MAHANAGAR GAS

# MAHANAGAR GAS LIMITED

**Ref:** MGL/CS/SE/2025/636 **Date:** July 31, 2025

**To,**

| | |
|---|---|
| **Head, Listing Compliance Department**<br>**BSE Limited**<br>**P. J. Towers,**<br>**Dalal Street,**<br>**Mumbai – 400 001**<br>**Scrip Code: 539957** | **Head, Listing Compliance Department**<br>**National Stock Exchange of India Limited**<br>**Exchange Plaza, Bandra – Kurla Complex,**<br>**Bandra (East),**<br>**Mumbai – 400 051**<br>**Symbol: MGL** |

Dear Sir/ Madam,

**Sub: Notice of the 30th Annual General Meeting of the Company and Integrated Annual Report for the FY 2024-25**

Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('Listing Regulations')**, we are submitting herewith the Notice of the 30th Annual General Meeting (**'AGM'**) along with the Integrated Annual Report of the Company for the financial year 2024-25 **(**collectively referred to as **'Annual Report')** which is being sent to the Shareholders through electronic mode whose e-mail addresses are registered with the Company / Registrar and Transfer Agent **('RTA')** / Depository Participants **('DPs')**.

Further, in compliance with Regulation 36(1)(b) of the Listing Regulations, a letter has been sent to the Shareholders whose e-mail addresses are not registered with the Company / RTA / DPs providing the weblink and QR code along with the path to access the Annual Report on the Company's website.

| **Web-links for accessing the Annual Report** | |
|---|---|
| **Notice of 30th AGM** | Click Here |
| **Annual Report for FY 2024-25** | Click Here |
| **Information at glance** | |
| **Day, Date and Time of AGM** | Friday, August 22, 2025, 03:00 p.m. (IST) |
| **Mode** | Video Conference / Other Audio Video Means |
| **Record date for Final Dividend** | Thursday, August 14, 2025 |
| **Cut-off date for e-voting** | Thursday, August 14, 2025 |
| **Remote e-voting start date and time** | Tuesday, August 19, 2025, 9.00 a.m. (IST) |
| **Remote e-voting end date and time** | Thursday, August 21, 2025, 5.00 p.m. (IST) |

You are requested to take the above information on your records.

Yours sincerely,
For **Mahanagar Gas Limited**

Atul Trimbak Prabhu
Digitally signed by Atul Trimbak Prabhu
Date: 2025.07.31 22:21:53 +05'30'

**Atul Prabhu**
**Company Secretary & Compliance Officer**

Encl.: As above

Mahanagar Gas Limited
Annual Report 2024-25

MAHANAGAR GAS

# *Driving* The **Future**

## Delivering Consistent Return

**₹ 7,590 Cr.**
Revenue from Operations

**₹ 1,510 Cr.**
EBITDA

**₹ 1,045 Cr.**
Net Profit

## Key Infrastructure

**7,460**
Kms of Pipeline Network

**385**
CNG Filling Stations

**~11.13 Lakh**
Vehicles CNG network

**~28.30 Lakh**
Domestic Connections

Note - All values are as of March 31, 2025

**Forward-looking statements**

Some information in this report may contain forward-looking statements which include statements regarding Company's expected financial position and results of operations, business plans and prospects etc. and are generally identified by forward-looking words such as "believe," "plan," "anticipate," "continue," "estimate," "expect," "may," "will" or other similar words. Forward-looking statements are dependent on assumptions or basis underlying such statements. We have chosen these assumptions or basis in good faith, and we believe that they are reasonable in all material respects. However, we caution that actual results, performances or achievements could differ materially from those expressed or implied in such forward-looking statements. We undertake no obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

To know more about us in digital mode, scan this QR code in your QR mobile application.

Website :
www.mahanagargas.com

# Contents

### Corporate Overview

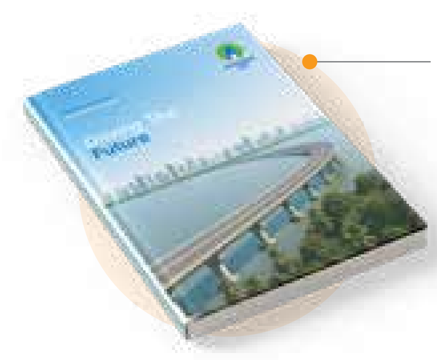


### Statutory Reports



### Financial Statements





**About the Cover**

The cover design reflects MGL's journey of expansion from Mumbai to Thane/ Navi Mumbai to the upcoming development in Uran/ JNPT area and the Navi Mumbai International Airport which is now known as Mumbai 3 symbolized by a continuous road connecting legacy infrastructure with modern clean energy solutions. Key visuals represent the Company's core business verticals - CNG, PNG, Industrial Supply and Green Energy. The layout captures MGL's role in driving sustainable urban growth and future-ready energy access.

# About the Report

This annual report aims to provide a comprehensive and accurate view of the performance, strategy and outlook of Mahanagar Gas Limited (hereafter referred to as 'MGL') for the financial year ending 31st March, 2025. The report is intended to provide relevant information to all our stakeholders.

### Reporting Frameworks and Guidelines

The Annual Report of FY 2024-25 has been developed in line with the following:

- The Companies Act, 2013 (and the Rules made thereunder)
- Indian Accounting Standards
- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including amendments thereunder
- The Secretarial Standards issued by the Institute of Company Secretaries of India;
- Business Responsibility and Sustainability Reporting (BRSR) based on the National Guidelines for Responsible Business Conduct (NGRBC)
- United Nations Sustainable Development Goals (UN SDGs)

### Reporting Period and Cycle

- Reporting Period – FY2025 (April 1, 2024 - March 31, 2025)
- Reporting Cycle – Annual

### Reporting Scope and Boundary

This report outlines MGL's strategic framework for value creation across the short, medium and long term. It offers a concise assessment of the company's performance and governance over the past year, highlighting how these efforts have contributed to executing our strategy.

### Our Capitals

- Financial
- Social and Relationship
- Intellectual
- Human
- Manufactured
- Natural

# About Our Company

## Incorporated on May 8, 1995, Mahanagar Gas Limited (MGL) has evolved into one of India's foremost city gas distribution companies, playing a pivotal role in driving cleaner energy adoption across MMR and Raigad.

The Company supplies Compressed Natural Gas (CNG) to over a million vehicles and delivers Piped Natural Gas (PNG) to residential, commercial, and industrial consumers, making natural gas an integral part of everyday life in Mumbai, Navi Mumbai, Thane, and Raigad.

MGL's operations are fully integrated from planning and laying pipelines to network management and customer service powered by an enterprise-wide SAP ERP system that ensures agility, transparency, and uninterrupted service delivery.


As the energy landscape transforms, MGL has taken bold steps to future-proof its business. The Company is transitioning from a traditional city gas distributor into a diversified energy company, guided by the belief that clean energy must be both accessible and scalable.

Strategic acquisitions and partnerships have been central to this transformation. The acquisition of Unison Enviro Private Limited (UEPL) marked a major leap in MGL's geographic footprint, taking its reach beyond the Mumbai Metropolitan Region (MMR) into Ratnagiri, Latur, and Osmanabad districts in Maharashtra, and Chitradurga and Davanagere districts in Karnataka. With this, MGL now serves a broader and more diverse customer base, while enhancing its infrastructure presence in underserved markets.

To address the challenge of carbon emissions posed by the rapidly expanding long-haul transport fleet—and recognising that demand for LNG in this segment must be developed through ecosystem support and cost-effective vehicle availability—MGL has forayed into the Liquefied Natural Gas (LNG) segment. Through its joint venture with Baidyanath LNG Private Limited, Mahanagar LNG Private Limited (MLPL) was established to build a robust LNG retail network for the transport sector. This strategic move is aligned with the national goal of reducing emissions and expanding access to cleaner fuels.

With a balanced approach of operational excellence, strategic expansion, and sustainability-driven innovation, MGL is redefining its role from being a regional gas supplier to a national-level clean energy enabler.

## Our Vision

To be a World Class, Consumer & Environment Friendly, Employer of Choice.

Committed to Provide Safe, Efficient and Reliable Energy.

Creating Value for All Our Stakeholders.

## Our Core Values

- **Excellence:** We deliver value through continual improvement and industry-leading benchmarks.
- **Accountability:** We take full responsibility for our actions.
- **Integrity:** We operate with transparency and professionalism, upholding ethical standards and compliance in all our dealings.
- **Innovation:** We encourage a culture of technological advancement, continuously seeking smarter, faster, and more efficient solutions across our operations
- **Customer centricity:** Prioritising our customers, we focus on delivering quality products and services.

## Our Material Issues

- **M1** - Energy Management
- **M2** - Asset Integrity And Critical Incident Management
- **M3** - GHG Emission
- **M4** - Human Rights
- **M5** - Water Stewardship
- **M6** - Local Communities Including Corporate Social Investment
- **M7** - Customer Relationships, Experience and Satisfaction
- **M8** - Waste Management
- **M9** - OHS Including Employment Practices
- **M10** - Business Ethics and Compliance
- **M11** - Diversity
- **M12** - End-Use Safety
- **M13** - Data Security
- **M14** - Risk Management

Environment | Social | Governance

Read more on page 30

## Our Stakeholders

- Customers
- Employees
- Investors and Shareholders
- Community
- Government and Regulators

Read more on page 28

## Our Risks

- Strategic Risk
- Compliance Risks
- Financial Risk
- Operational Risk

Read more on page 26

# MGL at Glance

### Attractive Market

Sole authorised distributor of CNG and PNG in Mumbai, Thane Urban (including adjoining areas), and Raigad, with a track record of 30 years of steady growth.

### Strong Consumer Base

CNG is supplied to ~1.11 million vehicles, while PNG connections to ~ 2.83 million households and ~5,100 I&C consumers.

### Infrastructure Exclusivity

Sole City Gas Infrastructure provider in Mumbai, Urban Thane and Raigad District, with a track record of 30 years of steady growth.

### Secured Availability of Gas

MGL leverages its deep-rooted knowledge in sourcing of natural gas and through adoption of an optimum mix of spot, mid-term and long-term contracts is able to offer reliable supply at competitive price to its PNG and CNG customers.

### Robust Financial Performance

Revenue CAGR (FY 21 - FY 25) : 34%
Return on Net Worth (FY25) : 18.94%
Net Worth (FY 25) : ₹ 5,889 Cr.

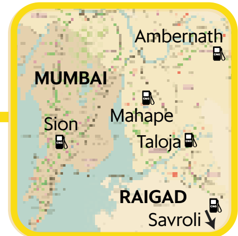
### Ownership Breakdown

GAIL (India) Ltd. ("GAIL") : 32.50%
Government of Maharashtra ("GoM") : 10%
Mutual Funds, AIF & Insurance Co.'s. : 23.82%
Foreign Portfolio Investors (FPI) : 23.76%
Public & Others : 9.92%

### Commitment to Health and Safety

Comprehensive safety management systems ensure the safe, reliable, and uninterrupted distribution of natural gas, covering pipeline installation and allied infrastructure to uphold operational integrity.

# Our Journey




**2024-25**
- JV for Battery Cell Manufacturing
- Crossed 4 MMSCMD Gas volume

**2023-24**
- MGL acquired UEPL
- Entered LNG & EV Business
- MOU with BMC for CBG Project

**2022-23**
300th CNG station
5th CGS & 1st LNG station at **Savroli, Raigad**

**2019-20**
Glorious 25 years

**2016-17**
200th CNG station
MGL Listed on BSE NSE

**2015-16**
MGL wins **RAIGAD GA**

**2012-13**
3rd CGS at **Taloja**
4th CGS at **Ambernath**

**2010-11**
2nd CGS at **Mahape**

**2004-05**
100th CNG station

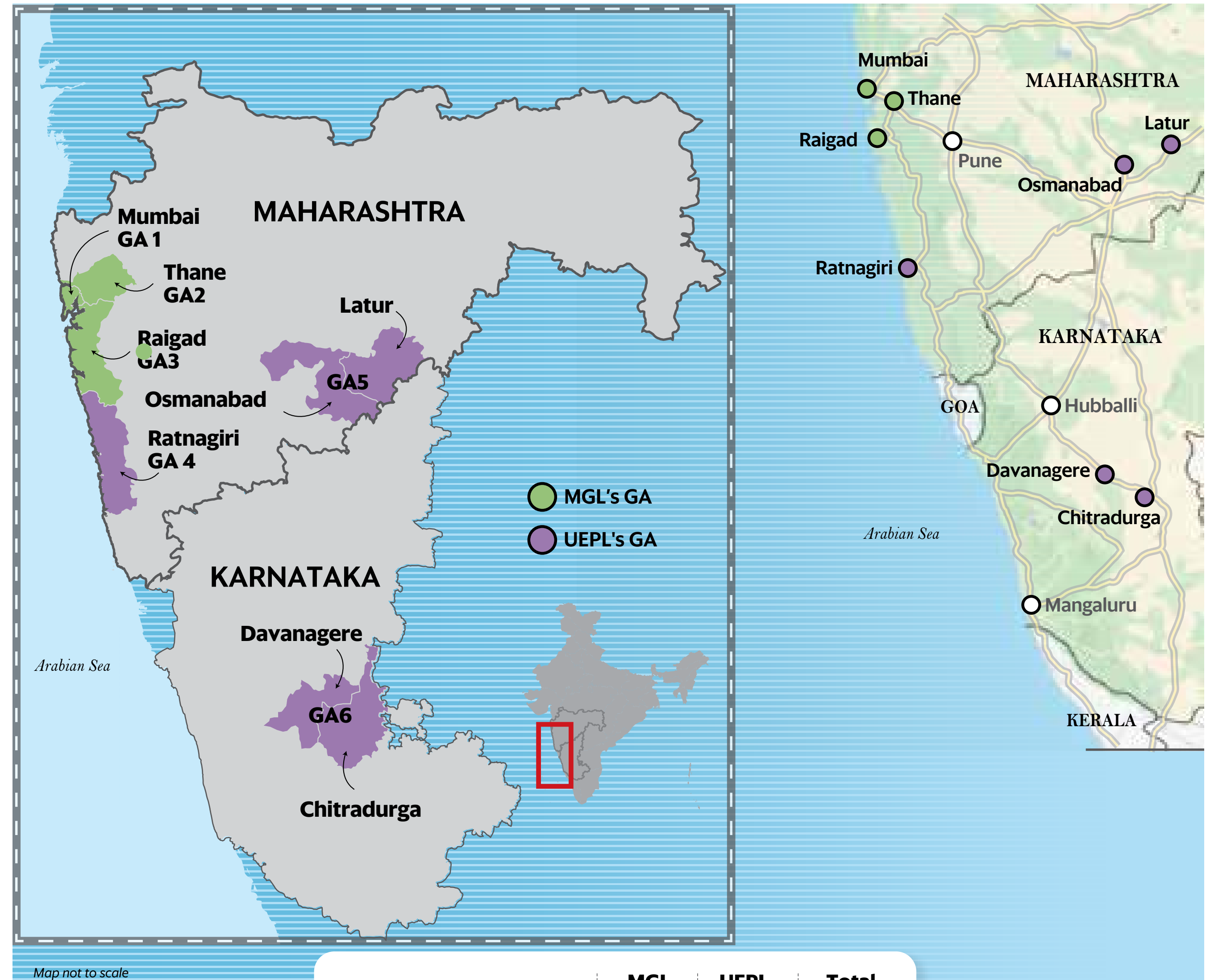
**1997-98**
Gas Supply Agreement with GAIL

**1996-97**
1st City Gate Station (CGS) at **Sion** and 1st CNG station

# GA-1 Mumbai | GA-2 Thane Urban

# GA-3 Raigad


# Geographical Expansion and Synergy



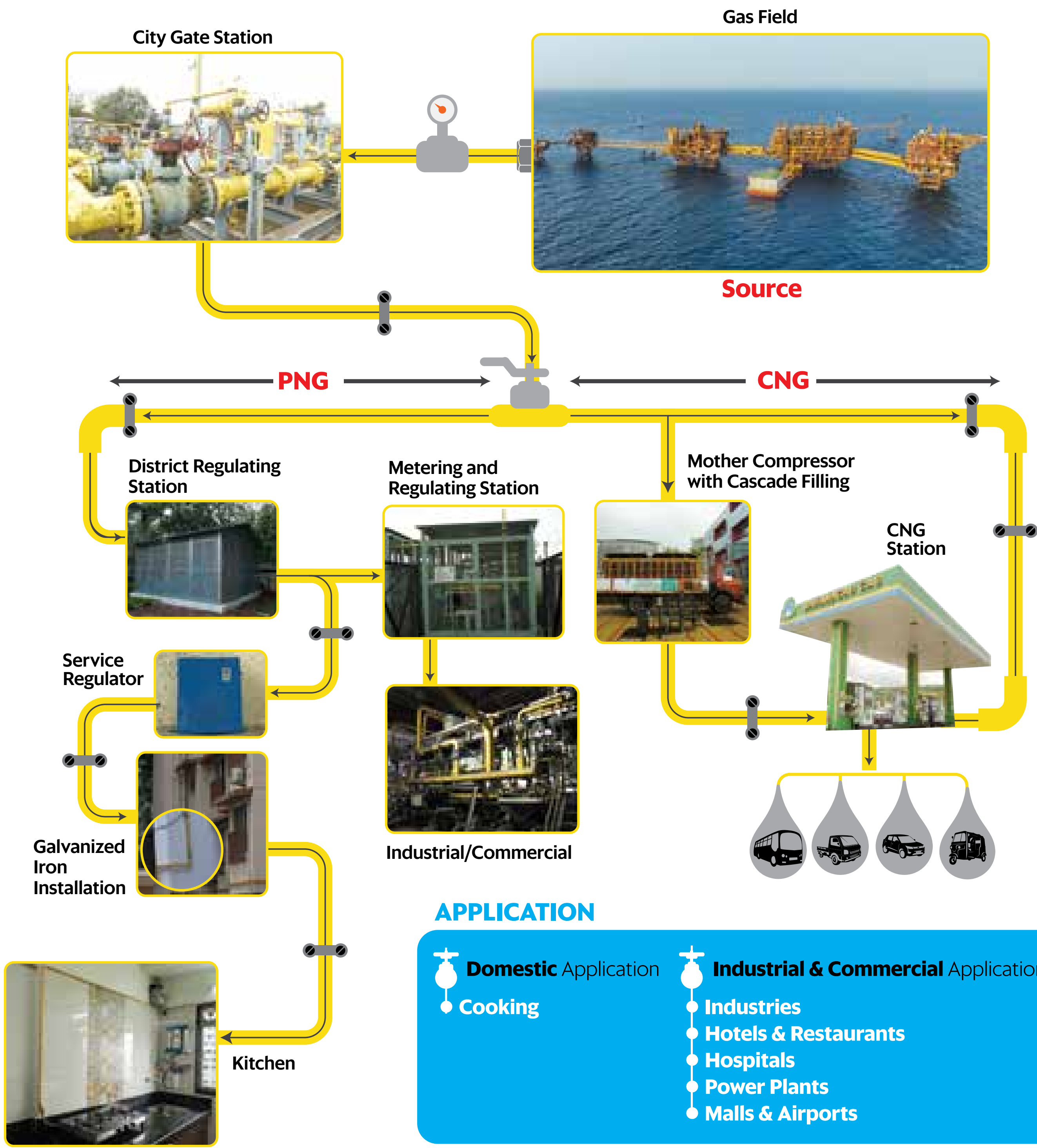

| | MGL | UEPL | Total |
|---|---|---|---|
| **CNG Stations** (Nos) | 385 | 82 | **467** |
| **PNG Connectivity** (Lakh) | 28.33 | 0.39 | **28.72** |
| **Pipeline** (Steel+PE) (Km) | 7,460 | 362 | **7,822** |

| **MGL** | | (Sq. Km.) | **UEPL** | | (Sq. Km.) |
|---|---|---|---|---|---|
| GA-1 | Mumbai | 465 | GA-4 | Ratnagiri | 8,276 |
| GA-2 | Thane | 990 | GA-5 | Latur-Osmanabad | 14,726 |
| GA-3 | Raigad | 6,917 | GA-6 | Chitradurga-Davanagere | 14,360 |
| | **Total Area** | **8,372** | | **Total Area** | **37,362** |

Total Area of Operation (Sq. Km.) **45,734**

*Data as on 31 March 2025*

# Value Creation Model




## APPLICATION

**Domestic** Application
- Cooking

**Industrial & Commercial** Application
- Industries
- Hotels & Restaurants
- Hospitals
- Power Plants
- Malls & Airports

INPUT | OUTPUT | OUTCOME

### Natural Capital

**Input**
- **177 KW** Solar Rooftop Capacity
- **49,956 m³** Freshwater Withdrawals
- **56,000** Trees Planted

**Output**
- **89 MWh** Solar Power Generated
- **3.17 %** Quantity of Water Recycled (at 2 CGS)
- **3,360 tons of $CO_2$** Reduction in GHG Emissions over a period of 10 years

**Outcome**
- Reduction in reliance of fossil fuels
- Bio-diversity conservation
- Efforts on water conservation and sustainable procurement

### Social & Relationship Capital

**Input**
- **₹ 28.64 Cr.** Spent on CSR
- **40** CSR project impacted
- **40** Employees Volunteered

**Output**
- **1,24,172** Total Beneficiaries
- **7,000** Elderly Treated for Cataract Surgeries
- **7,691** Children Impacted through Early Child Development Programme

**Outcome**

Key Focus Area:
**Health, Education, Skill Development, Livelihood, Rural Development, Environment**
- Transparent and ethical supply chain
- Building long term relationship
- Community upliftment

### Financial Capital

**Input**
- **₹ 5,889 Cr.** Net worth
- **₹134 Cr.** Cash and Cash equivalents
- **₹ 1,023 Cr.** Capex for additional Infrastructure

**Output**
- **₹ 7,774 Cr.** Total Income
- **₹ 1,510 Cr.** EBITDA
- **₹ 13,696 Cr.** Market Capitalisation

**Outcome**
- Strong financial foundation
- Strategic allocation of funds
- Maintaining profitability for shareholders

### Human Capital

**Input**
- **582** Permanent Employee
- **6,574.75 Hrs** Man-hours of safety training
- **1.38 Cr.** Spent on Training and Well-being Initiatives

**Output**
- **₹ 15.70 Cr.** Revenue Per Employee
- **NIL** Fatalities Reported
- **4.4%** Attrition Rate

**Outcome**
- Highly skilled workforce
- Continuous training and development programs
- Employee wellness and safety

### Manufactured & Intellectual Capital

**Input**
- **41 Km** Steel Pipeline
- **450 Km** PE pipeline
- **40** CNG Stations
- **₹ 27.19 Cr.** Spent on Digital Initiatives

**Output**
- **2.88 MMSCM** CNG sales
- **1.17 MMSCM** PNG sales
- **03** Geographic Areas covered
- **450** Industrial & Commercial Customers

**Outcome**
- Streamlined and superior operations
- Utilization of cutting-edge tools and technology
- Optimization of workflows and process

Note: All values are as of March 31, 2025

## Leadership Excellence





## Corporate Information

### Board of Directors

**Mr. Sandeep Kumar Gupta**
Chairman

**Mr. Ashu Shinghal**
Managing Director

**Mr. Sanjay Shende**
Deputy Managing Director

**Dr. P. Anbalagan**
Nominee Director Government of Maharashtra (w.e.f. January 28, 2025)

**Mr. Syed S. Hussain**
Independent Director

**Mrs. Malvika Sinha**
Independent Director

**Mr. Harish Kumar Agarwal**
Independent Director
(w.e.f. August 24, 2024)

**Mr. Mahesh Kumar Gupta**
Independent Director
(w.e.f. August 24, 2024)

### Chief Financial Officer

**Mr. Rajesh Patel**

### Company Secretary and Compliance Officer

**Mr. Atul Prabhu**

### Bankers

AXIS Bank
HDFC Bank Limited
HSBC Limited
ICICI Bank Limited
IDBI Bank Limited
IndusInd Bank
Kotak Mahindra
Bank Limited Punjab
National Bank
State Bank of India
Yes Bank Limited

### Statutory Auditors

**M/s Deloitte Haskins & Sells LLP**

Chartered Accountants
One International Center,
Tower 3, 27th to 32nd Floor,
Senapati Bapat Marg,
Elphinstone Road (West),
Mumbai – 400 013

### Cost Auditors

**M/s ABK & Associates**
Cost Accountants
601, Shiv Om, 32, Jay Bharat,
Society, 1st Road, Khar (W),
Mumbai, Maharashtra,
India - 400 052

### Secretarial Auditors

**Mayekar & Associates**
605 – Jai Kirti Apartment, 76 Turel Pakhadi Road, Liberty Garden Rd. No. 2, Malad (West),
Mumbai – 400 064

### Registrar & Share Transfer Agent

**M/s MUFG Intime India Private Limited**
C-101, Embassy 247, L.B.S. Marg,
Vikhroli (West),
Mumbai – 400 083.

### Registered Office

MGL House, Block No. G-33,
Bandra-Kurla Complex,
Bandra (East),
Mumbai – 400 051

# Chairman's Message

Our Extensive Network of Over
**7,460**
Kms of Pipeline

**385**
CNG Filling Stations

The development of NG infrastructure in India is progressing at a commendable pace. 34,233 km of natural gas trunk pipelines have been authorised by PNGRB and 25,429 km is already operational & 10,429 km is under construction

**Sandeep Kumar Gupta**
Chairman

## Dear Shareholders,

Once again, it gives me immense pleasure to present the Annual Report of Mahanagar Gas Ltd (MGL) for FY 2024-25, Share insights of our performance & highlights and to outline the road ahead.

As you must be aware, global demand for natural gas experienced a significant rebound in 2024-25, following a tough couple of years marked by the global energy crisis. This heightened demand is primarily driven by the rapidly expanding economies in Asia and a partial recovery of Natural Gas (NG) consumption in Europe. However, the supply side continues to face constraints, with the growth in LNG production struggling to keep up with the demand. Geopolitical tensions exacerbate the situation, contributing to fluctuating prices and volatility in international markets though the level of volatility has reduced in its intensity & frequency. As we look ahead, the coming years are likely to be in favour of consumers.

## India's Growing Natural Gas Market

Within India, the narrative is one of substantial investments in infrastructure development leading to consistent growth, propelled by rapid urbanisation, a burgeoning middle class and a push by the GOI to increase the share of NG to 15% of the energy basket in order to meet the climate challenges & India's Net Zero commitment. Development of the national gas grid, coupled with the City Gas Distribution (CGD) network development, is making natural gas more accessible across the country. This expanding landscape offers promising opportunities for both consumers and industries alike.

## Expansion of Natural Gas and LNG Infrastructure in India

The development of NG infrastructure in India is progressing at a commendable pace. 34,233 km of natural gas trunk pipelines have been authorised by PNGRB and 25,429 km is already operational & 10,429 km is under construction (including main and auxiliary pipeline). Even more exciting are efforts made to connect hereto unconnected regions like central & Eastern India which are demand-rich areas & linking new domestic supply sources like North East (NE), with new transmission and distribution pipelines being laid out across regions. The NE Gas Grid is emerging as a key part of this expansion, connecting the north-eastern states to the broader national network.

In terms of LNG infrastructure, the commissioning of the Chhara (Gujarat) LNG terminal added 5 million Metric Tonnes Per Annum (MMTPA) to the country's re-gasification capacity. The country's total re-gasification capacity now stands at 52.7 MMTPA. Inauguration of the first small scale LNG unit by GAIL emphasized the importance of developing alternative technologies to meet the customers demands. Further, ambitious plans are in place to further expand re-gasification capacity to 61 MMTPA.

## The City Gas Distribution Sector

The CGD sector continues to be the prime mover for growth in NG consumption. While the fertiliser remains the largest consumer at ~30%, CGD contribution has been noteworthy, now representing ~20% of the total gas consumption in a relatively short period. This growth can be attributed to strong government support in terms of Domestic Gas allocation & priority, authorisation of 307 GA's covering the length & breadth of the country, rapid urbanisation, and the dedicated efforts of CGD companies like your company to connect more households & commercial establishment, Industries & fuelling vehicles.

**The expansion of CNG infrastructure in India has been noteworthy. As of 31st March, 2025, the country had 8,067 CNG retail stations, registering an impressive YOY growth of 17.58% demonstrating a significant increase from the 6,861 stations just a year earlier. The expanding CGD network and the rising number of CNG stations, is steadily enhancing the appeal of CNG Fuelled vehicles in India.**

The expansion of CNG infrastructure in India has been noteworthy. As of 31st March, 2025, the country had 8,067 CNG retail stations, registering an impressive YOY growth of 17.58% demonstrating a significant increase from the 6,861 stations just a year earlier. The expanding CGD network and the rising number of CNG stations, is steadily enhancing the appeal of CNG Fuelled vehicles in India.

The other segment of CGD i.e. D-PNG is also registering growth on YOY. The Total DPNG connections in the country stands at ~1.5 Cr. and Commercial & Industrial PNG connections are 45,373 & 20,461 respectively as on 31st March, 2025.

The GOI is also doubling down on the growth of the Compressed Bio Gas (CBG) by taking bold policy decisions like SATAT scheme, Blending Obligations for CGD on one hand & on other hand giving infrastructure creation push through lending support as well as subsidy for pipeline connectivity of CBG plants with CGD networks.

## Performance Highlights

This has been a year of exceptional all-round achievements setting stellar records. Your company constructed Highest number of CNG stations & connected highest number of households in its history amongst other achievement.

Our CNG Sales volume increased by 11%, rising from 2.59 MMSCMD to 2.88 MMSCMD. Our Industrial and Commercial segment witnessed the highest growth, with volumes increasing by 24% from 0.50 MMSCMD to 0.62 MMSCMD. MGL's Domestic PNG sales also saw impressive growth, rising by 7%, from 0.52 MMSCMD to 0.55 MMSCMD. Overall, we continued to experience a steady upward trend in gas sales, with the average volume reaching 4.05 MMSCMD, a solid ~12% increase from the previous year's 3.61 MMSCMD.

Matching the physical performance, our financial performance for the year further reflects the favourable market conditions we have been able to capitalise on. We have achieved an all-time high revenue of ₹ 7,590 Cr. The other financial parameter also points to gains we have been able to make like

EBITDA of ₹ 1,510 Cr. and a net profit after tax of ₹ 1,045 Cr.. These figures demonstrate our ability to generate sustainable value and manage costs effectively, ensuring the long-term financial health of your company.

## The Performance of Subsidiaries

We are excited to share that we are expanding our business through our subsidiaries, aiming to broaden our portfolio and tap into emerging opportunities.

### UEPL

On February 1, 2024, Unison Enviro Private Limited (UEPL) officially became a wholly-owned subsidiary of MGL. With an equity investment of ₹ 562 Cr., this acquisition strengthens our capabilities and allows us to capitalise on new growth opportunities while bringing synergies to operations of both the entities.

UEPL has added 26 CNG stations during the year and with this it has 82 stations as on 31st March, 2025. The company has added 12,002 domestic households and have established connectivity for nearly 39,000 households and added 9 industrial and commercial customers during the year and thus have 66 industrial and commercial customers as at 31st March, 2025. UEPL have laid ~96 kilometers of steel and PE pipeline, taking the total length to over 362 kilometers.

During the year, the UEPL have achieved an overall average sales volume of 0.18 MMSCMD as against 0.13 MMSCMD in the previous year, which is an increase of 41%.

UEPL has achieved an EBITDA of ₹ 59.65 Cr. during financial year 2024-25 as against ₹ 43.93 Cr. for financial year 2023-24. Profit after tax reported for financial year is ₹ 21.57 Cr. as against ₹ 6.93 Cr. during previous financial year.

### MLPL

To seize the opportunity of expanding the non-regulated LNG retailing business for long haul trucking, your company entered into a JV with Baidyanath LNG Private Limited to form Mahanagar LNG Private Limited (MLPL), in December 26, 2023. MLPL is focused on building LNG stations for fuelling LNG vehicles. We have committed ₹ 15.30 Cr. for a 51% equity stake in this venture as on FY 2024-25, reflecting our confidence in its potential. During the year under review, MLPL commenced its Commercial sales w.e.f. 9th October, 2024. It has achieved LNG sales volumes of 334 MT and operational revenue of ₹ 2.55 Cr., with a positive EBITDA of ₹ 0.48 Cr. for FY 2024-25.

## Our Steps Towards Sustainable Mobility

We understand the importance of shifting towards a more sustainable energy system, particularly as climate change continues to be a pressing global challenge. Rising global temperature and the continued rise in greenhouse gas emissions serve as stark reminders of the path we are on. As the world grapples with these environmental concerns, it is clear that moving towards cleaner energy sources is no longer optional but necessary for the health of the planet and future generations.

In line with our commitment to sustainability, your Company has ventured into the electric vehicle mobility segment through an equity investment in 3EV Industries Pvt. Ltd. (3EV) This investment marks our dedication to being a part of the rapidly growing EV sector, both in India and globally. Through this, we aim to contribute to a cleaner, greener environment while capitalising on the exciting potential of the EV sector. Our dedication to this sustainable and innovative space is reflected in our investment of ₹ 73 Cr. so far, with current shareholding of around 24.5% and a total committed investment of ₹ 96 Cr. In FY25, 3EV has increased its total revenue by 199% driven primarily by growth of 91% in vehicle sales over last year and increased revenue from Battery-as-a-Service (BaaS) segment. The company has significantly reduced its EBITDA loss from ₹ 29.69 Cr. last year to ₹ 8.48 Cr. loss this year.

To hedge our bets for future, your company has also entered into Battery Cell manufacturing by forming a Joint Venture (JV) with International Battery Company Inc., USA. The JV will focus initially on manufacturing prismatic Li-ion Battery cells for 2-3 wheeler Electric vehicles. The financial commitment in the JV will be ₹ 350 Cr. The phase 1 capacity of 500 MWh is expected to get commissioned by 1st quarter of FY27. Customer qualification trials are underway using cells currently being imported from their South Korea facility.

## Ensuring Reliable and Cost-Effective Supply Sources

Securing a reliable and economically viable supply of natural gas is essential to our operations and critical for meeting the needs of our customers. Thus, we have developed a flexible sourcing strategy that adapts to market changes efficiently. This includes the continuous monitoring of natural gas prices to capitalise on opportunities that help us manage costs and secure a steady supply. We partner with numerous suppliers to effectively navigate price fluctuations and supply challenges.

## Investing in a Robust Future

To support our growth ambitions and continue delivering exceptional service, we recognise the importance of a robust, well-maintained infrastructure. With this in mind, we plan to implement a comprehensive strategy that will allow us to scale effectively. We are committed to making substantial investments in our infrastructure to not only accommodate our growing customer base but also enhance the quality of our offerings. Our planned investments will support the expansion of our network and improve our service delivery. Over the next five years, we have a clear roadmap that includes laying of ~350 kilometres of Steel pipelines, ~1600 kilometres of PE pipelines and the development of ~200 new CNG stations across our operational areas. These investments are vital for meeting the increasing energy demands of the regions we serve and will help solidify our position as a leading CGD Company.

## Safety

We believe that a safe and supportive workplace is the foundation of operational excellence, employee well-being, and public trust. Our commitment to the highest standards of occupational health and safety has once again earned recognition at both national and global levels. We are proud to share that MGL was honoured with "Four Golden Stars" by the National Safety Council of India (NSCI) for our outstanding performance in Occupational Health and Safety (OHS) Management Systems. This accolade reflects our dedication to maintaining robust safety protocols and a proactive approach to health management.

Further underscoring our leadership in this critical domain, MGL was recognised as a "Winner" in Excellence in Safety Training at the 22nd Greentech Global Workplace Safety Awards 2024. Our efforts to embed safety into the very fabric of our organisational culture have also been celebrated with the Platinum Award for Best Warehouse Safety Practices in the Public Utility Service Sector by the APEX India Foundation.

> **Our responsibilities extend beyond business we are deeply committed to creating lasting, positive impact in the communities we serve. Through our flagship "We Care" initiative, we have launched several transformative projects that reflect our vision of inclusive and sustainable development.**

## CSR

Our responsibilities extend beyond business we are deeply committed to creating lasting, positive impact in the communities we serve. Through our flagship "We Care" initiative, we have launched several transformative projects that reflect our vision of inclusive and sustainable development.

Through 40 impactful initiatives aligned with 15 UN Sustainable Development Goals, we are transforming lives across health, education, livelihoods, and environmental conservation. Our programs, such as MGL Vikas, enhance rural livelihoods, while MGL Aarogya supports healthcare for vulnerable groups, including pediatric cancer patients and TB elimination efforts. MGL Hunar equips youth with market-driven skills, and MGL Hariyali promotes ecological restoration through innovative projects like beekeeping and rapid forest. By collaborating with NGOs and government bodies, we ensure long-term, inclusive impact, fostering equitable opportunities and uplifting marginalized communities. One of our most impactful initiatives, the Shashwat Gram project, embodies a holistic model for rural development.

Our investments in rural infrastructure, ranging from the construction of toilets to establishing Anganwadi centres, have been complemented by vocational training programs and health camps. The result is measurable: improved quality of life, reduced migration, and a greater sense of community empowerment.

## Embracing Opportunities for Growth

As we turn the page on another remarkable year, I am reminded that our story is still unfolding. I believe the next chapter is full of promise and possibility and I am excited to see the impact we will make together. To our team members, customers and stakeholders, I offer my sincere gratitude for being a part of this journey. Let us move forward with enthusiasm, determination and a purpose of achieving greater things together.

**Regards,**

**Sandeep Kumar Gupta**
**Chairman**

# Managing Director's Message

**₹1,045 Cr**
Net Profit

**₹1,510 Cr**
EBITDA

We added 40 new CNG stations during the year, the highest so far in our Company's history, expanding our network to 385 stations. This year also saw 450 new industrial and commercial customers join us, increasing our total to over 5100.

**Ashu Shinghal**
Managing Director

## Dear Shareholders,

As we present the annual report for FY 25, I am delighted to pen down my thoughts on your company's performance, opportunities & challenges ahead.

## Company Overview and Market Position

For nearly 30 years, your Company has been providing clean energy to Mumbai & later on to Urban Thane and Raigad. As one of the largest CGD companies in India, MGL is looked upon as a role model & has become a major contributor to cleaner cities and innovative solutions.

We have the exclusive rights to manage CGD infrastructure in Thane Urban and adjoining areas until 2030 and in Raigad until 2040. In Mumbai, our infrastructure exclusivity is currently pending an extension. Today our network includes 7,460 Kms of steel and polyethylene (PE) pipelines, ~2.83 million household connectivity and 385 CNG stations, helping us deliver clean green and reliable energy/fuel to homes, businesses and vehicles.

## Our Sourcing

Reliable & reasonably priced supplies of Natural Gas (NG) are a critical component of our operations. We have been ensuring this through a diverse sourcing strategy that includes APM (Administered Pricing Mechanism), HPHT (High Pressure High Temperature) gas, term Regasified Liquefied Natural Gas (RLNG) & Spot RLNG/Domestic Gas for CNG and PNG (D-PNG as well as PNG for Industrial & commercial segments) customers. This approach allows us to serve ~ 1.11 million CNG vehicles, ~ 2.83 million domestic households & ~5100 commercial & industrial customers.

## Expanding Our Reach

This year, MGL connected & welcomed 3,43,000 new households, bringing the total to ~ 2.83 million homes with PNG. We also expanded our infrastructure by laying an additional 491 Kms of steel and PE pipelines, taking our total pipeline length to over 7,460 Kms.

We added 40 new CNG stations during the year, the highest so far in your Company's history, expanding our network to 385 stations. This year also saw 450 new industrial and commercial customers join us, increasing our total to over 5100.

In Raigad, our efforts resulted in over 95,700 homes switching to clean PNG & 65 CNG stations fuelling vehicles of all sorts like 2 & 3 wheelers, passenger cars, Buses & commercial vehicles. We also extended our pipeline network by another 50 Kms, bringing the total in the region to 467 Kms.

## Financial Performance

In this fiscal, besides clocking the highest topline of ₹ 7,590 Cr., our revenue grew at a robust CAGR of 34.23% between FY 21 to FY 25. Our Return on Net Worth (RoNW) stood at 18.94% for FY25, showcasing our effective management of resources and operations & at the end of FY25, your Company's net worth reached an impressive ₹ 5,889 Cr.

The Board of Directors declared an interim dividend of 120%, equivalent to ₹ 12 per equity share, on January 28, 2025 and also recommended the final dividend of 180%, equivalent to ₹ 18 per equity share on May 06, 2025, for the financial year 24-25, subject to approval of the shareholders, demonstrating our stability as well as consistency.

**In this fiscal, besides clocking the highest topline of ₹ 7,590 Cr., our revenue grew at a robust CAGR of 34.23% between FY 21 to FY 25. Our Return on Net Worth (RoNW) stood at 18.94% for FY25, showcasing our effective management of resources and operations & at the end of FY25, your Company's net worth reached an impressive ₹ 5,889 Cr.**

## Capitalising on a Supportive Regulatory Landscape

The regulatory environment continues to work in MGL's favour. Your Company holds the authority to lay, build, operate and expand CGD networks in Mumbai, Urban Thane and Raigad district.

The Ministry of Petroleum and Natural Gas (MoPNG) has continued to prioritise domestic gas (APM) allocation to CGD entities. As outlined in the January 13, 2023, notification, CGD entities also enjoy first-priority status for HPHT gas over other bidders. Additionally, starting from April, 2023, APM gas prices have been capped at $6.5/MMBTU, with planned annual increase of $0.25/MMBTU thereafter.

Moreover, the Petroleum and Natural Gas Regulatory Board (PNGRB) implemented a Unified Tariff on July 1, 2023. This has ensured that transportation tariffs remains at a reasonable level for CGDs who are located in far flung ares from the Gas sources.

## Strengthening Core Markets and Exploring New Horizons

Our growth strategy focuses on staying adaptable and building on our strengths, while also exploring new opportunities. Our expansion efforts include acquisitions within the CGD sector, allowing us to extend our footprint and market presence. Parallelly, we are focusing on the diversification of our portfolio by investing in high-potential, emerging sectors that will ensure your Company's continued growth in a landscape that is constantly evolving.

You will be happy to note that your company's JV, Mahanagar LNG Pvt Ltd (MLPL), has opened its 1st LNG station in Aurangabad in October 2024, which is receiving a good response. In March 2025, MLPL technically completed its 2nd LNG station in Seoni (MP) on the strategic Kolkata-Mumbai national highway, very close to Nagpur. MLPL is expected to add four more stations in FY26.

