INDRAPRASTHA GAS LIMITED

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

Ref. No.: IGL/CS/2017

September 28, 2017

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: Proceedings of 18th Annual General Meeting (AGM) of Indraprastha Gas Limited

Dear Sir / Madam,

Pursuant to Regulation 30 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the summary of proceedings of 18th AGM of the Company held on September 28, 2017.

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

PROCEEDINGS OF 18TH ANNUAL GENERAL MEETING (AGM) OF INDRAPRASTHA GAS LIMITED

18th Annual General Meeting of the Company was held on 28th September, 2017 at 11.30 A.M. at Manekshaw Centre, Parade Road, Delhi Cantonment, New Delhi-110010.

Shri S. Ramesh, Chairman of the Company took the Chair and welcomed the members. The quorum being present, the Chairman called the meeting to order. The Chairman delivered the speech. Notice of the Meeting and the Annual Report for the year 2016-17 were taken as read with the permission of the members.

The Chairman informed that pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company had provided e-voting facility to its members between 9.00 A.M. on 25th September, 2017 to 5.00 P.M. on 27th September, 2017 to cast their votes on the resolutions proposed in the Notice of the Annual General Meeting. Those members who could not cast their votes electronically, facility for voting through ballot papers was available.

Company Secretary proposed items of business for approval of shareholders. The Chairman explained the objective and implication of each of the business items except item no. 4 in which he was considered to be interested. Managing Director then explained the objective and implication of item no. 4.

The business items discussed during AGM are as under:

S. No.	Business Item	Resolution
1.	Adoption of (a) the Audited Financial Statements of the Company for FY ended 31.03.2017, (b) the Audited Consolidated Financial Statements for FY ended 31.03.2017, and the Reports of the Board of Directors and the Statutory Auditors and the comments of the Comptroller & Auditor General of India thereon.	Ordinary
2.	Confirmation of payment of Interim Dividend @ 35% (Rs. 3.5/- per share) on equity shares and declaration of dividend @ 50% (Rs.5/- per share) on equity shares.	Ordinary
3.	Approval of remuneration payable to Statutory Auditors of the Company.	Ordinary
4.	Appointment of Shri Ramesh Srinivasan as a Director of the Company.	Ordinary
5.	Appointment of Shri Manoj Jain as a Director of the Company.	Ordinary

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6.	Appointment of Smt. Varsha Joshi as a Director of the Company.	Ordinary
7.	Ratification of the remuneration payable to Cost Auditors of the Company for the financial year ending 31st March, 2018.	Ordinary
8.	Approval of material Related Party Transactions under a contract entered with GAIL (India) Limited for APM Gas.	Ordinary
9.	Approval of material Related Party Transactions under a contract entered with GAIL (India) Limited for PMT Gas.	Ordinary
10.	Approval of sub-division of Shares.	Ordinary
11.	Approval of amendment of Clause V of Memorandum of Association of the Company.	Special
12.	Approval of amendment of Article 3 of Articles of Association of the Company.	Special

Company Secretary mentioned that Shri V. K. Sharma, Company Secretary in whole time practice was appointed as Scrutinizer to conduct the scrutiny of e-voting as well as voting at the Annual General Meeting in a fair and transparent manner. He informed that counting of votes would take some time, the results of the voting shall be sent to the stock exchanges within next two days and the same alongwith the Scrutinizers reports for both electronic voting and the Poll shall be available on the websites of the Company as well as Karvy Computershare Private Limited.

The Chairman and Managing Director replied the queries raised by the members on various issues.

After ensuring that all the members and proxies participating in the poll have casted their votes, the Scrutinizer closed the Poll and took the custody of Ballot boxes.

The meeting was concluded at 12.30 P.M.

