# INDRAPRASTHA GAS LIMITED

*(A Joint Venture of GAIL (India) Ltd., BPCL & Govt. of NCT of Delhi)*

Ref. No.: IGL/CS/2016

September 30, 2016

The Manager
Dept. of Corporate Services
Bombay Stock Exchange Ltd.
Rotunda Building, 1st Floor
Dalal Street
Mumbai – 400 001

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E)
Mumbai – 400 051

**Sub: Voting Results of the 17th Annual General Meeting of the Company held on September 29, 2016**

Dear Sir / Madam,

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations, 2015), we would like to inform you that **all the items enlisted in the notice of 17th Annual General Meeting of the Company held on Thursday, the September 29, 2019, have been passed by the Members with requisite majority.**

Further, please find enclosed details of Voting Results with respect to the aforesaid resolutions in the format prescribed under Regulation 44(3) of the Listing Regulations, 2015 alongwith consolidated Scrutinizer report.

This is for your information and record.

Thanking you,

Yours sincerely,
for **Indraprastha Gas Ltd.**

(S. K. Jain)
Company Secretary & Compliance Officer

Encl.: As above

| | |
|---|---|
| | INDRAPRASTHA GAS LIMITED |
| **Date of the AGM/EGM** | 29-09-2016 |
| **Total number of shareholders on record date** | 57754 |
| **No. of shareholders present in the meeting either in person or through proxy:** | |
| **Promoters and Promoter Group:** | 2 |
| **Public:** | 8142 |
| **No. of Shareholders attended the meeting through Video Conferencing** | |
| **Promoters and Promoter Group:** | Not Applicable |
| **Public:** | Not Applicable |

| Resolution No. | 1 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Adoption of the audited financial statements for FY ended 31.03.2016, the Reports of the Board of Directors and Auditors thereon and the audited consolidated financial Statements for FY ended 31.03.2016 and the reports of Auditors thereon. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35078920 | 60.8344 | 35078920 | 0 | 100.0000 | 0.0000 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35278920 | 61.1812 | 35278920 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 19337104 | 5105466 | 26.4024 | 5105466 | 0 | 100.0000 | 0.0000 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106075 | 26.4055 | 5106075 | 0 | 100 | 0 |
| | Total | 140000160 | 103385075 | 73.8464 | 103385075 | 0 | 100.0000 | 0.0000 |

INDRAPRASTHA GAS LIMITED NEW DELHI

| Resolution No. | 2 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Declaration of dividend @ 60% (Rs.6/- per share) on equity shares. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35154617 | 60.9657 | 35154617 | 0 | 100.0000 | 0.0000 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35354617 | 61.3125 | 35354617 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 19337104 | 5105466 | 26.4024 | 5105466 | 0 | 100.0000 | 0.0000 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106075 | 26.4055 | 5106075 | 0 | 100 | 0 |
| | Total | 140000160 | 103460772 | 73.9005 | 103460772 | 0 | 100.0000 | 0.0000 |



| Resolution No. | 3 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of Shri. M. Ravindran as a Director of the Company, liable to retire by rotation. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 32261237 | 55.9479 | 31720602 | 540635 | 98.3241 | 1.6758 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 32461237 | 56.2947 | 31920602 | 540635 | 98.3345 | 1.6655 |
| Public- Non Institutions | E-Voting | 19337104 | 4678713 | 24.1955 | 4678513 | 200 | 99.9957 | 0.0042 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 4679322 | 24.1986 | 4679122 | 200 | 99.9957 | 0.0043 |
| | Total | 140000160 | 100140639 | 71.5289 | 99599804 | 540835 | 99.4599 | 0.5401 |



| Resolution No. | 4 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Authorization to Board of Directors to fix the remuneration of the Statutory Auditors i.e. M/s Walker Chandiok & Co LLP, Chartered Accountants, for the Financial Year 2016-17. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35143223 | 60.9459 | 35078213 | 65010 | 99.8150 | 0.1849 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35343223 | 61.2927 | 35278213 | 65010 | 99.8161 | 0.1839 |
| Public- Non Institutions | E-Voting | 19337104 | 5105466 | 26.4024 | 5105266 | 200 | 99.9960 | 0.0039 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106075 | 26.4055 | 5105875 | 200 | 99.9961 | 0.0039 |
| | Total | 140000160 | 103449378 | 73.8923 | 103384168 | 65210 | 99.9370 | 0.0630 |