FY 25 was the 1st year of operations of Unison Enviro Private Limited (UEPL) acquired in

Feb 2024. UEPL had started its operation in 2018 & till Jan 2024 had constructed 53 CNG stations. Post acquisition, UEPL, under the management of your company not only added 29 CNG stations till FY 25 but also managed to increase the Gas volume by ~45%. As on 31st March, 2025, UEPL has 82 CNG stations & is poised to cross 100 stations by FY26, while increasing the gas sales volume by 2.5 times post-acquisition.

In the space of green mobility, last year your company invested in 3EV, a startup manufacturing electric 3W for cargo & passengers. These Electric 3W's in the cargo segment are mainly used by e-commerce companies for last-mile deliveries replacing the petrol and diesel vehicles.

Further, your Company took another step towards clean mobility by forming a JV with IBC USA for Battery Cell manufacturing in India. The total investment envisaged in this JV will be ~₹350 Cr for a Giga factory in the tech capital of India, Bengaluru, by 2027. These two investments by your company reaffirm our dedication to advancing clean and innovative energy solutions while planning for the future.

### Leveraging Opportunities as They Come

We see significant opportunities within our existing markets and are implementing targeted initiatives to further penetrate these markets. As the population continues to grow in the regions we serve, the demand for natural gas is expected to rise, and we are fully equipped to meet this demand. Our strategy includes expanding our customer base for both the CNG and PNG Segments. Raigad district has been identified as a particularly promising area for growth, and we are working to expand our network and attract new customers.

Additionally, the increasing availability of Original Equipment Manufacturer (OEM) CNG vehicles is driving growth in the commercial goods vehicle segment, creating a promising market that we are keen to tap into. To make inroads into the CV segment of CNG, your company this year launched CNG Mahotsav II, which resulted in the CV sales volume growing this year by 17.80%.

Your company has arguably been among the most innovative PNG marketing companies in India. In Domestic PNG, MGL created history by launching a first-of-its-kind lucky draw on gasified registrations in November 2024 – March 2025 under the "*KHUSHIYAN LAKHON KI*" scheme. MGL also launched special initiatives for unsold flats lying with builders and flats in the SRA and low-income group societies.

Your company is also the first to revolutionise the adoption of gas in the Commercial sector by undertaking end-to-end responsibility, starting from obtaining approvals till downstream connectivity. This is expected to thrust the number of new commercial connections several-fold starting FY 25-26 itself.

### Going Digital

At MGL, our commitment to digital transformation is not just about adopting new technologies—it's about reimagining the way we operate, serve, and grow. This year, we have taken bold steps to modernise our digital infrastructure through strategic initiatives such as Project PRISM—our AI-enabled CRM platform, and RISE with SAP HANA, making us the first CGD company in India to achieve this milestone. These platforms are enabling us to streamline operations, enhance customer engagement, and build a resilient, future-ready enterprise.

In parallel, our focus on automation through Robotic Process Automation (RPA) has yielded tangible benefits—optimising resource deployment, reducing costs, and enabling around-the-clock service delivery.

Recognising the critical importance of data security and privacy in a digital age, we have fortified our IT landscape with robust security frameworks, from privileged access controls to vulnerability assessments. Our proactive alignment with the Digital Personal Data Protection Act (DPDPA) underscores our dedication to responsible data governance, with structured privacy assessments and comprehensive training initiatives across the organisation.

> **Your company is also the first to revolutionise the adoption of gas in the Commercial sector by undertaking end-to-end responsibility, starting from obtaining approvals till downstream connectivity. This is expected to thrust the number of new commercial connections several-fold starting FY 25-26 itself.**



As we embrace a digital-first future, we remain guided by innovation, resilience, and our unwavering commitment to delivering value to all our stakeholders.

### Investing in Our People

Our workforce is integral to our success, and we continue to invest in training, skill development and fostering a culture of safety. Through continuous skill development opportunities, we empower our people to not just adapt but excel in a dynamic environment.

Creating a safe and supportive workplace is a responsibility we hold dear, and we are honoured that our efforts in safety training and compliance have been celebrated on national and global platforms.

I am further delighted to celebrate our employees' exceptional contributions through the 'Extra Mile,' 'Special Contribution,' and 'Going the Extra Mile (GEM)' Awards, kindling a culture of dedication. We are also proud to receive the Mahatma Award for addressing the highest number of SDGs through our 'We Care' initiative.

### Forging Ahead

MGL is excited about the road ahead as we work towards expanding our infrastructure, reaching more customers and seizing opportunities in the dynamic energy sector. An important focus area will be bringing CNG and PNG to underserved areas, investing in innovative technologies and business models, as well as strengthening our efforts in environmental sustainability and safety. We aim to explore potential growth avenues while aligning our strategies with national priorities and regulatory frameworks, Thus, we aspire to ensure sustainable growth and create lasting value for all stakeholders.

> **In the space of green mobility, last year your company invested in 3EV, a startup manufacturing electric 3W for cargo & passengers. These Electric 3W's in the cargo segment are mainly used by e-commerce companies for last-mile deliveries replacing the petrol and diesel vehicles.**

### Recognitions

It gives me immense pride to share that MGL has been recognized across multiple domains for its excellence. We were awarded Four Golden Stars by the National Safety Council of India for our robust OHS systems at CGS Mahape, along with prestigious recognitions from Greentech Foundation, Apex India, e4m RetailEX, and iNFHRA for our safety initiatives.

On the CSR front, our MGL Aarogya health projects benefitting over 70,000 lives earned accolades from the World HRD Congress, Rotary Foundation, and Mahatma Awards. MGL also received recognition from Hon'ble Chief Minister of Maharashtra for our initiatives on tribal welfare in raigad district.

I'm also proud to highlight that our CFO, Mr. Rajesh Patel, was named CFO of the Year by CEO Insights, reflecting our financial leadership.

Additionally, our Annual Report 2024 received Bronze Awards from both Public Relations Council of India (PRCI) and The Public Relations Society of India (PRSI) for its strategic articulation and transparency.

### With Gratitude in Our Hearts

With deep gratitude, I would like to thank our shareholders, customers, and employees for believing in us. Your trust has inspired a journey marked by resilience and a relentless pursuit of sustainable growth. Thank you for being such an integral part of our story.

**Regards,**

**Ashu Shinghal**
**Managing Director**

# Board of Directors

### Mr. Sandeep Kumar Gupta
**Chairman**

Mr. Sandeep Kumar Gupta has been appointed as Director on the Board and elected as Chairman of Mahanagar Gas Limited since October 31, 2023.

Mr. Sandeep Kumar Gupta is Chairman and Managing Director (CMD) of GAIL (India) Limited, India's leading natural gas company with diversified interests across the natural gas value chain of trading, transmission, LPG production & transmission, LNG re-gasification, petrochemicals, city gas, E&P, etc. Mr. Gupta is also a Chairman of various other Companies viz. GAIL Gas Limited, Brahmaputra Cracker and Polymer Limited and Director on the Board of Petronet LNG Limited. He is also a Member on the Governing Body of CSIR, India's premier R&D organisation. Before joining GAIL in October 2022, Mr. Gupta held the position of Director (Finance) since August 2019 on the Board of Indian Oil Corporation Limited. As Director (Finance), he was in charge of F&A, Treasury, Pricing, International Trade, Optimization, Information Systems, Corporate Affairs, Legal, Risk Management, etc.

Mr. Gupta is a Fellow member of the Institute of Chartered Accountants of India and he has wide experience of over 37 years in the Oil & Gas Industry. He has received prestigious individual recognition such as "CA CFO – Large Corporate – Manufacturing and Infrastructure Category" in January 2021 by ICAI, adjudged among Top 30 CFOs in India by StartupLanes.com in May 2022; "Best CEO – Oil & Gas Sector" in April,23 by India Today Group and "CEO with HR Orientation" by The World HRD Congress in Feb. 2024.

### Mr. Ashu Shinghal
**Managing Director**

Mr. Ashu Shinghal has been appointed as Managing Director on the Board of Mahanagar Gas Limited (MGL) with effect from December 23, 2022.

Mr. Ashu Shinghal is a Mechanical Engineer graduate from NIT, Silchar and also holds a Master degree in Business Administration (MBA), with specialization in Operation Management. Prior to his joining MGL, he was heading Corporate Strategy, Planning & Advocacy, Risk Management, Total Quality Management and Sustainable Developments departments at GAIL (India) Limited as Executive Director while also being responsible for the role of Chief Risk Officer of the organization. He has also served as a Director on the Board of Mahanagar Gas Limited (MGL) in the year 2018. He was also a Director on the Board of ONGC Petro Additions Ltd. (OPAL) and Talcher Fertiliser Ltd. (TFL).

Mr. Shinghal has rich experience of more than 32 years in hydrocarbon sector covering diverse functional areas which includes Corporate Strategy, large scale Project Execution including cross country Gas Pipelines, Petrochemical and LNG. He has worked in close association with top management in strategic decision making of GAIL, has been a key liaison point for stakeholder engagement initiatives under natural gas advocacy program with various multilateral organizations, industry associations' committees and think tanks.

In the capacity of Chief Risk and Strategy Officer of GAIL - he has successfully managed price risk, index risk (HH, Brent), and currency risk under LNG contracts which impact the bottom-line. Mr. Shinghal has led the Profit Maximization assignment in GAIL resulting in accrual / realization of benefits of over ₹ 1,000 Cr. through operational efficiencies, cost reduction and revenue maximization.

Mr. Ashu Shinghal also represented the Indian industrial delegation in prestigious International Visitor Leadership program by US Govt. Presently, Mr. Ashu Shinghal, Executive Director, GAIL is currently spearheading Mahanagar Gas Limited (MGL) as its Managing Director. He is the Chairman on the Board of Unison Enviro Private Limited (UEPL), Wholly Owned Subsidiary as well as the Chairman of Joint Venture Companies, namely, Mahanagar LNG Private Limited (MLPL) and International Battery Company India Private Limited (IBC).

### Mr. Sanjay Shende
**Deputy Managing Director**

Mr. Sanjay Shende has been appointed as Deputy Managing Director & member of the Board of Mahanagar Gas Limited (MGL) with effect from May 24, 2021.

Mr. Sanjay Shende has a rich, illustrious career in B2B sales, exports, and marketing & projects spanning over three decades.

He started his career in GAIL at the petrochemical complex at Pata, UP during the commissioning phase to establish the logistics/ supply chain for polymer. Subsequently, from 2000 onwards, he Joined Mumbai Zonal office looking after polymer sales in Maharashtra and Goa turning this region into one of the top three sales zones for GAIL. He was instrumental in starting Deemed export of polymers in GAIL. Also, during the construction phase of Dahej Uran Dabhol Pipeline, taking lead position, started inhouse compounding for three layer PE coating using GAIL' HDPE for line pipe coating.

Post commissioning of the Dahej Uran Dabhol Panvel Pipelines (2008) and the arrival of RLNG in the Maharashtra and Goa market, Mr. Shende spearheaded RLNG sales.

In 2011, he joined GAIL's Ahmedabad Zonal office and was in charge of marketing for the Natural Gas, Polymer & Liquid Hydrocarbons in Gujarat market that contributed close to 25% of GAIL's total revenue. From 2015 to 2018, he was posted in the petrochemicals marketing group at Noida in charge of formulating various policies and looking after the pricing of polymers.

From 2018 till May 2021, he headed GAIL's Hyderabad Zonal Office looking after the marketing activities & boundary management for GAIL in Andhra Pradesh and Telangana.

He joined MGL in May 2021 & has been looking after Projects, Marketing, Business Development and Information Systems. In the last 4 years, MGL has added ~130 CNG stations and almost doubled DPNG connectivity. He is also on the board of Unison Enviro Pvt Ltd, Wholly Owned Subsidiary of MGL.

He is a trained Civil Engineer and MBA from the Indian Institute of Management, Lucknow.

### Dr. P. Anbalagan
**Nominee Director**
**Government of Maharashtra**

Dr. P. Anbalagan has been appointed as Director effective from January 28, 2025.

Dr. P. Anbalagan is an alumnus of the Bachelor of Veterinary Science (BVSc) from Madras Veterinary College, Chennai, Master in Dairying from National Dairy Research Institute, Karnal, Haryana and an officer of the Indian Administrative Service (IAS), Maharashtra cadre (2001 batch).

Currently posted as the Secretary, Industries Department, Government of Maharashtra, Dr. Anbalagan is responsible for overall Industrial Development & various policy formulations & its implementations including investments in the State.

Dr. P. Anbalagan was posted as the Chairman & Managing Director, Maharashtra State Power Generation Company Limited which has the highest overall generation capacity amongst all the State Power Generation Utilities in India, with existing Generation capacity of 13220MW, Thermal 9540MW, Hydro 2580, Gas 672, Solar 428MW.

In his illustrious career spanning over 24 years, he has held several important assignments in Government of Maharashtra, like Joint CEO, Maharashtra Industrial Development Corporation, Member Secretary of Maharashtra Pollution Control Board and CEO, Maharashtra Industrial Development Corporation. He has also held assignments like Assistant Collector, Solapur & Karad, CEO Zilla Parishad, Nandurbar, Collector & District Magistrate, Ahmednagar. Presently, he holds directorship in Pune (Purandar) International Airport Limited, Maharashtra Airport Development Company Limited, Ratnagiri Gas and Power Limited, U C M Coal Company Limited, Maha Tamil Collieries Limited and Chhattisgarh Katghora Dongargarh Railway Limited.

# Board of Directors

**Mr. Syed S. Hussain**
**Independent Director**

Mr. Syed S. Hussain has been appointed as a Non-Executive Independent Director effective from September 09, 2019.

Mr. Hussain graduated in B.A. (Hons.) in English with Distinction in Persian and M.A. in English from University of Patna. He has also completed his M.Sc. in Administrative Sciences and Development Problems from University of York, U.K., England. Mr. Hussain has done a course on Health Sector reforms and Sustenance at World Bank, Washington D.C., U.S. as well a Short Term training program on infrastructure in market economy (Public Private Partnership Project) in changing world, J.F. Kennedy Business School, Harvard University, Boston, U.S.

He belongs to 1973 batch of Indian Revenue Service (IRS) and 1976 batch of Indian Administrative Service (IAS), Maharashtra cadre. Mr. Hussain has over 40 years of experience and expertise in Administration, Policy drafting and Public Policy Planning and Implementation. Mr. Hussain retired as Vice-Chairman and Managing Director of City & Industrial Development Corp. of Maharashtra Ltd. (CIDCO). He has worked as Chairman of JNPT and Joint Managing Director of CIDCO.

Prior to taking over the charge of Additional Chief Secretary, GOM, he has held the posts of Principal Secretary of Public Health, Revenue, Forest and Rural Development departments. He was also the CEO of Zilla Parishad, Nagpur and District Collector & Magistrate, Latur and Nasik, Maharashtra.

Mr. Syed Hussain was awarded with “Business Leader of the year - Ports” award at Leadership & Excellence Awards Shipping, Marine & Ports 2010 and also bestowed with “Maritime Gateway - Major Port of the year” Award consecutively for two years during his tenure as Chairman of JNPT.

**Mrs. Malvika Sinha**
**Independent Director**

Mrs. Malvika Sinha has been appointed as a Non-Executive Independent Director effective from August 24, 2021.

Mrs. Malvika Sinha holds a Masters’ Degree in Public Administration from the Woodrow Wilson School of Public and International Affairs, Princeton University, USA, and a Masters’ Degree in Arts from Elphinstone College, Mumbai University. Additionally, she is a Certified Associate of the Indian Institute of Banking.

Mrs. Sinha joined the Reserve Bank of India in 1982 as a career Central Banker and after serving the Reserve Bank of India (“RBI”) for 38 years in various capacities, she retired as Executive Director in February 2020. As Executive Director at RBI, she was in charge of the Human Resource Development, Foreign Exchange Department, Internal Debt Management Department and Deposit Insurance and Credit Guarantee Department and had the executive responsibility for the operations of these departments and overseeing policy formulation in these areas. She was responsible for recruiting, posting, promotion, training, industrial relations, and policies for around 15,000 employees of the RBI.

Mrs. Malvika Sinha has served as RBI’s Nominee Director on the Board of State Bank of Bikaner and Jaipur before its merger with SBI. She was also on the Governing Council of both the Institute of Banking and Finance & Institute of Banking Personnel Selection. Presently, she holds directorship in Mahindra Logistics Limited, National Asset Reconstruction Company Limited, Bajaj Finserv Asset Management Limited, Tata Capital Housing Finance Limited and Lords Freight (India) Private Limited.

**Mr. Harish Kumar Agarwal**
**Independent Director**

Mr. Harish Kumar Agarwal has been appointed as a Non-Executive Independent Director effective from August 24, 2024.

Mr. Agarwal is a Chartered Accountant and has an overall 40 years of experience in the field of oil and energy sector, encompasses oil refinery, pipelines and marketing functions, projects, corporate functions, digitization of processes, overseas acquisition, and divestment.

Mr. Harish Agarwal has worked with two of the India’s leading conglomerates and dominant Companies i.e. Reliance Industries Limited and Indian Oil Corporation Limited where he has responsible and worked in varied areas viz., development of business processes, digitalization of processes, development of innovative and market effective strategies and managing large scale institutional and retail businesses, negotiation and contracting skills, treasury operations, due diligence for acquisitions, divestment of businesses, mergers, assessing and clearing feasibility/detailed project reports of large pipelines and refinery projects, establishment of comprehensive accounting processes for a greenfield refinery, managing commercial operations including customs and excise procedures and compliances., responsible for finalization of annual plans, five-year plans, and Memorandum of Understanding (MOU) at corporate level after discussions with various regulatory authorities in the Govt.

**Mr. Mahesh Kumar Gupta**
**Independent Director**

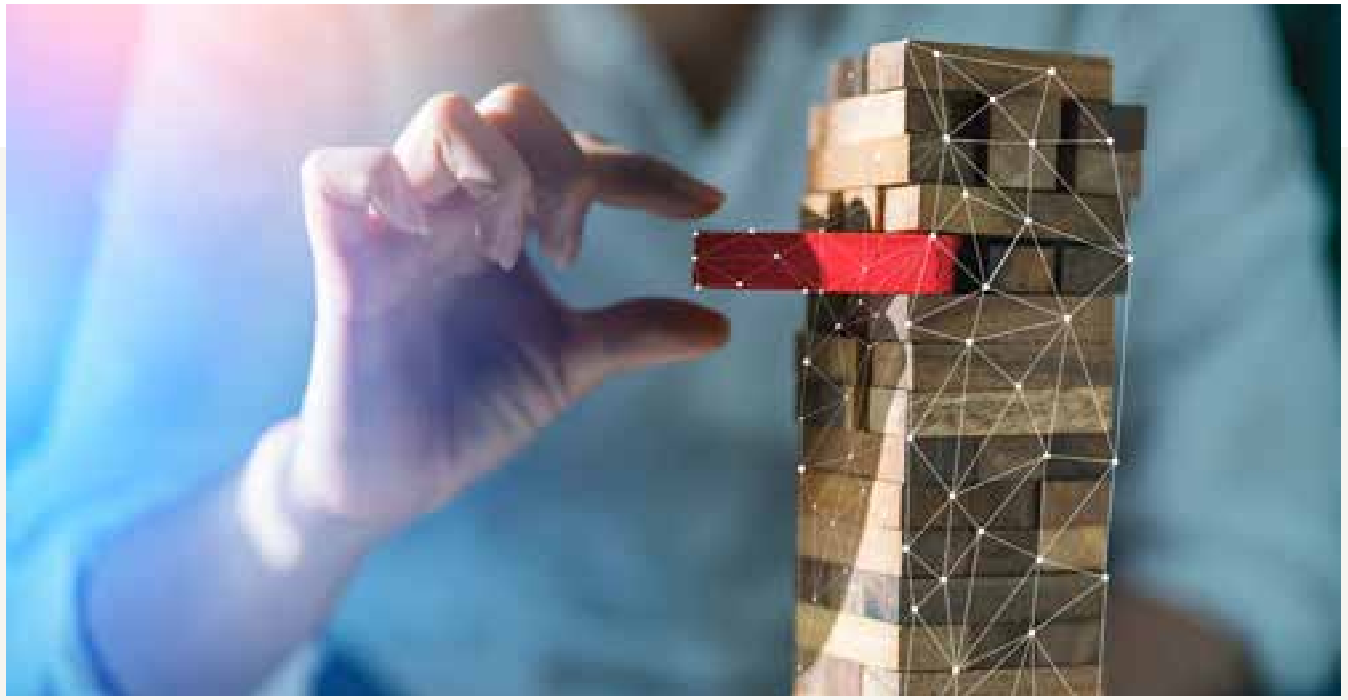
Mr. Mahesh Kumar Gupta has been appointed as a Non-Executive Independent Director effective from August 24, 2024.

Mr. Mahesh Kumar Gupta is a Civil Engineering Graduate of 1979 from Roorkee University (now IIT Roorkee) and a Law graduate from the University of Mumbai. Mr. Gupta possesses more than 43 years’ of varied professional experience in management, administration, infrastructure, contract & training.

Mr. Mahesh Kumar Gupta has been superannuated from the post of Member Engineering, Railway Board & Ex-Officio Secretary to the Government of India in 2018. As Member Engineering, spearheaded the project of elimination of unmanned level crossings and upgradation of infrastructure to substantially improve safety in train operation. In the past, he has held the position of Chairman of Rail Land Development Authority and Chairman of Indian Railway Stations Development Corporation. He was a Member of Public Enterprises Selection Board (DoPT/GoI)- in the grade of Secretary to the Government of India. Currently, Mr. Mahesh Gupta is on the approved panel of Arbitrators & Dispute Adjudication Board with Indian Railways and Government undertakings and is a life member of Indian Council of Arbitration. Presently, he holds directorship in Sowil Limited and Edstate Learning Private Limited and since last 2 years he is also serving as Adjunct Professor in IIT BOMBAY in the department of Civil Engineering.

# Risk Management Framework

The Risk Management department working closely with functional and departmental heads has established structured governance processes as outlined in the Risk Management Framework. This includes identifying and prioritizing key risks, formulating mitigation strategies for high-impact exposures, and addressing the most critical Risks That Matter (RTM).




| Type of Risk | Risk | Area of Concern | Relevance to Us | Mitigation Strategies |
|---|---|---|---|---|
| Strategic Risk | Market & Competitive Risks | Loss of market share due to alternate fuels and end of exclusivity rights. | Could impact revenue and future growth opportunities. | • Infrastructure expansion and promotional strategies targeting customer segments having larger scope of CNG conversions. Ensuring stickiness of customers through digital loyalty programmes<br>• Diversification into renewable and cleaner energy |
| | Reputation Risks | Ethical lapses or non-compliance impacting public image. | Can result in customer attrition, investor distrust, and loss of social license to operate. | • Zero-tolerance, ethical culture<br>• Crisis communication and reputation management plans |
| Compliance Risks | Regulatory Non-Compliance | Failing to comply with applicable laws, regulations, and listing requirements. | Could result in penalties, legal consequences, or reputational damage. | • Robust compliance monitoring tool<br>• Regular audits and compliance checks |
| | Lack of transparency in disclosures | Incomplete, untimely, or inaccurate stakeholder communication. | Affects credibility and trust of investors, regulators, and customers. | • Clear disclosure policies<br>• Timely and accurate financial and non-financial reporting<br>• Use of multiple communication channels |
| Financial Risk | Monetary Risk | Currency fluctuations, pricing pressure from alternative fuels, penalties. | It may affect revenue predictability and financial stability. | • Ability to pass on the currency fluctuations and increase in gas cost to consumers<br>• Strengthened compliance practices |
| Operational Risk | Process Risk | Equipment failures or disruptions in gas supply. | Interrupts service delivery and customer satisfaction. | • Strict safety protocols<br>• Regular infrastructure upgrades<br>• Training for employees to ensure preparedness<br>• Redundancy in gas supply due to looped network<br>• 24x7 Emergency Crew deputed at strategic locations across GAs |
| | Cyber-security and data privacy risk | Breaches of customer or operational data. | Could lead to financial loss, penalties, and reputational harm. | • ERP systems with strict access control<br>• Cyber security policy and data privacy framework<br>• Adherence to data privacy regulations |
| | Security Risk | Unauthorised activities by contractors and breaches at CGS/ CNG stations | Potential physical damage or safety risks to people and assets.<br><br>Negative impact on MGL brand image. | • Contractor verification protocols<br>• Enhanced physical security measures<br>• Periodic security audits.<br>• CCTV surveillance |

# Stakeholder Engagement

## Building strong and transparent relationships with our stakeholders is essential for driving meaningful outcomes.

Our commitment extends beyond immediate outcomes, as we strive to contribute towards a sustainable future for all. By consistently interacting with our stakeholders on key operational and social matters, we ensure their perspectives help guide our strategic planning and execution.

### Create Stakeholder Value

| Stakeholders | Why we engage | How we engage | How often we engage | Capital linkage |
|---|---|---|---|---|
| **Investors and shareholders** | • Long term value creation<br>• Strong balance sheet<br>• Transparent disclosures | • Emails<br>• Media outreach<br>• Meetings<br>• Corporate announcement | • Continuous | |
| **Local communities** | • Social and economic development<br>• Provision of healthcare, sanitation and quality education | • Community meetings<br>• Community engagement programmes | • As per requirement | |
| **Employees** | • Regular engagement<br>• Fair wages<br>• Safe working environment<br>• Inclusive culture | • Email communication<br>• Newsletter<br>• Virtual/Online meetings<br>• Intranet portal<br>• Townhall | • Continuous | |
| **Suppliers** | • Ethical business conduct<br>• Transparent disclosures<br>• Timely payments | • Supplier meets<br>• Pre-tender/ Pre-bid meets | • Continuous | |
| **Customers** | • Cost-effective and commercially viable products<br>• Better engagement framework | • Website<br>• E-mails and SMS<br>• MGL connect app<br>• Social media<br>• WhatsApp<br>• Meetings | • Continuous | |
| **Government and Regulatory authorities** | • Sound corporate governance<br>• Statutory and regulatory compliance | • Website<br>• E-mails<br>• Meetings | • As per requirement | |

Financial · Intellectual · Manufactured · Social and Relationship · Human · Natural

Financial · Intellectual · Manufactured · Social and Relationship · Human · Natural

# Materiality Matters

A comprehensive understanding of material issues enables MGL to stay updated with the emerging trends, ESG risks & opportunities. The materiality analysis is important to the Company to effectively address its stakeholder concerns and enhance long-term value creation.

MGL identifies and addresses key material issues and deliver sustainable business outcomes through Materiality assessment process. This inclusive approach helps us match our sustainability efforts with what our stakeholders expect. It promotes transparency, builds trust, and ensures our business stays accountable and responsive to their needs. Knowing how these important topics affect our operations and value creation helps guide our planning and decisions.

Talking to a wide range of stakeholders gives us useful insights that help shape our decisions. By focusing on the most important and impactful issues, we can align our strategies and goals with what truly matters. This active engagement helps us reduce risks, explore new opportunities, and increase our overall positive impact.

## Materiality Matrix

| Environment | Social | Governance |
|---|---|---|
| Energy Management | Asset integrity and critical incident management | Business ethics and compliance |
| GHG emission | Human rights | Data security |
| Water stewardship | Local communities including corporate social investment | Risk management |
| Waste management | Customer relationships, experience and satisfaction | |
| | OHS including employment practices | |
| | Diversity | |
| | End-use safety | |

CRISIL ESG Ratings & Analytics has given MGL 57 overall rating. (E – 44, S – 62, G – 65)

**CRISIL ESG Ratings & Analytics is SEBI approved Rating Agency.

# MGL Growth Strategy

MGL has driven momentum in the sector through strategic infrastructure development, robust systems, and reliable, cost-effective green alternatives across mobility, commercial, domestic, and industrial segments. This growth aligns with the government's initiative to increase the share of natural gas in the energy mix.

With increased capital expenditure dedicated to expanding networks, proactive customer engagement, and digital solutions, MGL is positioning natural gas as the preferred choice for consumers—ensuring sustained sectoral growth over the long term.

### 1 Seek Growth Opportunities

- Go to Market excellence to boost conversions across segments
- Digitization to enhance CX, cut timelines and improve efficiency and loyalty programs
- Inorganic CGD growth through strategic acquisitions
- New Growth Pillars to future proof and de-risk the business

### 2 Continue Cost Effective and Reliable Sourcing Arrangement

- Monitor natural gas costs and optimize sourcing
- Maintain commercially viable sourcing strategies
- Align with MoPNG allocation policy and pricing norms
- Leverage term and spot contracts for C&I consumers

### 3 Increase Penetration in Existing Markets

- Growing population drivining higher CNG/ PNG demand
- Expand customer base in Raigad- a key growth market
- Rise in CNG commercial vehicles with OEM availability
- Develop LNG stations for long-haul transport needs

### 4 Further Developing Infrastructure

- Accelerate infra development through robust network strategy
- Invest in infra to support growth and enhance service quality
- Significant capex planned for expansion
- Target: Laying of ~350 kilometres of Steel pipelines, ~1600 kilometres of PE pipelines and the development of ~200 new CNG stations in next 5 years

**Material topics**

**M10** - Business ethics and compliance

**M13** - Data security

**M14** - Risk management

Our company believes in value focused approach to capital allocation, With the help of effective capital allocation strategies and careful financial management, we have reinforced the framework of a value-adding company. Our focus on producing returns for stakeholders keeps us on pace to meet organizational goals and clear the way for India's energy ambitions to be sustainably fulfilled.

**SDG Impacted**

**Stakeholders Impacted**

- Business partners
- Investors/lenders
- Employees
- Community
- Supply partners

# Financial Capital

With our steady growth trajectory and emphasis on operational optimization, we keep our status as a major participant in the gas industry. Our disciplined capital deployment in FY 2024-25 led to a Profit Before Tax (PBT) of ₹ 1,374.10 Cr. and Profit After Tax (PAT) of ₹ 1,044.89 Cr.. Our balance sheet is improved by this expansion, giving us the adaptability to move through economic cycles.

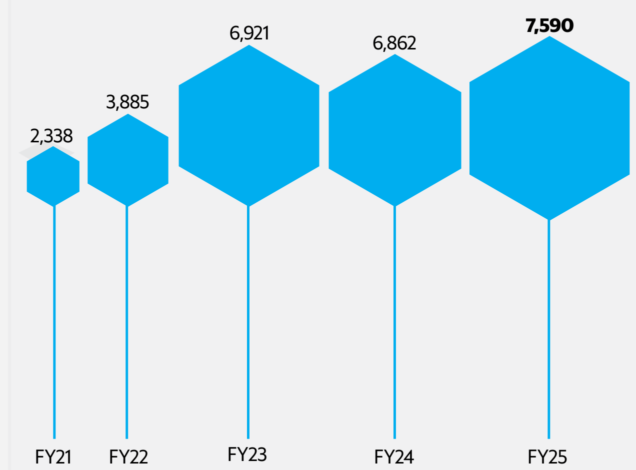




## Performance in Numbers

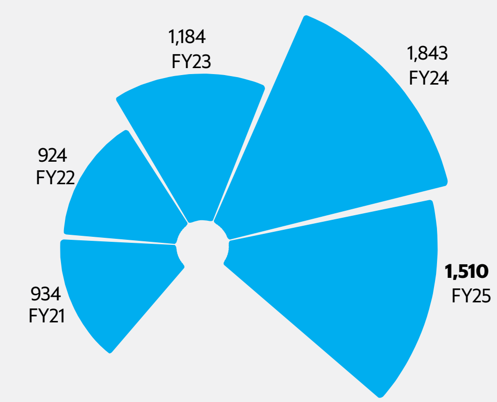
**Revenue**
(₹ Crore)

CAGR 34.23%



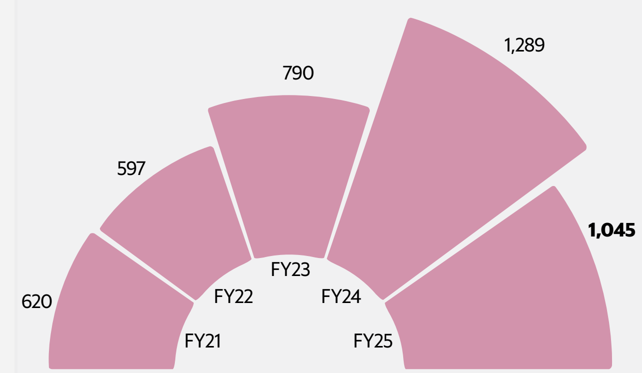

**EBITDA**
(₹ Crore)

CAGR 12.76%



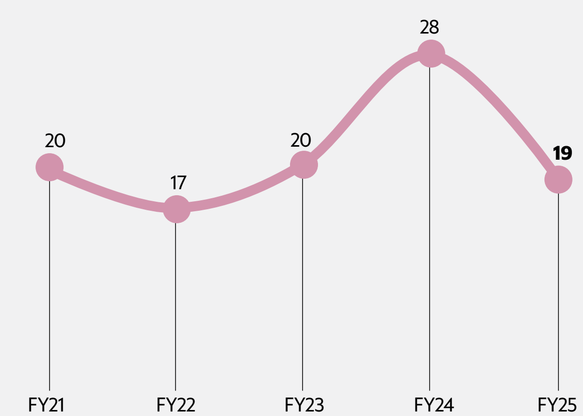

**PAT**
(₹ Crore)

CAGR 13.96%




**ROE**
(in %)

CAGR -1.39%



# Finance capital contd...

## Strategic Investments and Diversification

MGL is pursuing a calibrated diversification strategy to align with India's clean energy transition. Key focus area includes LNG infrastructure, Compressed Biogas, Electric mobility, Battery manufacturing, Renewable energy and Hydrogen.

### LNG Infrastructure

Through its JV Mahanagar LNG Pvt. Ltd. (MLPL), MGL commissioned its first LNG station in Aurangabad and is planning additional sites to support long-haul freight decarbonisation. LNG offers a cleaner alternative to diesel, with significant reductions in $CO_2$ and particulate emissions.

### Compressed Biogas (CBG)

With blending mandates coming into force from FY 2025–26, MGL is developing a large-scale CBG project in Mumbai & medium size project in Davanagere in Karnataka using municipal solid waste as feedstock. The project aligns with national priorities around biofuels and circular economy.

### Electric Mobility

MGL continues to support electrified last-mile transport through its investment in 3EV Industries Pvt. Ltd., holding ~25% stake. The company focuses on electric 3-wheelers across cargo and passenger segments.

### Battery Manufacturing JV

During the year, MGL entered into a joint venture with International Battery Company (IBC US) to manufacture lithium-ion battery cells in India. With a committed investment of ₹350 Cr., the project aims to establish a 1 GWh capacity plant in two phases, beginning FY 2025–26. The JV leverages IBCs patented prismatic NMC chemistry and plans to scale up to 5 GWh.

### Renewable Energy and Hydrogen

The Company has initiated a pilot project to evaluate green hydrogen applications in transport and blending process.


## FY 2024–25 Strategic Investment Highlights

| Area | Key Development |
|---|---|
| Battery Manufacturing (JV-IBC US) | 44% stake; ₹ 35 Cr. invested out of total commitment of ₹ 350 Cr. |
| EV Mobility (3EV) | ~25% stake; ₹ 73 Cr. invested out of total commitment of ₹ 96 Cr. |
| LNG Station (MLPL) | 2 commissioned; 4 planned |
| CBG Project | Awaiting land from BMC for Mumbai Project.<br>MoU signed with Davanagere Municipal Corporation |
| Green Hydrogen Pilot | Under evaluation with planned FCEV deployment |

## Managing liquidity

We place a strong emphasis on monitoring the liquidity position of our company as well as our subsidiaries to ensure seamless operations across the business. Regular oversight helps maintain adequate cash flow to meet operational needs, service financial obligations, and support ongoing growth initiatives.

By maintaining a careful balance between inflows and outflows, we ensure that our subsidiaries remain financially resilient. Cash flow planning and short-term liquidity forecasts are reviewed periodically, allowing timely interventions wherever necessary.

## Return to shareholders

At MGL, our dividend policy aims to maintain a balance between rewarding shareholders and retaining funds for future growth. We evaluate key factors such as financial performance, cash flow, and future business outlook before finalising payouts. For FY 2024–25, we declared interim dividends of ₹12 per equity share (face value ₹10), taking the total payout to ₹ 118.53 Cr.

In addition to dividends, we continue to focus on long-term value creation through strategic investments, operational efficiency, and cost optimisation.


## Way Forward

We aim to maintain a strong financial position through disciplined capital allocation and efficient cost management. We will continue to explore growth-oriented investments while ensuring healthy cash flows and optimal returns. Strengthening shareholder value and supporting long-term business sustainability remain key financial priorities.

### Material topics

**M9** - Workplace safety, well-being and fair employment practices

**M12** - End-user safety

**M14** - Risk management

Manufactured Capital represents the strength and backbone of our Company. From state-of-the-art facilities to expansive logistics networks, these tangible assets ensure the seamless generation, movement and distribution of energy solutions. As energy demands increase, we are embracing cleaner technologies, expanding responsibly and building with the future in mind.

# Manufactured Capital

### SDG Impacted

8 DECENT WORK AND ECONOMIC GROWTH, 17 PARTNERSHIPS FOR THE GOALS

### Stakeholders Impacted

- Business partners
- Investors/lenders
- Employees
- Supply partners

This enables us to reduce our environmental footprint as well as remain aligned with the country's growing aspirations.

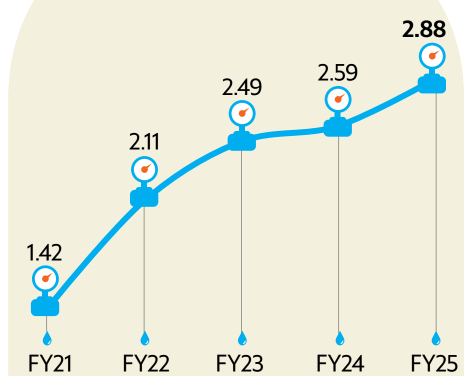
In FY 2024-25, we strengthened our network with a total pipeline length of 491 km. We commissioned 40 new CNG stations to enhance public access to cleaner fuels and extended PNG connections to approximately 0.34 million households. Our infrastructure enabled the supply of CNG to ~1.11 million vehicles since inception, reflecting our ability to meet growing demand across urban and semi-urban regions.



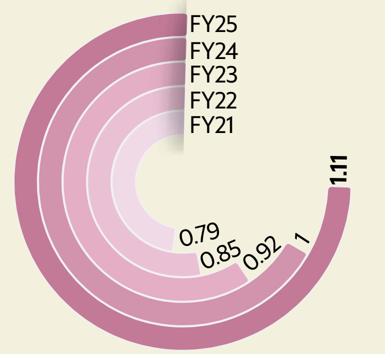


## Compressed Natural Gas (CNG)

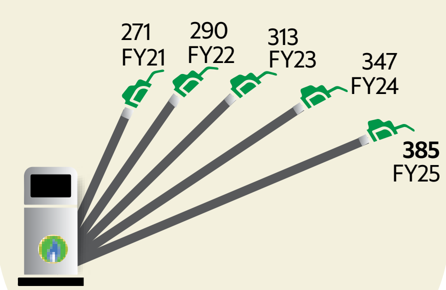
**CNG Volume** (MMSCMD)




**CNG Customers** (Nos. in million)



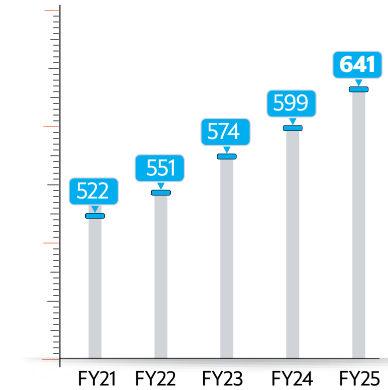

**CNG Station** (Nos.)



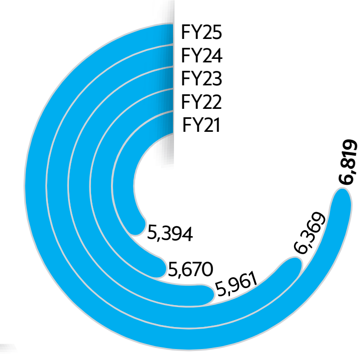

(As on 31st March of each year)

## Piped Natural Gas (PNG)

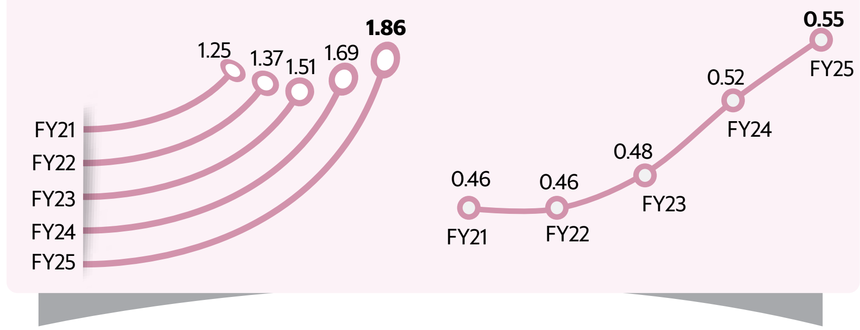
**Steel Pipeline** (in Kms.)



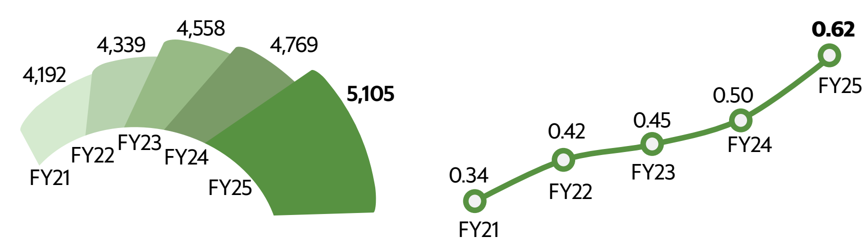

**PE Pipeline** (MP+ LP) (in Kms.)




**Domestic Customer**
(active users, Nos. in millions) (volume in MMSCMD)




**Commercial and Industrial Customers**
(in Nos.) (volume in MMSCMD)




(As on 31st March of each year)

# Manufactured capital contd...

## Infrastructure Addition in FY 2024-25

**491 KM**
Pipeline Network

**40**
CNG Stations

**0.34 million**
Domestic PNG Connections

**~0.1 million**
CNG Vehicles

**₹ 1,023 Cr.**
Capex

## Resulting In

**7,460 KM**
Pipeline Network

**2.83 million**
Domestic PNG connections

**385**
CNG Stations

**~1.11 million**
CNG Vehicles

## Geographical Footprint

We are steadily building a stronger presence in Mumbai, Thane and Raigad by expanding our network of steel pipelines and CNG stations. This growing infrastructure ensures more individuals and businesses have reliable and safe access to natural gas. As we continue to strengthen our core operations and expand into new areas, we are well-positioned to support the transition to cleaner fuels.

