982	20256	99.9995	0.0005



## RESOLUTION NO. 8

## Material Related Party Transactions with Indraprastha Gas 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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	Total		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	Total		1490803410	1291798205	86.6511	1291798205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345621641	54.4964	345601809	19832	99.9943	0.0057
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	Total		634209654	345621641	54.4964	345601809	19832	99.9943
	<b>Total</b>	4383399762	3895806544	88.8764	3895786712	19832	99.9995	0.0005



## RESOLUTION NO. 9

## Material Related Party Transactions with Mahanagar Gas 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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291798205	86.6511	1291798205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345607557	54.4942	345589026	18531	99.9946	0.0054
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345607557	54.4942	345589026	18531	99.9946
	<b>Total</b>	4383399762	3895792460	88.8760	3895773929	18531	99.9995	0.0005



## RESOLUTION NO. 10

## Material Related Party Transactions with Maharashtra Natural Gas 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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291798205	86.6511	1291798205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345620979	54.4963	345584301	36678	99.9894	0.0106
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345620979	54.4963	345584301	36678	99.9894
	<b>Total</b>	4383399762	3895805882	88.8764	3895769204	36678	99.9991	0.0009



## RESOLUTION NO. 11

## Material Related Party Transactions with ONGC Petro Additions 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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291798205	86.6511	1291798205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345622421	54.4966	345602955	19466	99.9944	0.0056
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345622421	54.4966	345602955	19466	99.9944
	<b>Total</b>	4383399762	3895807324	88.8764	3895787858	19466	99.9995	0.0005



RESOLUTION NO. 12

Material Related Party Transactions with Ramagundam Fertilizers and Chemicals 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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291798205	86.6511	1291798205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345607834	54.4943	345587005	20829	99.9940	0.0060
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345607834	54.4943	345587005	20829	99.9940
<b>Total</b>		4383399762	3895792737	88.8761	3895771908	20829	99.9995	0.0005



## RESOLUTION NO. 13

## Material Related Party Transactions with Central U.P. Gas 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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291798205	86.6511	1291798205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345621297	54.4964	345580424	40873	99.9882	0.0118
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345621297	54.4964	345580424	40873	99.9882
<b>Total</b>		4383399762	3895806200	88.8764	3895765327	40873	99.9990	0.0010



## RESOLUTION NO. 14

## Material Related Party Transactions with Green Gas 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		2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll	2258386698		0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
Public- Institutions	E-Voting		1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll	1490803410		0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
Public- Non Institutions	E-Voting		345621274	54.4964	345599928	21346	99.9938	0.0062
	Poll	634209654		0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>	634209654	345621274	54.4964	345599928	21346	99.9938	0.0062
	<b>Total</b>	4383399762	3895806177	88.8764	3895784831	21346	99.9995	0.0005





## RESOLUTION NO. 15

Increasing the Authorized Share Capital of the Company

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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291856205	86.6550	1281065865	10790340	99.1647	0.8353
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291856205	86.6550	1281065865	10790340	99.1647
Public- Non Institutions	E-Voting	634209654	345616309	54.4956	345579856	36453	99.9895	0.0105
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345616309	54.4956	345579856	36453	99.9895
<b>Total</b>		4383399762	3895859212	88.8776	3885032419	10826793	99.7221	0.2779



## RESOLUTION NO. 16

Amendment of Object clause of Memorandum of Association of the Company

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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291798205	86.6511	1291798205	0	100.0000	0.0000
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291798205	86.6511	1291798205	0	100.0000
Public- Non Institutions	E-Voting	634209654	345597213	54.4926	345570181	27032	99.9922	0.0078
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345597213	54.4926	345570181	27032	99.9922
	<b>Total</b>	4383399762	3895782116	88.8758	3895755084	27032	99.9993	0.0007



## RESOLUTION NO. 17

## ISSUE OF BONUS SHARES BY WAY OF CAPITALISATION OF FREE RESERVES

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	2258386698	2258386698	100.0000	2258386698	0	100.0000	0.0000
	Poll			0.0000		0	0.0000	0.0000
	Postal Ballot (if applicable)			0.0000		0	0.0000	0.0000
	<b>Total</b>		2258386698	2258386698	100.0000	2258386698	0	100.0000
Public- Institutions	E-Voting	1490803410	1291856205	86.6550	1288797296	3058909	99.7632	0.2368
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		1490803410	1291856205	86.6550	1288797296	3058909	99.7632
Public- Non Institutions	E-Voting	634209654	345638180	54.4990	345609614	28566	99.9917	0.0083
	Poll			0.0000			0.0000	0.0000
	Postal Ballot (if applicable)			0.0000			0.0000	0.0000
	<b>Total</b>		634209654	345638180	54.4990	345609614	28566	99.9917
	<b>Total</b>	4383399762	3895881083	88.8781	3892793608	3087475	99.9208	0.0792