| Resolution No. | 5 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of Shri Narendra Kumar as Managing Director and approval of his remuneration w.e.f. April 18, 2016 to May 31, 2016. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 32190926 | 55.8260 | 24691870 | 7499056 | 76.7044 | 23.2955 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 32390926 | 56.1728 | 24891870 | 7499056 | 76.8483 | 23.1517 |
| Public- Non Institutions | E-Voting | 19337104 | 5105456 | 26.4024 | 5105256 | 200 | 99.9960 | 0.0039 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106065 | 26.4055 | 5105865 | 200 | 99.9961 | 0.0039 |
| | Total | 140000160 | 100497071 | 71.7835 | 92997815 | 7499256 | 92.5378 | 7.4622 |



| Resolution No. | 6 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of Shri E.S. Ranganathan as a Director of the Company, not liable to retire by rotation. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35154617 | 60.9657 | 34509140 | 645477 | 98.1638 | 1.8361 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35354617 | 61.3125 | 34709140 | 645477 | 98.1743 | 1.8257 |
| Public- Non Institutions | E-Voting | 19337104 | 5105366 | 26.4019 | 5103166 | 2200 | 99.9569 | 0.0430 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5105975 | 26.405 | 5103775 | 2200 | 99.9569 | 0.0431 |
| | Total | 140000160 | 103460672 | 73.9004 | 102812995 | 647677 | 99.3740 | 0.6260 |



| Resolution No. | 7 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Appointment of Shri E.S. Ranganathan as Managing Director and approval of his remuneration w.e.f. June 1, 2016. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 32190926 | 55.8260 | 22797845 | 9393081 | 70.8207 | 29.1792 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 32390926 | 56.1728 | 22997845 | 9393081 | 71.0009 | 28.9991 |
| Public- Non Institutions | E-Voting | 19337104 | 5105366 | 26.4019 | 5103166 | 2200 | 99.9569 | 0.0430 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5105975 | 26.405 | 5103775 | 2200 | 99.9569 | 0.0431 |
| | Total | 140000160 | 100496981 | 71.7835 | 91101700 | 9395281 | 90.6512 | 9.3488 |



| Resolution No. | 8 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Ratification of the remuneration payable to Cost Auditors of the Company for the financial year ending 31st March, 2017. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35154617 | 60.9657 | 35154617 | 0 | 100.0000 | 0.0000 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35354617 | 61.3125 | 35354617 | 0 | 100 | 0 |
| Public- Non Institutions | E-Voting | 19337104 | 5105466 | 26.4024 | 5105266 | 200 | 99.9960 | 0.0039 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106075 | 26.4055 | 5105875 | 200 | 99.9961 | 0.0039 |
| | Total | 140000160 | 103460772 | 73.9005 | 103460572 | 200 | 99.9998 | 0.0002 |



| Resolution No. | 9 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Approval of material Related Party Transactions under a contract entered with GAIL (India) Limited for APM Gas. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yes | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35137247 | 60.9355 | 27305282 | 7831965 | 77.7103 | 22.2896 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35337247 | 61.2823 | 27505282 | 7831965 | 77.8365 | 22.1635 |
| Public- Non Institutions | E-Voting | 19337104 | 5105466 | 26.4024 | 5105366 | 100 | 99.9980 | 0.0019 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106075 | 26.4055 | 5105975 | 100 | 99.998 | 0.002 |
| | Total | 140000160 | 40443322 | 28.8881 | 32611257 | 7832065 | 80.6345 | 19.3655 |



| Resolution No. | 10 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | ORDINARY - Approval of material Related Party Transactions under a contract entered with GAIL (India) Limited for PMT Gas. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | Yes | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35137247 | 60.9355 | 27305282 | 7831965 | 77.7103 | 22.2896 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35337247 | 61.2823 | 27505282 | 7831965 | 77.8365 | 22.1635 |
| Public- Non Institutions | E-Voting | 19337104 | 5105466 | 26.4024 | 5105366 | 100 | 99.9980 | 0.0019 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106075 | 26.4055 | 5105975 | 100 | 99.998 | 0.002 |
| | Total | 140000160 | 40443322 | 28.8881 | 32611257 | 7832065 | 80.6345 | 19.3655 |