**~1.86 million**
Active Domestic Connections

**Geographical Area (GA)**

**GA 1**

**Region covered**

Mumbai city

**GA 2**

**Region covered**

Thane, Mira-Bhayandar, Navi Mumbai, Kalyan-Dombivli, Ulhasnagar, Ambernath, Badlapur, Panvel

**GA 3**

**Region covered**

Raigad district

## Network Expansion

We strategically acquire company that align with our long-term goals. These acquisitions not only strengthen our core operations but also accelerate our entry into high-growth sectors.

### UEPL

Unison Enviro Private Limited (UEPL), as part of MGL's mission to support sustainable development, is committed to enhancing energy access and infrastructure in the Latur- Osmanabad and Ratnagiri in Maharashtra and Chitradurga-Davanagere in Karnataka regions. The division has provided cleaner energy alternatives like Bio-CNG that reduces environmental impact. These efforts are aligned with our goal of ensuring that these regions have access to affordable, green energy solutions.

To cater to the growing demand for natural gas in Tier-II and Tier-III markets, UEPL has expanded its network. This includes the enhancement of key facilities, such as the installation of high-capacity compressors at the Latur and Ratnagiri City Gate Stations.

In addition, the ongoing upgrade of the LNG plant at Lote and the expansion of the Custody Transfer Skid capacity in Latur, from 64,000 SCMD to 3,50,000 SCMD, will bolster the supply of natural gas for industrial sectors. These improvements help us meet the increasing demand for natural gas in a growing economy.

**Reaching new heights**

UEPL recorded its highest-ever industrial gas sale at Lote MIDC, reaching 20,000 SCMD.

A new Gas Sales Agreement has been signed for 8,000 SCMD, which is scheduled to begin in July 2025.

UEPL is advancing its renewable energy initiatives, with the sale of Bio-CNG at Latur GA, sourced in collaboration with Jagruti Sugar & Allied Industries. A second Bio-CNG project, under a tripartite agreement with Omerga Natural Gas & Energy, is scheduled to commence operations in May 2025.

**46%**
Y-o-Y Growth in CNG Stations

**41%**
Y-o-Y Growth in Average Daily Gas Consumption

**26**
New CNG Stations added

### MLPL

Mahanagar LNG Private Limited (MLPL), our subsidiary, started to expand its LNG infrastructure during FY 2024-25. With one station already functional in Aurangabad and another technically commissioned in Seoni. These developments support the shift towards cleaner fuels, designed to serve both mobility and industrial needs.

The Company is actively promoting LNG as a viable fuel by launching awareness campaigns, incentivising truck purchases, offering fuel cards and bulk-discounts for fleet operators. Together, these initiatives support India's goal to raise the share of natural gas in the energy mix to 15% by 2030, while establish MLPL as a critical enabler in the country's shift from diesel to low-emission fuels.

**Operational Status**

**Aurangabad** –
Operational LNG station

**Seoni** –
Technically commissioned

**Amravati, Bhiwandi, JNPT & Mangaon (Raigad)** –
In Pipeline

**25 LNG stations**
Target by CY 2030

# Manufactured capital contd...

Beyond building infrastructure, MLPL is actively working to develop market for LNG. It has organised conclaves, partnered with OEMs and industry-specific roadshows to raise awareness and connect with stakeholders. A notable milestone was the deployment of India's first LNG-powered trucks in MGL itself. MLPL continues to collaborate with various stakeholders to shape marketing strategies and support the wider use of LNG for clean Mobility and Industrial Growth.

MLPL took an early lead by investing in LNG infrastructure well in advance of large-scale demand. This strategic decision positions the Company to meet future needs efficiently while encouraging broader adoption across the sector.


## Key Initiatives and Developments in FY 2024-25

| Focus area | Highlights |
|---|---|
| CNG Network Expansion | Crossed 100+ exclusive MGL-branded CNG stations (COCO + DODO), reducing our dependence on OMC outlets |
| Strategic Land Acquisition | Secured 3 additional lands in GA-3, located at MIDC Vile Bhagad, Alibaug and Usarghar |
| Technology Integration | Rolled out the Empower Dealer Management Application across COCO and DODO outlets |
| Dry-out Reduction | Commissioned One new mother stations & upgraded three CNG retail outlets to mother station to ensure uninterrupted supply |
| Customer-centric Improvements | Revamped the MGL-Tez App, introduced dealer scorecards and simplified the dealership onboarding process. |


# Manufactured capital contd...

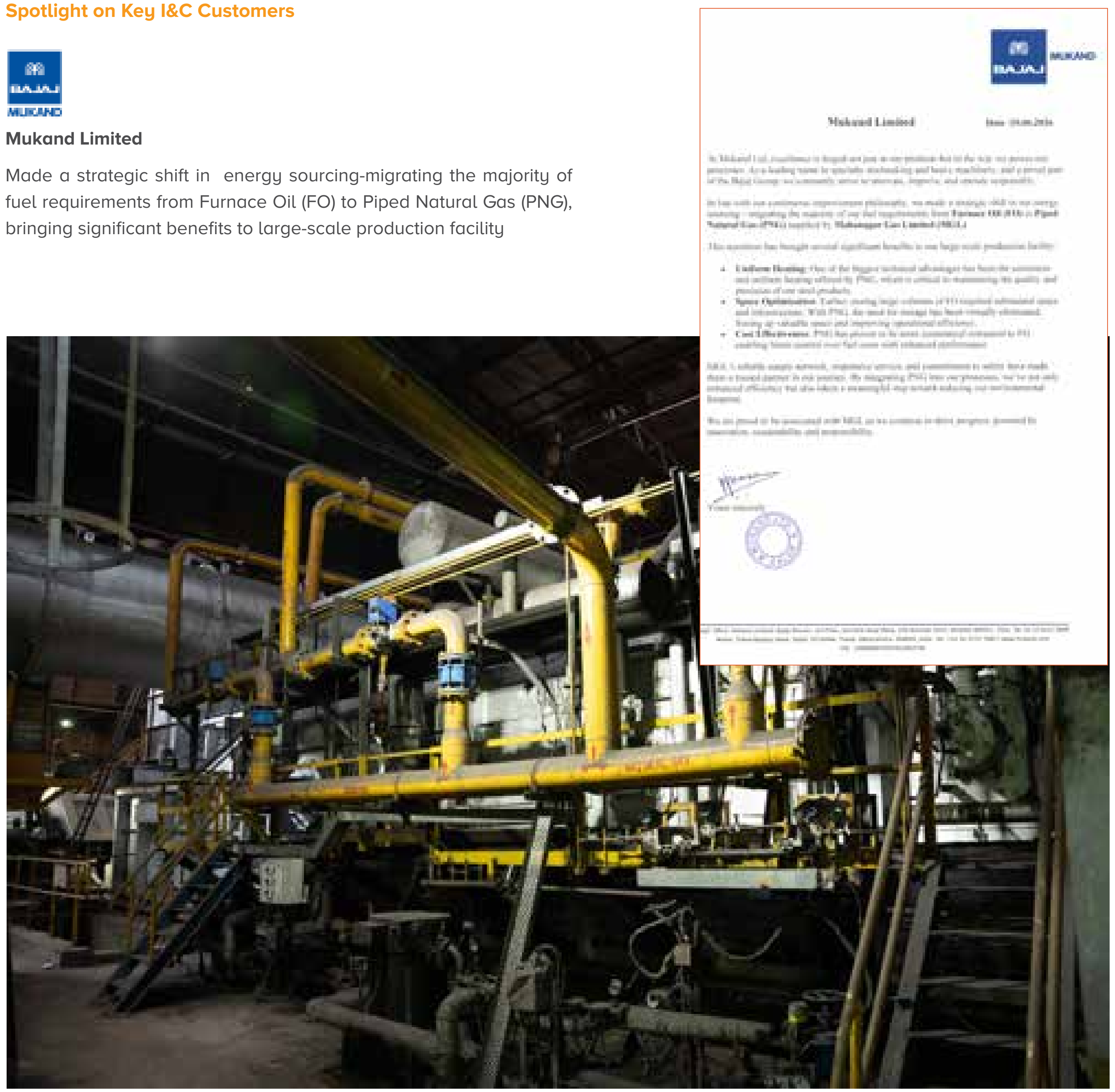
## Partnering with Industrial and Commercial Customers for Sustainable Operations

A growing number of prominent industrial and commercial clients are transitioning to cleaner energy solutions through our Piped Natural Gas (PNG) network. By integrating PNG into core manufacturing processes, these businesses are reducing their carbon footprint as well as ensuring greater efficiency and long-term cost benefits.

### Spotlight on Key I&C Customers

**Mukand Limited**

Made a strategic shift in energy sourcing-migrating the majority of fuel requirements from Furnace Oil (FO) to Piped Natural Gas (PNG), bringing significant benefits to large-scale production facility


Mukand Limited

**Megha Engineering and Infrastructure Ltd.**

Utilised PNG-fuelled boilers for steam curing of concrete tunnel segments, a unique application in the Thane - Borivali Tunnel Project, reducing turnaround time and ensuring structural durability


Megha Engineering & Infrastructures Ltd.
An ISO 9001:2008 Company

## Manufactured capital contd...

**Mumbai Waste Management Ltd.**

Transitioned to PNG for its Taloja Common Hazardous Waste Treatment Storage and Disposal Facilities (CHWTSDF) facility, enhancing energy efficiency in hazardous and biomedical waste treatment while aligning with environmental best practices


**Reliance Life Sciences Pvt. Ltd.**

Leveraged PNG to support advanced manufacturing of plasma proteins and biosimilars at its Navi Mumbai facility, ensuring reliable energy supply while significantly reducing emissions

**Akshaya Chaitanya, HKM Foundation**

Facilitated piped natural gas (PNG) supply to the centralized kitchen, which ensured uninterrupted cooking and reducing fuel costs

**Bakebest Foods Pvt. Ltd.**

Integrated PNG into its bakery operations to ensure uninterrupted clean energy supply, improving production efficiency and maintaining consistent quality control

**Bloom Energy (India) Pvt. Ltd.**

Adopted PNG as the primary fuel at its Navi Mumbai facility, aligning with its global sustainability vision by integrating natural gas with its solid oxide fuel cell systems

### Way Forward

With a clear vision for a greener future, the Company is shifting towards sustainable energy solutions. Strategic initiatives are underway across Biofuels, Solar Power, EV, Battery and LNG. These efforts are expanding our portfolio and also reinforcing our role in shaping India's energy landscape.

### Material topics

**M2** - Asset integrity and critical incident management

**M13 -** Data security

As the energy landscape evolves, our advantage lies in how we adapt, innovate and grow. We are building an ecosystem where technology and human insight work in tandem to ensure safer operations, more efficient processes and better outcomes for our customers.

### SDG Impacted

### Stakeholders Impacted

- Customers
- Employees
- Suppliers

# Intellectual Capital

Our approach to Intellectual Capital focuses on leveraging data intelligence to drive growth and improve operational efficiency. From SCADA-enabled operational control to AI-assisted safety surveillance and intuitive customer interfaces, we are building a future-proof business that continuously adapts to evolving industry standards.

**₹ 27.19 Cr.**
Spend on digital initiatives

**700 plus hours**
Digital training delivered





## Advocacy for a Cleaner Energy Future

During the year, the Company actively advanced a comprehensive advocacy strategy to promote the adoption of sustainable and cleaner energy solutions. Strategic engagements with Original Equipment Manufacturers (OEMs) facilitated the launch of new LNG and CNG vehicle models, alongside the promotion of revenue-per-fill deployment models to encourage greater fleet adoption.

To address structural barriers, the Company worked through expert consultants to advocate for reduced import duties on CNG equipment and pushed for LNG's recognition as a priority sector fuel. Simultaneously, efforts to rationalize GST rates on natural gas and associated infrastructure were undertaken to enable wider adoption of cleaner fuels.

The Company's CSR policy was revised to better align with core business objectives, integrating support for community-driven clean energy initiatives. Further, targeted interventions were made to streamline the approval process for CNG stations and resolve critical issues related to City Gas Distribution (CGD) policy frameworks.

Collaborations with police and law enforcement agencies were strengthened to secure critical infrastructure. Industry-wide alliances and partnerships with regulatory bodies such as PESO and ARAI were deepened to harmonize safety and technical standards for LNG and CNG applications.

A pilot project on hydrogen was initiated to explore future energy solutions, and active steps were taken to implement the 'Call Before You Dig' CBuD initiative to prevent damage to underground assets.

# Intellectual capital contd...

## Key initiatives and Developments in FY 2024-25

| Focus area | Outcome |
|---|---|
| New LNG & CNG Vehicle Models | Enabled launch of next-gen clean fuel vehicles in partnership with OEMs. |
| Import Duty Advocacy | Pushed for reduction in import duties on CNG equipment. |
| LNG In priority sector | Meeting /correspondence with fleet operators like Concor / MLL/ All Cargo etc for using LNG |
| GST Rationalization | Advocated for lower GST rates on natural gas and infrastructure components. |
| Hydrogen Pilot | Launch of a pilot project to explore hydrogen as a future fuel. |
| CNG Station Approvals | Streamlined approval process through regulatory engagement. |
| Green Mobility Incentives | Worked with stakeholders to align with clean mobility schemes. |
| Industry Collaboration | Built coalitions with peers for unified representation to regulatory bodies |
| CGD Policy & Other issues | Pushing for CGD Policy formulation for Maharashtra & Reduction of RI Charges. Secured waiver of Fire NOC for fuel transition from LPG to PNG in commercial establishments in Mumbai region. |
| Build Coalitions & Partnerhips | Worked with other CGDs and create coalitions for jointly taking up industry issues. Join Organizations such as FIPI, push for CGD specific committees in Organizations such as FICCI, CII, etc. |
| Modification in Government Circular | Incorporation of a clause for allotment of land for DRS installation in Ministry of Defence zones. |
| R&D | a. Collaboration with educational institutes like IIT Bombay, VJTI, to conduct research and study on CGD related topics like:<br>1. Performance of CNG Vs Diesel/Petrol Vehicles.<br>2. Emission impact of CNG Vs EV in the entire lifecycle<br>b. Innovation in CNG equipment / retro-fitment kits |
| Building Code updatation | Incorporation of PNG in addition to LPG in building code |
| PESO & ARAI | 1. Real-Time Driving Emissions Study with ARAI: Partnered with ARAI to conduct a study on real-time driving emissions for CNG, with the possibility of applying the findings to LNG.<br>2. Discussions with PESO for GCR Amendment to incorporate Mobile refueling unit. |
| Call Before You Dig (CBuD) | Implemented CBuD in MGL's GAs |

## Strengthening IT Security and Compliance

In today's interconnected environment, cybersecurity is fundamental to maintaining trust and operational continuity. We have taken steps to strengthen our cybersecurity, adopting proactive defence mechanisms and enhancing threat detection capabilities. Thus, we ensure that our systems, services and customer data remain secure potential threats.

| Initiative | |
|---|---|
| Privileged Access Management (PAM) | Monitors and restricts access to critical systems |
| Secure File Transfer Protocol (SFTP) | Ensures safe, encrypted exchange of information |
| Vulnerability Assessment and Penetration Testing (VAPT) | Assessment conducted across all key web and mobile applications |
| Automated server capacity monitoring | Prevents system failures and enhances security. |
| Network Intrusion Prevention System | The Network Intrusion Prevention is a premptive approach to network security used to identify potential threats and respond to them swiftly. |
| Web Application Firewall (WAF) | Web Application Firewall helps protect web applications by filtering and monitoring HTTP traffic between a web application and the Internet. |

## Intellectual capital contd...

In alignment with the Digital Personal Data Protection (DPDP) Act, we are conducting a comprehensive two-phase Data Privacy Infrastructure Assessment and implementation program

| Phase | Focus area | Key actions undertaken |
|---|---|---|
| **PHASE 1**<br>(Data Discovery and Governance) | • Establishment of governance structures and policies<br>• Identification of Personally Identifiable Information (PII)<br>• Risk assessment<br>• Capacity building | • Developed data privacy policies and procedures in alignment with the DPDP Act<br>• Conducted PII discovery across internal systems and third-party platforms<br>• Evaluated privacy risks across applications and vendor engagements<br>• Conducted training programmes for vendors and employees |
| **PHASE 2**<br>(Sustenance and Implementation) | • Compliance monitoring<br>• Privacy risk tracking<br>• Technology enablement<br>• Development of internal audit framework | • Updated departmental privacy risk register<br>• Evaluated Privacy Enhancement Technologies (PETs)<br>• Developed an internal audit framework aligned with DPDPA 2023 |

### Driving Automation and Digital Process Excellence

We focus on automation and intelligent systems to streamline operations and elevate efficiency. A notable initiative in this direction is the Inside Kitchen Activity Mobile App for monitoring safety protocols during Last Mile Connectivity (LMC) work. This digital tool has replaced manual, paper-based safety checks, streamlining the process and promoting environmental stewardship by eliminating over 1.5 Lakh paper-based permits annually. Its remote audit capabilities have enhanced real-time compliance oversight. Building on this momentum, we are preparing a structured plan to scale automation across departments to drive cross-functional synergies.

**PROJECT PRISM**

Project PRISM is a CRM transformation initiative launched in partnership with Salesforce and Appstrail. Aligned with the Vision One MGL strategy, the project aims to

- Establish a single view of the customer
- Dismantle data silos
- Foster cross-functional collaboration

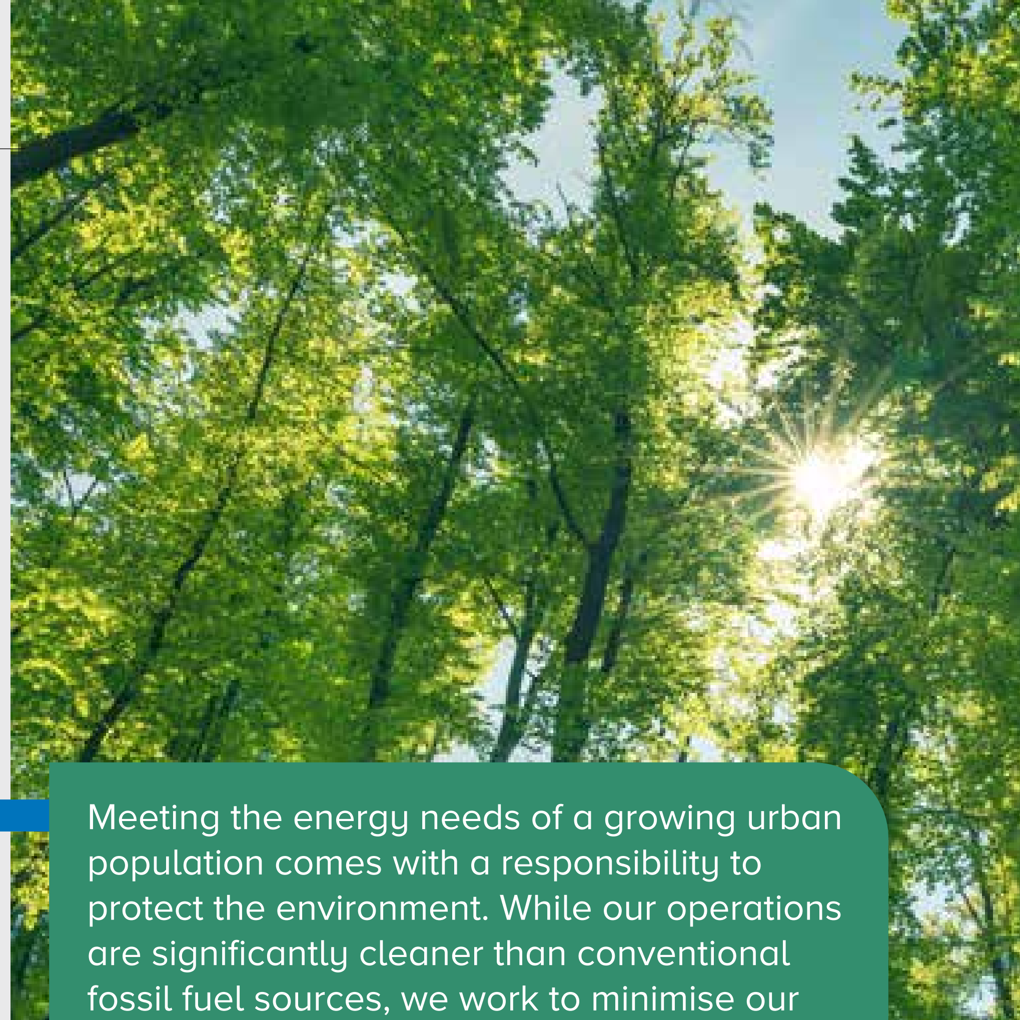
**SAP INTEGRATION**

MGL became the first City Gas Distribution (CGD) Company in India to implement RISE with SAP, marking a significant upgrade from SAP ECC 6.0 to SAP S/4HANA. The initiative enhances operations through

- Strategic continuity
- Cost efficiency
- Simplified IT Operations
- Enhanced security


### Way Forward

We will continue to strengthen our digital capabilities by expanding automation across departments and completing our customer relationship management transformation. We are also strengthening our data protection and cybersecurity measures in line with upcoming regulations. These steps will help us to stay agile, secure and better prepared to navigate future challenges.



### Material topics

**M1** - Energy management

**M3** - GHG Emission

**M5** - Water stewardship

**M8** - Waste management

### SDG Impacted

### Stakeholders Impacted

- Communities
- Government and regulators

Meeting the energy needs of a growing urban population comes with a responsibility to protect the environment. While our operations are significantly cleaner than conventional fossil fuel sources, we work to minimise our ecological footprint. We strive to optimise resource use, reduce emissions and promote cleaner energy solutions. In doing so, we ensure to contribute to both economic progress and the preservation of our planet.

# Natural Capital

We undertake measures to lower our environmental impact by promoting natural gas as a cleaner option vis a vis traditional fossil fuels. Our commitment to sustainability extends to various initiatives that promote resource conservation and environmental well-being. This includes installation of rooftop solar panels and rainwater harvesting systems.

**₹ 6.74 Lakh**
Investment in Renewable Energy

**₹ 18.45 Lakh**
Invested in Rain Water Harvesting System

**3.17%**
Qty. of Water Recycled
(at 2 CGS - Savroli & Taloja)





### Environmental Monitoring

We acknowledge that, despite being a cleaner energy provider, our operations from pipeline installation to ongoing network maintenance carry an environmental footprint. We identify and manage potential environmental risks associated with our infrastructure projects and field activities. Through regular site inspections, adhering to regulatory standards and prioritising safe construction practices, we ensure that our service delivery consistently aligns with environmental responsibility.


### ESG Policy

Our ESG policy forms the foundation of our sustainability framework, guiding us to operate responsibly across environmental, social and economic dimensions. We strive to reduce our environmental footprint through conscious operational practices, while consistently delivering high-quality service and creating long-term value for all stakeholders.

> We were honoured with the Mahatma Award for addressing the highest number of SDGs through our 'We Care' initiative.

As part of this journey, we engaged with both internal and external stakeholders to better understand their priorities and concerns. Their inputs helped us identify and prioritise key ESG focus areas, as well as set clear, actionable improvement targets. We have also established a structured stakeholder engagement programme to stay transparent, track our progress and stay aligned with expectations of those we serve and work alongside.

# Natural capital contd...

### ESG Policy Coverage


**Environment**

Waste management
Energy management
Renewable energy
Climate change
Biodiversity

**Social**

Employee safety
Employee well being
Employee training and development
Responsible procurement
Human rights
Customer centricity
CSR

**Governance**

Corporate governance
Employee ethics and Code of conduct
Data privacy and security
Vigil mechanism/whistle blower policy

### Environmental Monitoring

We are continuously working to make our operations more energy-efficient initiatives. These efforts include the integration of energy-efficient technologies such as LED lighting, energy-saving appliances and high-efficiency motors. The introduction of electric vehicles has further helped advanced our commitment to lowering our carbon footprint and promoting sustainable operations.

### Advancing Towards Carbon Neutrality

We reduce our carbon footprint by harnessing solar energy and improving energy efficiency across our operations. The installation of solar panels at multiple facilities is steadily decreasing our reliance on non-renewable energy sources. These initiatives contribute to lowering $CO_2$ emissions while providing a reliable and sustainable supply of clean energy.

**89,020 kWh**
Renewable Energy Generated

**64.42 tons**
Reduction in $CO_{2e}$ Emissions



### Energy Efficiency Measures

Solar panels have been installed at several of our offices, with the generated electricity integrated with the grid. This initiative not only promotes the use of renewable energy but also provides an additional revenue stream through the sale of surplus electricity.

In a recent pilot project, we collaborated with a vendor to test hybrid solar panels that is integrated with HVAC system at our head office. Conducted over a span of 2–3 months, the pilot showed a significant reduction in energy consumption. Encouraged by these results, we are now conducting a feasibility survey to evaluate the potential for scaling this technology across other office locations.

### Water Stewardship

Water is an essential resource and we are committed to using it wisely. We have put in place practical steps to make sure every drop count, whether it is by reducing, reusing or recycling. Our goal is too mindful of this valuable resource and do our part to ensure it is available for the future.

**Phase wise implementation of water usage at Operational sites**

**PHASE 1**
Assessment and Planning

**PHASE 2**
Infrastructure Upgradation and Water Efficiency

**PHASE 3**
Water Recycling and Reuse

**PHASE 4**
Continuous Improvement and Sustainability

**FY 2024-25**
Installed STP at 2 Stations (CGS Mahape and CGS Ambernath)

# Natural capital contd...

### Water Recycling and Reuse Initiatives

We have introduced rainwater harvesting systems at four of our locations. Our sewage treatment plants (STPs) allow us to recycle water for non-potable uses, reducing our reliance on external water sources. These systems are equipped with remote monitoring capabilities, allowing real-time oversight to keep operations running smoothly and efficiently.

**FY 2023-24**

Installed Rainwater harvesting system (CGS Savroli and CGS Ambernath)

**FY 2024-25**

Installed Rainwater harvesting system (CGS Mahape and CGS Taloja)

### Monitoring and Reduction Strategies

- Reuse and Recycling
- Infrastructure Improvements
- Data monitoring and Analysis

### Targets and Plans

**5%**

Recycling of water in overall water consumption by FY 2028-29

**Digital Water Management System**

across MGL-owned offices within the next two years

### Clean Energy Deployment

| Initiative | Overview | Impact |
| --- | --- | --- |
| Captive Solar Power for CNG Outlets | We plan to establish captive solar plants to provide clean energy to our CNG retail outlets | Expected to contribute to lower emissions, enhance energy cost predictability, and support the Company's decarbonisation efforts |
| Green Hydrogen Pilot Plant | A pilot facility is being planned to produce and dispense Green Hydrogen, including infrastructure for hydrogen dispensing and the deployment of FCEV buses | Feasibility assessment is currently underway, with completion expected in Q1 of the next financial year |
| Compressed Biogas plants | Development of Asia's largest CBG plant based on municipal solid waste at Mumbai & an MoU with Davanagere Municipal Corporation for a similar facility with lower capacity | Aims to contribute to the 5% CBG blending target by 2028–29, promoting biofuel growth and waste-to-energy model |

### Biodiversity Initiative: Tree Plantation at ITI Nagothane

As part of our ongoing efforts to preserve natural ecosystems, we undertook a tree plantation drive at ITI Nagothane. We planted 200 native tree saplings within the campus to enhance the green cover and support local biodiversity.

This initiative contributes to

- Improved air quality, through natural carbon absorption and oxygen release.
- Soil stability, by preventing erosion through deeper root systems.
- Habitat enrichment, creating a natural space for birds and small fauna.

**The initiative also served as an opportunity to engage with the local student community, encouraging environmental awareness and shared ownership of green assets.**

**Through this and similar efforts, we continue to strengthen our Natural Capital base with a focused approach to ecological restoration and climate resilience.**

### Way Forward

Looking ahead, we will focus on improving resource efficiency, particularly in energy use and water management. We plan to expand initiatives like solar adoption and rainwater harvesting, while also strengthening our monitoring systems to track progress more effectively and identify areas for improvement. These steps will help us operate more responsibly and contribute to broader sustainability objectives.

### Material topics

**M4 -** Human rights

**M9 -** Occupational health and safety

**M11 -** Diversity

**M12 -** End-use safety

### SDG Impacted

### Stakeholders Impacted

- Employees
- Suppliers
- Government and regulators


We strive to create a workplace where diversity is valued and every individual has the opportunity to grow. Our focus on inclusion and fairness ensures that our team remains engaged and aligned with our mission.

# Human Capital

In FY 2024-25, we welcomed 77 new employees, bringing the total workforce to 582. While our current gender diversity ratio stands at 9:1, we are working to foster a more inclusive and balanced workplace.

**582**
No of Employees

**36**
Total no. of Senior Management Positions

**77**
New Employees Added

### Environmental monitoring

We believe our people are our greatest strength. We nurture our talent by creating opportunities for growth, leadership, and innovation. By supporting individual development, we aim to drive collective success across the organisation.

Through our Performance Management System (PMS) and initiatives like Management Development Programmes (MDP), we provide the support and resources necessary for our employees to succeed and reach their full potential.

**Our talent management framework**

- Strong leadership pipeline
- Transparency
- Mentorship
- Continuous learning

We encourage our people through our signature leadership programmes:

## Discover the Power Within Program

A transformative initiative to boost self-belief, clarify goals and cultivate a positive mindset.

## iLead

Specifically tailored for first-time managers, this programme builds confidence and nurtures critical leadership skills such as strategic thinking and decision-making.

# Human capital contd...

## Commitment and Compliance

We strive to build a workplace that values inclusivity and upholds the highest standards of governance. Our policies promote fairness, transparency and equal opportunities for all. By cultivating a culture of respect and accountability, we empower our employees to take ownership of their roles, driving both personal growth and the success of the organisation.

**Awareness Initiatives Conducted**

- POSH
- Awareness
- Grievance Handling
- Human Rights
- Code of Conduct

These initiatives help equip our workforce with the right knowledge and awareness, contributing to a more thoughtful, respectful, and inclusive workplace culture.

## Employee Engagement

To nurture a culture of excellence, we prioritise open communication, promoting transparency, trust and collaboration through leadership connect sessions and continuous feedback.

Recognising and celebrating exceptional contributions is a core part of our employee engagement strategy. Our 'Extra Mile' and 'Special Contribution' Awards honour outstanding achievements, while the 'Go Extra Mile (GEM)' Award provides immediate recognition, reflecting the dedication and spirit that define our workforce.

We are honoured to be part of a top-quartile organisation in employee engagement, as recognised in the Global Energy Sector Survey by BCG.

## Future Leaders

We identify and develop the right talent through targeted development programmes. With the help of Assessment Development Centres, we recognise employees with high-potential and prepare them with the right skills to navigate the challenges ahead.

**39**
New Trainees Enrolled

**Graduate Engineering Trainee (GET)**

- Developing engineering students into skilled professionals
- Providing hands-on exposure to core operations
- Offering technical and on-the-job training
- Preparing trainees to be future- ready professionals

**Management Trainee (MT)**

- Curated pathways for leadership development
- Holistic mentorship programme
- Opportunities to engage in strategic decision-making
- Shaping future leaders

## Celebrating 30 Years of Togetherness

Though our Foundation Day falls on 8th May, we marked the 30th year with a special celebration on Saturday, 24th August 2024. The event brought together employees and their families for a day of reflection, connection and enjoyment.

Our senior leadership set the tone with heartfelt addresses, revisiting our journey and collective achievements. The presence of family members added warmth and meaning to the occasion, reinforcing a strong sense of belonging.

From engaging activities to electrifying performances by Indian Idol artists, the day was filled with energy and emotion reminding us that the true strength lies in our people.

## Employee Well Being

Our work environment values physical, mental and emotional health of all employees. We believe when our employees feel valued and cared for, they are empowered to contribute their best, driving the overall success and growth of the organisation.

**Progressive Policies at MGL**

- Flexible working hours
- Regular health checkups
- Death relief benefits for family
- Sustenance allowance for employee during critical illness
- Access to holiday home facilities
- Long service awards
- Comprehensive insurance coverage
- Strategic partnership with reputable health clinics
- Reward and recognition programmes
- Stay Fit and Appreciation to Marathon Runners

These initiatives testify our commitment to creating a workplace where employees feel respected, supported and empowered. We aim to provide not only benefits but also a sense of belonging and security. Thus, our policies cater to every stage of an employee's journey.

## Way Forward

In the year ahead, we will enhance our focus on employee development, well-being and promoting an inclusive work environment. Continued efforts will be made to strengthen learning platforms, nurture leadership talent and employee engagement initiatives. Emphasis will also be placed on reinforcing governance-led HR practices and ensuring that our workforce's capabilities are aligned with the evolving needs of the business.

### Material topics

**M5** - Water stewardship

**M6** - Local communities including corporate social investment

**M7**-Customer relationships, experience and satisfaction

**M13** - Data security

### SDG Impacted

### Stakeholders Impacted

- Customer
- Suppliers
- Communities
- Government and regulators


Our connection with society goes beyond providing clean energy—it extends to how we engage, collaborate and grow alongside the communities around us. Through meaningful partnerships, inclusive outreach initiatives and transparent communication, we aim to build trust and create a lasting impact.

# Social and Relationship Capital

From social welfare programmes to customer engagement and regulatory collaborations, we prioritise relationships that drive shared progress and long-term value creation.

Our Corporate Social Responsibility (CSR) policy provides a clear framework for driving inclusive growth and sustainable development. It aligns our initiatives with both national priorities and global sustainability objectives, particularly the United Nations Sustainable Development Goals (SDGs). In FY 2024-25, we executed 40 impactful CSR projects, touching to 15 SDGs (out of 17) ranging from quality education and clean water access to gender equality and decent work.

**₹ 28.64 Cr.***
Spent on CSR

**40**
Initiatives under MGL We care Programme

**~1,24,000**
Beneficiaries

*Includes CY expenditure of ₹ 23.66 Cr. & unspent amount of ₹ 4.98 Cr. spent this year.

## Stakeholder Collaboration

We value building strong, meaningful relationships with all our stakeholders, be it customers, government entities, business partners or local communities. We believe that open communication and mutual trust are key to creating long-term value. We engage with our stakeholders to understand their needs, address concerns and work together towards a cleaner and more sustainable future. These collaborations help us stay aligned with expectations while creating a positive impact beyond business.

## Customers

With a strong focus on customer convenience and engagement, the Company continues to enhance its customer service experience. A 24/7 Call Centre, along with support through WhatsApp, email and a robust digital platform, ensures round-the-clock accessibility. Additionally, 13 Walk-in Centers across service areas provide direct, in-person assistance for customers.

The Customer Relationship Management (CRM) team, comprising over 190 trained professionals, serves as the link between the organisation and its customers. Using an omni-channel approach, the team ensures prompt and efficient resolution of queries, providing a seamless and responsive service experience.

- Easy and quick access to all customer touch points
- A dedicated team of 190+ skilled professionals focused on enhancing the customer experience across various touchpoints.

## Social and Relationship contd...

### Key Initiatives and Enhancements

**Customer Outreach**

Supplementing the customer outreach by CRM, the Corporate Communication regularly conducts fraud prevention awareness campaigns and engages customers through SMS, hoardings, flyers and other media channels to ensure clear and consistent communication.

**Expanded CRM Support**

CRM services have been extended to include CNG and commercial customers, reinforcing our commitment to providing comprehensive customer support.

**WhatsApp Live Chat**

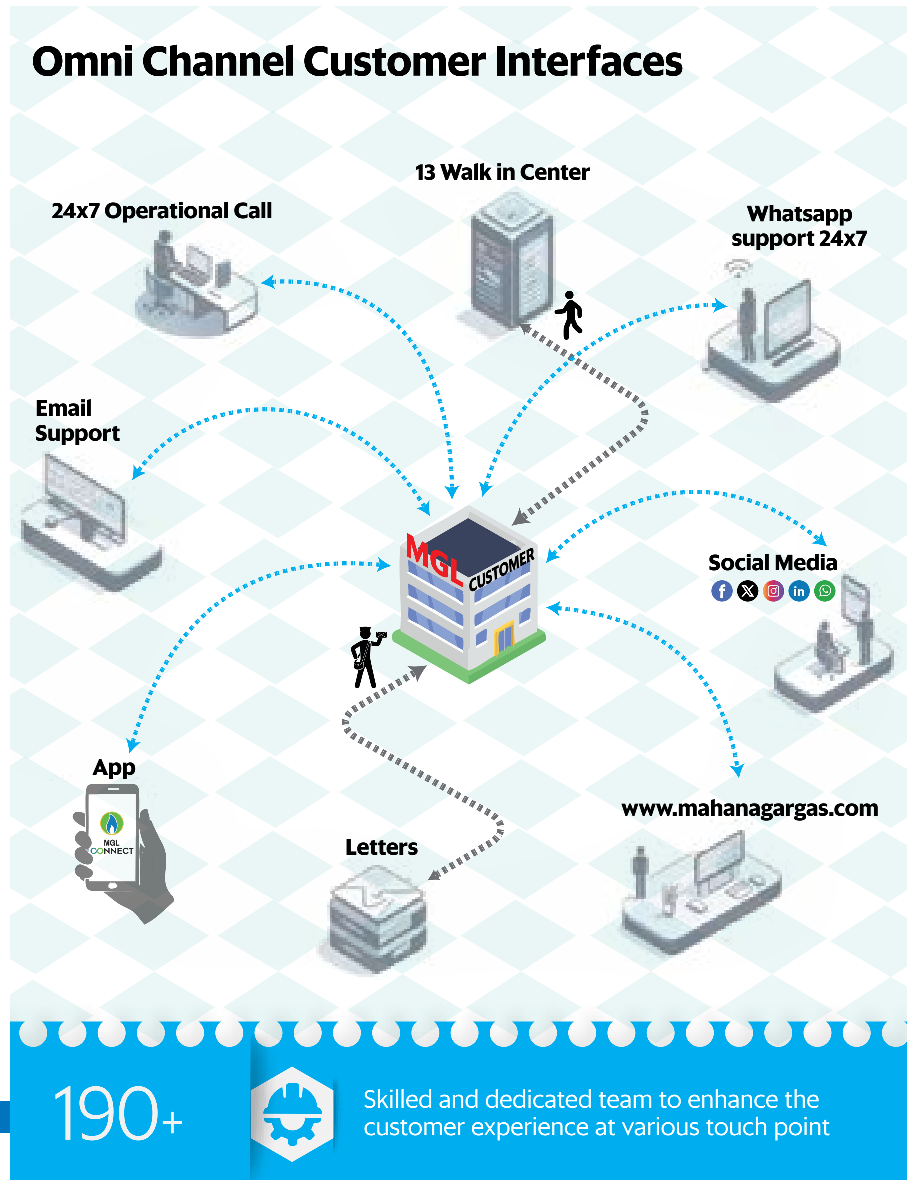
To enhance customer convenience, we have introduced WhatsApp Live Chat, enabling real-time resolution of queries.

**Robotic Automation**

To streamline operations, we have enhanced processes for efficient duplicate bill delivery, seamless meter reading updates and significantly reduced turnaround times.

**Walk-In Centre Enhancements**

We have launched a new walk-in centre at Navy Nagar specifically for Army and Navy officials taking the total number of our walk-in centres to 13, through which besides other customer services, we are also offering bill payment via QR codes to ensure a seamless experience.




### Supply Chain Strategy and Supplier Management

To optimise our supply chain, we adopt a well-balanced gas sourcing strategy, blending Domestic MDP gas with both Spot and Term RLNG contracts. This approach enhances price stability and ensures a reliable supply. We have established strong partnerships with major suppliers, including GAIL, IOCL, BPCL, RIL and others, formalised through Framework Agreements and Term Sheets, securing our supply chain for the future.

We also engage and subscribe to Bloomberg and S&P Global (Platts), which offer valuable insights into market trends, regulatory developments and emerging technologies. These collaborations are important in enhancing the resilience of our supply chain.

To further enhance our supply chain, we issue monthly tenders for Spot RLNG, either on a Reasonable Endeavour or Firm basis, allowing for greater flexibility and cost efficiency. Our close collaboration with our suppliers allows us to accurately forecast demand, plan for seasonal variations and uninterrupted supply. To streamline operations further, we execute Gas Sales and Purchase Notices (GSPN) with selected suppliers, ensuring seamless transactions under the Framework Agreements and Term Sheets.

### Investors and Shareholders

We maintain open, transparent and trusted relationships with our investors and shareholders. We align our efforts with their expectations and create lasting value through prudent financial management and robust corporate governance. Our commitment to transparency is reflected in quarterly post-result calls, analyst interactions and ongoing engagement. Through clear communication, we strive to build confidence and deliver consistent results.

### Government and Industrial Bodies

We engage with key industry associations such as the Federation of Indian Petroleum Industry (FIPI) and the Natural Gas Society (NGS) to stay informed on the latest developments in the industry. These platforms enable us to exchange ideas, share best practices and address common challenges, allowing us to voice concerns to government bodies and key regulatory authorities like the Petroleum and Natural Gas Regulatory Board (PNGRB).

We also participate in interactions organised by the Ministry of Petroleum and Natural Gas (MoP&NG) and PNGRB. These forums provide an opportunity to discuss critical issues like domestic gas allocation for PNG (Domestic) and CNG (Transport), ensuring access to affordable natural gas and accelerating approvals for the development of CGD.