**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.: 38<sup>th</sup> Annual General Meeting of the members of GAIL (India) Limited held on Friday, 26<sup>th</sup> day of August, 2022 at 11.30 a.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")

Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and e-voting during the AGM held through VC 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 the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015

Dear Sir,

I, Sachin Agarwal, Partner, Agarwal S. & Associates, Company Secretaries, having office at D-427, 2nd Floor, Palam Extn., Ramphal Chowk, Sector 7, Dwarka, New Delhi-110075 had been appointed as the Scrutinizer by the Board of Directors of M/s GAIL (India) Limited ("the Company") having its registered office at 16, Bhikaiji Cama Place, R.K. Puram, New Delhi – 110066 in its meeting held on 14.07.2022, pursuant to the provisions of section 108 and any other applicable Provision of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) read with Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021 and Circular No. 02/2022 dated May 05, 2022 (MCA Circulars) and Securities and Exchange Board of India ('SEBI') vide 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/CMD1/P/CIR /2021 /602 dated July 23, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (SEBI Circulars) to conduct the remote e-voting process and to scrutinize e-voting at the AGM through VC or OAVM process by the Shareholders in respect of the below mentioned resolution(s) passed at 38<sup>th</sup> Annual General Meeting of the Company held on Thursday, the 26<sup>th</sup> day of August, 2022.

The notice dated 27<sup>th</sup> July, 2022 for convening 38<sup>th</sup> AGM of the Company was sent to all the Shareholders in accordance with the provision of the Companies Act, 2013 read with Rules made thereunder together with the MCA and SEBI circulars.

The Company has provided the facility for voting through electronic means (remote e-voting) facility offered by "Central Depository Services (India) Limited" (CDSL) for Shareholder's participation in the e-voting process of 38<sup>th</sup> AGM.

The shareholders of the Company holding shares as on the "Cut – Off" date i.e. Friday, 19<sup>th</sup> August, 2022 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 17 in the notice convening 38<sup>th</sup> Annual General Meeting of the Company.

Pursuant to the applicable provision of MCA circulars and Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the company had published the newspaper advertisement in Hindustan Times (English) and Hindustan (Hindi) dated 30.07.2022.

**Management's Responsibility:**

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("**LODR**") relating to e-voting on the resolution contained in the Notice read with SEBI Circulars. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

**Scrutinizer's Responsibility**


My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "**in favor**" or "**against**" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Central Depository Services (India) Limited ("**CDSL**"), the Depository Participant of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the-voting process i.e. **till 5 p.m. on 25<sup>th</sup> August, 2022.**


The voting period for remote e-Voting commenced on Monday, 22nd August, 2022 at 09:00 am (IST) till Thursday, 25th August, 2022 at 5.00 pm (IST) and the remote e-Voting platform was blocked thereafter.

The facility to vote electronically was provided to those members who attended the meeting through VC/OAVM but could not participate in the remote e-voting process to cast their vote on Thursday, 26th August, 2022.

After the closure of e-voting during Annual General Meeting held on 26<sup>th</sup> August, 2022, data was downloaded in the presence of two independent witnesses Ms. Garima and Mr. Ajay, who are not in employment of the Company. The votes casted by the members were reconciled with the record maintained by the Registrar and Transfer Agent of the Company.

The voting pattern was unlocked by us on **26<sup>th</sup> day of August, 2022** in the presence of:

**Independent Witness:**   
GARIMA GROVER  
Digitally signed by GARIMA GROVER  
Date: 2022.08.29 14:39:13 -07'00'  
**(Ms. Garima)**

  
AJAY KUMAR CHOUDHARY  
Digitally signed by AJAY KUMAR CHOUDHARY  
Date: 2022.08.29 14:39:36 -07'00'  
**(Mr. Ajay)**

I have scrutinized the consolidated voting in a fair & transparent manner based on the data downloaded from the CDSL, remote evoting platform and the remote e-voting during the AGM held through VC/OAVM.

Based on the details made available to us, 4262 members have casted their vote on the e-voting platform till 25.08.2022 and 26 members have casted their vote during AGM through e-voting.

I hereby annex the Consolidated Voting results as **Annexure 1** pursuant to **Rule 20(4)(xii) of the Companies (Management & Administration) Amendment Rules, 2015** on all the resolutions contained in the notice of aforesaid Annual General Meeting.

All relevant records shall be handed over to the Chairman/Company Secretary for safe keeping.