| Resolution No. | 11 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | SPECIAL - Authority to the Board of Directors u/s 180(1) (c) of the Companies Act, 2013 to borrow money(s) for business purposes of the company for an amount up to Rs. 4000 crores. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35154617 | 60.9657 | 32636252 | 2518365 | 92.8363 | 7.1636 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35354617 | 61.3125 | 32836252 | 2518365 | 92.8768 | 7.1232 |
| Public- Non Institutions | E-Voting | 19337104 | 5105466 | 26.4024 | 5105366 | 100 | 99.9980 | 0.0019 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106075 | 26.4055 | 5105975 | 100 | 99.998 | 0.002 |
| | Total | 140000160 | 103460772 | 73.9005 | 100942307 | 2518465 | 97.5658 | 2.4342 |



| Resolution No. | 12 | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution required: (Ordinary/ Special) | SPECIAL - Authority to the Board of Directors u/s 180(1) (a) of the Companies Act, 2013 to mortgage and/or create charge on assets of the Company for an amount up to Rs. 4000 crores. | | | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | No | | | | | | | |
| Category | Mode of Voting | No. of shares held (1) | No. of votes polled (2) | % of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100 | No. of Votes – in favour (4) | No. of Votes – against (5) | % of Votes in favour on votes polled (6)=[(4)/(2)]*100 | % of Votes against on votes polled (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 63000080 | 63000080 | 100.0000 | 63000080 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 63000080 | 63000080 | 100 | 63000080 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 57662976 | 35148641 | 60.9553 | 32630276 | 2518365 | 92.8350 | 7.1649 |
| | Poll | | 200000 | 0.3468 | 200000 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 57662976 | 35348641 | 61.3021 | 32830276 | 2518365 | 92.8756 | 7.1244 |
| Public- Non Institutions | E-Voting | 19337104 | 5105466 | 26.4024 | 5105366 | 100 | 99.9980 | 0.0019 |
| | Poll | | 609 | 0.0031 | 609 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 00 | 0 | 0.0000 | 0.0000 |
| | Total | 19337104 | 5106075 | 26.4055 | 5105975 | 100 | 99.998 | 0.002 |
| | Total | 140000160 | 103454796 | 73.8962 | 100936331 | 2518465 | 97.5656 | 2.4344 |



**V.K. SHARMA & CO.**
*Company Secretaries*
422, Ocean Plaza, Sector-18, Noida - 201 301
Tel. : 4221470, Mobile : 9818816592
E-mail : vks_cosecy@yahoo.com

## Consolidated Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 as amended]*

To,

The Chairman of 17th Annual General Meeting of the Equity Shareholders (Members) of Indraprastha Gas Limited (the Company) held on the 29th day of September, 2016 at Manekshaw Centre, Parade Road, Delhi Cantonment, New Delhi-110010.

Dear Sir,

1. I, Vijay Kumar Sharma, Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of Indraprastha Gas Limited (the Company) for the purpose of:

   (i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules), and

   (ii) I was also appointed as scrutinizer to scrutinize the voting process at the said AGM.

2. I have issued separate Scrutinizer's Report dated 30th September 2016 on the remote e-voting through electronic voting system and on the poll at the AGM on the resolutions contained in the notice to the AGM. The consolidated Scrutinizer's report on the results of voting through electronic means (i.e. by remote e-voting and Poll at the AGM) is annexed . The electronic data and all other relevant records relating to the e-voting are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

**(V.K. Sharma)**
**Scrutiniser**
**FCS**: 3440

V.K. SHARMA & CO. 422, Ocean Plaza, Sector-18, Noida CP No.-2019 Company Secretaries

Place: New Delhi
Date: 30th September, 2016

For INDRAPRASTHA GAS LTD.