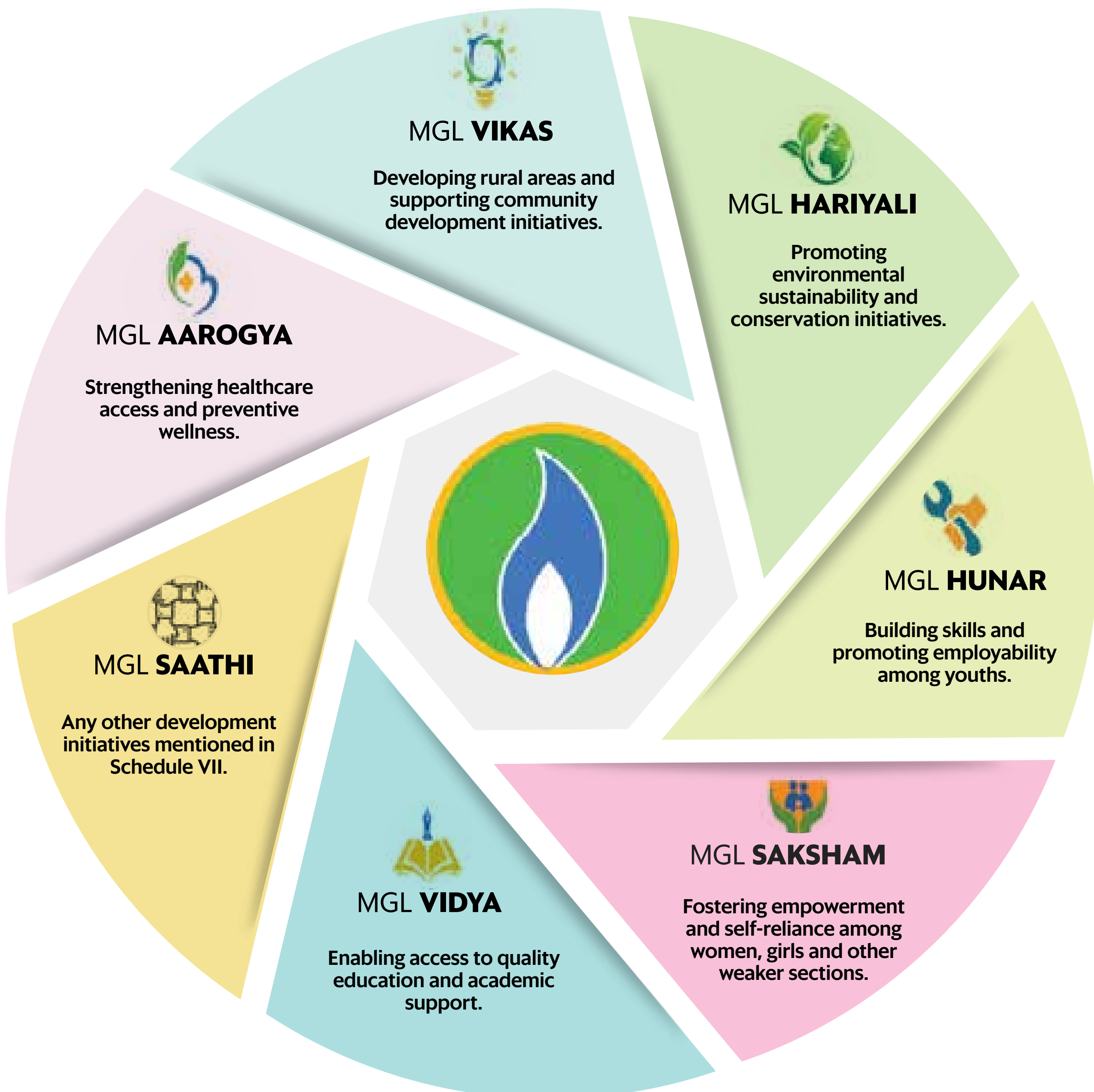
Through these collaborations, we keep ourselves updated on the latest industry dynamics and work closely with suppliers, transporters and regulatory bodies. Thus, we are better positioned to anticipate and address potential disruptions, both within domestic and international supply chains. This ongoing involvement strengthens our supply chain resilience and aligns our operations with policy priorities and regulatory frameworks.


MGL CNG Dealer's Meet 2025

## Social and Relationship contd...

# Our Social Responsibilities

At MGL, we are all in for enabling meaningful change by empowering communitiesthrough targeted initiatives. By collaborating with NGOs and government agencies, we are implementing programmes that advance both national and global sustainable development goals.

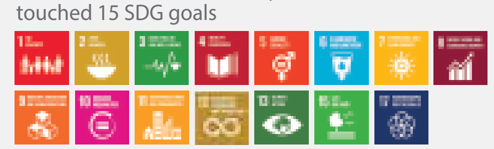



We are honoured to be recognised by the Government of Maharashtra with an award presented by Hon'ble Chief Minister Shri Devendra Fadnavis, for our CSR initiatives in Raigad district. Our work in water conservation, and livelihood enhancement—through collaboration with Shabari Adivasi Vitta Va Vikas Mahamandal Maryadit—continues to support sustainable growth in tribal communities.

## WE CARE

Our company's CSR policy sets context and direction for an equitable and sustainable future through its CSR initiatives, contributing to various UN Sustainable Development Goals (SDGs).

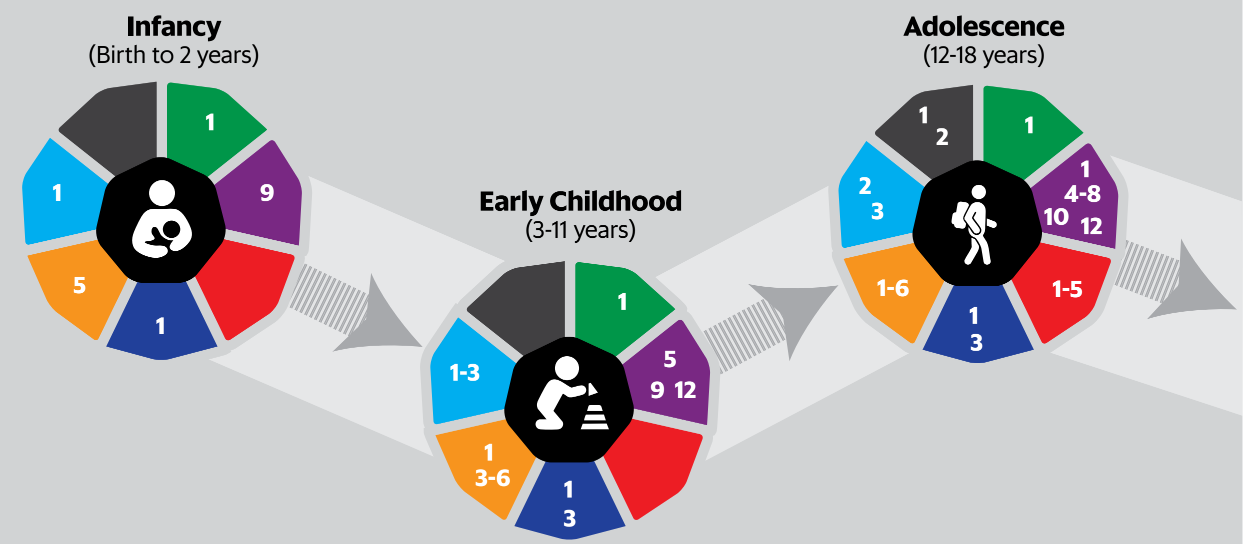
MGL's 40 CSR initiatives this year have touched 15 SDG goals

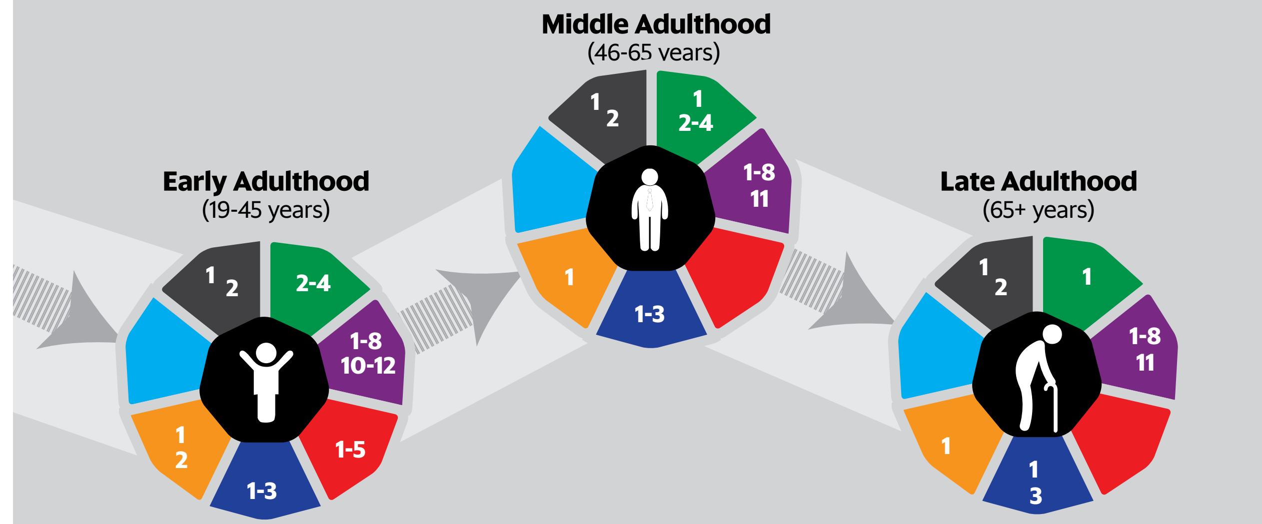


Through initiatives undertaken as part of 'WE CARE,' we work to uplift communities by improving health, providing education and supporting livelihoods. From bringing water to villages to imparting education for economic mobility, our efforts are aimed at making an impact that lasts. Each of our projects is designed with a gender-inclusive approach, ensuring that both women and girls are able to live a life of independence and dignity through self-employment.

## Social and Relationship contd...

# CSR Initiatives: Transforming Lives Across Age Groups




### MGL VIKAS

1. **The Pride India**
   Integrated Village Development Program in Raigad District
2. **Janandevi Adivasi Machimar Vividh**
   Livelihood enhancement through inland fishery and market linkages program for tribal communities
3. **Adivasi katkari Machimar Vividh**
   Livelihood enhancement through inland fishery and market linkages program for tribal communities
4. **Khaire Adivasi Machimar Vividh**
   Livelihood enhancement through inland fishery and market linkages program for tribal communities

### MGL AAROGYA

1. **Maharashtra State TB Office**
   Donated TruNAAT machines & cartridges to hospitals for early diagnosis of TB
2. **Helpage India**
   7,000 cataract surgeries for BPL families
3. **Sci-Tech Park, Pune University**
   Cervical cancer awareness & screening and testing for 2,000 women
4. **Sanjeevani Arogya Seva Sanstha**
   Medical Equipment donation for the dialysis
5. **Nair Hospital Dental Collage**
   Upgrading the present patient care services through the National Accreditation Board for Hospitals & Healthcare Providers ('NABH') accreditation
6. **District TB Office, Thane & KDMC City TB Office**
   Donated TruNAAT machines & cartridges to hospitals for early diagnosis of TB
7. **District TB Office, Raigad**
   Donated TruNAAT machines, portable X-Ray machines to hospitals & nutrition kit to TB patients
8. **Sir J.J. Hospital**
   Installation and CMC of dialysis machines and a new RO
9. **Anushkaa Foundation**
   Eliminating clubfoot problem among children
10. **Foundation for Innovation in Health**
    Skill training to girls as 'Paramedical technicians' and 'Community health workers'.
11. **Shanmukhananda Fine and Arts**
    400 cataract surgeries for BPL families
12. **St. Jude India**
    Providing stay, food and awareness programme for pediatric cancer patients and their parents

### MGL HUNAR

1. **Lokbharati Education Society**
   Skill training to 400 youth on trade like plumbing, fitter, motor mechanic and assistant electrician.
2. **Centum Foundation**
   Employment Linked Skill Development training
3. **ITI Karjat**
   Support to Electrician and Plumbing skill development courses
4. **Prabodhan Goregaon**
   Operating employability enhancement training to 320 youth
5. **Don Bosco Development Society**
   Training on gas pipeline fitter course

### MGL HARIYALI

1. **SAVALI Charitable Trust**
   Miyawaki forest in ITI at Nagothane, Panvel, Mahad, Mangaon in Raigad district covering 42,000 sq. ft/ITI
2. **Under The Mango Tree Society**
   Environment conservation, improving grain productivity through honey beekeeping program
3. **Alibag Forest Department**
   Donation of Animal rescue vehicle

### MGL SAKSHAM

1. **HKM Charitable Trust**
   Providing meal for dependents of patients at KEM Hospital
2. **Seva Sahayog Foundation**
   Adolescent awareness programme/Kishori Vikas Program for adolecent girls
3. **Annamrita Foundation**
   Providing mid day meals to BMC run schools
4. **SOS Children Villages**
   Providing home like environment, stay, education and rehabilitation programme for children
5. **Setu Charitable Trust**
   Welfare of marginalized childrens through education, skill development & support for Anganwadi programs
6. **Sahayogini Palak Sanstha**
   Project for differently abled, Mini bus for transportation

### MGL VIDYA

1. **Quality Education Support Trust**
   Development of Early Childhood Education by providing teaching learning materials & appropriate training to ICDS supervisors, Anganwadi workers with regular supervision.
2. **Sambhavana**
   Mini science lab in 07 schools
3. **Akanksha Foundation**
   Support to the school of Navi Mumbai Municipal Corporation

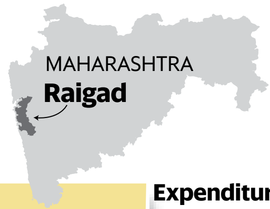
### MGL SAATHI

1. **Chhatrapati Shivaji Maharaj Vastu Sangrahalaya**
   Adoption of Himalayan Art Gallary
2. **Chhatrapati Shivaji Maharaj Vastu Sangrahalaya**
   Digitalisation of artefacts

## Social and Relationship contd...

# CSR Initiatives in RAIGAD FY 24-25

Out of 40 CSR projects implemented this year, 17 were in Raigad district, reflecting our vision to reach beyond urban areas. By prioritizing regions like Raigad, we aim to foster inclusive growth and address developmental gaps in most marginalised communities.




| | | Location | | Expenditure |
|---|---|---|---|---|
| MGL VIKAS | Pride India | Sudhagad, Pali/Mahad/ Shrivardhan | **Enhancing the quality life of 21 villages** Through improving access to education, healthcare and sustainable economic opportunities | ₹217.32 Lakh |
| MGL VIKAS | Shabri Adivashi Vitta Va Vikas Mandal | Mahad | **Enhancing 174 Farmers' livelihood** Providing oppotunites for displaced tribal communities by providing skills in inland fishery and marketing | ₹57.8 Lakh |
| MGL HUNAR | ITI Karjat | Karjat, Raigad | **Upgraded 100 Tribal youth training facilities** To empower Students upgraded training facilites for successful careers in electrical and pluming trade | ₹117 Lakh* |
| MGL HUNAR | Prabodhan Goregaon | Mangaon, Raigad | **267 Trained empowered with diverse skills** Mission to empower 320 youth with diverse skills for enhanced job prospects and community growth. | ₹50 Lakh |
| MGL HUNAR | Foundation for Innovation in Health | Mahad | **Enhanced 180 Rural Women's livelihood** Enhancing rural livelihood and health access through youth training in the health sector. | ₹15.44 Lakh |
| MGL HUNAR | Lokbharti Education Society | Pen, Raigad | **400 employed youth by providing soft skill** Enhances employbility for 400 marginalised targeted youth by providing technical and soft skills for sustainable employment | ₹40.29 Lakh |
| MGL HUNAR | Centum Foundation | Panvel | **400 employed youth by Demand-driven skill** Empowered 400 marginalised Rural youth with Demand-driven skill training for employability and livelihood | ₹82 Lakh |
| MGL VIDYA | Quality Education Support Trust (QUEST) | Mangaon and Roha | **7,691 Anganwadi children benefitted** Transformed Anganwadi center into dynamic Early Childhood Education hubs, enhancing child development and ICDS workforce | ₹51.88 Lakh |

*Being paid in FY25-26

| | | Location | | Expenditure |
|---|---|---|---|---|
| MGL AAROGYA | State TB Office | Sub-District Hospital District TB Center, Alibaug | **Enhancing 26,530 patients Support** Through TB testing capabilites and support to improve Public health outcome, contributing to the NTB Elimanation program | ₹278.88 Lakh |
| MGL AAROGYA | Helpage India | Raigad District | **Completed 7,000 Senior Citizens treatment** Tagetted 7,000 Senior Citizens for improved Access, early Detection and treatment lead to enhance vision and increasing awareness | ₹218 Lakh |
| MGL AAROGYA | Sci-Tech Park, Pune University | Panvel, Uran, Pen, Mahad Block | **Cervical Cancer screening undertaken for 2,000 women** Identified 82 positive cases for further treatment and follow-up, alongside awareness and preventive education | ₹58 Lakh |
| MGL AAROGYA | Sanjeevani Arogya Seva Sanstha | Murud, Janjira, Raigad | **2,638 Lifesaving Dialysis Support** Dialyser Reprocessor were donated benefiting 2,638 patients by providing critical dialysis services in a region with limited medical infrastructure | ₹21.88 Lakh* |
| MGL HARIYALI | SAVALI Charitable Trust | Raigad District | **Enhanced Biodiversity & ecological restoration, 56,000 trees planted** Regional Agriculture administration Training Centre Khopoli targeted 56,000 through the creation of native forest | ₹128 Lakh |
| MGL HARIYALI | Under the Mango tree Society (UTMT) | Pen, Raigad | **Empowered 300 Farming Household** Empowered tribal communities with sustain-able livelihoods through beekeeping and biodiversity enhancement | ₹22.7 Lakh |
| MGL HARIYALI | Alibag Forest Department | Alibag, Raigad | **Providing serveillance vehicle for patrolling** Commitment to environmental conservation and community welfare initiative through purchase and donation of surveillance vehicle | ₹21.64 Lakh |
| MGL SAKSHAM | Seva Sahyog Foundation | Karjat, Mahad, Shrivardhan | **600 Adolescent Girls (200 each)** Empowered up-600 underprivileged adolescent girls by conducting physical, intellectual, and emotional development session | ₹43 Lakh |
| MGL SAKSHAM | SOS Children Village | Alibag, Raigad | **67 Children in need of care and protection** Built family like environment for Children in need & help them to shape their future | ₹95 Lakh |

*Being paid in FY25-26

## Social and Relationship contd...

### Pride India
Organisation

### Sudhagad/ Mahad/ Shrivardhan
Region of impact

### Who has benefitted?

**12,700**
Underserved Rural Families

### How did we make a difference?

Enhancing the quality of life in 21 villages in Raigad through holistic development programmes that improved access to education, healthcare and sustainable economic opportunities.

**Aligned SDGs**

As part of MGL Vikas, we are serving 21 villages Sudhagad-Pali, Mahad and Shrivardhan blocks of Raigad, prioritising environmental conservation, women's economic development, community welfare, health, hygiene and quality education. By addressing critical local needs, we are building stronger, self-reliant rural communities.

**Shashwat Gram, An Ideal Village Project**- It is a transformative initiative by MGL, driving sustainable rural development across 21 villages. Focused on education, healthcare, environmental conservation and livelihood enhancement, the programme empowers communities facing challenges, such as industrial land conversion, unemployment and the decline of traditional occupations. Through skill development and local engagement, the project is fostering self-sufficiency and resilience.

Glimpses of empowering farmers through better agricultural practices

**Sustainable livelihood support**

As part of the Ideal Village Project under MGL Vikas, a marginal farmer Shashikant Bhagoji Godambe from the Bheloshi village received assistance to enhance his income. By adopting goat rearing and improved agricultural practices, he was able to achieve higher paddy and vegetable production, earning ₹3,000 every month. This initiative substantially contributed to his financial stability.

### Case Study

**PHASE 1**

**Initial Implementation**

During the COVID-19 pandemic, the project commenced in six villages, including Zap, Aptwane, Wavloli, Bharje, Adulse, and Chikhalgaon. Self-Help Groups (SHGs) were established to promote financial independence, while Parent-Teacher Associations (PTAs) and School Management Committees (SMCs) were formed to improve school governance and access to government schemes. The sanitation drive resulted in a decline of 33% in open defecation, while maternal and infant mortality rates dropped by 19% and 8%, respectively

"PRIDE India and Mahanagar Gas Limited have transformed our village by addressing critical issues such as education, health, water, and sanitation services. Initially, community engagement was challenging, but through persistent efforts, a sense of unity and cooperation emerged. Today, villagers actively participate in development activities, with women taking leadership roles in maintaining village cleanliness and attending training sessions. This program has significantly improved our quality of life and brought positive change to our community. We are deeply grateful for the support that has empowered us to build a better future together.".

**- Avinash Pimpale, Police Patil, Adulase**

A Health Awareness camp at Shashwat Gram Project

Sneak peek into our monthly Parents teachers meeting

Nutrition programme conducted at the anganwadi renovated under Shashwat Gram Project

A glimpse of Women Empowerment Session

# Social and Relationship contd...

PHASE 2

### Expansion and infrastructure development

Encouraged by the success of Phase 1, the initiative was expanded to ten more villages: Daryagaon, Nadsur, Thanale, Kansal, Gathemal, Bhalgul Karale, Khujare, Borla and Chiklap. Improvements to the infrastructure included 13 new toilets, 26 renovated toilets and 15 soak pits for better water filtration. Hygiene awareness increased due to health sessions and the distribution of 219 hygiene kits.

To support livelihoods, masonry tools, sewing machines and grocery setups were provided. Eleven youths received computer and spoken English training for better job prospects. Community engagement was strengthened through sports competitions and cultural events for children and women.

"From an early age, I developed a passion for masonry but struggled due to a lack of proper tools. With the support of PRIDE India and Mahanagar Gas Limited, I was able to purchase essential construction tools, which considerably improved my earnings and quality of work. With the right support at the right time, dreams are built and lives are transformed."

**- Tulshiram Daji Hilam, Chikhalgaon Adiwasiwadi, Sudhagad**


Improving access to Clean Water


Building villages and creating a sense of civic pride among residents, inspiring shared responsibility to maintain village cleanliness

### Scaling our impact by expanding to Mahad

The model was extended to villages in Mahad—Narwan, Bheloshi, Wamane, Ghurupkond and Kolose. Over 100 families benefited from home repairs, 26 new toilets were built and 50 soak pits were installed to improve sanitation. Environmental efforts included planting 910 saplings to restore ecological balance.

Education initiatives introduced solar-powered schools, study centres and libraries. Seven Anganwadi workers were trained to improve early childhood education. A total of 49 youths received computer training and 63 individuals enrolled in vocational programmes to improve their career prospects.

### Key outcomes

- 55% increase in monthly incomes
- Fivefold rise in school attendance
- 23% increase in Gram Panchayat meeting participation
- Significant reduction in malnutrition and anaemia among women and children
- Women's leadership in village development and SHG activities

"The study centre developed as part of MGL initiative had a significant impact on my daughter, Isika. She struggled with English before the centre started and lacked the resources to improve. With the support of the centre, she gained fluency and confidence. Her academic performance improved and she passed her exams with excellent marks. Education is the bridge to a brighter future, and Ghurupkond continues to flourish with this support."

**- Father of Isika, Raju Dhondge, Ghurupkond**

## State TB Office

Organisation

## Mumbai, Thane and Raigad

Region of impact

## Who has benefitted?

**22,900**
TB Patients

## How did we make a difference?

Enhancing TB testing capabilities and extending essential support to improve public health outcomes, thereby contributing to the National TB Elimination Programme/TB Mukt Bharat Abhiyan.

### Aligned SDGs

### Inside India's Fight Against TB

In the relentless battle against disease, there are stories of resilience, courage, and determination. One such battle is against tuberculosis (TB), an ancient enemy that continues to be the world's deadliest infectious disease, especially in India.

India's TB story is that of hard-fought battles with few misses. As per WHO, India accounted for the highest share of global TB cases, ~26% leading to ~3,23,000 deaths. As expected, even for Multidrug-Resistant TB (MDR-TB), India accounted for 27% of global cases in 2022.

### India's Battle

TB is caused by the Mycobacterium tuberculosis, primarily affecting the lungs. TB spreads through the air when an infected person coughs or sneezes. Crowded living conditions, poor ventilation, and malnutrition exacerbate its spread, whereas densely populated areas with limited healthcare access make the risk even higher. India has declared a determined fight against TB under the National TB Elimination Program (NTEP). The country's efforts are resting on three main pillars, viz. early diagnosis, free treatment, and nutritional support.

In Maharashtra, the state government has amplified the efforts through aggressive awareness campaigns and active case-finding missions. Special focus was placed on high-burden districts & grassroots support through health workers conducting door-to-door screenings.

Despite these initiatives, challenges persisted. Delayed diagnosis, lack of medication and the stigma surrounding TB continue to hinder progress. This stigma often forces patients, especially women into silence, preventing them from seeking timely care due to fear of social exclusion or domestic repercussions.

### MGL: A Partner in NTEP

Realising the gravity of the situation, we at MGL, decided to focus on TB elimination. As a first step, standing in solidarity with the NTEP, MGL proudly took the Corporate TB Pledge.

While studying the scenario in Maharashtra for TB elimination, MGL did the gap analysis and decided to focus on two of the three main pillars, i.e., early diagnosis & nutritional support, as medicines were being provided by the government. Recognizing the urgent need for advanced diagnostic infrastructure to combat TB, MGL took a significant step by donating & installing TruNAAT machines (covered with Annual Maintenance Contract) at 10 healthcare centres & also ensured uninterrupted supplies of cartridges. Initially focused on urban slum populations like Dharavi, Bandra, and subsequently shifted focus on TB hotspots like Bhiwandi. These machineries have played a crucial role in improving the accuracy and speed of TB detection, enabling early diagnosis and timely initiation of treatment, especially in high-burden areas.

Tru NAAT provided is utilised in the centers for TB testing

## Social and Relationship contd...

Providing free nutritional support for patients under Nikshay Poshan Yojana

However, we soon realised an alternative strategy for reaching out unreachable but vulnerable group of people like diabetic patients, malnourished population, prisoners group etc., for early diagnosis through portable X-RAY machines. This not only reduces the load on TruNAAT machines but also serves the asymptomatic patients from distant areas. Hence, MGL subsequently provided three top-quality ultra-portable X-ray machines to healthcare centres in far-flung areas of Thane, Bhiwandi and Alibaug. These compact devices allow for immediate chest screening, particularly valuable in remote and underserved areas where access to diagnostic infrastructure is limited. By facilitating rapid, on-the-spot screening, handheld X-rays help in early identification of TB, reducing diagnostic delays as well as load on TruNAAT machines, thereby strengthening overall TB detection. In FY 2024-25, 26,530 people were screened through MGL provided 10 TruNAAT machines and 3 handheld X-RAY machines.

Beyond diagnostics, MGL is deeply committed to holistic patient care. Proper nutrition plays a critical role in faster recovery and improved treatment outcomes, and MGL is proud to stand alongside TB patients in their journey toward healing. Under the Nikshay Mitra Scheme, MGL extended nutritional support to 400 TB patients across 10 blocks of Raigad district.

MGL team felicitated by District Collector & District Magistrate, Raigad Shri. Kishan Jawale (IAS) & Senior District official during 100 days TB free Raigad campaign.

As we move forward, MGL remains committed to partnering with the government, healthcare providers, and communities to realize a TB-free India. With collective resolve, we can achieve our Prime Minister's vision of "TB Mukt Bharat," ensuring healthier lives and stronger communities for generations to come.

**Dr Sachin Jadhav**
**(District TB Officer, Raigad)**

"Tuberculosis remains a serious health concern in Maharashtra and across India. Early testing and timely treatment are key to stopping its spread. With rising awareness and strong support from partners like MGL, we are making greater impact. MGL's contribution through TruNAAT and X-Ray machines has greatly improved early detection. The nutrition kits given to patients have also helped them recover faster by meeting their basic health needs. We truly appreciate MGL for this meaningful support in our fight against TB."



### J.J. Hospital
Organisation

### Mumbai
Region of impact

### Who has benefitted?

**~4,800**
Patients

### How did we make a difference?

Providing primary healthcare to lead a normal life.

**Aligned SDGs**

### Strengthening a lifeline at Sir J.J. Hospital

In India, around 2 Lakh people suffer from kidney-related complications every year and they need to undergo kidney transplants. But only 5% of them get donors and undergo transplant, while the rest of the patients sustain through dialysis, which sometimes costs around ₹ 1 Lakh in private centres every month.

Grant Medical College and Sir Jamshedji Jeejeebhoy Group of Hospitals, Mumbai (Sir J.J. Hospital), serves as a lifeline for thousands of patients across Maharashtra and beyond. Among its many super-specialty departments, the Department of Nephrology stands out for delivering critical care almost free of cost to those suffering from severe kidney ailments, mostly from marginalized groups. With over 3,000–3,500 dialyses performed annually, the AKD unit operates 24x7, 365 days a year, often under immense pressure.

In 2022-23, MGL reached out to the Artificial Kidney department (AKD) of Sir J.J Hospital to support them with three Haemodialysis machines along with a dialyser reprocessor unit for their growing number of kidney patients. We quickly delivered & installed three Haemodialysis machines of the Fresenius make with AMC. Within hours of installation of these machines, they were promptly put to the service of patients!

Looking at the utilisation of these dialysis machines and the growing number of patients, MGL donated three more machines of Fresenius make with AMC in the FY 2024-25.

MGL has been honoured with the Excellence Award for Disease Prevention & Treatment by The Rotary Foundation, presented by Union Minister Shri Piyush Goyal. Through the MGL Aarogya initiative, we have reached over 70,000 underserved individuals across Mumbai, Navi Mumbai, and Raigad, reaffirming our commitment to community health and well-being.

## Social and Relationship contd...

A few months later, AKD faced a small crisis of failing dialysis, resulting in patients being shifted to another state government hospital. The reason for dialysis failure was the malfunctioning of the RO plant, essential for the operation of any dialysis unit. Recognizing the urgency, MGL swiftly repaired the existing RO plant as a short-term fix, but for a long-term solution, MGL also funded a new RO plant with AMC.

But our support didn't end there. During a follow-up visit by our senior management, it was noticed that four high-quality Haemodialysis machines (donated during COVID by a corporate entity) were lying idle due to the expiry of the AMC. Recognizing how quickly more lives could be saved at minimal cost, MGL stepped in once again, renewing the CMCs and bringing these machines back into service for the needy patients.

To further strengthen the dialysis unit's capacity and ensure seamless, uninterrupted treatment, MGL provided a range of essential consumables like dialyzer, tubing, AV Fistula needle, Heparin injections, Catheter, Transducer Protector, dressing, Chemicals for the re-processor unit, filtration kit, battery kit, etc. Together, these consumables, along with ten dialysis machines, are supporting the doctors and staff at Sir JJ Hospital's AKD to provide world-class dialysis to critical cases & needy patients, upholding the highest standards of patient care. It is worthwhile to mention that, as per the protocol, AKD is now keeping two machines separately for hepatitis positive cases.

Through this holistic intervention, we at MGL sincerely appreciate the relentless efforts of the doctors and staff at AKD of Sir JJ Hospital to serve 400 patients every month, utilising all ten machines supplied/supported by MGL. With the same number of staff and doctors, AKD is serving more patients every year since MGL joined Sir JJ Hospital to strengthen the dialysis lifeline for poor patients.

This initiative didn't just improve infrastructure, it restored dignity and hope to poor patients who rely on dialysis to survive and motivation for the doctors and support staff to do more. It reflects MGL's commitment to going beyond the expected, listening to the unspoken needs on the ground, and ensuring that healthcare truly reaches those who need it the most.

The real impact of this support can be seen in the lives of people like Kashinath Tulave and Pravin Waghmare (name changed)

"I've been coming to J.J. Hospital for dialysis for a long time. Private hospitals charge thousands for one session, but here it's just ₹250. That's a huge help for someone like me. After MGL donated new dialysis machines, I don't have to wait as long anymore. The treatment process has become faster and smoother. It has really reduced my stress and given me peace of mind."

**- Kashinath Tulave**

"I'm 25 and work as a tattoo makeup artist. After the Killari earthquake, my health took a bad hit, and now I need dialysis three times a week. J.J. Hospital is a lifeline for me. If it weren't for the new machines MGL donated, I might not have been able to get treatment so regularly. Missing even one session can be risky. My mother and I are so grateful for the care I receive here, it's helping me live and keep moving forward."

**- Pravin Waghmare**

"Indebted to MGL... for making the dialysis unit fully functional. Over last 3 years, we have seen an annual increase in number of dialyses by ~1,500. It has impacted thousands of lives!!!"

**Dr. Geeta Sheth,**
Professor & Head, Department of Nephrology
Grant Medical College & Sir J.J. Group of Hospitals

### MGL VIKAS

**Shabri Adivashi Vitta Va Vikas Mandal**
Organisation

**Raigad**
Region of impact

### Who has benefitted?

**174**
Particularly Vulnerable Tribal Groups (PVTG) Households

### How did we make a difference?

Enhancing livelihood opportunities for rehabilitated tribal communities by providing skills in inland fishery and marketing.

**Aligned SDGs**

1, 2, 8, 10

As part of MGL Vikas, we have undertaken a livelihood enhancement initiative for tribal communities in Mahad Taluka, focusing on inland fisheries and market linkages. Implemented in collaboration with the Shabari Adivasi Vitta Va Vikas Mahamandal Maryadit, a state government agency promoting tribal livelihoods, this programme equips fishery cooperative members with essential skills in fish breeding and marketing. By enabling sustainable income generation and contributing to economic stability, we are building resilient communities.

Glimpses of fishery cage farming at Mahad

## Social and Relationship contd...

MGL AAROGYA

### St. Jude India

Organisation

### Mumbai

Region of impact

### Who has benefitted?

**~2,500**

Paediatric Cancer Patients and Their Families

### How did we make a difference?

Offering comprehensive support to paediatric cancer patients and their families

**Aligned SDGs**

MGL Aarogya has significantly contributed to childhood cancer care through comprehensive support for families relocating to cities for treatment due to limited medical facilities in rural areas. The 'home away from home' approach of this initiative provides comfortable accommodations, commute facilities and essential emotional support. By addressing both physical and psychological needs, this initiative enhances recovery outcomes, ensuring children have the best chance to lead healthy and fulfilling lives.


Children celebrating Independence Day with enthusiasm

Bringing smiles and joy through a fun-filled recreational activity for young cancer warriors

MGL AAROGYA

### Anushkaa Foundation for Eliminating Clubfoot

Organisation

### Mumbai

Region of impact

### Who has benefitted?

**625**

Children Born with Clubfoot

### How did we make a difference?

Promoting the well-being of specially-abled children.

**Aligned SDGs**

Through MGL Aarogya, we are addressing clubfoot, a congenital condition affecting children, by raising awareness and providing timely treatment. We operate three specialised clinics in Mumbai and suburban areas, ensuring early intervention to prevent future physical disabilities. By offering preventive care, we enable affected children to lead dignified lives, creating a lasting impact on their well-being and future opportunities.

Providing timely treatment to cure clubfoot among infants and toddlers

## Social and Relationship contd...

MGL AAROGYA

### Nair Hospital Dental College
Organisation

### Mumbai
Region of impact

Who has
**benefitted?**

**~840**
Patients

How did we make a
**difference?**

Strengthening the quality of health care institutions.

Aligned SDGs

Under MGL Aarogya initiative, we partnered with Nair Hospital Dental College (NHDC), one of Mumbai's premier and oldest dental college, to enhance its infrastructure and elevate the standard of patient care.

In FY 2021-22, MGL supported the NHDC by establishing a state-of-the-art implantology center. Recognizing the potential to further modernize the facilities in FY 2022-23, MGL established a state-of-the-art Digital Dental Centre, one of the very few fully integrated digital dental centres in government hospitals.

To streamline the processes and optimize the infrastructure utilisation a need was felt by NHDC to go for National Accreditation Board for Hospitals & Healthcare Providers (NABH). In this endeavour MGL again came forward to help NHDC getting NABH accreditation which is in process. This initiative is helping bring cutting-edge dental care to the broader community especially to patients from underprivileged backgrounds, while also strengthening the training infrastructure for future dental professionals and attract better students.

Students utilizing the facilities at Dental Care Centre

Patient utilizing the facilities at Digital Dental Care Centre

MGL AAROGYA

### Helpage India
Organisation

### Raigad
Region of impact

Who has
**benefitted?**

**7,000**
Senior Citizens

How did we make a
**difference?**

Improved access, early detection and treatment resulted in enhanced vision and greater awareness.

Aligned SDGs

Through MGL Aarogya, the vision restoration Programme has resulted in the completion of 7,000 successful cataract surgeries and provided treatment for ophthalmic diseases, addressing curable blindness across Raigad district. These eye camps have restored sight and improved emotional well-being. By making essential treatments accessible, the initiative has eased financial burdens and strengthened healthcare resilience.


Eye screening conducted at the camp in Pen to support better vision

MGL Team with Cataract beneficiaries at the Raigad District Eye camp

## Social and Relationship contd...

### MGL AAROGYA

**Sci-Tech Park, Pune University**
Organisation

**Panvel, Uran, Pen and Mahad blocks in Raigad**
Region of impact

### Who has benefitted?

**2,000**
Women

### How did we make a difference?

Early detection of cervical cancer helped in early treatment resulting in reduced deaths.

**Aligned SDGs**

MGL Aarogya – Cervical Cancer Screening Programme aimed to screen 2,000 women using validated HPV test to detect cervical cancer at an early stage. The programme was implemented by Science & Technology Park, Pune and its partner AyuGen Biosciences. By identifying high-risk cases and ensuring timely treatment, the initiative served as a vital preventive measure. This programme resulted in following Success stories:

**Extensive Outreach:** The programme successfully initiated over 15 sites for in North Raigad. The program reached more than 50,000 women through various mediums like news coverage (videos, newspapers, YouTube channels) through partner organizations and the distribution of fliers via WhatsApp groups. It also has resulted in training of over 150 Asha workers in the Panvel, Pen and Uran area.

**Reaching Untouched Areas:** The programme reached to the adivasi areas such as Bardawadi in Pen, which had not been previously targeted. Awareness and screening was conducted in remote areas such as Kasu village, where many women work on trains selling local fruits and snacks.

**Early cancer prevention:** The programme collected 2039 samples. For the 1st time in rural India, the majority of the samples (80%) were self-sampled. This programme identified about 82 women as HPV positive. In other words these women were given an opportunity to prevent cervical cancer. Among these 39% of the HPV positive women had the most virulent HPV types (HPV 16 & 18). All these women were provided with further evaluations and management as per the guidelines. To check persistent infection after providing the treatment repeat testing for these women is also covered in this project.

**Lives saved:** Assuming cost of cancer treatment at ₹ 6 lakhs (total cost over ₹ 1 Cr. assuming 20% of HPV positive women may develop cancer), this MGL Aarogya's Cervical Cancer Prevention Programme resulted in significant cost savings. Lives saved cannot be measured just by considering the cost of treatment. It has indirectly saved the entire family from getting affected.

Awareness and testing on Cervical Cancer conducted for women in the Raigad district



### MGL HUNAR

**Lokbharti Education Society**
Organisation

**Raigad**
Region of impact

### Who has benefitted?

**400**
Marginalised Youth

### How did we make a difference?

Contributing to better employability prospects by providing trainees with essential technical and soft skills for long-term employment.

**Aligned SDGs**

MGL Hunar – Employment Linked Skill Development Programme delivers industry-integrated, demand-driven training across key trades such as Electrician, Plumbing, Four-Wheeler Driving and Fitting. The initiative also strengthens life skills, including financial literacy and self-awareness, alongside employability skills like resume writing, interview techniques and communication. By combining technical expertise with essential soft skills, the programme enhances job readiness, creating sustainable employment opportunities while contributing to economic growth and self-reliance.

A glimpse of the Employment-Linked Skill Development Programme at Raigad district

Welcome kit presented to the students

## Social and Relationship contd...

MGL HUNAR

### Don Bosco Development Society
Organisation

### Mumbai
Region of impact

Under MGL Hunar the Gas Pipeline Fitter Skill Enhancement Programme trained 30 youth in gas pipeline installation and maintenance, equipping them with industry-relevant skills. Hands-on training provided practical expertise, enhancing employability and preparing trainees for real-world challenges. This initiative addresses the growing demand for skilled professionals in the gas sector while empowering individuals with sustainable career opportunities.

MGL CSR team participated in the Valedictory Ceremony of the Gas Pipeline Fitter Skill Enhancement Programme

### Who has **benefitted?**

**30**
Marginalised Youth

### How did we make a **difference?**

Enhancing employability for 30 youth through gas pipeline training.

Felicitation of a graduating student of Gas Pipeline Fitter Skill Enhancement Programme

**Aligned SDGs**

MGL HUNAR

### Centum Foundation
Organisation

### Raigad
Region of impact

MGL Hunar launched the Employment-Linked Skill Development Programme to encourage skill-development in diverse trades, such as Plumbing, Automotive, Service Technician, Domestic Electrician and AC/Refrigeration Service Technician. By providing accessible, demand-driven training, the initiative has transformed the lives of 400 rural youth, enhanced their employability and enabled them to secure sustainable livelihoods. This effort strengthens economic growth and improves the quality of life in rural communities.


A glimpse of the Employment-Linked Skill Development Programme providing vocational training

### Who has **benefitted?**

**400**
Marginalised Youth

### How did we make a **difference?**

Provided 400 rural youth with demand-driven skill training for enhanced employability and livelihood opportunities.


Graduation Ceremony of the Employment-Linked Skill Development Programme providing vocational training

**Aligned SDGs**

## Social and Relationship contd...

**MGL HUNAR**

### ITI Karjat
Organisation

### Raigad
Region of impact

## Who has benefitted?

**100**
Tribal Youth

## How did we make a difference?

Upgrading training facilities to support students in building successful careers in electrical and plumbing trades.

**Aligned SDGs**

As part of MGL Hunar, we have upgraded the Electrical and Plumbing Trade Lab with a smart classroom at Government ITI in Karjat, Raigad, in collaboration with Bosch India Foundation. These enhanced facilities provide students with industry-aligned practical training, equipping them with the skills needed for self-reliance upon course completion. By integrating advanced technology into vocational education, this initiative provides aspiring individuals with several career opportunities.