**Restriction on Use**

This report has been issued at the request of the Company for (i) submission to Stock Exchanges, (ii) placing on website of the Company and (iii) placing on website of CDSL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Thanking You,  
Yours Faithfully,

For Agarwal S. & Associates,  
Company Secretaries,  
Peer Review Certificate No. 626/2019

**SACHIN  
AGARWAL**

Digitally signed by  
SACHIN AGARWAL  
Date: 2022.08.29  
14:40:47 +05'30'

CS Sachin Agarwal  
Partner  
FCS: 5774  
COP: 5910  
UDIN: F005774D000866251

*Mahesh Agarwal*

**Mahesh Kumar Agarwal**  
Company Secretary  
**GAIL (India) Limited**  
16, Bhikaji Cama Place,  
R.K.Puram, New Delhi -110066  
M.No. :- A88402

Date: 29.08.2022  
Place: New Delhi

**ORDINARY BUSINESS****Resolution No.1: Ordinary Resolution**

To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements for the Financial year ended 31st March, 2022, Board's Report, Independent Auditors' Report and the comments thereon of the Comptroller & Auditor General of India.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4244	3890571152	4141	3843428607	98.79	103	47142545	1.21

**Resolution No.2: Ordinary Resolution**

To declare final dividend for the Financial Year 2021-22 @ 10.00 % (Rs. 1.00/- per equity share) on the paid-up equity share capital of the Company (as on the record date) as recommended by the Board and to confirm the payment of 1st and 2nd Interim dividend @40% and 50% (Rs. 4.00/- and Rs. 5.00/- per equity share) on the paid-up equity share capital of the Company already paid in the month of January, 2022 and March, 2022 respectively.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4279	3896296286	4186	3896275657	100	93	20629	0.00

**Resolution No.3: Ordinary Resolution**

To appoint a Director in place of Shri M V Iyer, Director (Business Development), who retires by rotation, and being eligible, offers himself for re-appointment.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4215	3893460346	3468	3279683406	84.24	747	613776940	15.76

**Resolution No.4: Ordinary Resolution**

To appoint a Director in place of Dr. Navneet Mohan Kothari, Government Nominee Director, who retires by rotation, and being eligible, offers himself for re-appointment.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4221	3895858270	3815	3699942817	94.97	406	195915453	5.03

**Resolution No.5: Ordinary Resolution**

To authorize Board of Directors of the Company to fix remuneration of the Joint Statutory Auditor(s) of the Company for the FY 2022-23 in terms of the provisions of section 142 of the Companies Act, 2013.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4224	3895858985	4044	3873579747	99.43	180	22279238	0.57

**SPECIAL BUSINESS**

**Resolution No.6: Ordinary Resolution**

Ratification of remuneration of Cost Auditors of the Company.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4214	3895869684	4038	3895767747	100	176	101937	0.00

**Resolution No.7: Ordinary Resolution**

Material Related Party Transactions with Petronet LNG Limited.

Mode	Total Valid Votes		Votes in favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4221	3895807238	4115	3895786982	100	106	20256	0.00

**Resolution No.8: Ordinary Resolution**

Material Related Party Transactions with Indraprastha Gas Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4212	3895806544	4102	3895786712	100	110	19832	0.00

**Resolution No.9: Ordinary Resolution**

Material Related Party Transactions with Mahanagar Gas Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4213	3895792460	4112	3895773929	100	101	18531	0.00



**Resolution No.10: Ordinary Resolution**

**Material Related Party Transactions with Maharashtra Natural Gas Limited.**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4215	3895805882	4111	3895769204	100	104	36678	0.00

**Resolution No.11: Ordinary Resolution**

**Material Related Party Transactions with ONGC Petro Additions Limited.**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4220	3895807324	4125	3895787858	100	95	19466	0.00

**Resolution No.12: Ordinary Resolution**

**Material Related Party Transactions with Ramagundam Fertilizers and Chemicals Limited.**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4214	3895792737	4093	3895771908	100	121	20829	0.00

**Resolution No.13: Ordinary Resolution**

**Material Related Party Transactions with Central U.P. Gas Limited.**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4209	3895806200	4085	3895765327	100	124	40873	0.00

**Resolution No.14: Ordinary Resolution**

**Material Related Party Transactions with Green Gas Limited.**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4216	3895806177	4108	3895784831	100	108	21346	0.00

**Resolution No.15: Ordinary Resolution**

**Increase in the Authorized Share Capital of the Company.**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4233	3895859212	4092	3885032419	99.72	141	10826793	0.28

**Resolution No.16: Special Resolution**

**Amendment of Objects clause of Memorandum of Association of the Company.**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4202	3895782116	4070	3895755084	100	132	27032	0.00

**Resolution No.17: Ordinary Resolution**

**Issue of Bonus Shares by way of Capitalization of Free Reserves.**

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	4270	3895881083	4164	3892793608	99.92	106	3087475	0.08

Based on the above e-voting facility, I confirm that all the resolutions have been carried on with requisite majority.

For Agarwal S. & Associates,  
Company Secretaries,

SACHIN  
AGARWAL

Digitally signed by SACHIN  
AGARWAL  
Date: 2022.08.29 14:46:01  
+05'30'

CS Sachin Agarwal

Partner

FCS: 5774

COP: 5910

UDIN: F005774D000866251

Date: 29.08.2022

Place: New Delhi