S. K. JAIN
COMPANY SECRETARY

**V.K. SHARMA & CO.**
*Company Secretaries*
Annexure

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 1- Ordinary Resolution**

**To consider and adopt the Audited Financial Statements for the financial year ended March 31, 2016, and the reports of the Directors and Auditors thereon and the audited consolidated financial Statements for the financial year ended March 31, 2016 and the reports of Auditors thereon**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 245 | 103184466 | 40 | 200609 | 285 | 103385075 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 245 | 103184466 | 40 | 200609 | 285 | 103385075 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 1 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Plaza Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 2- Ordinary Resolution**

**To declare a dividend on equity shares.**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 247 | 103260163 | 40 | 200609 | 287 | 103460772 | 100% |
| Dissent | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | 247 | 103260163 | 40 | 200609 | 287 | 103460772 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 2 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Plaza Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 3- Ordinary Resolution**

**To appoint a Director in place of Shri M. Ravindran (DIN: 02309551), who retires by rotation and being eligible, offers himself for re-appointment**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 233 | 99399195 | 40 | 200609 | 273 | 99599804 | 99.46% |
| Dissent | 6 | 540835 | 0 | 0 | 6 | 540835 | 0.54% |
| Total | 239 | 99940030 | 40 | 200609 | 279 | 100140639 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 3 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 122, Ocean Plaza Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 4- Ordinary Resolution**

**To authorize Board of Directors of the Company to fix remuneration of the Statutory Auditor of the Company M/s Walker Chandiok & Co LLP in terms of the provisions of Section 142 of the Companies Act, 2013**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 239 | 103183559 | 40 | 200609 | 279 | 103384168 | 99.94% |
| Dissent | 7 | 65210 | 0 | 0 | 7 | 65210 | 0.06% |
| Total | 246 | 103248769 | 40 | 200609 | 286 | 103449378 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 4 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 5- Ordinary Resolution**

**To approve the appointment of Shri Narendra Kumar (DIN: 06571708) as Managing Director of the Company on whole-time basis with effect from April 18, 2016 to May 31, 2016 on the terms and conditions of appointment including remuneration forwarded by GAIL (India) Limited vide its letter no. 22/02/53/1555/2016 dated May 5, 2016**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 150 | 92797206 | 40 | 200609 | 190 | 92997815 | 92.54% |
| Dissent | 89 | 7499256 | 0 | 0 | 89 | 7499256 | 7.46% |
| Total | 239 | 100296462 | 40 | 200609 | 279 | 100497071 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 5 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Plaza Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 6- Ordinary Resolution**

**To appoint Shri E.S. Ranganathan (DIN: 07417640), as a Director of the Company, not liable to retire by rotation**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 229 | 102612386 | 40 | 200609 | 269 | 102812995 | 99.37% |
| Dissent | 17 | 647677 | 0 | 0 | 17 | 647677 | 0.63% |
| Total | 246 | 103260063 | 40 | 200609 | 286 | 103460672 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 6 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Plaza, Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 7- Ordinary Resolution**

**To approve the appointment of Shri E.S. Ranganathan (DIN: 07417640) as Managing Director of the Company on whole-time basis with effect from June 1, 2016 to May 31, 2019 on the terms and conditions of appointment including remuneration forwarded by GAIL (India) Limited vide its letter nos. GAIL/CO/TRF/06/2016 dated June 2, 2016 and 22/02/53/2054/2016 (Revised) dated June 9, 2016**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 134 | 90901091 | 40 | 200609 | 174 | 91101700 | 90.65% |
| Dissent | 105 | 9395281 | 0 | 0 | 105 | 9395281 | 9.35% |
| Total | 239 | 100296372 | 40 | 200609 | 279 | 100496981 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 7 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Plaza Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 8- Ordinary Resolution**

**To approve the remuneration of the Cost Auditors appointed by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year ending March 31, 2017, be paid the remuneration**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 245 | 103259963 | 40 | 200609 | 285 | 103460572 | 100% |
| Dissent | 2 | 200 | 0 | 0 | 2 | 200 | 0% |
| Total | 247 | 103260163 | 40 | 200609 | 287 | 103460772 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 8 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Plaza, Sector-18, Noida CP No.-2019 Company Secretaries

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 9- Ordinary Resolution**

**To ratify the contract pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for purchase of APM gas for NCT of Delhi, at a price determined by Government of India from time to time, amounting to Rs. 1010.88 crores, with its related party i.e. GAIL (India) Limited (Nominee of Government of India), during the period April 1, 2015 to March 31, 2016.**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 155 | 32410648 | 40 | 200609 | 195 | 32611257 | 80.63% |
| Dissent | 88 | 7832065 | 0 | 0 | 88 | 7832065 | 19.37% |
| Total | 243 | 40242713 | 40 | 200609 | 283 | 40443322 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 9 of the Notice of AGM has been passed with requisite majority.