Inauguration of the upgraded Electrical and Plumbing Trade Lab with a smart classroom at Government ITI in Karjat

State-of-the-Art Plumbing Lab Set Up at IIT Karjat.

**MGL HUNAR**

### Prabodhan Goregaon
Organisation

### Raigad
Region of impact

## Who has benefitted?

**~270**
Rural Youth

## How did we make a difference?

Helping individuals gain diverse skill sets for better job prospects, while also driving community growth.

**Aligned SDGs**

For years, many young people in Raigad aspired to better opportunities but lacked access to quality training. Recognizing this gap, MGL Prabodhan Kaushalya Niketan was established to provide practical, employment-oriented skill development and today, it stands as the finest skill training centre in the entire district under one roof.

The centre offers a wide range of industry-relevant courses including Nursing Assistance, Electrical, RACW, Self-Employed Tailoring, Beauty Therapy, Plumbing & Gas Piping, Mobile Repairing and Advanced IT. Each program is led by experienced trainers and state of the art labs and training rooms designed to equip participants with the hands-on skills needed to succeed in today's job market.

With students enrolling from various blocks across Raigad, the centre is not only enhancing individual career prospects but also contributing to the region's socio-economic development. It has become a model for effective skill-building and community empowerment raising the bar for training standards in the district.

MGL Prabodhan Kaushalya Niketan skill enhancement centre at Mangaon, Raigad district.

A glimpse of batches undergoing vocational training sessions.

# Social and Relationship contd...

**MGL HUNAR**

## Foundation for Innovation in Health (FIH)
Organisation

## Raigad
Region of impact

## Who has benefitted?

**180**
Rural Women

## How did we make a difference?

Creating opportunities for rural livelihoods and expanding the access to healthcare by training youth in the healthcare sector.

**Aligned SDGs**

Under MGL Hunar, we introduced the training programme to create livelihood opportunities for local youth while enhancing access to primary healthcare. The General Duty Assistant training course has enabled employability in the growing healthcare sector, advancing women's empowerment and supporting marginalised communities. By equipping participants with essential skills, this initiative strengthens both individual prospects and drives community development, contributing to sustainable rural livelihoods and wider access to healthcare.

Certificate distribution to candidates on the completion of the General Duty Assistant training course

Certificate distribution to candidates on the completion of the General Duty Assistant training course

Classes conducted for the General Duty Assistant training course



**MGL HARIYALI**

## SAVALI NGO
Organisation

## Raigad
Region of impact

## Who has benefitted?

**Students and Faculties of ITIs at Nagothane, Pen and Regional Agriculture Extension Management Training Institute,Khopoli**

## How did we make a difference?

Contributing to biodiversity and ecological restoration through the creation of native forests.

**Aligned SDGs**

MGL Hariyali has introduced the Rapid Forest Project, employing the Miyawaki method to cultivate dense, native forests. By planting 56,000 indigenous trees in close proximity, these mini-ecosystems mature within three years, attracting diverse wildlife, such as small birds, butterflies and other fauna. This initiative enhances biodiversity and supports ecological restoration, contributing to a healthier and more sustainable environment.

Inauguration of Miyawaki forest by Mr. Ashu Shinghal, Managing Director, MGL and Mr. Satish Suryavanshi, Director, Vocational Education & Training Dept., Maharashtra at ITI Nagothane

Tree plantation by Mr. Ashu Shinghal, Managing Director, MGL and Mr. Satish Suryavanshi, Director, Vocational Education & Training Dept., Maharashtra at ITI Nagothane

## Social and Relationship contd...

MGL HARIYALI

### UTMT Society

Organisation

### Raigad

Region of impact

### Who has **benefitted?**

**300**

Farming Households

### How did we make a **difference?**

Empowering tribal communities with sustainable livelihood opportunities through beekeeping and biodiversity enhancement

**Aligned SDGs**

MGL Hariyali project is enabling sustainable livelihoods in seven tribal villages by promoting beekeeping with the indigenous bee species, Apis cerana indica. This initiative equips local communities with essential training and resources, creating alternative income opportunities while enhancing biodiversity through improved pollination. By supporting local flora and ecosystem health, the programme strengthens economic resilience and environmental sustainability, contributing to a more self-reliant and thriving community.

Hands-on demonstrations of hive management and honey bees management

Equipping local communities with beekeeping skills (with the indigenous bee species)

**A story of hope in Tanaji's farm**

Empowering local communities by equipping them with beekeeping skills (using the indigenous bee species)

Tanaji Kusha Nirguda, 47 years old, endured years of hardship as his Rajdand village farm suffered from erratic weather patterns and growing expenses. His worries about his family's future escalated with each failed harvest. Then, through Mahanagar Gas Ltd.'s sustainable livelihood project, MGL Hariyali, an unexpected opportunity presented itself.

Tanaji and 45 other farmers were introduced to the prospects of beekeeping at a two-day beekeeping training programme at the Pen block in Raigad District. He was sceptical initially, but he soon recognised that pollination could boost his crop yield and that producing honey could be a reliable source of income. Inspired, he set up his first bee box close to his struggling crops.

The results were remarkable. His farm flourished, while honey became a new source of income. The once-silent land now buzzed with life—a symbol of resilience and renewal. The hum of bees was no longer just a sound. It was survival. It was renewal. It was hope.

MGL VIDYA

### Quality Education Support Trust (QUEST)

Organisation

### Mangaon and Roha

Region of impact

### Who has **benefitted?**

**~7,700**

Anganwadi Workers, Anganwadi Sevika and Toddlers

### How did we make a **difference?**

Transforming Anganwadi centres into dynamic Early Childhood Education hubs, enhancing child development and strengthening the ICDS workforce.

**Aligned SDGs**

MGL Vidya – Palavee programme is transforming Anganwadi centres into dynamic Early Childhood Education (ECE) hubs, enhancing comprehensive child development and strengthening the professional capabilities of Integrated Child Development Services (ICDS) functionaries. By providing targeted training, Anganwadi workers gain the expertise to create engaging and supportive learning environments for young children. This initiative not only advances early education but also reinforces the effectiveness of the ICDS framework. By focusing on both child development and skill enhancement, MGL Vidya – Palavee programme is shaping a stronger foundation for the future of children in these communities.

Driving comprehensive child development at an Anganwadi

Capacity building of Anganwadi workers

Capacity building of Anganwadi workers

Significantly contributing to comprehensive child development at an Anganwadi

## Social and Relationship contd...

MGL VIDYA

### Samabhavana Trust

Organisation

### Mumbai

Region of impact

Who has
**benefitted?**

**~2,400**
Students of Public Schools

How did we make a
**difference?**

Enhancing STEM education through Mini Science Centres.

**Aligned SDGs**

MGL Vidya - The STEM Learning Programme has established Mini Science Centres (MSCs) in seven Mumbai schools to improve science and mathematics education. These centres provide hands-on learning experiences, enabling students to grasp fundamental concepts and their real-world applications. By making education interactive and engaging, the MSCs spark curiosity and a deeper interest in STEM subjects. This initiative aims to inspire the next generation of learners, equipping them with essential skills for future academic and professional success in science and technology.

Hands on learning at Mini Science Center

A Sneak into the Mini Science Centre Lab



MGL VIDYA

### Akanksha Foundation

Organisation

### NMMC Region

Region of impact

Who has
**benefitted?**

**1,430**
Students

How did we make a
**difference?**

By providing teacher training programmes and improving school education to enhance students' learning outcomes and academic performance.

**Aligned SDGs**

MGL Vidya has strengthened the operations of an NMMC school by conducting teacher development programmes aimed at enhancing instructional methods and classroom effectiveness. This initiative trains educators on innovative strategies to improve student engagement and learning outcomes. By working closely with teachers and parents, the programme has helped set academic and personal goals, fostering a more effective and inclusive learning environment. Through these efforts, MGL Vidya is enhancing student success.


Graduation ceremony of of young minds at the NMMC school

Digital integration at a school in Navi Mumbai

## Social and Relationship contd...

MGL SAKSHAM

### HKM Charitable Trust

Organisation

### Mumbai

Region of impact

### Who has benefitted?

**~44,300**
Attendants of Patients Admitted in KEM Hospital

### How did we make a difference?

Addressing hunger and malnutrition, besides improving the health of attendants of underserved, outstation patients admitted to KEM Hospital in Mumbai.

**Aligned SDGs**

MGL Saksham - Akshaya Chaitanya project aims to support vulnerable families of patients hospitalized at KEM Hospital, Mumbai, by providing free meals. This initiative ensures that families facing difficult times have access to nutritious food, reducing their financial strain and offering essential care. The project embodies compassion and community support, helping those in need during challenging moments.

Beneficiaries availing meals at the KEM Hospital

Beneficiaries availing meals at the KEM Hospital

**Lending a hand in difficult times**

Sunita Shakar Jagtap, a farmer from Nashik, never thought she would spend 85 days in a hospital, watching over her mother as she fought for her life. The stress of medical expenses and endless waiting took a toll on her and her sister. As their savings dwindled, even affording a basic meal became a struggle.

That's when HKM Foundation/Akshaya Chaitanya stepped in. With nutritious meals provided daily, Sunita found relief in knowing that at least one of her worries was taken care of. The food not only nourished them but also offered them the strength to support their mother throughout her recovery.

Today, as she visits the hospital for follow-ups, Sunita carries deep gratitude. In the toughest of times, a simple meal meant more than sustenance for her—it was a powerful reminder that she was not alone.

MGL SAKSHAM

### ANNAMRITA FOUNDATION

Organisation

### Mumbai

Region of impact

### Who has benefitted?

**~10,900**
Students

### How did we make a difference?

Addressing hunger and malnutrition by providing Mid day meals

**Aligned SDGs**

Under MGL Saksham, Annamrita Foundation serves hot and nutritious mid-day meals to approximately 10,910 children across public schools in Mumbai. This initiative not only addresses classroom hunger but also acts as a powerful incentive to attract children to school and keep them engaged in their education.

By providing wholesome meals, the programme contributes significantly to improving the nutrition levels and overall health of children, helping to combat the persistent issue of malnutrition. Through this effort MGL supports the holistic development of students while promoting better attendance, concentration and learning outcomes.

An Image of mid-day meal distribution

**Nurturing dreams – Annamrita Foundation**

Every morning, 10-year-old Anas Salmani wakes up with excitement. School is where his dreams take shape. A student of the fourth standard at the Safarabadi Municipal School in Mumbai, Anas aspires to become a teacher, inspired by his love for English.

At home, his life is simple yet challenging. His father, a hairdresser, works diligently to provide for the family, while his mother tends to him and his siblings. With limited income, hunger often made studying difficult for Anas. But everything changed with the mid-day meal programme. Now, Anas eagerly looks forward to his favourite dishes—rice and chana dal, vegetable pulao and khichdi. These meals not only satisfied his hunger, but also gave him the strength to study harder and play hockey. His attendance has improved, his focus has sharpened and his energy levels have soared. For his family, the programme has eased their financial burden, ensuring that Anas receives proper nutrition.

As he sits in class, absorbing every lesson, his future feels brighter. Although it is just a simple meal, it has made a big difference for Anas.

## Social and Relationship contd...

MGL SAKSHAM

### SOS Children Village

Organisation

### Raigad

Region of impact

Who has **benefitted?**

**67**
Children

How did we make a **difference?**

Building a secure environment for children in need and helping them build a stronger future.

Aligned SDGs

3 Good Health and Well-being, 4 Quality Education

MGL Saksham is a transformative initiative that provides family-like care to nearly 67 children, who were once orphans or abandoned. Through the establishment of seven family units at SOS Children's Village Alibaug, this programme nurtures children in a secure and supportive environment. It fosters their holistic development, prioritising education, nutrition, health and psychological well-being. By creating a sense of belonging and stability, MGL Saksham enables children to build a brighter future, offering them hope, care and the opportunity for a fresh start.

MGL team visits SOS Village Alibaug, engaging with beneficiaries and fostering meaningful connections

Children activities at one family unit at family units at SOS Children's Village Alibaug

MGL SAKSHAM

### Seva Sahayog Foundation

Organisation

### Raigad

Region of impact

Who has **benefitted?**

**600**
Adolescent Girls

How did we make a **difference?**

Empowering 600 underprivileged adolescent girls by conducting physical, intellectual and emotional development sessions.

Aligned SDGs

3 Good Health and Well-being, 4 Quality Education, 5 Gender Equality

The Kishori Vikas Programme supports 600 adolescent girls from underprivileged communities in the Karjat, Mahad and Shrivardhan blocks of Raigad District. Conducted across 30 centres, the programme raises awareness through interactive sessions, focused on menstruation, nutrition, rights and responsibilities and career guidance. By addressing these critical aspects, the initiative equips young girls with the knowledge and confidence they need to live independently with dignity.

Addressing young girls at the Kishori Vikas Programme

Helping young girls gain confidence and strength through self-defence classes

Making young girls more knowledgeable and confident through guidance classes

## Social and Relationship contd...

MGL SAKSHAM

### Sahayogini Palak
Organisation

### Raigad
Region of impact

### Who has benefitted?

**120**
Specially-abled Children

### How did we make a difference?

Promoting a healthier way of living and providing equitable opportunities for individuals with special needs.

**Aligned SDGs**

Under the MGL Saksham initiative, your company has supported over 100 differently abled children and adults by enhancing their social and economic inclusion. By providing assistive devices and adapted communication methods, the programme bridges service gaps and promotes equal opportunities. Early intervention initiatives focus on developing social, learning, and foundational academic skills, ensuring smoother school transitions. Additionally, skill development training prepares individuals for workforce integration, enabling greater independence. Through these efforts, MGL Saksham is advancing an inclusive and supportive environment for persons with disabilities.

Empowering specially-abled children through engaging programmes


Engaging and inclusive activities supporting children with special needs

MGL SAATHI

### Chatrapati Shivaji Maharaj Vastu Sangrahalaya
Organisation

### Mumbai
Region of impact

### Who has benefitted?

**Research Scholars, Students and Visitors to The Museum**

### How did we make a difference?

Preservation and exhibition of historic monuments and improved knowledge about them.

**Aligned SDGs**

The Chhatrapati Shivaji Maharaj Vastu Sangrahalaya, Mumbai (CSMVS), is a 103-year-old cultural and educational institution established in 1903 with the will and support of the people of Mumbai. Housed in a Grade I heritage building which is part of the UNESCO World Heritage Precinct of Art Deco and Victorian Gothic, it continues to be one of the most significant arts institutions in Asia and remains strong in its 'for the people, by the people' approach.


Over a century, the CSMVS, primarily an art and archaeology museum, has evolved into a museum of ideas that focuses on research, education, collaboration, and environmental stewardship. All these aspects are fulfilled through a range of programmes and projects designed around its 70,000-plus collection of objects, which represent 5,000 years of Indian art, history, and philosophy.

Today, the CSMVS is visited by over a million visitors each year, and the museum has expanded from being a destination to an idea that is reaching out to people within other parts of Mumbai, as well as other towns and cities in India.

Under this project, 1345 art objects have been documented, and 6000 art objects preserved thereby preserving India's rich cultural heritage. This initiative supports research scholars, students and museum visitors by providing valuable resources for study and appreciation.

Under MGL Saathi, the Himalayan Art Gallery has been adopted to safeguard historical knowledge by making it widely accessible for research, publications, exhibitions, teaching and learning. This effort strengthens cultural conservation while fostering deeper engagement with India's brilliance in arts.


The Himalayan Art Gallary adopted by MGL

## Social and Relationship contd...

MGL SAATHI

### Army Welfare Fund
Organisation

### Mumbai
Region of impact

### Who has **benefitted?**

**The Armed Force Veterans, War Widows, and Their Dependents**

### How did we make a **difference?**

Extended support to armed force veterans, war widows and their dependents.

Aligned SDGs

Contributed to Armed Forces Flag Day Fund to ensure that the nation collectively cares for the armed force veterans, war widows and their dependents, 'measures for the benefit of armed forces veterans, war widows and their dependents' has been included in the list of activities prescribed for CSR under Schedule vii of the Companies Act.

MGL CSR contribution to the Armed Forces Flag Day Fund was felicitated by Honorable Maharashtra State Governor C.P. Radhakrishnan.





## Awards and Recognitions

**Mahatma Awards 2024** for Remarkable Contribution in Healthcare Services

**Four Golden Stars under National Safety Council of India (NSCI)** for OHS Management Systems at CGS, Mahape

**Greentech Global Workplace Safety Award 2024** for Outstanding Achievement under Excellence In Safety Training

National Awards for Excellence in CSR & Sustainability 2024 by **World HRD Congress**

Silver Award at the e4m **RetailEX Awards 2025** for Impactful MGL Sahayogi Campaign

Platinum Award in Public Utility Services Sector 2024 for Best Warehouse Safety Practices to Taloja Stores by **Apex India Foundation**

Excellence Award for Disease Prevention & Treatment for CSR initiatives by **The Rotary Foundation**

Bronze Award at the **PRSI National Awards 2024** for Best Annual Report

Bronze Award at the **$14^{th}$ PRCI Excellence Awards 2024** for Best Annual Report

Best Digital Transformation in Internal Audit Function from **UBS Forum**

# Management Discussion and Analysis

## Economic Overview

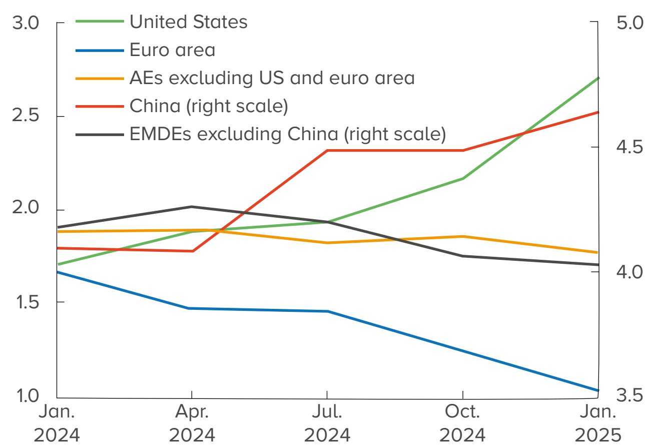
### Global Economic Overview[1]

The global economy achieved a growth rate of 3.3% in CY 2024, demonstrating remarkable resilience amidst myriad economic headwinds. Driven by a gradual decline in inflation, reduced commodity prices and monetary easing in many countries, the global economy is making gradual recovery, albeit with regional disparities.

While the United States exhibited robust growth, major European countries recorded subdued economic performance, creating a stark contrast in economic outcomes. For instance, Germany's performance has been lagging as compared to other Euro area countries, owing to the country's prolonged structural challenges and fierce global competition, particularly from China. On the other hand, most developing economies have witnessed an uptick in economic growth, owing to policy reforms and greater strength against global shocks.

Global inflation continues to decline, with central banks making cautious moves in easing monetary policies. Further, global energy demand is on the rise, despite economic uncertainty, as major economies are driving the shift towards cleaner energy sources.

**Evolution of 2025 Growth Forecasts**




Source: World Economic Outlook (IMF, January 2025)

[1]https://www.imf.org/en/Publications/WEO/Issues/2025/04/22/world-economic-outlook-april-2025



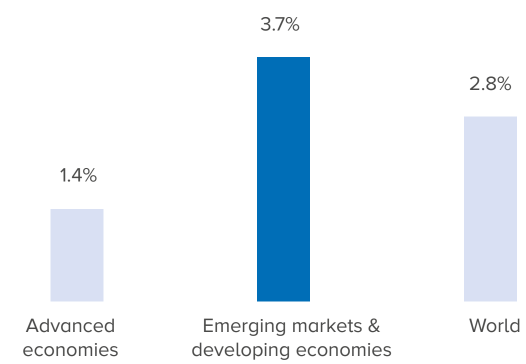
### Outlook

The global growth is projected at 2.8% for CY2025 and 3% for CY2026. In the United States, underlying demand remains robust and corporate tax cuts and deregulatory measures can enhance economic activity in the short term; however, newly imposed tariffs could lead to inflationary challenges.

Global inflation is expected to average at 4.3% in CY2025, with the advanced economies reaching their targets faster than Emerging Markets & Developing Economies (EMDE). It is anticipated that major economies will focus on recovering from economic headwinds, increasing energy demand to bolster industrial activities.

With the U.S., Russia and OPEC nations increasing oil supply, decline in energy prices is expected. However, due to escalating geopolitical turmoil, particularly in the Middle East and ongoing global trade frictions, there is a revised downward projection for global trade volume in CY2025 and CY2026. Emerging Asia might witness production decline owing to diminishing exports to the US. Nevertheless, attempts at bilateral trade deals and substitution of trade partners portend positively for risk mitigation within the global economy.

**Global GDP Forecast (CY 2025)**




Source: World Economic Outlook (IMF, April 2025)

### Indian Economic Overview[2]

Amid a challenging global economic landscape, the Indian economy continued to exhibit resilience, growing at 6.5% for FY 2024-25. With a steady rural demand, favourable monsoons and robust performance by the service sector, inflation has taken a downward trajectory, with headline CPI inflation for the financial year at 4.6%.

Investment activity gathered momentum during the year, driven by manufacturing exports, robust output from steel and cement industries and high capital goods imports. Further, the Indian government continued to expand infrastructure spending and facilitate several initiatives, such as the Production Linked Investment Scheme 2.0, to boost domestic industrial activity. Additionally, the RBI has reduced interest rates from 6.5% to 6.25%, marking the first cut in five years, further reducing it to 6% in April, to stimulate economic growth.

### Outlook

Moving forward, India's economic prospects remain strong despite subdued global growth. The Indian economy is projected to be one of the fastest growing major economies in the world, driven by increased public infrastructure investment and an upswing in household investments in real estate as per world bank. On the supply side, it was supported by uptick in manufacturing and stable services activity, despite lower Agri output, gradual decline in inflation and strong consumer spending. Further, the government's proactive policy measures like Logistics policy & digital initiative to bring down cost are expected to encourage Foreign Direct Investment (FDI), taking advantage of China plus 1 opportunity.

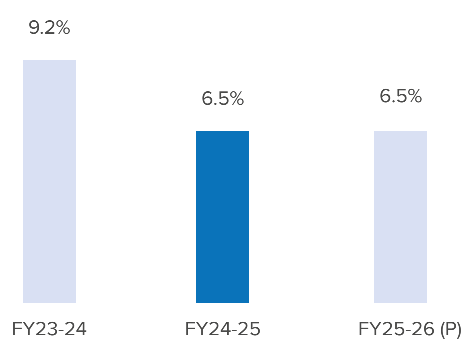
To address food shock inflation, the government is implementing strategic initiatives to mitigate the effects. It is anticipated that increasing economic activity in tier 3 and tier 4 cities will bolster domestic demand. Additionally, Stronger monsoon in coming year coupled with healthy reservoir levels are likely to result in better performance of agriculture sector. The domestic business sentiment and consumer confidence are also projected to maintain their upward momentum. Accommodative monetary policies, coupled with additional income tax relief for salaried individuals, is expected to drive growth.

However, India's international trade is expected to be impacted by macroeconomic challenges amid the tariff-induced transformation of global trade order. With global supply chain disruptions, prices of some raw materials might inflate affecting manufacturer's margins. Global downside risk of an economic slowdown will likely affect investors sentiment in the nation in the near-term. Conversely, FII moving away from the US & China plus one strategy may find the stability of the Indian economy appealing leading to capital influx in the nation.

India's energy requirements are also expected to grow at a higher clip as the nation moves towards a 'Vikshit Bharat' by 2047. The nation has the potential to emerge as a global manufacturing hotspot, due to notable shift in FDI, accelerated infrastructure build-out, Production-linked incentives in key sectors, on the back of the attractive home market.

[2]https://rbidocs.rbi.org.in/rdocs/Bulletin/PDFs/0BULL210520259384088A6E4D431192628B2A15EDF52D.PDF

### India's real GDP growth




P: Projected

Source: RBI Bulletin April 2025

## Industry Overview

### India's Energy Composition[3]

India is the third-largest energy consumer in the world after China and the US. Driven by rapid economic development, urbanisation and industrialisation, the nation's energy scenario is a dynamic and an evolving landscape. With the country planning to reduce its greenhouse gas emissions and targeting net zero emissions by 2070, its energy mix will increasingly shift towards low carbon with a strong focus on renewable energy sources. This will also reduce import growth of POL thereby enhancing energy security.

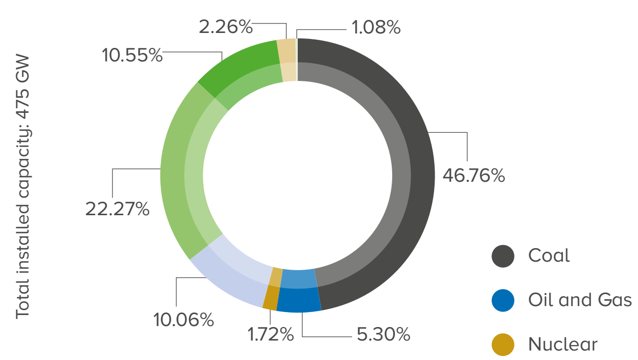
Coal continues to remain the mainstay for energy supplies but the trend especially in power generation is on decline. However, after a subdued capacity addition of thermal power generation capacity in recent past (comprising of Coal, Gas & Diesel but mostly coal), GOI has recently announced thermal capacity addition of 80 GW. This will be to meet the peak demand as well as balancing the grid as the policy shift towards Renewable is likely to be more pronounced. Thermal power still accounts for ~50% of India's total installed electricity capacity but as per estimates of CEA, its contribution is projected to decline to ~42% by FY27 and 31% by FY32.

Presently, natural gas forms ~7% of India's primary energy portfolio. However the nation is poised to double this figure to 15% by 2030.[4] To facilitate the transition to a gas-based economy, the main driver will be expanding City Gas Distribution (CGD) segment coupled with marginal to modest growth emanating from Refinery, Petrochemicals & Steel sector aided by softening LNG prices worldwide & growth of Gas Pipeline as well as ramping up of LNG import capacity.

The national commitment to derive 50% of electricity from non-fossil sources by 2030 signals a major shift, resulting in India ranking 4th in renewable energy capacity. The geographical advantage of 300 sunny days annually, India's solar energy sector has grown tremendously at a CAGR well over 30% in last decade mainly driven by government policies and participation by national as well as international firms.

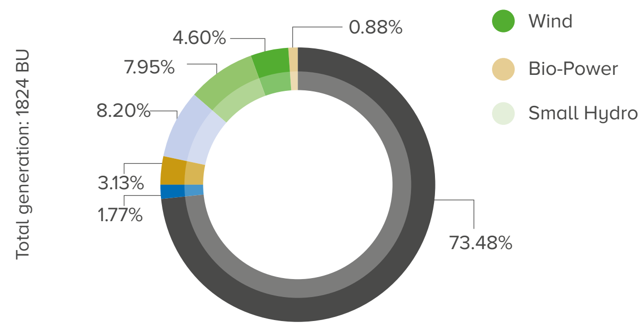
### India's Installed Power Capacity

(as on March 31, 2025)




### India's Electricity Generation

(as on March 31, 2025)




Source: India Climate & Energy Dashboard

### India's Oil and Gas Sector[5]

A critical contributor to the India's energy basket, the oil and gas sector ensures energy security and underpins various economic activities. The consumption of petroleum products in FY 2025 with a volume of 239.2 MMT, registered a year-on-year (YoY) growth of 2.1%.

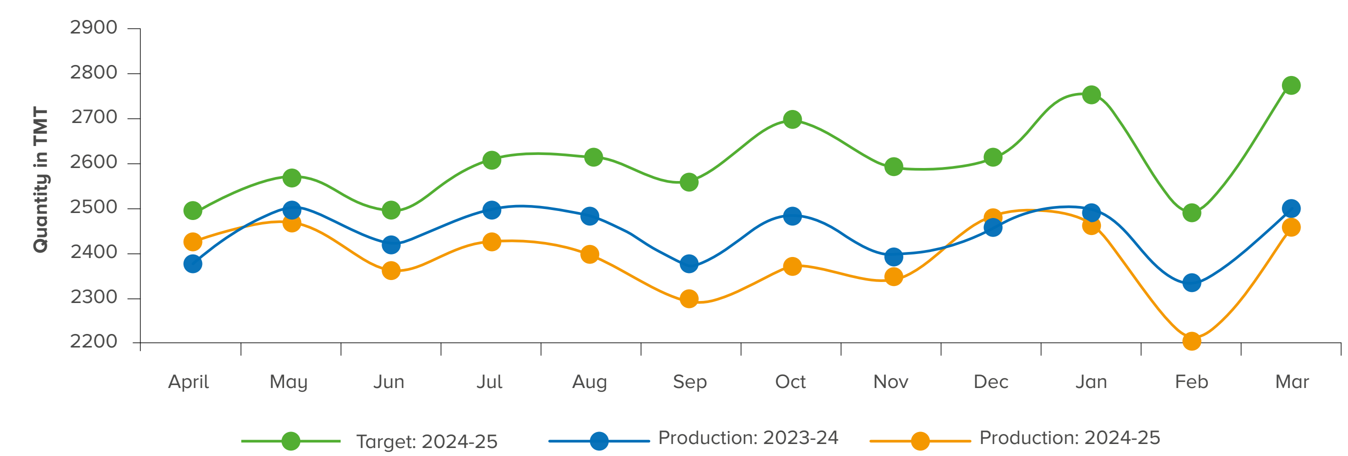
On the other hand, the use of natural gas as an important primary energy source has been steadily gaining favour. As a result, the cumulative natural gas consumption for the current financial year reached 71,314 MMSCM, marking a 5.6% increase compared to the previous financial year. Under the 'One Nation, One Gas Grid' initiative, the Petroleum and Natural Gas Regulatory Board (PNGRB) has approved ~34,233 km of natural gas pipeline network across the country to create a national gas grid and increase natural gas availability as on March 31, 2025. Presently 25,429 Km of the National gas Grid is operational & 10,429 Km is under construction (including main and auxiliary pipeline).[6]

According to the International Energy Agency (IEA), India's natural gas consumption is expected to increase by 60% by 2030. Policymakers continue to promote growth through slew of measures, aimed at promoting environmental stewardship and prompting competitive pricing. Further, the sector is also recording a significant investment uptick in infrastructure mainly in CGD sector.

While domestic natural gas production remained stable at ~98 MMSCMD, the increase in Gas demand will be met primarily by LNG which is likely to register an impressive growth with supplies almost doubling by 2030.

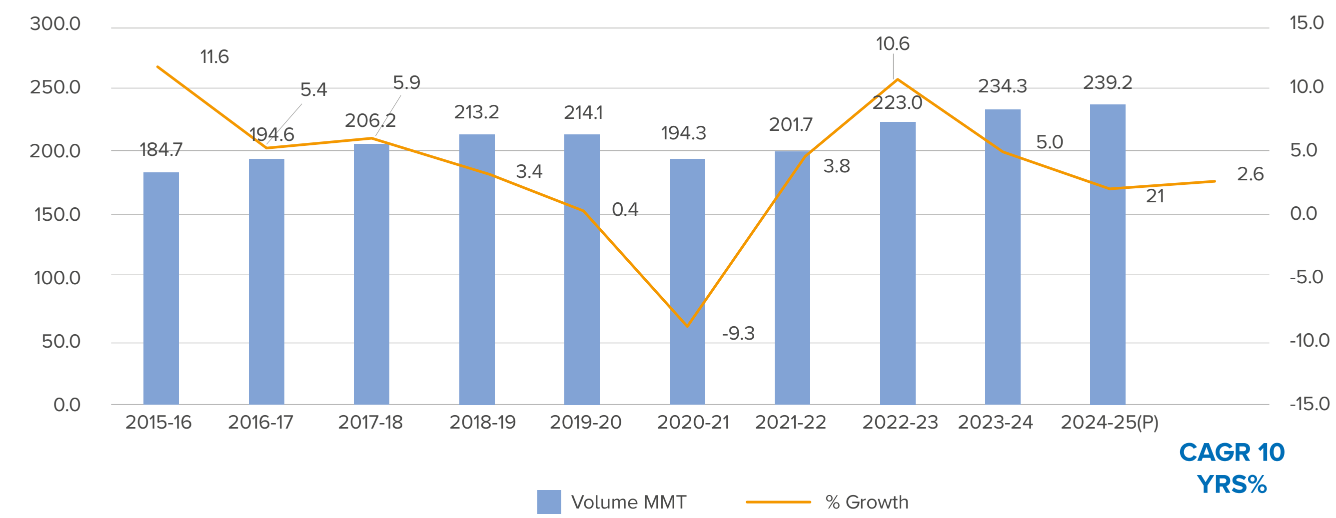
Currently, India relies on LNG imports to fulfil more that 50% of its needs and this is expected to grow significantly by 2030 to meet the growing demand.

### India Monthly Crude Oil Production




Source: Ministry of Petroleum and Natural Gas Economic & Statistics Division

### India Petroleum, Oil and Lubricants (POL) Consumption Decadal Trend




Source: PPAC Industry Consumption Report POL & NG

[3] https://ppac.gov.in/download.php?file=menu/1745468191_ICR_April-March%202024-25_Final.pdf

[4] https://pib.gov.in/PressReleasePage.aspx?PRID=2103188

[5] https://ppac.gov.in/download.php?file=rep_studies/1745216454_Snapshot%20of%20Indias%20Oil%20%20Gas%20Data-March2025_A5_Final.pdf

[6] https://ppac.gov.in/natural-gas/pipeline-structure

### India Monthly Natural Gas Consumption (FY 2025)

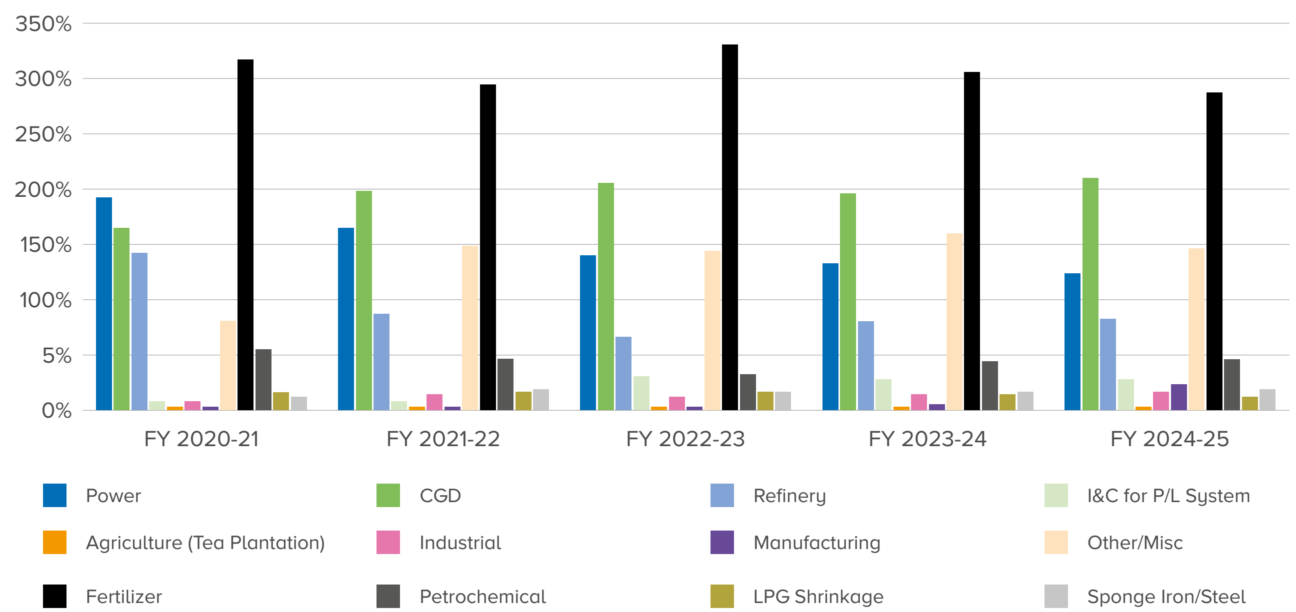
| Month | FY2024-25 | | | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | April | May | June | July | Aug | Sept | Oct | Nov | Dec | Jan | Feb | March | Total |
| a) Net Production | 2907 | 3058 | 2945 | 3030 | 2999 | 2936 | 3073 | 2936 | 3026 | 3025 | 2712 | 2947 | 35594 |
| b) LNG import | 2499 | 3516 | 3460 | 3689 | 3056 | 2787 | 3626 | 2712 | 2829 | 2436 | 2713 | 2397 | 35720 |
| **Total Consumption (a +b)** | **5407** | **6575** | **6406** | **6719** | **6055** | **5722** | **6699** | **5648** | **5854** | **5460** | **5424** | **5345** | **71314** |

MMSCM: Million Standard Cubic Meters

Natural Gas Consumption (including internal consumption)

Source: Petroleum Planning & Analysis Cell

### India Sectoral Natural Gas Consumption in FY 2024-25 (% share)




Source: PPAC Natural Gas Sectoral Consumption

### India's Gas Import in 2025

India continues to depend substantially on LNG imports & the import dependence is likely to increase, going forward. To meet the projected demand in 2030, the existing regasification capacity needs to be augmented. Further proper investments in LNG vessels, terminals and associated infrastructure are essential. With the increase in gas prices, the government aims to focus on domestic capacity expansion and elevated Administered Pricing Mechanism (APM) allocation to promote sector growth.

### Biogas

India has a huge potential of Compressed Bio Gas (CBG, also called as Renewable Natural Gas), both from Agri waste as well as Municipal Solid Waste. The CBG production also results into solving major environmental & social problem facing the country i.e. mounting landfills in urban area, GHG emissions & Air pollution due to agri-waste burning. GOI has introduced several policy initiatives to support CBG production with a target to have 5000 CBG plant operational by 2030. At the end of FY2024-25, around 90 CBG plants were operational & additionally ~500 plants are at various stage of construction. By 2030, if these 5000 plants operate at full capacity, they can easily meet around 30MMSCMD of CNG demand saving not only foreign exchange but also reducing the landfills, GHG emissions & Air Pollution. However, challenges such as land availability for MSW based CBG plants, Waste segregation, Seasonality of Agri Waste & logistics pose significant challenges.

### City Gas Distribution (CGD)[7]

CGD entities like your company, lay network of interconnected pipelines in the Geographical Area (GA) authorised to them by PNGRB serving four distinct market segments having competition to alternate fuels as outlined below:

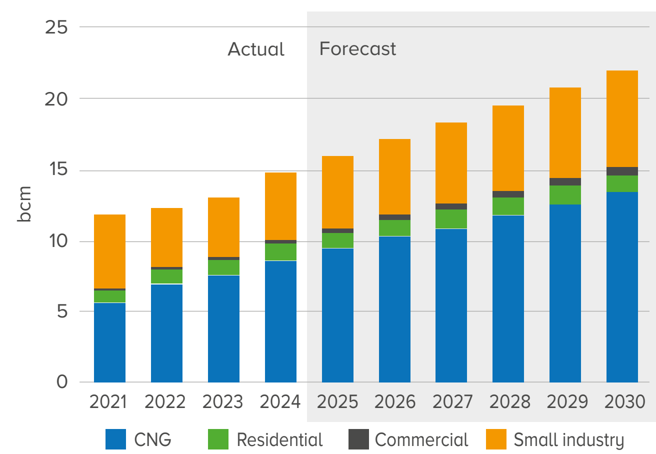
| Segment | Usage | Competition | Type of Infra | Present Infra | Infra at Completion of MWP |
|---|---|---|---|---|---|
| CNG | Transport Fuel | MS, HSD | CNG Stations | ~8000 | 18336 |
| PNG-D | Cooking Fuel | LPG, Biomass | Connections | ~1.5 Cr. | 12.6 Cr. |
| PNG-Comml | Cooking Fuel | LPG, FO | Connections | ~45000 | NA |
| PNG-Industrial | Heating etc | FO, LDO, Naphtha, Propane, Coal | Connections | ~20,000 | NA |

Source: India's NG demand projection for 2030-2040 by PNGRB (as on 31.03.2025)

PNGRB has authorised 307 GA and has renewed its thrust to complete the Gas grid covering the length & breadth of the country. Rapid urbanisation, development of CGD network encompassing CNG stations as well rapidly growing connectivity for Households, Commercial & industrial establishment, availability of wide range of CNG vehicles from OEM (Passenger, commercial), environmental considerations & convenience will propel the NG consumption making it the fastest growing segment of NG market.

As per PNGRB, the projected consumption of NG is expected to reach 297 MMSCMD by 2030 in Good to Go Scenario reflecting a healthy CAGR of ~8% from the base year FY2023-24.

### City Gas Distribution System demand-wise forecast (CY2021-CY2030)



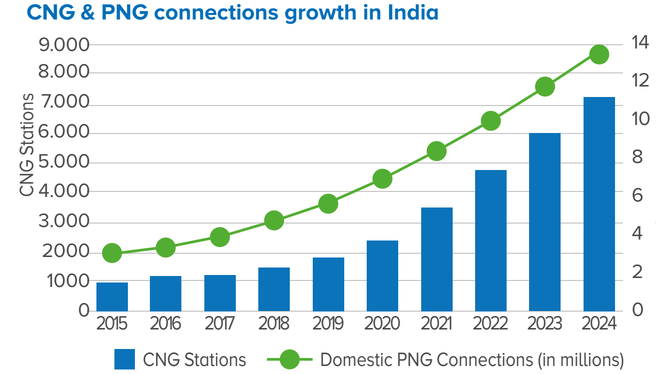

Source: IEA Analysis based on data from PPAC

The CGD segment plays a critical component in the nation's broader gas ecosystem. It supports the energy distribution architecture via a network of CNG stations and PNG connections. The India's CGD market is expected to nearly double from $11.33 billion in 2025 to $20.93 billion by 2030.[8]

As on March 31, 2025, India had approximately 1.5 Cr. Domestic Piped Gas connections and approximately 8000 CNG stations. However, CGD companies aim to connect 12.6 Cr. residential consumers, substantial commercial and small industrial consumers sectors, in addition to 18,300 CNG stations in India's CGD network by 2032 to meet the MWP (Minimum Work Programme).

Further, favourable policies granting CGD operators market exclusivity with APM gas allocation is driving sector expansion. Although infrastructural headwinds, including high capital outlays and approval-related delays, may pose challenges: the future seems optimistic for the CGD industry.

### CNG & PNG connections growth in India




Source: IEA analysis based on data from PNGRB

[7] https://iea.blob.core.windows.net/assets/ef262e8d-239f-4cfc-8f8c-4d75ac887a0f/IndiaGasMarketReport.pdf

[8] https://www.moneycontrol.com/news/business/city-gas-distribution-firms-post-strong-q3-results-despite-market-headwinds-12929819.html

## India's Mobility Sector

In India, the growing adoption of CNG vehicles marks a significant shift towards sustainable mobility solutions. In passenger vehicles segment, the share of CNG variants sales more than tripled in last five years to 19.5%, overtaking diesel cars sales in FY25 as per Society of Indian Automobile Manufacturers (SIAM). Increase in CNG stations as well as OEM offering in addition to price advantage vis a vis Diesel & Petrol are cited as the major reason for growth in CNG variants sale. This has propelled India as one of the world's largest markets for CNG vehicles, with ~7.7 million CNG-fuelled vehicles on the road.[9] Further, rapid infrastructure development, driven by robust public and private investment, priority allocation of APM-priced gas to this sector are responsible for the sector's significant growth.

While Electric Vehicle (EV) adoption is on the rise, the lower initial cost as well as total cost of ownership of CNG vehicles compared to EVs & proven track record is mainly driving the CNG Vehicles growth. There is also a roll out of new CNG vehicle models by Original Equipment Manufacturers (OEMs). Since 2018, the number of models/variants of Passenger cars as well as Large & Heavy commercial vehicles have doubled & during the same period, the number of variants in Small vehicle have increased by 4 times. It is worth noting that MNC OEM's like Toyota, Hyundai, Citroën who do not have any CNG variants world over have for the 1st time introduced CNG variants only for Indian market. This clearly demonstrates the attractiveness of Indian market for CNG, both from supply & demand side.

The freight and logistics industry is also turning towards CNG, driven by favourable economics. The rise in E-way bills for Inter-State transactions by 17% YoY in FY 2025 suggests stronger economic activity, as businesses increase movement of goods across the country. CNG refuelling stations, alongside LNG solutions tailored for long-haul freight, are strongly positioned to reap the rewards of the shift towards cleaner mobility solutions.

> The heavy commercial vehicles usage is about 30 kgs per day on an average. LCV is about 20 kgs and the small commercial vehicles consume about 7.5 kgs daily.

## Company Overview

Established in 1995, Mahanagar Gas Limited (MGL) is one of India's leading CGD companies. MGL has played a pivotal role in expanding natural gas infrastructure and promoting its usage across the Mumbai Metropolitan Region and adjoining areas. The Company serves diverse customer segments, including domestic households, commercial establishments, industrial users and the automotive sector, through its piped natural gas (PNG) and compressed natural gas (CNG) offerings.

The Company upholds a strong commitment towards safety, operational excellence and environmental sustainability. Operating an extensive distribution network that ensures reliable access to eco-friendly fuel solutions, MGL has been instrumental in supporting India's transition to a gas-based economy.

The Company was entrusted by the Petroleum and Natural Gas Regulatory Board (PNGRB) to expand its operations to Raigad district in 2015, achieving a significant milestone in contributing to cleaner energy adoption while maintaining sustainable urban development. For Financial year 2024-25, Sales volume increased by 12.27% y-o-y while total sales volume for the FY 2024-25 stood at 4.052 MMSCMD.

## Gas Sourcing

MGL gas sourcing primarily involves sourcing of natural gas in line with the consumption of gas across different sectors like Domestic PNG, PNG (Industrial & Commercial) and CNG (transport).

MGL has prudent cost-effective sourcing strategy that involves procuring natural gas from various sources, including domestic and RLNG supplies based at different benchmark price indices. This strategy helps us maintain competitive pricing and profitability.

Various sources from which MGL sources gas include domestically produced gas i.e., APM/ Non-APM gas, New Well Gas, HPHT gas and Term RLNG, Market Determined Price (MDP) gas and Spot RLNG.

### Domestically Produced Gas

#### APM/ Non-APM Gas:

MGL sources a significant portion of its natural gas requirement through domestic allocation by the GOI under the Administered Pricing Mechanism (APM). The domestic gas being the cheapest comes with an advantage of price stability as compared to all other available sources. As per MoP&NG guidelines, APM / Non-APM gas is supplied for only to the priority segments, namely, CNG (transport) and D-PNG. The allocation of domestic gas to MGL/ any other CGD entity is based on the consumption of natural gas in D-PNG and CNG segments. APM gas prices are currently linked to the 10% of the monthly average of Indian Crude Basket and the price varies with change in crude oil prices. In FY 2024-25, APM ceiling price was at US$6.50/MMBTU. However, currently APM gas price is set at ceiling price of US$6.75/MMBTU.

#### New Well Gas

New Well Gas (NWG) from nomination fields of ONGC and OIL is allocated to MGL based on the consumption of natural gas in D-PNG and CNG segments, in accordance with prevailing MoP&NG guidelines. New Well Gas price priced at 12% of monthly average Indian Crude Basket price.

#### HPHT Gas:

While APM / Non-APM / NWG gas is allocated by MoP&NG in favour of CGD entities, such allocation is insufficient to cater to the demand of the priority segments. Under such circumstances, High Pressure High Temperature (HPHT) gas would need to be organized for commingling with domestic gas to cater to the demand of CNG and D-PNG segments. HPHT gas contract price is linked to Brent and JKM prices subject to ceiling price determined as per MoP&NG guidelines. Ceiling price is calculated using the landed cost of alternate fuels like fuel oil, weighted average import landed price of substitute fuels and LNG import landed price. In FY 2024-25, HPHT average ceiling price was at US$10.02/MMBTU. However, at present ceiling price for HPHT gas stands at US$10.04/MMBTU.

#### Term RLNG- Market Determined Price (MDP) Gas

The Term RLNG contracts are gas supply contracts with 3-5 years period linked to brent /JKM/ Henry-Hub indices and are crucial for ensuring supply security and stability. In order to obtain a balance mix in the portfolio and for better price stability as well as security of supplies, MGL has executed term agreements with various suppliers where the price of gas is linked with different benchmarks to meet the requirement of other than priority sectors like industrial or commercial PNG and also for any shortfall in D-PNG and CNG segments.

#### Spot RLNG

To cater to peak requirement and fluctuation in demand, MGL sources Spot RLNG through Spot market purchases, or through Gas Exchange platform such as IGX. At present, MGL has entered into Framework Agreements / Term Sheets for Spot RLNG supplies with various suppliers across India.

To optimise our supply chain, we adopt a well-balanced gas sourcing strategy, blending Domestic, MDP gas with both Spot and Term RLNG contracts. This approach enhances price stability and ensures a reliable supply. We have established strong partnerships with major suppliers, including GAIL, IOCL, BPCL and others, formalised through Framework Agreements and Term Sheets, securing our supply chain for the future.

We also engage with industry associations such as Federation of Indian Petroleum Industry (FIPI) and Natural Gas Society (NGS), subscription services like Bloomberg etc which offer valuable insights into market trends, regulatory developments and emerging technologies. These resources are important in enhancing resilience of our supply chain.

To further ensure cost competitiveness & reliability of spot supplies, we issue monthly tenders for Spot RLNG, either on a Reasonable Endeavour or Firm basis, allowing for greater flexibility. Our close collaboration with our suppliers & use of data analytics allows us to accurately forecast demand, plan for seasonal variations and uninterrupted supply. To streamline operations further, we execute Gas Sales and Purchase Notices (GSPN) with selected suppliers, ensuring seamless transactions under the Framework Agreements and Term Sheets.

#### LNG Sourcing for Automotive Sector

MGL is sourcing LNG through long term contract for supply to automotive sector at a competitive price for its LNG station at Savroli. Further Mahanagar LNG Private Limited (MLPL), a JV between MGL and Baidyanath LNG Private Limited is sourcing LNG through long term contract for supply to automotive sector at a competitive price for its first LNG station at Sambhaji Nagar. This long-term contract will also be suitably amended to further facilitate LNG supply for MLPL's upcoming LNG stations ensuring uninterrupted and steady operations.

### Segment-wise Overview

#### Automotive Segment (CNG)

The Company had 385 CNG stations at the end of FY 2025. In the Raigad area, it has established 65 CNG stations till end of FY 2025.MGL caters to around ~10% of commercial vehicles which are on CNG in its area of operation. In FY 25, the Company achieved the historically high CNG volume growth of ~11%. This growth was driven by increased adoption of CNG vehicles due to auto manufacturers expanding their CNG vehicle lineup, with the number of CNG models in passenger vehicles doubling from 11 (2018) to 25 in FY 2025, increase in CNG stations thereby ensuring ease of fuelling & Sales promotion undertaken by your company.

During the year under review, the Company launched "CNG Mahotsav 2.0" offering fuel card incentives for commercial vehicles to reduce the price gap between diesel and CNG vehicles, making CNG adoption financially attractive. It is also focusing on expanding exclusive stations in GA3 (Raigad), where 50%+ of the network is already exclusive. The Company has achieved the highest number of LOIs/ Approvals for OMC ROs for setting up CNG stations in FY 2024-25.

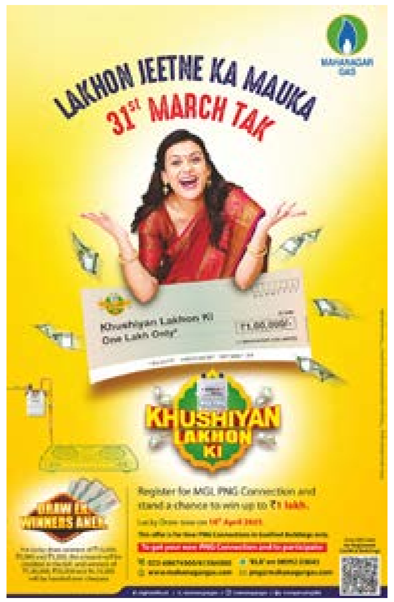
[9] https://iea.blob.core.windows.net/assets/ef262e8d-239f-4cfc-8f8c-4d75ac887a0f/IndiaGasMarketReport.pdf

### Domestic Piped Natural Gas (D-PNG) Segment

At the close of FY 2025, your Company established connectivity for ~2.83 million households with total length of Steel and PE pipelines reaching over 7,460 Km. In the Raigad geographical area, till FY 2025, MGL has connected 95,714 domestic households.

During the year, MGL launched 'Khushiyaan Lakhon Ki' Campaign to increase PNG adoption in gasified buildings with lucky draws and incentives. SRA (Slum Rehabilitation Authority), LIG (Low-Income Group), Mhada and Pradhan Mantri Awas Yojana flats were also targeted for affordable PNG solutions. Monthly PNG registrations surged from 2,000 to 8,000 during the year, indicating a 3X-4X increase.

MGL partnered with builders in Badlapur, Amarnath and Taloja to install PNG connections in unsold flats to boost adoption. PNG adoption in Raigad has increased, with pipelines being laid in Mahad, Vile Bhagad, Roha and JNPT. Restaurants, bakeries, hotels and hospitals have been a key focus area for the Company due to their high PNG consumption.





### Mumbai Metropolitan Region's Bakery Industry: Potential for PNG adoption

The bakery industry in the MMR is a vital part of the city's food ecosystem, encompassing approximately 628 registered bakeries and potentially many more unregistered entities. These bakeries are small-scale enterprises with majority operating single unit. The sector uses diverse types of fuels ranging from traditional wood-fired operations to modern establishments using electricity or gas.

Fuel usage patterns indicate significant reliance on wood, with 47% of surveyed bakeries using it as their primary fuel. This has considerable environmental consequences, contributing ~3,200 kg/day of particulate matter (PM), which accounts for 3.5% of Mumbai's total PM emissions.

In January 2024, the Bombay High Court ordered all bakeries in MMR to transition from wood-fired ovens to cleaner fuels like PNG or electricity mitigate air pollution caused by wood-burning bakeries.

The industry has responded with concerns including inadequate pipeline access, technical difficulties and financial constraints leading to slow adoption of PNG in this sector.

To address these challenges, MGL has implemented supportive measures including waiving security deposits for PNG connections and offering to bear infrastructure costs.

The successful implementation of this transition would not only reduce Mumbai's air pollution but could also serve as a model for similar initiatives in other sectors and cities, potentially accelerating the broader adoption of natural gas as a cleaner fuel throughout India's urban centres.

### Industrial and Commercial Segment

MGL's Industrial and Commercial (I&C) segment demonstrated robust performance during FY 2024-25. The Company witnessed a significant increase in I&C volumes, growing from 0.50 MMSCMD in the previous year to 0.62 MMSCMD, representing an increase of 24%. This growth can be primarily attributed to the addition of 450 new industrial and commercial customers in FY 2025, increasing the I&C customer base to ~5,100 (as of March 31, 2025). Addition of new customers has bolstered MGL's market presence and contributed to the Company's commitment to promoting cleaner fuel alternatives across various industries & commercial establishment.

### Automotive Segment (LNG)

LNG is suitable for long-haul trucking due to higher energy density compared to CNG, enabling longer range. As diesel is the mainstay of trucking in India, LNG not only offers lower fuel costs but also lower emissions. MGL is steadily strengthening its presence in the LNG sector through its joint venture, MLPL. As a result, the first LNG station of MLPL has been commissioned in Aurangabad, Maharashtra in October 2024, touching daily sales of 4.5 tons. The second station at Seoni, MP of MLPL was mechanically completed in the current FY & commercial sales is expected to start soon.

The Company is planning to commission few more stations in the FY2025-26, which will be strategically located on the industrial belts and major transportation corridors, to ensure easy accessibility thereby maximising adoption. The planned locations are Bhiwandi, Amravati, JNPT, etc. Concurrently, MLPL is also collaborating with major OEMs to promote LNG-powered commercial vehicles while deeply engaging the Fleet owners.

Meanwhile, LNG sales at the Company's Savroli station have shown steady growth, reaching a peak sales volume of 4.6 tonnes per day. These consistent efforts position MGL as a significant contributor in transition to cleaner fuels, reducing diesel dependency and supporting India's sustainability goals. It is also worth mentioning that MGL is the first user of made in India LNG trucks.

### LNG as virtual pipeline solution for supply of PNG/CNG in non gassified areas

LNG stations/units can be set up in non-gasified areas of MGL authorised areas to supply PNG/CNG. Several MIDC areas/ Industrial and Commercial establishments where NG pipeline has not reached, the gas supply issue can be addressed with the LNG expertise of MGL & its partners. This will lead to a breakthrough in volume growth for MGL & its associate companies. The Company had initiated dialogue with one of major Industries to supply Natural gas with LNG facility in Mahad MIDC. This can be replicated to many non-gassified areas & MGL is identifying & preparing long-term plans to address such potential areas.

### MMR: Infrastructure Development throughout FY 2024-25

**Roads**

The Mumbai Metropolitan Regional Development Authority (MMRDA) has allocated ~₹ 42,000 Cr. for infrastructure projects in its 2024-25 budget[10]. This demonstrates a strong commitment to urban development and connectivity enhancement in the region. The Key projects undertaken by MMRDA are :

1. **Thane-Borivali Twin Tube Tunnel:** A Twin Tube tunnel with 3+3 lane Highway Tunnel connecting Thane and Borivali.[11]
2. **Orange Gate to Marine Drive Underground Tunnel:** A 6.5 km twin-tube underground tunnel aimed at reducing traffic congestion in South Mumbai[12].
3. **Thane Coastal Road:** A 13 km road connecting Kharegaon toll naka to Gaimukh at Ghodbunder.[13]
4. **Chedda Nagar-Ghatkopar to Thane Eastern Freeway Extension:** ₹ 3,140 Cr. allocated for this project to improve connectivity between Mumbai and Thane.[14]

The Brihanmumbai Municipal Corporation (BMC) has recently completed Phase - I of coastal road in Mumbai connecting Bandra Worli Sea link to Marine drive is in process of completing Phase - II of the coastal road. BMC has also allocated ₹ 3,000 Cr. for concretising ~700 Km roads in Mumbai in its 2025-26 budget.[15]

These infrastructure initiatives are expected to significantly improve connectivity, reduce traffic congestion and drive demand for Road transport in MMR.

**Housing Development in MMR:**

- To address growing residential needs, MMRDA is spearheading several significant housing development initiatives like Ramabai Ambedkar Nagar Slum Redevelopment in Ghatkopar will rehabilitate approximately 16,575 slum dwellers across 33.15 hectares of land, clearing land for the extension of the Eastern Freeway to Thane and generating approximately 5,000 extra flats for MMRDA.[16]

- Additionally, MMRDA is also implementing a Rental Housing Scheme across MMR (except Navi Mumbai Municipal Corporation and Matheran Council) by clearing 44 Rental Housing proposals, generating ~ 38,000 Housing Units.[17]

As part of our ongoing efforts to expand piped natural gas (PNG) accessibility across the Navi Mumbai, MGL is actively collaborating with the City and Industrial Development Corporation (CIDCO), which is currently developing mass housing projects to accommodate approximately 70,000 households.

During the year, MGL engaged in several rounds of discussions with CIDCO officials and submitted a draft Memorandum of Understanding (MoU) outlining the proposed development of PNG infrastructure in these mass housing complexes.

The MoU, which is presently under review by CIDCO, covers nearly 68,000 households — both existing and under construction — across key nodes such as Taloja, New Panvel, Vashi, Kalamboli, Navade, Bamandongri, Mansarovar and other regions.

Out of the total, approximately 25,000 tenements are ready for occupancy. MGL plans to prioritize the rollout of PNG infrastructure in these areas, enabling early access to a clean and efficient energy source. This initiative reinforces our commitment to accelerating city gas distribution and supporting sustainable urban development in partnership with key urban planning authorities.

The Maharashtra Housing and Area Development Authority (MHADA), established under the Maharashtra Housing and Area Development Act of 1976, plays a pivotal role in providing affordable housing solutions across the state with special focus on Mumbai. It coordinates and oversees the functioning of seven regional housing boards-Mumbai, Konkan, Pune, Nashik, Nagpur, Amravati and Aurangabad-as well as two special-purpose boards: the Mumbai Building Repairs and Reconstruction Board and the Mumbai Slum Improvement Board.

Each year, MHADA constructs approximately 3,000 to 5,000 flats in the Mumbai region, with numbers varying based on budget allocations and project plans. In line with efforts to enhance the quality of life for residents, MGL is in active discussions with MHADA to provide PNG (Piped Natural Gas) infrastructure in new housing projects, ensuring that occupants can avail the benefits from the date of possession.

These developments indicate a strong focus on addressing housing needs across various segments in MMR. As a result, it is anticipated that there will be an uptick in demand for PNG connections in the region.

To address demand emanating from such Low-income group housing, MGL has launched many customised schemes for PNG connections

### Automotive Segment (EV)

The traction witnessed in the adoption of electric vehicles in last mile delivery and passenger segments and considering the Government's push for EV, it is imperative that MGL, being an energy distribution company and a flagbearer of greener fuel, encourages and nurtures such transition.

MGL has established a joint venture with International Battery Company Inc, a company based out of US, to setup prismatic NMC chemistry Li-ion cell manufacturing facility at Bengaluru. The project is being implemented in two phases, with the first phase expected to be operational by the first quarter of 2026 and the second by the first quarter of 2027. The facility aims to scale up production to 5 GWh by 2030 and explore new technologies such as solid-state, sodium-ion and LFP/LFMP batteries.

[10]https://www.mmrda.maharashtra.gov.in/sites/default/files/2024-03/mumbai_metropolitan_region_development_authority_s_annual_budget_for_2024-25_compressed.pdf

[11]https://mmrda.maharashtra.gov.in/projects/infrastructure/milan-rail-over-bridge/overview

[12]https://indianinfrastructure.com/2025/02/24/mmrda-secures-loan-for-orange-gate-marine-drive-underground-road-tunnel-in-maharashtra/

[13]https://www.hindustantimes.com/cities/mumbai-news/mmrdas-pre-poll-bonanza-9-infra-projects-worth-12-5k-crore-101725562931670.html

[14]https://www.constructionweekonline.in/projects-tenders/mmrda-accelerates-construction-of-eastern-freeway-extension

[15]https://indianexpress.com/article/cities/mumbai/roads-concretised-bmc-3111-crore-complete-project-9817673/

[16]https://indianexpress.com/article/cities/mumbai/14k-families-found-eligible-mmrda-ramabai-nagar-redevelopment-project-9462151/

[17]https://mmrda.maharashtra.gov.in/division/rental-housing/overview



Additionally, MGL has acquired ~31% stake in 3EV Industries Pvt. Ltd., an electric 3-wheeler cargo and passenger vehicle manufacturing company based out of Bengaluru. This positions MGL as one of the key players in supporting the transition of the mobility sector to greener alternatives. Further, the shift from traditional fossil fuel like MS/HSD to EV will happen first, whereas CNG segment is expected to continue growing.

#### Key Business Highlights

The Company has made notable progress in expanding its operations and diversifying its portfolio during the period under review. It acquired three additional land parcels for setting up City Gate Station (CGS) facilities in the GA-3 area. Two CGS's are likely to be commissioned in FY2025-26 which will result in not only saving substantial cost of CTV transport but will also reduce the dependence on the lone CGS of GA-3 at Savroli & ensure elimination of Dry outs in the DBS stations of GA-3.

In South Mumbai, MGL's presence either through its own exclusive outlets or OMC outlets was not adequate to serve CNG customers. With continuous efforts, your company managed to secure two large plots on long-term leases from Mumbai Port Authority on the crucial P D'mello Road which is not only crucial link to south mumbai but also serves as main road for commercial vehicles traffic to Mumbai Port as well as connects the Mumbai Trans harbour link to Mumbai. Commissioning of these two large format CNG stations will address the gap of CNG availability in South Mumbai.

In the competitive transport fuel market, your company continues to maintain a competitive edge by offering CNG at ~50% discount compared to petrol and ~16-18% discount to HSD.

The year under review also witnessed a significant milestone of crossing 100 exclusive MGL-branded CNG stations, increasing its footprint and customer reach. Now your company has 111 exclusive MGL-branded CNG stations as on March 31, 2025, enhancing brand visibility. It also co located CNG in Jio BP's 5 outlets in this FY adding one more partner amongst Oil Marketing companies.

Further improving operational efficiency, MGL implemented 'Empower' application for dealer management across all Company-Owned Company-Operated (COCO) and Dealer-Owned Dealer-Operated (DODO) stations. The Company added three mother station facilities at private CNG retail outlets to ensure uninterrupted CNG supplies to its +100 Daughter Booster Stations.

In the CNG segment, your company added 40 new CNG filling stations with offtake during the year reaching 2.8 MMSCMD.

Building on the success of the 1st CNG Mahotsav, MGL launched CNG Mahotsav 2.0, a more refined initiative aimed at promoting the adoption of CNG as a cleaner and economical fuel.

This year, the CNG Mahotsav 2.0 laid focus on the commercial vehicles with a Gross Vehicle Weight (GVW) of 3.5 tonnes and above. The initiative commenced in September 2024 for retrofitted vehicles and in October 2024 for new CNG vehicles. OEMs viz. Ashok Leyland, Tata Motors Ltd. and VE Commercial Vehicles Ltd. wholeheartedly participated in the CNG Mahotsav. Additionally strategic collaborations were established with top CNG kit manufacturers and distributors, such as Shigan Telematics Pvt. Ltd. and Amol Prala Clean Energy Pvt. Ltd., to promote high-quality retrofitment of the diesel commercial Vehicles for CNG usage.

The CNG Mahotsav 2.0 offered compelling incentives for transporters to opt for CNG vehicles. Incentive upto ₹3,50,000 worth of free CNG was offered for the purchase of a new CNG vehicle and an equivalent discount for retrofitting a diesel vehicle to CNG. During the scheme period, OEM's witnessed a 100% increase in the monthly average CNG vehicle sales.

This initiative is a key step in strengthening the transport sector's confidence in CNG as a viable, environmentally friendly alternative, encouraging the expansion of cleaner and greener commercial fleets.

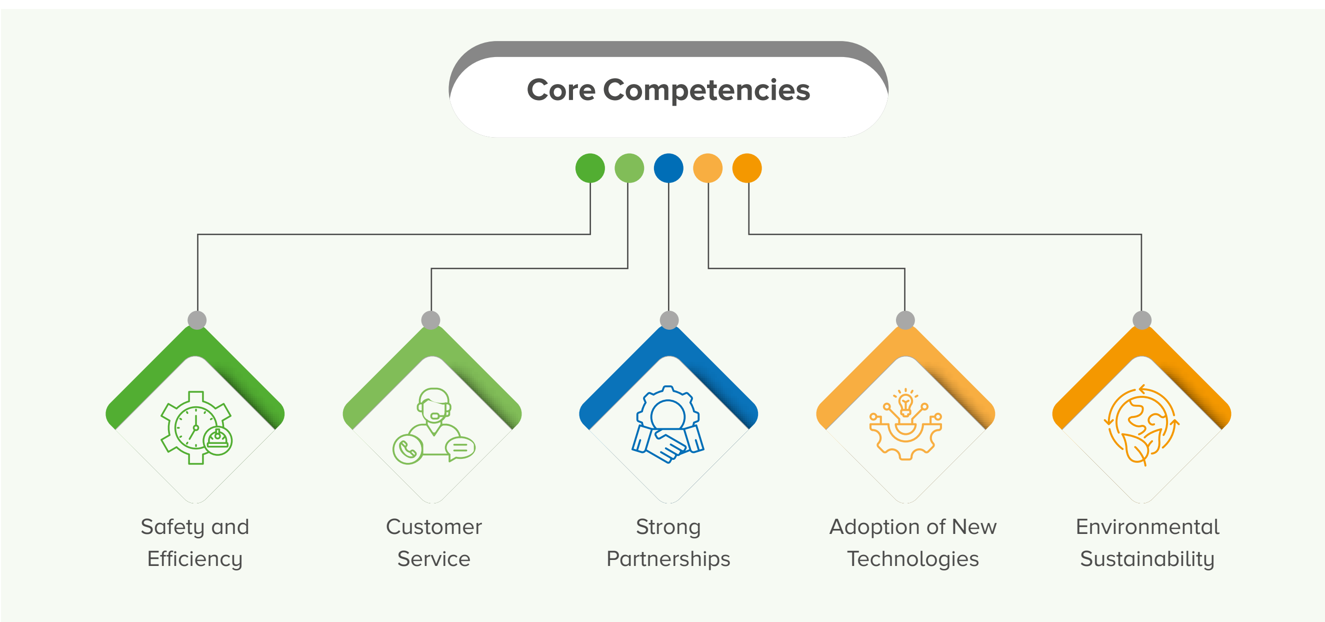
To motivate the CNG dealers while ensuring compliances of various safety & commercial guidelines, your company organised dealers meet covering new and established CNG dealers and COCO operators. The top performing dealers were awarded in various categories & interactions of the dealers with management of your company was very fruitful & motivating for the dealer network. For enrolling new CNG dealers, MGL streamlined & introduced a simplified and customer-friendly application process for new CNG dealerships, available in both English and Marathi.

During the year, the Company expanded its total PNG connectivity to ~2.83 million. Parallelly, PNG offtake stood at 1.17 MMSCMD, registering a growth of ~15% YOY. These initiatives collectively underscore MGL's commitment to growth, operational excellence and customer satisfaction, while simultaneously expanding its footprint in the clean energy sector.

Unison Enviro Private Limited (UEPL), a CGD entity was taken over by your company in Feb 2024 & it's now a wholly owned subsidiary. It's worthwhile to mention that in its 5 years of existence prior to MGL's takeover, UEPL had Constructed only 53 CNG stations but Post takeover, UEPL has added 29 CNG stations till FY 25, taking its station count from 53 to 82. The Company has also added 12,000+ new PNG connections during the year.

The increase in CNG stations, Pipeline length as well as PNG connection has resulted in ~40% increase in sale volume to 1,82,000 SCMD in FY25. During the year, UEPL has achieved highest industrial sales touching 20,000 SCMD.

Under its joint venture with International Battery Company, Inc., the Company plans to develop solid-state, sodium-ion and LFP/LFMP battery chemistries, ensuring that it remains at the forefront of battery innovation. MGL has committed to invest ₹ 385 Cr. in the JV for setting up of the giga plant at Bengaluru. These initiatives are in accordance with MGL's long-term vision of becoming a diversified energy player, with the objective of achieving 25% of revenue from new businesses within the next 5 years.




## SWOT Analysis

### Strengths

1. **Dominant Market Position**

   MGL has established a strong foothold in India's most economically vibrant region, the commercial capital of the country & its satellites like Thane & Navi Mumbai. The Company's operations span across Mumbai, Urban Thane and Raigad, covering an impressive 8,372 sq. km. Following the strategic acquisition of UEPL, MGL has broadened its operational remit to include Ratnagiri, Latur - Osmanabad in Maharashtra and Chitradurga & Davanagere in Karnataka, thereby significantly adding geographical area under operation by ~ 37,400 sq. km.

   MGL's extensive network ensures widespread accessibility and reliability of gas supply across its operational areas. The acquisition of UEPL has further bolstered MGL's infrastructure as the Ratangiri GA is contiguous to MGL's Raigad GA which will result in substantial saving going forward, enhancing last-mile connectivity in semi-urban and rural geographical areas (GAs).

   In terms of market share, MGL strives to enhance volume growth aggressively in the CNG segment. Further, the Company's sales volumes represents significant YOY growth, highlighting MGL's project execution process, operational efficiency, tailor made marketing campaign and digital interventions which not only increased the overall natural gas requirement but helped in effective management of such demand.

2. **Strong Financial Metrics and Profitability**

   MGL's financial performance in FY2024-25 has been exceptional, demonstrating the Company's financial prudence and adeptness in generating substantial profits. Net profit stood at ₹ 1,045 Cr. & EBITDA of ₹ 1,510 Cr. These figures indicate MGL's efficient natural gas sourcing strategy, operational efficiency, strategic decision-making and ability to control costs, even while expanding its operational reach.

   MGL's liquidity position remains strong, with a current ratio of 1.03 (current assets: ₹ 1891 Cr. vs. current liabilities: ₹ 1840 Cr.). This ensures that the Company can comfortably meet its short-term obligations, while maintaining sufficient resources for both ongoing operations and future investments.

3. **Strategic Diversification Initiatives**

   The key to success lies in keeping an eye on the future. MGL has structured its business model to capture the emerging opportunities in the energy sector. The Company has entered into a joint venture with Baidyanath LNG Private Limited to build LNG stations for long-haul trucks. Apart from promoting cleaner freight transportation, this strategic move positions MGL to capitalise on the rapidly growing LNG trucking in India.

   Further, MGL has acquired a stake in 3EV Industries, a three-wheeler EV original equipment manufacturer (OEM). This investment allows MGL to participate in the last-mile logistics segment, particularly in e-commerce delivery vehicles, which are increasingly adopting electric powertrains.

   The EV adoption across the mobility sector is increasing rapidly, with 2-wheeler leading the pack. While battery packs are manufactured in India, battery cells being a major component, are currently being imported, leaving a white space for local manufacturing of such cell. MGL joining hands with International Battery Company for manufacturing of lithium-ion cells in India would be a big leap forward in serving the energy requirement of the e-mobility segment.

4. **Safety and Operational Excellence**

   MGL drives exceptional operational performance and upholds a strong commitment to safety. The Company serves an impressive customer base of ~2.83 million domestic PNG connections and ~5,100 industrial and commercial customers, ensuring a stable revenue stream and opportunities for future growth.

   Notably, MGL has maintained an impeccable safety record, with Zero Loss Time Injury (LTI) for FY 2024-25. This achievement reflects the Company's commitment to maintaining the highest safety standards in its operations, which is crucial in the gas distribution industry.

### Weaknesses

1. **High Capital Intensity and Infrastructure Development Challenges**

   While MGL's extensive infrastructure underscores the company's scale and commitment to long-term development, it also requires considerable capital investment, sans the complexity attached to execution of project in one of the most urban and densely populated region where long monsoon requires infrastructure rollout within limited time-period. The company invested ₹ 1,023 Cr. in FY2024-25 for pipeline expansion and station development; further, it plans to add 200 CNG stations and 180+ kms of pipelines by 2029, requiring more capital.

Additionally, the Company has faced delays in pipeline rollout, particularly in the Raigad area, due to delayed laying permissions. These delays impact expansion plans and increase operational costs.

MGL is continuously advocating with the concerned civic body for timely release of required approvals including facility of a single window clearance for seamless project execution.

**2. Dependence on Domestic Gas Allocation**

While MGL benefits from APM gas allocation, this also represents a potential vulnerability. The Company relied on domestic gas to meet approximately 65% of its demand, while the remaining 35% is sourced from imports in the FY 2024-25. This approach exposes MGL to volatile international LNG prices, with the fluctuations ranging between \$ 12 and \$ 14/MMBTU in the review year. Profitability can be gravely impacted on account of any significant reduction in domestic gas allocation or sharp increase in international LNG prices.

MGL continuously scans and monitors the LNG price trends across indices and based on current long term price visibility, adopts a portfolio strategy of spot and term contracts for optimized sourcing of natural gas.

**3. Land Avaliability**

Mumbai, the commercial capital of India, faces significant challenges in expanding infrastructure to accommodate growing energy needs, particularly in the setting up of Compressed Natural Gas (CNG) stations. This challenge stems from a combination of factors, including land scarcity, exorbitant prices, land use reservations, encroachments, applicability of CRZ, NDZ/SEZ norms etc. Land use in Mumbai is governed by the Development Control and Promotion Regulation (DCPR) under the Brihanmumbai Municipal Corporation (BMC). These regulations restrict the types of developments including setting up of CNG fueling stations in different zones.

MGL is consistently working with Govt. of Maharashtra (GoM), BMC, Mumbai Port Authority (MbPA), State Transport Undertakings (STUs) and other Govt. agencies like MMRDA, CIDCO, MIDC, MSRDC, etc., to address such challenges and facilitate land availability for setting up CNG stations to meet the natural gas requirement of the citizens.

**4. Geographic Concentration Risks**

Despite recent expansions, MGL's revenue remains heavily concentrated in the Mumbai and Thane regions. Approximately 90% of the company's natural gas volume is derived from these areas, while new geographical areas such as Raigad and those acquired through UEPL contribute to a mere 10% to the overall gas volume. This concentration exposes MGL to regional economic fluctuations and potential regulatory changes specific to these areas.

A significant chunk of the total capex is deployed to lay infrastructure in Raigad district and UEPL GAs. GA3 comprising of Raigad district is poised for significant economic growth with the upcoming of a new International Airport at Navi Mumbai. Additionally, the district has been identified for development of Mumbai 3, a plan which will transform this region into an urban area, requiring sizable volume of natural gas to meet its energy requirement, thereby steadily bringing down the disparity in sales in the three geographical areas and earmarking of this area for Mumbai 3.

**5. Limited Project Execution Window**

The extended monsoon in Mumbai region reduces the project execution window (October to April), limiting infrastructure development work to approximately 7 months in a year.

MGL proactively follows up with civic body for timely release of approvals for faster rollout of infrastructure within the limited available time-period. Additionally MGL has also been trying to work around the constraints by using advocacy as a tool to mitigate operations constraints. A case in points is recent success in getting advance permissions from BMC & Traffic Police. Earlier, the Permission window used to open on 1st October every year & the actual work used to start only by end October /November beginning after receipt of Demand note, its payment & followed by Traffic police permissions. Through continuous interactions & advocacy, MGL managed to convenience BMC as well as Traffic Police to agree to issue the work permission in advance enabling MGL to start the work from 1st October itself.

## Opportunities

**1. CGD Expansion**

Between 2025 and 2032, the country is projected to add ~15 million new residential gas connections annually, resulting in a total of ~126 million household connections by 2032. The number of CNG filling stations is anticipated to increase by ~1,400 every year during the same period. This expansion will lead to over ~18,000 CNG stations operational across India by 2032, further supporting the country's transition to cleaner fuel alternatives.

The acquisition of UEPL has presented new geographical areas measuring ~37,400 Sq Km for MGL with significant growth potential in Maharashtra & Karnataka covering Ratnagiri, Latur Osmanabad & Chitradurga/Davanagere. MGL can leverage its brand equity and operational expertise to increase market penetration, targeting industrial customers in these regions.

**2. Policy Tailwinds and Infrastructure Investments**

The Indian government targets to increase the share of natural gas in the country's energy mix to 15% by 2030 (from 6%) which is expected to drive significant investments in LNG infrastructure. The International Energy Agency (IEA) projects \$67 billion in LNG infrastructure investments in India by 2030. This presents opportunities for MGL to partner with national entities and international players for projects, further strengthening its position in the gas value chain.

The increase of Natural Gas in energy mix has to happen through the CGD route through greater adoption of natural gas by the Industrial, Commercial, Mobility and household sector. Enabling policies such as mandatory use of D-PNG by customers in gasified buildings, mandatory D-PNG connect in new buildings, discouraging use of diesel vehicles in cities, reduction in excise duty on CNG, reduction of tax on CNG vehicles, development and implementation of state CGD policy can help achieve the government's targeted share of NG by 2030.

Additionally, increased Government Capex in infrastructure development including roads and highways is expected to translate into elevated commercial freight movement. With operationalisation of Navi Mumbai airport and development of Mumbai 3 due to Mumbai Trans harbour Link operationalisation & Navi Mumbai International airport, the economic activity at Navi Mumbai and Raigad area is expected to grow manifold, leading to rapid infrastructure development and urbanization in the coming years.

Recent court rulings and policy mandates are also expected to drive CNG and PNG adoption. A recent Bombay High Court ruling not only mandates commercial establishments (Bakeries) in Mumbai to switch to PNG but also formed a committee to phase out Diesel Fueled vehicles from MMR which may push CNG & PNG growth for MGL.[18]

**3. LNG for Long-Haul Mobility**

The Indian government is aiming to convert a third of the nation's long-haul heavy-duty vehicles to LNG in the next five to seven years, creating a substantial new market for natural gas consumption. MGL's joint venture with Baidyanath LNG, MLPL positions the Company to capture an estimated 15-20% market share in key corridors such as Mumbai-Pune, Mumbai-Nashik & Mumbai Nagpur in the newly opened Samruddhi Mahamarg. By leveraging its existing infrastructure and expertise in gas distribution, MGL can establish a strong presence in this growing segment.

**4. Expansion of Industrial and Commercial PNG Segment**

With the government's push for cleaner industrial fuels, MGL has the opportunity to expand its industrial and commercial PNG customer base. The Company can target small and medium enterprises in its operational areas, offering a cleaner and potentially more cost-effective alternative to traditional fuels. This expansion can be supported by tailored marketing campaigns, flexible pricing strategies and value-added services to attract and retain industrial customers. The commercial sector also presents a significant opportunity for natural gas adoption. LPG enjoys more popularity as compared to piped natural gas, however, it is anticipated that natural gas could fully replace commercial LPG usage by 2030.

**5. Bio-CNG from Municipal Waste**

MGL has entered into a MoU with the Brihanmumbai Municipal Corporation (BMC) to process 1,000 tonnes per day of municipal waste into Bio-CNG. This initiative not only contributes in reducing landfill emissions but also has the potential to secure 5-8% of MGL's gas supply locally. By expanding this project, MGL can promote environmental stewardship, reduce dependence on imported LNG and meet the GOI's compulsory blending obligations.

**6. Digital Transformation and Operational Efficiency**

MGL embraces advanced digital technologies to enhance operational efficiency and customer experience. The Company's MGL Connect 2.0 app, which has over 500,000 downloads, can be further developed to include features such as real-time CNG queue tracking and online PNG registration. Reduction in queue time through expansion of CNG stations and technological integration would increase convenience for the customers and promote conversion to CNG. By investing in smart metering, AI-powered demand forecasting and blockchain for supply chain management, the Company can optimise its operations, reduce costs and improve customer satisfaction.

[18] https://timesofindia.indiatimes.com/city/mumbai/articleshow/118635083.cms

### Threats

**1. APM Gas Allocation**

In the coming years, production from legacy gas fields is projected to further reduce the availability of Administered Pricing Mechanism (APM) gas—which is priced by the government and predominantly allocated to the CNG and Domestic PNG (D-PNG) segments.

APM gas may meet an increasingly smaller proportion of total demand of priority segment, leading to higher blending of costly market price gas like New well gas, High Pressure High Temperature (HPHT) gas & RLNG. To bridge the gap, MGL may need to rely more heavily on costlier alternative gas sources, such as: New Well Gas allocation, Gas from HPHT fields and Long-term contracts linked to global price benchmarks. These higher-cost sources could adversely impact profit margins and challenge efforts to maintain price stability for end consumers.

In response, MGL is proactively diversifying its gas sourcing portfolio to reduce reliance on APM allocations. As part of its strategic approach, the company is securing long-term gas supply contracts with multiple suppliers. This initiative is aimed at strengthening supply security and ensuring a consistent and reliable supply of natural gas to customers, while maintaining price stability.

**2. LNG Price Volatility**

In addition to APM gas supplies, your company has to rely on imported LNG to meet part of CNG demand as well as for almost entire demand of Industrial & commercial segment. The spot LNG market is subject to significant price fluctuations, impacting profitability, especially if the Company is unable to pass on price increases to end-consumers.

To effectively meet such volatility of LNG price in spot market, your company takes a portfolio approach to source its LNG demand through Term & spot contracts thereby optimising overall cost of imported LNG.

**3. Regulatory Volatility**

The potential expiry of both marketing and infrastructure exclusivity of Mumbai and Greater Mumbai poses risks for the Company in terms of MGL offering 20% of its pipeline capacity on a common carrier basis in case of expiry of marketing exclusivity and allowing other entities to lay and operate natural gas distribution networks in the same geography in case of expiry of infrastructure exclusivity. The expiry of exclusivity rights introduces the risk of increased competition, which could impact MGL's competitiveness and margins.

However, as a company we have challenged both the marketing and infrastructure exclusivity on core legal principles which the regulator has missed out while notifying the Authorisation Regulations and other connected regulations like Transportation Tariff and the Guiding Principles Regulations. We have also given our representation before the PNGRB wherein we have given our views on how the exclusivity can be opened while protecting the interest of the Company. Our matter is currently pending disposal before the Delhi High Court, wherein the court is seized of the matter.

In the event of loss of marketing exclusivity (which will also be applicable to other CGDs), MGL will still get the transmission tariff on the 20% of the pipeline capacity which may be used by other CGD entities. On the other hand, MGL will also have the opportunity to venture out in other CGD's GA for its growth.