**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 10- Ordinary Resolution**

**To ratify the contract pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for purchase of PMT gas for NCT of Delhi, at a price determined by Government of India from time to time, amounting to Rs. 429.09 crores, with its related party i.e. GAIL (India) Limited (Nominee of Government of India), during the period April 1, 2015 to March 31, 2016.**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 155 | 32410648 | 40 | 200609 | 195 | 32611257 | 80.63% |
| Dissent | 88 | 7832065 | 0 | 0 | 88 | 7832065 | 19.37% |
| Total | 243 | 40242713 | 40 | 200609 | 283 | 40443322 | 100% |

Based on the above results, I report that the Ordinary Resolution in Item No 10 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Plaza, Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

Consolidated Results of E-Voting & Poll at the AGM on:

Item No. 11- Special Resolution

**To authorize the Board of Directors to borrow by way of loan/debentures (whether secured or unsecured)/bonds/deposits/fund based or non-fund based limits/guarantees from time to time at their discretion, for the purpose of business of the Company, notwithstanding that the money or moneys to be borrowed together with moneys already borrowed by the Company, apart from temporary loans obtained from the Company's bankers in the ordinary course of business, may exceed the aggregate of the paid up share capital and free reserves of the Company, provided however, that the total amount so borrowed shall not exceed Rs. 40,00,00,00,000/-**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 235 | 100741698 | 40 | 200609 | 275 | 100942307 | 97.57% |
| Dissent | 12 | 2518465 | 0 | 0 | 12 | 2518465 | 2.43% |
| Total | 247 | 103260163 | 40 | 200609 | 287 | 103460772 | 100% |

Based on the above results, I report that the Special Resolution in Item No 11 of the Notice of AGM has been passed with requisite majority.

V.K. SHARMA & CO. 422, Ocean Plaza, Sector-18, Noida CP No.-2019 Company Secretaries

**V.K. SHARMA & CO.**
*Company Secretaries*

# Indraprastha Gas Limited

## 17th Annual General Meeting – 29.09.2016

**Consolidated Results of E-Voting & Poll at the AGM on:**

**Item No. 12- Special Resolution**

**To authorize the Board of Directors to mortgage and/or create charge on all the immovable and movable properties or such assets of the Company wherever situated, present and future and/or with power to enter upon and take possession of the assets of the Company in certain events on such terms and conditions and at such time or times and in such form or manner as it may think fit, to or in favour of Financial Institutions/Banks/Lenders/any other investing agencies and Trustees for the Debenture holders/ bonds/ other financial instruments which may be issued/proposed to be issued, for an aggregate nominal value not exceeding Rs. 40,00,00,00,000/- to secure the Term Loans/ Debentures/ bonds/fund based or non-fund based limits/guarantees/other financial instruments/borrowings**

| Particulars | Remote e-Votes | | Voting at the AGM | | Total | | Percentage (%) |
|---|---|---|---|---|---|---|---|
| | Number | Votes | Number | Votes | Number | Votes | |
| Assent | 233 | 100735722 | 40 | 200609 | 273 | 100936331 | 97.57% |
| Dissent | 12 | 2518465 | 0 | 0 | 12 | 2518465 | 2.43% |
| Total | 245 | 103254187 | 40 | 200609 | 285 | 103454796 | 100% |

Based on the above results, I report that the Special Resolution in Item No 12 of the Notice of AGM has been passed with requisite majority.

(V.K.Sharma)

Scrutiniser
FCS 3440

V.K. SHARMA & CO. 422, Ocean Plaza, Sector-18, Noida CP No.-2019 Company Secretaries

Countersigned By
For Indraprastha Gas Ltd

(S.K.Jain)
Company Secretary

Place: New Delhi
Date: 30th September 2016