**4. EV Disruption in CNG Segment**

The rapid advancement of EV technology poses a significant threat to MGL's core CNG business. The total cost of ownership (TCO) for EVs on the back of Government subsidies is likely to pose significant challenge for Passenger cars as well as 2/3 wheelers going forward especially due to falling battery costs.

In the three-wheeler segment, which is a key market for CNG, MGL is likely to experience tough competition due to the adoption of e-rickshaws. As EV technology improves and charging infrastructure expands along with falling battery cost, this trend could accelerate potentially impacting CNG market share. However, the Company's diversified strategy, with investment in the EV battery segment, allows it to ameliorate the threat of EV competition.

**5. Infrastructure Bottlenecks**

The growth of India's natural gas sector, including MGL's expansion plans, could be constrained by infrastructure bottlenecks. The country's current LNG regasification capacity stands at 52.7 MMTPA, however, demand for natural gas is expected to rise by 60% by 2030. To meet the projected demand, the nation is investing in LNG infrastructure with a number of projects under construction or in planning stages.[19 20]

[19]https://ppac.gov.in/download.php?file=rep_studies/1742217113_Snapshot_of_Indias_Oil_Gas_data-Feb_2025.pdf

[20]https://www.iea.org/reports/india-gas-market-report

### Mergers and Acquisitions

Strategic partnerships play as a crucial role in building strong organisations. The Company aims to build strong alliances to tap the future growth opportunities as well as to hedge the decline.

The Company's joint venture with International Battery Company, Inc. will help establish MGL as a multi-faceted energy provider in the years to come. The joint venture aims to capture the demand generated by the increasing adoption of EVs by exploring new technologies in energy storage solutions.

The Company's joint venture with Baidyanath LNG provides increased security within its supply chain, whereas the acquisition of Unison Enviro Private Limited, a CGD with three geographical areas, extends operational reach and improves natural gas accessibility for consumers. At the end of FY 2025, Unison Enviro Private Limited had 82 CNG stations while cumulative household connections were 39,000 and industrial and commercial customers were 66.

MGL is steadily exploring new opportunities and leveraging synergies to ensure long-term business sustainability.

### New Business

## Compressed Biogas (CBG)

MGL has made significant progress in its Compressed Biogas (CBG) initiatives, actively pursuing opportunities within its authorised Geographical Areas (GA's) while also exploring expansion in new regions too. As part of this strategy, MGL has entered into a MOU with Brihanmumbai Municipal Corporation (BMC) to set up one of the largest CBG Plants in India based on municipal Solid Waste MSW) in Deonar Mumbai with a Source Segregated Organic MSW processing capacity of 1000 Tonnes Per Day (TPD). Maharashtra State Cabinet has accorded the approval for leasing of land at concessional rate to MGL in May 2025 through a cabinet decision for setting up the CBG project at Mankhurd and Deonar landfill area using the Bio-methanation technology. As per GR (Government Resolution) issued on May 28, 2025, total 18 acres of land will be leased to MGL.

Further, Company intends to increase its CBG footprints and replicate the model in other Municipalities offering a significant potential in the CBG sector. MGL has signed a MOU with City Corporation of Davanagere to establish 150TPD CBG plant again based on MSW. Additionally, MGL is also exploring collaborations with other players and stakeholders to set up the CBG Plants on alternative feedstocks viz. Napier Grass, Press Mud, Cow Dung etc. These initiatives are in line with India's broader goals of lowering the greenhouse gas (GHG) emissions, promoting a circular economy, reducing fuel imports and improving the waste management practices.

Through these efforts, MGL is poised to establish itself as a key player in India's renewable energy landscape contributing to environmental sustainability and domestic biofuel production.

## Renewable Energy

India's renewable energy sector is poised for significant growth, driven by ambitious government policies, increasing investments,and a strong push for energy transition. The country has set a target of achieving 500 GW of non-fossil fuel capacity by 2030 with a focus on solar, wind, hydropower and green hydrogen. As of March 2025, India's total installed electricity generation capacity is approximately 475.21 GW. Renewable energy sources, including solar, wind, hydro and biomass, contribute about 220.10 GW to this capacity, representing approximately 46.3% of the total. To meet its ambitious target of 500 GW of non-fossil fuel capacity by 2030, India needs to double its annual additions of solar and wind capacity over the next five years.

MGL is taking a proactive approach towards renewable energy to support India's clean energy goals. Your company is actively expanding its footprint in renewable energy, starting with a 6.5 MW plant to meet the power requirement at COCO (Company-Owned, Company-Operated) CNG stations. Going forward, MGL is in the process of developing its entry strategy in the renewable energy value chain.

## Hydrogen

As part of company's diversification strategy, new and emerging energy sector is always prioritized above others.

Though green hydrogen is in its nascent stage, the company is exploring opportunities of developing use cases for CGD applications. A DFR is being prepared for setting up pilot facility to blend Hydrogen with natural gas for industrial and applications and to run Hydrogen powered FCEV buses.

Bases on positive outcome of the DFR, the company may set up small scale pilot facility by FY27.

### Investor Relations

Investor Relations (IR) continues to play a pivotal role in your Company's corporate strategy, fostering transparency, trust and meaningful engagement with all stakeholders including shareholders, investors and analysts. The core objective of our IR initiatives is to ensure timely, accurate and consistent communication, thereby enabling stakeholders to make informed decisions.

During fiscal year 2024-25, your Company remained committed to proactive and transparent engagement with the investor community. Key investor relations initiatives undertaken during the year include:

- **Investors' & Analysts' Meet 2024:** Our first in-person event post-IPO received an overwhelming response, with participation from over 50 unique organisations.

- **Quarterly Earnings Call:** Conducted promptly following the announcement of financial results to ensure timely communication with analysts and investors.
- **Institutional Outreach:** Participated in multiple one-on-one and group meetings with institutional investors and analysts, including office visits and virtual interactions as required.
- **Global Roadshows:** Investor engagement programs were conducted across Hong Kong, Singapore and the United States, reinforcing relationships with international investors and enhancing global visibility.
- **Dissemination of Investor Presentations**: Presentations were made available through stock exchanges and the Company's official website, ensuring equitable access to information for all stakeholders.
- **Shareholder Participation at AGM:** Continued facilitation of speaker registration for shareholders, encouraging greater transparency and inclusiveness.

All investor interactions were led by members of the Senior Management Team, including the Managing Director, Deputy Managing Director, CFO and Marketing Head, thereby reflecting your Company's emphasis on accessible leadership and high-level engagement.

Additionally, your Company has maintained its track record of rewarding shareholders through consistent dividends, reaffirming its focus on long-term value creation. The strong trading volumes of your Company's shares reflect sustained investor confidence in its performance and strategic direction.

Your Company remains highly attuned to the evolving expectations of investors, including matters related to capital allocation, sustainable growth, corporate governance and risk management. In this regard, your Company continues to strengthen its investor engagement strategy with a forward-looking approach rooted in innovation, performance and responsible leadership.

Your Company's investor-centric philosophy is rooted in its core values of accountability, integrity and sustainable value creation. Through continuous dialogue, transparent disclosure and disciplined execution, your Company strives to meet and exceed the expectations of the investor community.

### Financial Overview

#### Revenue from Operations

Revenue from operations During the FY 2024-25 the revenue from operations stood at ₹ 7,590 Cr.

#### EBITDA and EBITDA Margins

During the FY 2024-25, the operating EBITDA decreased by 18% to ₹ 1,510 Cr. in comparison to ₹ 1,843 Cr. in FY 2023-24. The EBITDA margin for FY 2024-25 is 21.81% as compared to 29.51% in the FY 2023-24.

#### PAT and PAT Margin

The Company registered a decreased in PAT by ₹ 244 Cr. to ₹ 1,045 Cr. in FY 2024-25 from ₹ 1,289 Cr. during FY 2023-24. The PAT Margin for the FY 2024-25 is 15% as compared to 21% in FY 2023-24.

#### PBT

The Company registered a decrease in PBT by 21% to ₹ 1,374 Cr. in FY 2024-25 from ₹ 1,733 Cr. in FY 2023-24.

#### EPS

The Company recorded earnings per share of ₹ 105.78 per share in FY 2024-25 as compared to ₹ 130.50 per share in FY 2023-24.



**Details of significant changes in the key financial ratios, along with detailed explanation thereof:**

| Sr. No. | Ratios | March 2025 | March 2024 |
|---|---|---|---|
| 1 | Debtors Turnover Ratio (No. of times) (Net Credit Sales of natural gas /Average Accounts Receivables) | 13.78 | 14.19 |
| 2 | Inventory Turnover Ratio (No. of times) (Cost of Gas Sold/Average Inventory of Gas) | 3,179 | 2,527 |
| 3 | Current Ratio (No. of times) (Current Assets/Current Liabilities) | 1.03 | 1.11 |
| 4 | Operating Profit Margin (Operating Income - EBIT/ Revenue from Operations-Net) | 21.81% | 29.51% |
| 5 | Net Profit Margin (PAT/ Revenue from Operations-Net) | 15.09% | 20.64% |
| 6 | Return on Net worth (PAT/ Net worth) | 18.94% | 27.80% |

a) **Explanation for major change in Ratios as compared to the previous FY2024-25**

Reduction in Operating Profit Margin, Net Profit Ratio and Return on Net Worth is mainly due to increase in gas cost due to reduction of APM allocation.

Increase in Inventory turnover ratio is due to increase in gas purchase price.

b) **Disclosure of Accounting Treatment**

Applicable Accounting Standards have been followed and there is no deviation compared to prescribed accounting standards.

### Company Outlook

Mahanagar Gas Limited (MGL) will enter the fiscal year 2025-26 with a robust growth trajectory, supported by strategic infrastructure expansion and diversification initiatives. The company's highest-ever capital expenditure program focuses on developing CNG stations across various models and expanding its pipeline network by 200 km. This infrastructure push aligns with rising demand, as evidenced by total connectivity to 2.83 million customers and achieving over 1.17 MMSCMD domestic PNG volume in FY 2024-25.

MGL's geographic expansion strategy is already yielding results, particularly in GA3 (Raigad), which now contributes over 50% of newly commissioned CNG stations and has seen a 50% surge in PNG domestic connections. The acquisition of Unison Enviro Private Limited (UEPL) has further expanded MGL's footprint into new areas of Maharashtra and Karnataka, increasing its total area under operation to ~45,700 sq. km and positioning the company to serve a growing proportion of Maharashtra's urban population and Karnataka's industrial corridors.

The Company is actively diversifying its portfolio to capture emerging opportunities in the energy sector. MGL's joint venture, MLPL formed to establish LNG stations for long-haul trucking, positions it to capitalise on the rapidly growing LNG trucking in India. MLPL has one operational station in Aurangabad, Maharashtra & one station at Seoni, MP was mechanically completed in the FY 2025. The company plans to commission four LNG stations in FY 2026 and targets 26 operational stations by 2030, with daily LNG sales expected to reach 1,35,000 kg by 2030, potentially generating over ₹ 1 Cr. in daily revenue.


Looking ahead, MGL anticipates continued growth in the CGD sector, driven by government initiatives to increase natural gas consumption to 15% of India's energy mix by 2030 as well as compelling benefits of lower cost & lower emissions. There is an increasing likelihood that diesel vehicle restrictions will be imposed in major cities like Mumbai due to worsening pollution levels which could further accelerate CNG demand. To capitalise on this trend, the company plans to increase the number of outlets in underserved areas based on analytics-driven planning. This strategic expansion will help MGL meet the growing demand for cleaner fuel alternatives while optimizing its network coverage.

MGL is also making significant strides in technological advancements to enhance operational efficiency and customer experience. The company is exploring IoT (Internet on Things)-based dispensing systems to streamline fuel management, which could lead to improved service delivery and reduced operational costs. These initiatives, combined with MGL's existing digital transformation efforts position the company at the forefront of innovation in the CGD sector.

Solar panels have also been installed at selected offices, with electricity generation contributing to the grid. The company will assess further investment in solar and renewable projects based on the initial rollout.

As MGL navigates the evolving energy landscape, it remains cautiously optimistic about its ability to capitalise on emerging opportunities while managing potential risks. The company's strategic initiatives in LNG, EV infrastructure and renewable energy, combined with its strong market position in the CGD sector, position it well to contribute significantly to India's decarbonisation agenda and drive sustainable growth in the years ahead.

## Technology

MGL has significantly strengthened its IT security and compliance measures in FY 2024-25. While it has implemented Privilege Access Management (PAM) and Secure File Transfer Protocol (SFTP) to enhance data protection, it also conducts Vulnerability Assessment and Penetration Testing (VAPT) for critical applications and deployed automated capacity monitoring for servers. The BIS team has upgraded its ISO 27001:2013 certification to ISO 27001:2022.

To proactively counter cybersecurity threats, MGL is planning to deploy a Security Operations Center (SoC) to monitor, detect and respond to security incidents in real time. Further, the Company plans to implement Data Loss Prevention (DLP) mechanisms to prevent unauthorised sharing or leakage of sensitive business and customer data.

In compliance with the Digital Personal Data Protection (DPDP) Act, MGL has conducted a two-phase Data Privacy Infrastructure Assessment, establishing a Data Privacy Governance framework, appointing a Data Protection Officer and implementing robust privacy policies.

The Company also conducted organisation-wide Personally Identifiable Information (PII) discovery, assessed privacy risks and provided employee training. It also updated departmental privacy risk registers, evaluated Privacy Enhancement Technologies (PETs) and developed an internal audit framework aligned with DPDPA 2023.

These initiatives highlight MGL's commitment to data privacy, regulatory compliance and developing a security-conscious culture.

## Digital Initiatives and Automation

### MGL Tez

MGL Tez App allows commercial vehicle operators to pre-book fuel slots at designated BEST depots. This reduces wait times for the customers and alleviates manoeuvrability issues. This has been a boon for commercial vehicle owners of Mumbai.


### Digital PNG Billing

As part of our ongoing commitment to sustainability and environmental protection, we have strengthened our Go Green initiative by promoting digital billing and reducing paper consumption. In just three months since the launch of our Go Green campaign, over 65,000 customers have already enrolled in paperless billing. To date, more than 1.5 Lakh customers have chosen to make the shift, helping us conserve approximately 100 trees annually. Building on this success, we are setting an ambitious goal to transition over 80% of our existing customers to digital billing starting from April 1, 2025. To encourage more customers to join the movement, we will be offering an incentive of ₹ 10 per digital bill for the next six months to our existing customers. This transition to digital billing helps reduce our carbon footprint, minimize waste and enhance customer convenience. Additionally, by eliminating the need for physical bill delivery, we reduce people movement, thereby lowering emissions. Together, we are taking a significant step towards a greener and more sustainable future. We appreciate our customers' continued support in making this initiative a success as we work towards a planet-friendly tomorrow.

### App for Inside Kitchen Activity

MGL developed the Inside Kitchen Mobile App to enhance safety and improve ESG compliance during Last Mile Connectivity (LMC) work. The app enables real-time safety audits, ensuring all necessary equipment is available before LMC activities begin. It digitises self-authorisation permits, eliminating paper usage and supporting the Company's ESG initiatives. The app's data analytics feature allows remote audits by supervisors, significantly improving compliance and operational efficiency.

### MGL's Automation Journey

MGL has implemented Robotic Process Automation (RPA) to improve efficiency, reduce costs and optimise human resources. The first phase automated five critical business processes, resulting in savings of 6.5-7 FTEs, annual cost savings of ₹ 30+ lakhs and a one-year payback period. This approach enhanced workforce productivity, with 20-25% of employees assigned to the respective tasks, redeployed to higher-value tasks and enabled 24x7 operations. The key RPA implementations include duplicate bill processing, network monitoring, automated retrieval system, automated meter reading as well as SES and MIRO automation. It has successfully enabled to scale-up RPA across various departments. By enabling forecourt automation, it has integrated dispensing units with POS machines for automatic billing and digital receipts and also uses CCTV & AI to track vehicle footfall and hydrotesting compliance.

## Story of a startup: By Mr. Vaibhav Kaushik, CEO Nawgati

Nawgati's real growth story began in 2022, when we teamed up with MGL for a pilot at the Khopat CNG station in Thane. Back then we were a $4 million startup testing whether our platform could truly quantify queues, identify fuelling bays, track attendants through uniform recognition, monitor every transaction and spot loyal customers. The pilot worked, the data proved it and it gave us the credibility to think bigger.

In 2023, we took that same toolkit to 15 MGL COCO stations. During this phase, we rolled out both the Nawgati Billing App and our plug and play ANPR module almost in parallel, piping dispenser data straight into the POS while automating vehicle identification and compliance checks down to seconds. For the CGD space it was a first, immediately tightening accuracy and setting a new bar for transparent CNG operations.

MGL kept pushing boundaries. They launched queue-free refuelling at select BEST depots using MGL Tez and also allowed for slot booking through app, giving commercial vehicles a taste of friction-less CNG refueling.

The partnership took centre stage again at CNG Mahotsav 2.0 in 2024. MGL asked Nawgati to run the event's fleet programme, so we built a closed-loop system that let MGL load incentives via MGL coins and let fleet operators transact using a physical and virtual card and track consumption in real time. The execution showed the wider industry that digital fuel management at scale is already possible.

Today, Nawgati is valued at roughly $36 million which is about nine times where we started when MGL first gave us the pilot opportunity. With additional deployments planned for other locations this year, the collaboration is set to keep redefining what efficient, transparent CNG retail can be.

Working with MGL has shaped Nawgati more than any pitch deck or demo day ever could. Their O&M, Marketing and R&T teams opened up stations, compressors and dispensers for us to dissect long before we had a full-strength ops crew. That early access sharpened our tech and perhaps even more important lent us the credibility only an industry leader can provide. Many prospects took our calls simply because MGL did first.

From the first pilot through the simultaneous rollout of ANPR and integrated billing, MGL kept challenging us to iterate and trusted us enough to deploy. We are especially grateful to the MGL leadership team for their vision, openness and steady encouragement; their backing turned a young startup into a recognised partner across the energy world in India.

Looking ahead, we're gearing up to roll out the same plug-and-play stack across India's next wave of CNG corridors and to pilot our Aaveg tech overseas. We're excited to keep raising the bar together and to set new benchmarks for India's energy and mobility sector.

### Project PRISM

The Company partnered with Salesforce and Appstrail to implement Project PRISM, a CRM transformation initiative. The project aims to establish a single customer view, break data silos and implement the Company's first AI-driven use case. The project kicked off in January 2025, with the Business Requirement Document signed off in February 2025. While development is currently in progress, it plans to go live in the third quarter of 2025.

### RISE with SAP: Project Utkarsh

MGL became the first CGD company in India to go for implementation of RISE with SAP on private cloud and SAP ISU, transitioning from SAP ECC 6.0 to SAP S/4HANA. This implementation preserves prior SAP investments while enabling a seamless cloud transition. It lowers TCO with AWS-hosted infrastructure and reduces IT complexity with SAP-managed operations. The system supports on-demand upgrades and custom extensibility for future innovations.

## Innovation

### Multi-Layered Composite (MLC)

MGL explored the usage of MLC pipes as an alternative to copper tubes, aligning with the PNGRB Technical Standards & Specifications including Safety Standards for City or Local Natural Gas Distribution Networks (also known as T4S).

Besides enhancing safety, these MLC pipes increase productivity and provide cost efficiencies of ~25-30% as compared to copper piping system. Further, by being chemically inert, these pipes offer a longer service life thereby making them a budget-friendly option.

### Multi Coil Tubing (MCT)

MGL has introduced MCT technology at its Patalganga CNG station, utilising stainless steel tubes to transport high-pressure CNG without traditional RCC trench construction. Available in longer lengths, MCT is quicker and easier to install, requires fewer fittings and joints and reduces both installation and maintenance costs. This approach allows for nearly trenchless forecourt construction, improving station aesthetics and safety by minimising fittings while maintaining conventional manufacturing standards.

### Prefab Building (PFB)

MGL has installed prefab sales offices at CNG outlets in Kalamboli, Dombivali, Pen and Roha to accelerate execution and reduce costs. Factory-made for precise quality, these structures are quickly assembled onsite, minimising equipment use, material waste and environmental impact. This innovation halves construction time while delivering aesthetically appealing and sustainable buildings.

## CRM

MGL believes in comprehensive customer service strategy to enhance convenience and engagement. The Company operates a 24/7 Call Centre, provides WhatsApp and email support, maintains a strong digital presence and manages 13 Walk-in Centres across its service areas.

MGL's Customer Relationship Management (CRM) Department, supported by over 180 trained professionals, serves as the critical link between customers and the Company through an omni-channel setup. In FY 2024-25, the key initiatives customer outreach campaigns to raise awareness about fraudulent activities, extension of CRM services to CNG and commercial customers, introduction of WhatsApp Live Chat for real-time query resolution and integration of robotic automation to streamline operations.

The Company also launched a new Walk-in Centre at Navy Nagar for Army and Navy officials as well as introduced QR code bill payments and electronic feedback systems at its centres. MGL takes pride in building a CRM setup that has become an industry benchmark, attracting visits from leading CGD companies seeking to adopt similar practices.


MGL's flagship customer walk-in center in Bandra Kurla Complex, Mumbai

## Health, Safety and Environment

MGL is dedicated towards providing a safe and healthy workplace for its employees and strives to reduce any adverse effects on local communities from its operations. The company has successfully upheld a zero-harm approach.

### Policy

MGL's main HSE priorities are focused toward constantly improving health, safety and environmental performance by reducing accidents, injuries, work-related illnesses and enhancing key environmental measures like energy conservation and emission monitoring. MGL is committed to:

- Providing a safe and healthy workplace to prevent work-related injuries and illnesses
- Ensuring full compliance with MGL Life Saving Rules
- Regularly monitoring HSE and quality performance
- Leading in the adoption of best industry practices
- Managing HSE as a critical business priority
- Promoting a culture of shared commitment among stakeholders through consultation and participation.

The HSE Steering Committee is convened quarterly by the Managing Director to discuss the Company's performance on health, safety and environment. During these sessions, critical safety indicators are monitored and tasks are allocated to enhance HSE standards. This periodic review assists the organization in minimising risks, ensuring a safe working environment and promoting long-term success.

### Training and Awareness

As part of MGL's continued commitment to integrating Environmental, Social and Governance (ESG) principles across its operations, a focused training program on ESG was conducted for 196 employees. This initiative aimed to enhance awareness, build internal capabilities and nurture a culture of sustainability and responsible governance within the organisation. The training covered key ESG themes, including climate action, resource efficiency, ethical business practices, stakeholder engagement and regulatory compliance.

MGL's meticulous training programs and constant safety initiatives nurture a culture where everyone takes responsibility for maintaining a safe workplace. The Company adheres to top international safety standards and encourages all employees to identify and address unsafe situations. Additionally, MGL maintains documents on Code of Practices, Operation Control Procedures and Standard Operating Procedures to ensure safe execution of various tasks.

The company ensured that the contractual manpower engaged at ground level gets access to best infrastructure during training before start of the job for which various technical institutes such as Bharti Vidyapeeth Institute of Technology, Don Bosco Centre for Learning and Ahmed Abdullah Garib Private ITI were engaged for providing Safety and Technical Competency Training.

MGL also uses display materials like signboards, route markers etc. to help general public easily identify its pipelines. On all major assets important contact numbers are displayed alongside key precautions to be taken in vicinity of these assets.

Regular interactions are held with community and authorities through PNG Awareness Sessions to raise awareness about product safety. On festive seasons, special drives are taken for prevention of unwanted events.

The Company conducted Fire prevention and Fire Fighting Training for Women Special batch over two days at T.S. Chanakya campus. During this training, the participants were given theoretical as well as practical knowledge allowing active participation in firefighting exercises.

The Company conducted the Annual Major Mock Drill (Level III) at CGS Mahape with the activation of MGL's Business Continuity Plan (BCP) demonstrating a proactive approach to emergency preparedness. The involvement of key statutory authorities like Director of Industrial Safety and Health (DISH), Police, Local Disaster Management Team and Mutual Aids Response Group (MARG) ensures a well-coordinated response mechanism in case of real emergencies. Activating the Incident Control Room (ICR) at MGL House during the drill provided valuable insights into crisis management and response efficiency.

Additionally, in FY 2024-25, MGL conducted a total of 154 Mock drills, including Level I and Level II for various locations including operational sites, offices, stores, CGS and CNG retail outlets. The Company had also conducted 23 night mock drills at its factories.

MGL also operates a strong around-the-clock response mechanism via its district network across its Geographical Areas. The system is evaluated during real-time incidents and regular mock drills, with oversight from a centralised Emergency Control Room.

By empowering employees with the knowledge and tools to incorporate ESG considerations into their daily roles, MGL is strengthening its foundation for long-term sustainable growth and aligning its workforce with global best practices.

## HSE Developments

MGL upholds a stringent safety-first approach across all its operations, maintenance and project related activities. This ensures safe and efficient distribution of natural gas through pipelines and cascades to both PNG and CNG customers.

MGL has strong quality norms to be followed for materials as well as for work execution so that its assets do not pose any hazard to the community. These assets are regularly inspected, serviced and monitored for maintain its integrity. The patrolling of the assets is done by dedicated teams of Patrolmen and District teams. MGL has implemented injury prevention, transportation and fire safety programme which aligns with the SHEQ and risk management system.

MGL has introduced an App-based Near Miss and Hazard Reporting System to strengthen emergency preparedness and enhance workplace safety. The system is designed to facilitate quick, easy and real-time reporting of near misses, hazards and unsafe conditions, especially during emergencies. It is accessible through the MGL Safety App, available to all employees, contractors and key stakeholders.

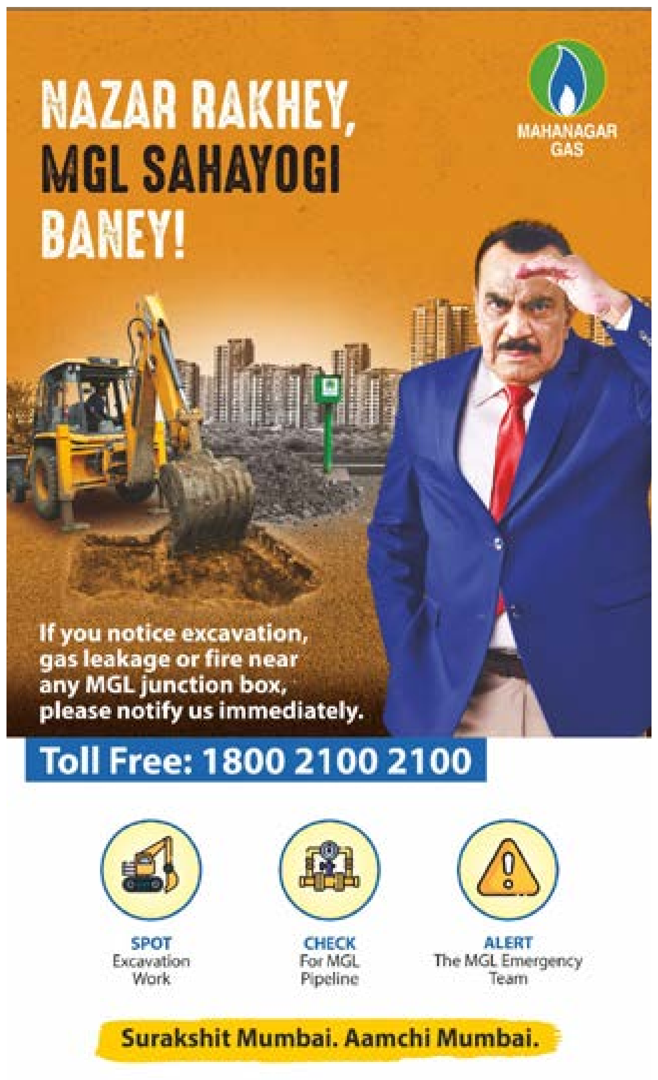
To reinforce its firefighting measures, MGL has augmented multi-purpose portable fire pumps, each at City Gate Station Savroli and Mahape. These pumps are designed to provide effective fire suppression in emergency situations, ensuring the safety of personnel and infrastructure.

On the occasion of World Environment Day 2024, MGL encouraged responsible disposal of electronic waste by installing collection bins at selected offices for 15 days. The initiative successfully collected 50 Kilograms of e-waste while educating individuals on sustainable waste management practices.

With the MGL expansion into unchartered domains, the need for proper security operations has increased. The ICCC at Mahape highlights the expertise of the Company in the CGD industry. The ICCC is equipped with state-of-the-art facilities like SCADA, GIS to swiftly address any hazards or accidents in the pipeline network and CNG stations. The ability of the Integrated Command and Control Centre (ICCC) to drive a single user interface streamlined operations and facilitated centralised command over them. With the incorporation of pattern analysis, AI and machine learning, swift operational decisions are made easily. The Incident Control Room allows multiple users access and provides the top management to watch, evaluate and react to any incident in a timely manner. This feature has helped to be proactive during any kind of Emergencies handled by MGL. The ability to record, store and analyse digital video images and recordings improved operating efficiency and removed false alerts. Camera with edge-based analytics were also installed for additional security.

MGL supports the government's energy decarbonisation and Net Zero goals by promoting natural gas as a cleaner alternative to conventional fuels for businesses and by expanding the use of CNG, PNG and LNG in domestic, automotive and industrial sectors. The company is also transitioning its own energy consumption to solar power through rooftop solar installations and is exploring renewable power purchase agreements to further reduce reliance on conventional electricity sources.

MGL is developing a major Compressed Bio Gas (CBG) plant in Mumbai, in partnership with the Brihanmumbai Municipal Corporation, to process municipal solid waste into clean fuel. This initiative is aligned with the government's Sustainable Alternative Towards Affordable Transportation (SATAT) scheme and aimed at reducing greenhouse gas emissions and promoting circular economy practices. Other sustainability efforts include carbon sequestration through methods like Miyawaki Forests. MGL integrates sustainability into its long-term strategy by aligning with ESG principles, focusing on environmental stewardship, social responsibility and strong governance. The company implements water conservation measures such as rainwater harvesting and sewage treatment and its CSR programs support healthcare, education, skill development and community well-being. Safety, risk management and ethical business practices are strictly enforced to ensure operational resilience.




MGL is also investing in renewable energy assets, exploring opportunities in the EV sector and leveraging digital innovations to future-proof its sustainability efforts. An ESG Committee, chaired by the Deputy Managing Director, provides oversight on these initiatives with quarterly progress reviews. MGL intends to align its Net Zero targets with national objectives, highlighting its commitment to a sustainable and low-carbon future.

At MGL, Health, Safety and Environment commitment is a fundamental responsibility. All employees are responsible and accountable for safety, health and environmental protection. They demonstrate strict adherence to the HSE policy and procedures to the highest level.

### Audits

MGL has successfully finished its 2nd surveillance ISO audit at several locations including CGS Sion, CGS Ambernath, Parinee, Nahur office, Borivali office, MGL House, Kalyan office and locations in GA1 and GA2, with zero major or minor non-conformities. The external certification organisation TUV India Pvt. Ltd. conducted the audit and ensured that MGL was conforming to international management system standards. Further, MGL conducts internal audits annually in stages in all its sites, offices, CGS, warehouses and CNG retail outlets.

In addition, MGL's Raigad GA has been re-certified for conformity to the Emergency Response and Disaster Management Plan (ERDMP) after site inspections in line with PNGRB Regulations, 2010 and the 2020 amendment. The certification confirms MGL's adherence to regulatory safety standards, emergency preparedness and efficient risk management, promoting a safe and secure operating environment.

### Awards

MGL has been consistently recognised for its exemplary Health, Safety and Environment (HSE) practices, receiving several prestigious awards in FY 2024-25. In August 2024, MGL was honoured with 'Four Golden Stars' by the National Safety Council of India (NSCI) for its exceptional Occupational Health and Safety (OHS) Management Systems at the CGS Mahape facility. Additionally, on September 27, 2024, the NSCI Maharashtra Chapter awarded MGL with the 'Certificate of Merit for Meritorious Performance in Industrial Safety', acknowledging outstanding safety standards at the CGS Ambernath, Mahape and Taloja facilities.

Further, on September 14, 2024, MGL received the 'Platinum Award for Best Warehouse Safety Practices' in the Public Utility Service Sector from the APEX India Foundation, reflecting operational efficiency and safety excellence. On January 9, 2025, MGL was proclaimed as the 'Winner' in 'Excellence in Safety Training' under the 22nd Greentech Global Workplace Safety Award 2024. This recognition serves to highlight MGL's commitment to developing a culture of on-going learning in safety procedures.



Continuing to receive appreciation for safety practices, MGL was awarded the 'Prashansa Patra' in January 2025 by NSCI for its outstanding performance in Occupational Safety and Health (OSH) during 2021-2023 in the Manufacturing Sector (Group A1).

These recognitions collectively support MGL's excellence in HSE practices and its constant dedication to delivering a safe and sustainable work environment.

## Security

### MGL's Security Philosophy: A Holistic Approach to Asset Protection

Security forms the cornerstone of the Company's operational excellence strategy, adopting a risk-based approach to proactively identify and mitigate threats. This strategy ensures seamless operations, regulatory compliance and the safety of employees and stakeholders. The security framework ensures a safe workplace, enhancing productivity and confidence among the workforce. The Company prioritises the protection of critical assets, including City Gate Stations, offices, retail outlets and pipelines, ensuring seamless natural gas distribution.

### Securing Critical Assets

MGL employs a comprehensive security framework that combines vigilant human resources, advanced surveillance systems, access controls and robust digital monitoring tools. Stringent protocols and proactive risk management strategies safeguard infrastructure resilience against potential threats, ensuring uninterrupted operations and long-term sustainability.

### Strengthening IT Security and Compliance

MGL has continued its efforts to fortify IT security by implementing industry-best practices and deploying robust security frameworks. To safeguard critical business operations and customer data, MGL has taken the following steps:

- **Privilege Access Management (PAM)** has been implemented to control and monitor privileged user access.
- **Secure File Transfer Protocol (SFTP)** has been deployed to ensure safe and encrypted data exchange.
- **Vulnerability Assessment and Penetration Testing (VAPT)** was conducted for all critical web-facing applications and mobile apps.
- **Automated Capacity Monitoring** was implemented for critical servers to prevent performance bottlenecks and security threats.

To strengthen cybersecurity governance, MGL has engaged a Virtual Chief Information Security Officer (VCISO) who is actively guiding the IT security team in:

- Ensuring compliance with ISO 27001:2013 certification and working towards upgrading to the latest ISO 27001:2022 standards.
- Evaluating and implementing new security tools to enhance risk mitigation measures.

In alignment with the Digital Personal Data Protection (DPDP) Act, MGL has conducted a structured Data Privacy Infrastructure Assessment in two phases which included-

#### Phase 1: Data Discover and Governance

- Setting up a Data Privacy Governance model with a resident Data Protection Officer (DPO).
- Enforcing data privacy policies in accordance with the DPDP Act.
- Executing a corporate-wide PII discovery effort across MGL and third-party vendors.
- Evaluating privacy risks associated with business processes, applications and vendor relations.
- Providing employee and vendor training on handling PII and privacy best practices.

#### Phase 2: Sustenance & Implementation

- Implementing updated privacy risk registers to maintain continuous compliance.
- Assessing Privacy Enhancement Technologies (PETs) for secure data handling.
- Establishing an internal audit framework in line with DPDPA 2023.

These actions highlight MGL's dedication to data privacy, regulatory compliance and strong security culture.

### Security Team: A Strong Line of Defence

MGL's efficient security team includes supervisors, guards and specialised technical personnel, who operate the Integrated Security Control Room to ensure real-time monitoring. The team also includes ex-police personnel who bring their expertise in crisis management. While Queue Controllers at retail outlets ensure safety and order, patrolmen conduct regular pipeline surveillance to mitigate risks proactively. Each member performs their duty diligently, upholding MGL's commitment to safety and reliability.

### Enhancing Vigilance through Training

MGL conducts regular training programmes for its security personnel, covering key topics such as access control, emergency response, fire safety and crowd management. Additionally, specialised training is also provided to equip the team to handle scenarios such as terrorist attacks, bomb threats or natural disasters. This structured approach ensures a proactive and well-equipped security force capable of safeguarding operations.

### State-of-the-Art Integrated Security Control Room

MGL's Integrated Security Control Room leverages advanced technology for real-time incident management. Equipped with C4i software, bezel-less video walls and intelligent video analytics, the facility encompasses CCTV cameras, fire detection systems, vehicle tracking and intruder alarms into a unified command centre. The centre is connected to the Primary Incident Control Room at BKC, enhancing coordination during emergencies while ensuring rapid responses.

### Industry Recognition

The advanced capabilities of MGL's Integrated Security Control Room have earned recognition from various esteemed organisations, including BARC, NPCIL and PNGRB. These accolades serve as a testament to MGL's leadership in innovative security infrastructure.

### Honouring Security Personnel

For the people that ensures there is no scratch on the Company's reputation, the dedication of the security personnel is acknowledged through awards such as the "Extra Mile" Award. From exemplary service in managing queues at retail outlets to patrolling pipelines, their swift responses and adherence to protocols reinforce MGL's culture of excellence in asset protection.

## Human Resource

The success of an organisation is written by its employees. MGL acknowledges the value of its employees and therefore nurtures a workplace environment that promotes diversity, equity and drives innovation. In FY 2024-25, MGL welcomed 78 new employees, bringing the total count to 584 (as of March 31, 2025), with a gender diversity ratio of 9:1.

The Company has built a structured Performance Management System and targeted developmental programmes to equip the workforce with necessary skills to prepare them for the future. The Company's flagship initiatives, such as 'Discover the Power Within' for unlocking potential and 'iLead' for the first-time managers have proven to be beneficial for the employees. Further, the members of the Leadership Team participate in prestigious Management Development Programmes at renowned institutions, including international training programmes, to cultivate a global perspective and increase adaptability and innovation.


The Company's journey of excellence has been built on a solid foundation of robust governance practices. MGL conducts extensive awareness programmes covering Prevention of Sexual Harassment, Human Rights, Grievance Handling, Cybersecurity Awareness and Code of Conduct. To establish a culture of recognition and engagement, MGL has also established awards such as 'Going the Extra Mile (GEM)' Award, 'Extra Mile' Award and 'Special Contribution' Award.

Beyond the workplace, MGL organises events such as 'MGL Got Talent' to celebrate creativity and strengthen the sense of community among employees and their families. Further, to facilitate consistent growth, the Company follows the method of recruiting Graduate Engineering Trainees and Management Trainees to maintain the level of excellence in the upcoming years.

At MGL, employee well-being is prioritised through progressive policies, including flexible working hours, health check-ups and comprehensive insurance coverage. The Company also maintains a harmonious relationship with its Staff Union and adheres meticulously to all labour-related statutory compliances. The acknowledgement as a top-quartile organisation in employee engagement by the Global Energy Sector Survey conducted by BCG highlights the Company's commitment to developing a high-performance culture.

## Risk Management

MGL integrates robust risk management practices into its operations to safeguard stakeholder interests. Overseen by the Risk Management Committee and implemented by Functional Heads, the Company's Enterprise Risk Management (ERM) framework addresses risks across financial, operational, strategic and regulatory domains. This structured approach enables MGL to navigate uncertainties while capitalising on opportunities.

The comprehensive and adaptive ERM framework incorporates regular risk assessments and scenario analyses to identify, assess and manage potential threats as well as allocate resources effectively. Led by the Chief Risk Officer (CRO), the risk evaluation aligns with MGL's financial objectives, corporate strategy, statutory compliance, operational goals and reporting requirements. Further, a collaborative ERM software tool embeds the robust risk management practices across all business operations.

MGL operates in a dynamic market landscape, which makes it crucial to adopt risk policies that reflect the changes efficiently. By encouraging a culture of accountability and maintaining a well-established governance structure, MGL has been efficient in upholding resilience, trust and long-term value creation.

### Mitigation Strategies

- **Financial Risks:** Continuous monitoring of market fluctuations and implementing mitigation actions to address exposure.
- **Operational Risks:** Regular risk assessments, scenario analyses and resource allocation for critical operations.
- **Strategic Risks:** Alignment of risk management processes with corporate strategy to ensure adaptability.
- **Regulatory Risks:** Strict adherence to statutory compliance and proactive engagement with regulatory bodies.
- **Uncertainty Management:** Implementation of ERM software for real-time tracking, reporting and improvement of risk processes.

This risk management framework ensures uninterrupted operations and drives sustainable growth, even amidst a competitive marketplace.

## Exchange Rate Fluctuation

Gas contracts, especially long-term and spot LNG imports, are denominated in US dollars (USD). So, when the local currency depreciates against the dollar, LNG becomes more expensive in local terms and vice versa. In such case CGD's like your Company, using LNG must pay more in local currency for the same amount of gas when the local currency weakens.

Three options emerge in such eventuality. Either PNG and CNG price maybe increased to pass on the higher input cost to consumers or operating with reduced margins, if price increases are not passed on to the consumer or cover the exchange rate fluctuations through hedging. Studied view of this risk was taken and it was decided to pass on the increased cost to the customer in case of exchange rate fluctuations. This is better than taking a upfront hedge cover in the long run as observed from the past data.

## Internal Control System

The Company has strong internal control systems that align with the complexities of its business operations, ensuring reliable financial reporting, operational efficiency and compliance. The Company thoroughly documents policies, procedures and Standard Operating Procedures (SOPs), which are digitised and integrated into business processes. These controls undergo regular testing for design adequacy and operational effectiveness by both internal and external auditors, ensuring their functionality in practice.

The Audit Committee oversees the risk-based internal audit plan, focusing on high-risk areas within key business processes and expenses. Internal audits are conducted by a reputed external firm, complemented by MGL's in-house Internal Audit team. Significant observations and corrective actions are periodically presented to the Audit Committee, which ensures impartiality by having the Internal Auditor report directly to the Company's Chairman. This structure develops transparency and accountability while enhancing the credibility of audit processes.

MGL has implemented in-house modules for managing internal audit and Internal Financial Controls (IFC) processes, streamlining scheduling, document management and control testing. The company's SAP ERP system incorporates transactional controls such as segregation of duties and Maker-Checker mechanisms to ensure compliance and operational integrity. Regular reviews of risk management policies reflect changing market dynamics, while audits track deficiencies and recommend improvements.

Through continuous assessments, no material weaknesses were identified in the control environment during the year under review. MGL's alignment with strong governance practices, ethical behaviour and proactive risk management reinforces stakeholder trust and supports sustainable business growth.

### Cautionary Statement

This document includes forward-looking statements regarding the expected future events, financial performance and operational results of Mahanagar Gas Limited (MGL). These statements are based on assumptions and are inherently subject to risks and uncertainties. Actual outcomes may differ materially from those expressed or implied in these statements due to various factors, including market fluctuations, regulatory changes and other unforeseen circumstances. Readers are advised not to place undue reliance on forward-looking statements as they reflect the company's current expectations and strategic plans, which may evolve over time. MGL does not undertake any obligation to update or revise these statements in light of new information or future events unless required by applicable laws.



# Directors' Report

To,
The Members

Your Directors have pleasure in presenting the Thirtieth Annual Report along with the Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2025.

## FINANCIAL PERFORMANCE

The Company's financial performance (standalone and consolidated) for the year ended March 31, 2025 is summarised below:

(₹ in Crore)

| Sr. No. | Particulars | Standalone | |
|---|---|---|---|
| | | As on March 31, 2025 | As on March 31, 2024 |
| a. | Revenue from Operations | 7,590 | 6,862 |
| b. | Other Income | 184 | 175 |
| c. | Profit before Depreciation and Finance cost | 1,694 | 2,019 |
| d. | Depreciation and Amortization Expenses | 306 | 274 |
| e. | Finance cost | 14 | 12 |
| f. | Profit before Tax [c-d-e] | 1,374 | 1,733 |
| g. | Income Tax | 329 | 444 |
| h. | Profit after Tax [f-g] | 1,045 | 1,289 |
| i. | Other Comprehensive Income | (2) | (4) |
| j. | Total Comprehensive Income [h+i] | 1,043 | 1,285 |
| k. | Balance of Profit for earlier years | 5,044 | 4,036 |
| l. | Balance Available for appropriation (j+k) | 6,087 | 5,321 |
| | Appropriations: | | |
| m. | Dividend Paid | | |
| | Final – FY 2022-23 | - | 158 |
| | Interim – FY 2023-24 | - | 119 |
| | Final – FY 2023-24 | 178 | - |
| | Interim – FY 2024-25 | 119 | - |
| n. | Total Appropriations | 296 | 277 |
| o. | Balance of profit carried in Balance Sheet [l-n] | 5,791 | 5,044 |
| | Earnings Per Share (Face value of ₹ 10.00 each) – Basic and Diluted (₹) | 105.78 | 130.50 |

The key highlights of the Consolidated Financial Results are as follows:

(₹ in Crore)

| Sr. No. | Particulars | Consolidated | |
|---|---|---|---|
| | | As on March 31, 2025 | As on March 31, 2024 |
| a. | Revenue from Operations | 7,979 | 6,914 |
| b. | Other Income | 167 | 175 |
| c. | Profit Before Tax | 1,370 | 1,728 |
| d. | Profit After Tax | 1,040 | 1,285 |
| e. | Total Comprehensive Income | 1,038 | 1,281 |

## STATE OF AFFAIRS OF THE COMPANY

Over the past three decades, your Company has made remarkable progress in establishing city gas infrastructure across India's most densely populated metropolitan area. Developing such infrastructure and ensuring efficient gas distribution in the nation's commercial capital necessitate robust safety protocols, flawless project execution capabilities and dependable operations. The Company has built strong core competencies that not only support the city's ongoing energy needs but also position it to meet the growing demands of a rapidly expanding urban landscape. With a vision to evolve into a diversified energy enterprise, the Company has undertaken strategic initiatives to both strengthen its core business and foray into emerging sectors. These initiatives aim to unlock new revenue streams and long-term growth. To realize this vision, the Company has focused on targeted acquisitions, infrastructure development, clean energy solutions and technological advancements.

Your Company has undertaken significant steps towards business diversification by strategically investing in emerging energy sectors. The acquisition of Unison Enviro Private Limited and entry into the LNG retail segment through its joint venture Company i.e. Mahanagar LNG Private Limited ('**MLPL**'), underscore its commitment to strengthening its presence across the natural gas value chain and capitalizing on growth opportunities. As a part of this initiative, MLPL commissioned its first LNG dispensing station in Aurangabad during the year, with plans to expand across key strategic locations in Maharashtra and other regions. This development is well aligned with the Government's policy direction to transition heavy-duty commercial vehicles from diesel to LNG, thereby supporting India's broader net-zero emission goals.

Last year, your Company made a strategic entry into India's rapidly growing electric mobility sector through an investment in 3EV Industries Private Limited, a manufacturer of electric three-wheelers catering to both cargo and passenger segments. Recognizing the increasing demand for lithium-ion (Li-ion) cells in the mobility sector, the absence of large-scale domestic manufacturing and the need to support India's transition to electric vehicles, your Company further strengthened its position by committing to invest in Li-ion cell production through a Joint Venture with International Battery Company, Inc. A 1 GWh cell manufacturing facility is planned to be established in Bengaluru in two phases. The plant will be technology-agnostic and will initially produce prismatic NMC cells, primarily for the two-wheeler market. In subsequent phases, the facility will scale up to 5 GWh capacity, incorporating LFP and other chemistries to meet evolving market demands.

Your Company is also advancing in setting up Compressed Biogas ('**CBG**') plant and securing CBG sourcing from other producers, aligning with the CBG blending mandate. This initiative will enhance domestic biofuel production, promote sustainability and reduce imports.

In line with its sustainability goals, your Company is actively working towards meeting its captive energy requirements through renewable sources. To this end, it is in the process of identifying a suitable partner for the development of a solar power plant. Beyond fulfilling its internal energy needs, the Company is also exploring broader business opportunities in the rapidly evolving renewable energy sector. These initiatives are aimed at strengthening its long-term competitiveness, particularly in the emerging green hydrogen space over the next 5 to 10 years. As part of this strategy, the Company plans to establish a pilot green hydrogen project to build operational experience and develop practical use cases. This initiative will support future applications such as hydrogen blending into the pipeline network and direct dispensing into hydrogen-powered vehicles.

While actively expanding into new and emerging energy domains, MGL remains firmly committed to its core business of city gas distribution. The Company is pursuing strategic acquisitions and partnerships to broaden its geographical presence and leverage the growing demand for CNG. Looking ahead, MGL's focused investments in LNG, green hydrogen, electric mobility and renewable energy are set to enhance its role in driving India's energy transition. These initiatives will not only support long-term growth but also reinforce the Company's commitment to sustainability and innovation.

## DIVIDEND

Your Company takes pride in delivering consistent value to our shareholders through regular dividend distributions. The Board of Directors, at its meeting held on January 28, 2025, declared an Interim Dividend of ₹ 12/- per equity share of face value of ₹ 10/- each for the financial year 2024-25, which was paid to the members whose names appeared in the Register of Members/ List of Beneficial Owners as on the record date i.e. February 3, 2025.

Further, your Directors have recommended the Final Dividend of ₹ 18/- per share in its Board Meeting held on May 06, 2025, subject to approval of shareholders at the 30th Annual General Meeting.

The Company's Dividend Distribution Policy is available on its website and can be accessed at https://www.mahanagargas.com:3000/_DividendDistributionPolicy_f4049de0be.pdf

## TRANSFER TO RESERVES

During the year under review, no amount was transferred to any of the reserves by the Company. The closing balance of the Retained Earnings of the Company after appropriation for the financial year 2024-25 was ₹ 5,791 Crore.



## MERGER OF WHOLLY OWNED SUBSIDIARY WITH THE COMPANY

The Board of Directors of your Company at its meeting held on October 24, 2024, had approved the composite Scheme of Amalgamation of Company's wholly owned subsidiary i.e. Unison Enviro Private Limited ('**Transferor Company**') with the Company ('**Transferee Company**') subject to various necessary approvals. The appointed date of the amalgamation as per scheme was February 1, 2024. The Company had filed Application/ First Motion Petition before The Hon'ble National Company Law Tribunal, Mumbai Bench ('**NCLT**'), during the year and the same was admitted by NCLT on December 6, 2024. Subsequently, the Company has filed the Second Motion Petition before the NCLT on March 27, 2025. Currently the Company is awaiting the final hearing before the NCLT for approval of the proposed Merger.

The Transferor Company, being a wholly owned subsidiary, was acquired to expand geographic presence and strengthen the business. The proposed merger will streamline operations, reduce costs and enhance capital utilization, improving market reach and competitiveness, while maximizing shareholder value and reducing regulatory burdens. Since the Transferor Company is a wholly owned subsidiary, no new equity shares will be issued and the entire share capital of the Transferor Company shall be cancelled and extinguished. The Scheme is available on the website of the Company at https://www.mahanagargas.com:3000/Scheme%20of%20Merger_MGL%20and%20UEPL.PDF

## SUBSIDIARY AND ASSOCIATE COMPANIES

As on March 31 2025, your Company had two subsidiaries i.e. Unison Enviro Private Limited and Mahanagar LNG Private Limited and two Associates i.e. International Battery Company India Private Limited and 3EV Industries Private Limited.

The Company has strengthened its strategic portfolio by investing in 3EV Industries Private Limited, thereby attaining its shareholding to 24.54% and resulting its classification as an Associate Company. Additionally, the Company acquired a 44% equity stake in International Battery Company India Private Limited, which also become an Associate Company.

Pursuant to the provisions of Section 129 of the Companies Act, 2013 ('**the Act**') read with rules framed thereunder, Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 **('Listing Regulations')** and applicable Indian Accounting Standards, the Consolidated Audited Financial Statements forms part of this Annual Report. A separate statement containing the salient features of the financial statements of subsidiary and associate companies in Form AOC-1 has been attached as **Annexure 1** to this Report.

In accordance with Section 136 of the Act, the financial statements of the subsidiary and associate companies shall be kept available for inspection by any shareholder during working hours at the registered office of the Company as well as at the respective registered offices of the subsidiary and associate companies. Further, the Audited Standalone and Consolidated Financial Statements of your Company alongwith other related information and audited financial statements of each of its subsidiary companies are made available on website of the Company at https://www.mahanagargas.com/MGL-corporate/investors

Your Company has formulated a policy for determining Material Subsidiaries. The policy is available on your Company's website at https://www.mahanagargas.com:3000/Policy%20on%20determining%20Material%20Subsidiary_MGL_06.05.2025.pdf

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Sections 134(3)(c) and 134(5) of the Act, your Directors hereby confirm that for the financial year ended March 31, 2025:

a) In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;

b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent, so as to give a true and fair view of the state of affairs of your Company as at the end of the financial year and of the profits of your Company for that period;

c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of your Company and for preventing and detecting fraud and other irregularities;

d) They have prepared the annual accounts on a 'going concern' basis;

e) They have laid down internal financial controls to be followed by the Company which are adequate and are operating effectively;

f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and are operating effectively.

## RISK MANAGEMENT

MGL acknowledges the critical importance of proactively identifying and managing risks to ensure its long-term profitability and sustainability. The Risk Management Committee is entrusted with overseeing the effectiveness of the Company's risk management framework, processes and systems.

Ethical leadership and robust human capital form the foundation of MGL's Risk Management philosophy, fostering entrepreneurial agility, a strong corporate reputation and effective governance.

As part of Enterprise Risk Management policy, a comprehensive risk assessment has been carried out to identify potential risks and evaluate their potential impact on our business. The identified risks span across various categories, including but not limited to Strategic risks, Operational risks, Financial risks and Compliance risks.

The Board Committee has acknowledged the increasing risks associated with data protection and the growing threat landscape in cyber security, which are among the foremost concerns for organizations today. MGL has initiated several measures to strengthen its data protection and cyber security framework in alignment with the provisions of the Digital Personal Data Protection Act, 2023.

## INTERNAL FINANCIAL CONTROLS AND ITS ADEQUACY

Your Company places a strong emphasis on maintaining effective Internal Financial Controls over financial reporting to ensure the accuracy and integrity of its financial statements. Your Company has designed and implemented a comprehensive Internal Financial Controls system over financial reporting. This system ensures that all transactions are authorized, recorded and reported accurately and in a timely manner. The Internal Financial Controls system provides reasonable assurance over the integrity and reliability of the Company's financial statements. This assurance is crucial for stakeholders in evaluating the Company's financial performance and position.

A robust mechanism is in place for periodic review of Risk Assessment and Control Matrix and testing of controls for both design and operating effectiveness. This testing is conducted twice a year to ensure that controls are not only appropriately designed but also functioning effectively in practice. The results of these tests are reported to the Audit Committee. This ensures transparency and accountability in the evaluation of the Company's internal controls and provides oversight by a key governance body.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory, cost and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2024-25.

## VIGIL MECHANISM AND WHISTLE BLOWER POLICY

Your Company prioritizes the establishment of a robust vigil mechanism to ensure adherence to the MGL's Code of Conduct and related policies. Your Company has a Whistle Blower Policy for directors, employees and other stakeholders. This Policy allows individuals to report unethical practices and irregularities without fear of reprisal. The Whistle Blower Policy is periodically reviewed and revised, if necessary to align with regulatory requirements and changing workplace needs. This ensures that the Policy remains effective and relevant over time. No person is denied access to the Chairman of the Audit Committee, ensuring that individuals have a direct channel to report concerns or grievances.

The Vigil Mechanism fosters a culture of trust and transparency among all stakeholders, encouraging open communication and accountability. The Whistle Blower Policy provides adequate protection to those who report unethical practices and irregularities. This protection is crucial in encouraging individuals to come forward with concerns without fear of retaliation. All reported incidents are investigated and suitable action is taken in line with the Whistle Blower Policy. This ensures that reported concerns are addressed effectively and responsibly. The Whistle Blower Policy has been appropriately communicated within the Company and is available on the Company's website at https://www.mahanagargas.com:3000/_whistle-blower-and-vigil-mechanism_80f19ef31b.pdf. This ensures that all stakeholders are aware of the Policy and know how to access it for reference or reporting purposes.

## CORPORATE SOCIAL RESPONSIBILITY

The Company has constituted the Corporate Social Responsibility ('**CSR**') Committee in accordance with Section 135 of the Act read with the Companies (Corporate Social Responsibility Policy) Rules, 2014. Pursuant to the provisions of Section 135 of the Act, the Company has also formulated a CSR Policy which is also available on the website of the Company at https://www.mahanagargas.com:3000/_MGL-CSR_Policy_952a5a4889.pdf

The Annual Report on CSR activities as required under Companies (Corporate Social Responsibility Policy) Rules, 2014 is enclosed herewith as **Annexure 2** to this report.

## DISCLOSURES PURSUANT TO THE SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In the commitment to fostering a workplace environment rooted in respect, inclusivity and safety, your Company places utmost priority on eliminating all forms of harassment, including sexual harassment. Your Company is of the firm belief that every employee has the right to work in an environment free from any form of intimidation, coercion, or discrimination. As such, your Company has in place a Policy on Prevention of Sexual Harassment of Women at Workplace which is in line with requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ('**POSH Act**'). Robust mechanisms have been implemented to prevent and address instances of sexual harassment. These Policies are regularly communicated to all employees and are rigorously enforced. Additionally, your Company conducts comprehensive training and awareness programs to ensure that all staff members are well-informed of their rights and responsibilities and the procedures for reporting any such incidents.

Your Company has duly constituted an Internal Complaints Committee in accordance with the provisions of the POSH Act. Your Company is committed to maintaining strict confidentiality in handling complaints and provides multiple channels for reporting, thereby ensuring that every individual feels safe and empowered to raise concerns without fear of retaliation. By upholding these standards, your Company remains dedicated in cultivating a workplace culture where every individual is valued, respected and supported.

## BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

**A. Appointment, Re-Appointment and Cessation of Directors:**

The details of appointment, re-appointment and cessation of Directors of the Company, during the year under review, are given in the table as hereunder:

| Name of the Director | Date of Appointment / Re-appointment / Cessation | Details of Appointment / Re-appointment / Cessation |
|---|---|---|
| Dr. P. Anbalagan (DIN: 05117747) | January 28, 2025 | Appointed as Non-Executive, Non-Independent Nominee Director of the Company |
| Dr. Harshadeep Kamble (DIN: 07183938) | January 06, 2025 | Ceased to be Director of the Company due to change in his assignment by the Government of Maharashtra |
| Mr. Syed S. Hussain (DIN: 00209117) | NA | Continuation as an Independent Director of the Company upon attaining the age of seventy-five years, till September 08, 2025 |
| Mrs. Malvika Sinha (DIN: 08373142) | August 24, 2024 | Re-appointed as an Independent Director of the Company for the second term of three consecutive years. |
| Mr. Harish Kumar Agarwal (DIN: 00074950) | August 24, 2024 | Appointed as an Independent Director of the Company for a period of three consecutive years. |
| Mr. Mahesh Kumar Gupta (DIN: 08021365) | August 24, 2024 | Appointed as an Independent Director of the Company for a period of three consecutive years. |
| Mr. Venkatraman Srinivasan (DIN: 00246012) | August 23, 2024 | Ceased to be Independent Director of the Company upon completion of the term. |
| Mr. Rajeev Bhaskar Sahi (DIN: 06662067) | August 23, 2024 | Ceased to be Independent Director of the Company upon completion of the term. |

The Board places on record its appreciation for the valuable services rendered by Dr. Harshadeep Kamble, Mr. Venkatraman Srinivasan and Mr. Rajeev Bhaskar Sahi during their tenure as Directors of the Company. The Company has immensely benefitted from their contribution, guidance and leadership.

The Company has received declarations from all its Independent Directors confirming that they meet the criteria of independence as prescribed under provisions of Section 149 of the Act and Regulation 16(1)(b) of Listing Regulations.

The appointment / re-appointment of the Directors mentioned above was recommended by the Nomination and Remuneration Committee of the Board and was approved by the shareholders through Postal Ballot.

**B. Key Managerial Personnel other than Directors:**

During the year under review, there was no change in the Key Managerial Personnel **('KMP')** of the Company.

Pursuant to Section 203 of the Act, Mr. Ashu Shinghal, Managing Director, Mr. Sanjay Shende, Deputy Managing Director, Mr. Rajesh D. Patel, Chief Financial Officer and Mr. Atul Prabhu, Company Secretary and Compliance Officer are the KMP of the Company as on March 31, 2025.

## COMMITTEES OF BOARD

The details of various committees constituted by the Board, including the committees mandated pursuant to the applicable provisions of the Act and Listing Regulations, are given in the Corporate Governance Report, which forms part of this Annual Report.

## NUMBER OF MEETINGS OF THE BOARD

During the year under review, the Board met eight times. The details of board meetings and the attendance of the Directors are provided in the Corporate Governance Report, which forms part of this Annual Report.

## INDEPENDENT DIRECTORS' MEETING

The Independent Directors of the Company met on March 13, 2025, without the presence of Non-Independent Directors and members of the management. At this meeting, they reviewed the performance of the Board as a whole, Chairman of the Board and the Non-Independent Directors, taking into account the views of the all other Directors. The Independent Directors also assessed the quality, quantity and timeliness of information flow between the management and the Board, which is essential for the Board to effectively discharge its duties and responsibilities.

## ANNUAL EVALUATION OF THE PERFORMANCE OF THE BOARD, ITS COMMITTEES, CHAIRMAN AND OF INDIVIDUAL DIRECTORS

The Board has adopted a formal mechanism for evaluating its own performance, as well as that of its Committees and Individual Directors, including the Chairman. The evaluation was conducted through a structured process, covering various aspects of the Boards' functioning, such as composition of the Board and its Committees, diversity of experience and competencies and overall effectiveness in discharging responsibilities.

## NOMINATION AND REMUNERATION POLICY

Pursuant to Section 178 of the Act and the Listing Regulations, the Company has formulated a Policy on Nomination and Remuneration of Directors, KMP, Senior Management and other employees of the Company. The Policy serves as a guiding framework for, inter-alia, determining qualifications, positive attributes and independence of a Directors, as well as matters relating to their remuneration, appointment, re-appointment and removal and performance evaluation of the Directors, KMP, Senior Management and other employees. The Policy is available on the website of the Company at https://www.mahanagargas.com:3000/_MGL-Nomination_and_Remuneration_Policy_329e2e5b7e.pdf

## STATUTORY AUDITORS

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Reg. No. 117366W/W-00018) was appointed as the Statutory Auditors of the Company to hold office for a period of 5 years from the conclusion of the 27th Annual General Meeting held on August 24, 2022 till the conclusion of the 32nd Annual General Meeting of the Company.

M/s. Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Reg. No. 117366W/W-00018) conducted the Statutory Audit of your Company for the financial year 2024-25. The Auditors' Reports on the Standalone and Consolidated Financial Statements for the said financial year contains an unmodified opinion and form part of the Financial Statements included in this Annual Report. The Statutory Auditors have not made any qualification, reservation, adverse remark or disclaimer in their Report for the year under review. The Notes to the financial statements, as referred to in the Auditors' Reports, are self-explanatory and do not call for any further comments.

## SECRETARIAL AUDITORS

Pursuant to provisions of Section 204 of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s. Mayekar & Associates, Company Secretaries to conduct the Secretarial Audit of the Company for the financial year 2024-25. The Secretarial Audit Report for the financial year under review, issued by M/s. Mayekar & Associates in Form MR-3 is enclosed herewith as **Annexure 3** to this report.

The Secretarial Audit Report is self-explanatory in nature and does not contain any qualification, reservation, adverse remark or disclaimer.

## COST AUDITORS

Pursuant to the provisions of Section 148 of the Act read with the Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost records and conduct a Cost Audit. Accordingly, the Board of Directors, on the recommendation of the Audit Committee, had appointed M/s. ABK & Associates, Cost Accountants, as the Cost Auditors of the Company for the financial year 2024–25 to audit the cost records.

## ANNUAL SECRETARIAL COMPLIANCE REPORT

In accordance with Regulation 24A of the Listing Regulations, the Company has undertaken an audit for the financial year 2024-25 to verify compliance with all applicable SEBI Regulations and Circulars / Guidelines issued thereunder. The Annual Secretarial Compliance Report issued by M/s. Mayekar & Associates, Company Secretaries has been duly submitted to the Stock Exchanges.

## PARTICULARS OF LOANS, ADVANCES, GUARANTEES AND INVESTMENTS

Loans, guarantees and investments covered under Section 186 of the Act form part of the Notes to the financial statements provided in this Integrated Annual Report (Please refer Notes 5, 9 and 31.3 to the Standalone Financial Statements).

## RELATED PARTY TRANSACTIONS

During the year under review, all Related Party Transactions were entered at arm's length and in the ordinary course of business of the Company. The Audit Committee accords prior approval for all the Related Party Transactions and prior approval of shareholders is obtained for all Material Related Party Transactions to be entered into by the Company, as required.

Details of Related Party Transactions entered into by the Company during the year under review are disclosed in the Notes to the Standalone Financial Statements. Further, all Material Related Party Transactions as per Section 188(1) of the Act and as required under Section 134(3)(h) of the Act are provided in Form AOC-2 annexed to this report as **Annexure 4**. Your Company has adopted a Board approved Related Party Transactions Policy and is uploaded on the Company's website at the web link https://www.mahanagargas.com:3000/_MGL_Policy_on_Related_Party_Transactions_7e65246e63.pdf

## DISCLOSURE REGARDING REMUNERATION TO DIRECTORS AND EMPLOYEES

The statement of Disclosure of Remuneration under Section 197 of the Act and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 **('Rules')**, is appended as **Annexure 5** to the Report. The information as per Rule 5 of the Rules, forms part of this Report. A statement containing the names of top ten employees, in terms of their remuneration, in terms of Rule 5(2) of said Rules forms an integral part of this report. The said statement is not being sent along with this annual report to the members of the Company.

In terms of Section 136 of the Act, members who are interested in obtaining these particulars may write to the Company Secretary at the registered office of the Company and the same will be furnished on request.

## CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company consistently undertakes conscious efforts to conserve energy across all its operations, reinforcing its commitment to sustainability and environmental responsibility. A report containing details with respect to conservation of energy, technology absorption and foreign exchange earnings and outgo, required to be disclosed in terms of Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014, is enclosed as **Annexure 6** to this Report.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

In terms of the provisions of Regulation 34 of the Listing Regulations, the Management's Discussion and Analysis Report is set out in this Integrated Annual Report.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

In accordance with Regulation 34 of the Listing Regulations, the Business Responsibility & Sustainability Report **('BRSR')** describes the performance of the Company on environmental, social and governance aspects. BRSR for the financial year 2024-25 is annexed to this Annual Report.

## CORPORATE GOVERNANCE

The Company's Corporate Governance practices are a true reflection of its core values, encompassing its culture, policies and stakeholder relationships. Integrity and transparency form the cornerstone of our governance framework, fostering continued trust and confidence among stakeholders. The Company remains committed to maximizing shareholder value in a legal, ethical and sustainable manner. Our disclosures adhere to the highest standards of corporate governance, with a steadfast focus on enhancing long-term shareholder value while safeguarding the interests and rights of minority shareholders in all business decisions.

The Corporate Governance Report for the financial year 2024–25 forms an integral part of this Integrated Annual Report.

M/s. Akansha Rathi & Associates, Practicing Company Secretaries, have issued a certificate dated June 3, 2025 confirming that the Company is compliant with the conditions stipulated in the Chapter IV of the Listing Regulations.

## STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE

The Board confirms that Independent Directors appointed during the year possess integrity, expertise and experience.

## COMPLIANCE MANAGEMENT

The Company has adopted a compliance management tool viz. Compliance Insights, which provides system-driven alerts to the respective owners for complying with the applicable laws and regulations. Certificates capturing the compliance status of all laws and regulations applicable to the Company are generated at the end of each quarter and submitted to the Board of Directors.

## ANNUAL RETURN

Pursuant to the provisions of Sections 92(3) and 134(3) of the Act read with rules framed thereunder, the copy of annual return is available on the website of the Company i.e. https://www.mahanagargas.com

## SECRETARIAL STANDARDS

The Company has followed the applicable Secretarial Standards, with respect to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India.

## CODE OF CONDUCT

Pursuant to the requirements of Listing Regulations, the Company has laid down a Code of Conduct for all Board Members, Senior Management Personnel and its employees to ensure the avoidance of conflicts of interest. The Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct applicable to them during the year ended March 31, 2025.

The Codes are available on the website of the Company. The Codes have been circulated to the Directors and Senior Management Personnel and annual compliance with the same is affirmed by them.

## OTHER DISCLOSURES

During the year under review:

- Your Company did not accept deposits as covered under Chapter V of the Act.
- There was no issuance of any shares with differential rights as to dividend, voting or otherwise or issuance of Sweat Equity Shares to employees of your Company under any scheme;
- No fraud has been reported by the Auditors to the Audit Committee or the Board under Section 143(12) of the Act.
- As per records, no order or direction was passed by any court or tribunal or regulatory authority either affecting Company's status as a going concern or which significantly affected Company's business operations.
- There were no material changes and commitments affecting the financial position of the Company between the end of the financial year and date of this report.
- There has been no change in the share capital structure of the Company.
- There has been no change in the nature of the business of the Company.
- No proceedings are pending against the Company under the Insolvency and Bankruptcy Code, 2016.
- There was no instance of one time settlement with any Bank or Financial Institution.
- Your Company does not engage in commodity hedging activities.

## ACKNOWLEDGEMENT

We take this opportunity to place on record our appreciation to the Ministry of Petroleum & Natural Gas, Government of India, Petroleum & Natural Gas Regulatory Board, Government of Maharashtra, Maharashtra State Road Development Corporation Limited, Municipal Corporations of Greater Mumbai, Navi Mumbai, Thane, Mira-Bhayander, Kalyan-Dombivali, Raigad, Panvel, other State and Central Government Authorities, Mumbai Metropolitan Regional Development Authority, Maharashtra Industrial Development Corporation, Police and Fire Brigade authorities, all our customers, members, investors, vendors, suppliers, business associates, bankers and financial institutions, media and stock exchanges for their continuous co-operation and support.

We are grateful for guidance and support received from Statutory Auditors, Internal Auditors, Cost Auditors and Secretarial Auditors of the Company.

We acknowledge the patronage of the GAIL (India) Limited and the Government of Maharashtra for their support and above all, we place on record our sincere appreciation for the hard-work, solidarity and contribution of each and every employee of the Company in driving the growth of the Company.

For and on behalf of the Board of Directors
**Mahanagar Gas Limited**

| | | |
|---|---|---|
| | **Ashu Shinghal** | **Sanjay Shende** |
| Place : Mumbai | Managing Director | Deputy Managing Director |
| Date : June 03, 2025 | (DIN: 08268176) | (DIN: 09172642) |

# Annexure 1

## Form AOC-1

**(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)**

Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures.

### Part A – Subsidiaries

(All amounts in ₹ crores, unless otherwise stated)

| Sr. No. | Particulars | Name of the Subsidiary | |
|---|---|---|---|
| | | Unison Enviro Private Limited | Mahanagar LNG Private Limited |
| 1. | The date since when subsidiary was acquired | February 01, 2024 | December 26, 2023 |
| 2. | Reporting period | March 31, 2025 | March 31, 2025 |
| 3. | Reporting currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries. | INR | INR |
| 4. | Share capital | 135.43 | 30.00 |
| 5. | Reserves and surplus | (37.70) | (0.25) |
| 6. | Total assets | 442.12 | 33.19 |
| 7. | Total Liabilities | 344.39 | 32.94 |
| 8. | Investments | 0.00 | 0.00 |
| 9. | Turnover | 388.15 | 3.10 |
| 10. | Profit/(Loss) before taxation | 21.42 | (0.17) |
| 11. | Provision for taxation | 0.15 | (0.07) |
| 12. | Profit/(Loss) after taxation | 21.57 | (0.24) |
| 13. | Proposed Dividend | NIL | NIL |
| 14. | % of shareholding | 100% | 51% |

**Notes:** The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations- Not applicable
2. Names of subsidiaries which have been liquidated or sold during the year- Not applicable

### Part B – Associates

**Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures**

(All amounts in ₹ crores, unless otherwise stated)

| Sr. No. | Particulars | Name of the Associate | |
|---|---|---|---|
| | | International Battery Company India Private Limited | 3EV Industries Private Limited |
| 1. | Latest audited Balance Sheet Date | March 31, 2025 | March 31, 2025 |
| 2. | Date on which the Associate was associated or acquired | February 03, 2025 | February 04, 2025 |
| 3. | Shares of Associate held by the company on the year end | | |
| | (a) No. of Shares | 43,71,065 | 13,948 |
| | (b) Amount of Investment in Associate | 35.36 | 73.00 |
| | (c) Extent of holding % | 44.00% | 24.54% |
| 4. | Description of how there is significant influence | Holding >20% | |
| 5. | Reason why the associate is not consolidated | Not applicable | |
| 6. | Networth attributable to shareholding as per latest audited Balance Sheet | 71.99 | 43.56 |
| 7. | Profit or Loss for the year | (4.19) | (23.06) |
| | i. Considered in Consolidation | (0.88) | (1.92) |
| | ii. Not Considered in Consolidation | (3.31) | (21.14) |

**Notes:**

1. Names of associates or joint ventures which are yet to commence operations- Not applicable
2. Names of associates or joint ventures which have been liquidated or sold during the year- Not applicable

For and on behalf of the Board of Directors
**Mahanagar Gas Limited**

**Ashu Shinghal**
Managing Director
(DIN: 08268176)

**Sanjay Shende**
Deputy Managing Director
(DIN: 09172642)

**Rajesh Patel**
Chief Financial Officer
FCA No: 048326

**Atul Prabhu**
Company Secretary & Compliance Officer
ACS No: 64051

Place : Mumbai
Date : June 03, 2025

# Annexure 2

## Annual Report on Corporate Social Responsibility (CSR) Activities

for the Financial Year 2024-25

### 1. Brief outline on CSR Policy of the Company.

The Company adopted a revised CSR Policy during the year 2019, aligned with the Companies (Corporate Social Responsibility Policy) Rules, 2014. The CSR Policy was approved by the Board of Directors and is uploaded on the MGL website.

The implementation, monitoring and evaluation of CSR projects will be as per the guidelines in the Companies (Corporate Social Responsibility Policy) Rules 2014.

### 2. Composition of CSR Committee:

| Sr. No. | Name of Director | Designation / Nature of Directorship | Number of meetings of the CSR Committee held during the year | Number of meetings of the CSR Committee attended during the year |
|---|---|---|---|---|
| 1. | Mrs. Malvika Sinha | Chairperson (Independent Director) | 4 | 4 |
| 2. | Mr. Syed S. Hussain | Member (Independent Director) | 4 | 4 |
| 3. | Mr. Sanjay Shende | Member (Executive Director) | 4 | 3 |
| 4. | Mr. Ashu Shinghal | Member (Executive Director) | 4 | 4 |

### 3. Provide the web link where the Composition of the CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the company.

- The composition of the CSR Committee is available on our website, at https://www.mahanagargas.com/MGL-corporate/investors/corporate-governance
- The Committee, with the approval of the Board, has adopted the CSR Policy as required under Section 135 of Act at https://www.mahanagargas.com:3000/_MGL-CSR_Policy_952a5a4889.pdf
- CSR projects approved by the Board, which is available on our website at https://www.mahanagargas.com/MGL-corporate/csr/csr-project
- Provide the executive summary along with web link(s) of the Impact Assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable: **Impact Assessment of 3 CSR Projects have been conducted by third party** which is available on our website at https://www.mahanagargas.com/MGL-corporate/csr/csr-project

4. Details of the amount available for set-off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and the amount required for set-off for the financial year, if any,

(a) Average net profit of the company as per Section 135(5) - **₹ 1175.00 Cr.** (Average of profit for F.Y.21- 22, 22-23, 23-24)

(b) Two percent of the average net profit of the company as per Section 135(5) **₹ 23.50 Cr.**

(c) Surplus arising out of the CSR projects or programs or activities of the previous financial years – **NA**

(d) Amount required to be set off for the financial year, if any – **NA**

(e) Total CSR obligation for the Financial Year [(b)+(c)-(d)] – **₹ 23.50 Cr.**

6. (a) Amount spent on CSR Projects (both Ongoing Projects and other than Ongoing Projects) – **₹ 22.64 Cr.**

(b) Amount spent in Administrative Overheads – **₹ 1.02 Cr.**

(c) Amount spent on Impact Assessment, if applicable – **NA**

(d) Total amount spent for the Financial Year [(a)+(b)+(c)] – **₹ 23.66 Cr.**

(e) CSR amount spent or unspent for the Financial Year:

| Total Amount spent for the Financial Year (in ₹ crore) | Amount Unspent (in ₹ crore) | | | | |
|---|---|---|---|---|---|
| | Total Amount transferred to Unspent CSR Account as per Section 135(6) | | Amount transferred to any fund specified under Schedule VII as per second provision to Section 135(5) | | |
| | Amount | Date of transfer | Name of the Fund | Amount | Date of transfer |
| 23.66 | 0 | NA | NA | 0 | NA |

(f) Excess amount for set off, if any:

| Sr. No. | Particulars | Amount (₹ in crore) |
|---|---|---|
| (i) | Two percent of the average net profit of the company as per Section 135(5) | 23.50 |
| (ii) | Total amount spent for the Financial Year | 23.66 |
| (iii) | Excess amount spent for the financial year [(ii)-(i)] | 0.16 |
| (iv) | Surplus arising out of the CSR projects, programs, or activities of the previous financial years, if any | NA |
| (v) | Amount available for set-off in succeeding financial years [(iii)-(iv)] | NA |

### 7. Details of Unspent CSR amount for the preceding three financial years:

(₹ in crore)

| Sr. No. | Preceding Financial Year | Amount transferred to Unspent CSR Account under section 135(6) | Balance Amount in Unspent CSR Account under Section 135(6) | Amount spent in the reporting Financial Year | Amount transferred to any fund specified under Schedule VII as per section 135(5), if any | | Amount remaining to be spent in succeeding financial years | Deficiency, if any |
|---|---|---|---|---|---|---|---|---|
| | | | | | Amount | Date of transfer | | |
| 1 | FY 2023-24 | 3.26 | 3.26 | 3.17 | NA | NA | 0.09 | NA |
| 2 | FY 2022-23 | 3.17 | 0.89 | 0.44 | NA | NA | 0.45 | NA |
| 3 | FY 2021-22 | 8.61 | 1.37 | 1.37 | NA | NA | 0 | NA |

8. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

(a) Date of creation or acquisition of the capital asset(s) – **NA**

(b) Amount of CSR spent for creation or acquisition of capital asset – **NA**

(c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address, etc. – **NA**

(d) Short Particulars of the property or asset(s) created or acquired (including complete address and location of the property) – **NA**

9. Specify the reason(s) if the company has failed to spend two percent of the average net profit as per section 135(5). – **Not Applicable**

**Summary of Independent Impact Assessment studies conducted in the financial year 2024-25**

MGL CSR has completed impact assessments on eligible CSR Projects. All the project budget costs are more than one crore. The projects lie under the verticals of MGL Aarogya and MGL Saksham. Some of the significant findings of the assessments are all the project benefits reached to the end beneficiaries, need base approach is visible, tie up with local NGOs for smooth implementation of the program and more focus is required on the active involvement of indirect stakeholders with the objective of long-term project sustainability and the quantum of communities' collaboration and cooperation towards the MGLs intervention is remarkable and appreciable. Following are the highlights:

#### 1. MGL Saksham: Swasthya Poshan Aahar Program

**Objective:** To provide free meals to the relatives/ attendants of the indoor patients at KEM Hospital, Mumbai

**Thematic Area:** Poverty elevation

**Intervention area:** Mumbai

**Insights:**

- People are satisfied with the quantity of food served and the meals are often fresh, hot and nutritious. The served meals are unlimited and free of cost, as none of the attendants/ relatives of the patients have ever been charged a single cent for these meals.

- The major benefit of the food distribution program is that people have been saving money, which they are using for medicines and diagnosis. Furthermore, for rural patients and their relatives, this intervention has turned out to be a significant relief.
- The volunteers should prioritize people with passes in food distribution. Once all the pass holders get food, then others such as OPD patients should be served the food.

2. **MGL Aarogya: Eye cataract surgery at Shanmukhananda Sangeetha Sabha**

**Objective:** to provide various eye related procedures at subsidized Cost to patients who belong to economically weaker sections of society.

**Thematic Area:** Focuses on ensuring healthy lives and promoting well-being for all at all ages.

**Intervention area:** Mumbai

**Insights:**

- The document screening team strictly abides by all the criteria and rules set by the project. Through rigorous document screening, the project team indeed seeks to select genuine patients for availing the benefits of subsidized surgery.
- The majority of the patients believe that these health interventions have empowered them to reengage in their livelihood activities so that they could earn for their families. The health interventions have provided support and relief to the people, especially from lower income categories who had been fighting against their fate.
- Overall, the subsidized surgery program at Shanmukhananda Health Center has proven to be a valuable initiative that has made a tangible difference in the lives of countless individuals. By providing affordable and accessible healthcare, the program has empowered patients, improved their well-being and contributed to the overall health and development of the community.
- The centre has been using updated technologies, the latest machines and domain experts to reduce the risks during and after surgery. This could be one of the reasons for the high treatment costs at the Shanmukhananda Health Care Centre.

3. **MGL Sakhsham: Support to differently abled by Sahayogini Palak Sanstha**

**Objective:** Development and rehabilitation of children/ adults with multiple disabilities such as autism, cerebral palsy and mental retardation etc to make them self-reliant.

**Thematic Area:** Pre-admission Test, Individualized Education Plan (IEP), Therapeutic Interventions and Vocational Training and Education.

**Intervention area:** Mumbai and Thane

**Insights:**

- The pre-admission test is vital to analyse all medical conditions and records of the students and enrol them in the centre. The same test has been used for each admission and no admission to the centre has bypassed it.
- Regularity and consistency are key to retaining what you learn and improve. Students attend the centre twice a week at the most. A dedicated open campus is sought to maintain consistency and to improve students' well-being.
- Therapeutic interventions have been instrumental in improving the condition of the children and ideally, a child should be considered for one therapy per week; however, due to the preference and priority (most vulnerable children are prioritized) model, a child avails few therapies per month.

For and on behalf of the Board of Directors
**Mahanagar Gas Limited**

| | | |
|---|---|---|
| Place : Mumbai | **Malvika Sinha** | **Ashu Shinghal** |
| Date : June 03, 2025 | Chairperson-CSR Committee | Managing Director |
| | (DIN: 08373142) | (DIN: 08268176) |



# Annexure 3

## Secretarial Audit Report

**for the financial year ended March 31, 2025**

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
**MAHANAGAR GAS LIMITED**
(CIN - L40200MH1995PLC088133)
MGL House, Block No. G-33,
Bandra-Kurla Complex,
Bandra (E), Mumbai -400051,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **MAHANAGAR GAS LIMITED (CIN - L40200MH1995PLC088133)** (hereinafter called "**the Company**"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **March 31, 2025** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company through electronic mode for the financial year ended on **March 31, 2025** according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made there under;

(ii) The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the rules made thereunder;

(iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

(iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings **(To the extent Applicable to the Company during audit period)**;

(v) A. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable:-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the Company during audit period)**

(d) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the Company during audit period)**

(e) The Securities and Exchange Board of India (Issue and Listing of Municipal Debt Securities) Regulations, 2015; **(Not Applicable to the Company during audit period)**

(f) The Securities and Exchange Board of India (Registrars to Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not Applicable to the Company during audit period)**

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **(Not Applicable to the Company during audit period)**

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not Applicable to the Company during audit period);**

(i) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and

(j) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

B. The Company has not undertaken any of the activities during the audit period as envisaged in the following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) and hence are not relevant for the purpose of audit: -

a. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;

b. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

e. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021;

VI. and the Company being in the business of Gas Distribution, the Special Act as applicable to the Company is the Petroleum and Natural Gas Regulatory Board Act, 2006 and Gas Cylinders Rules amended up to 2022.

We have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards issued by The Institute of Company Secretaries of India;

(ii) Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited as per The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; to the extent applicable for listing of its Equity Shares;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned.

**We further report that –**

The Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent well in advance for meetings as per the prescribed timelines and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings & Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or the Committees of the Board, as the case may be.

**We further report that** there are reasonable systems and processes in the Company commensurate with its size and operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines and the Company is in the process of strengthening the same.

**We further report that** during the year under review;

- The Company has entered into a scheme of amalgamation with Unison Enviro Private Limited (UEPL) with effect from its Acquisition date i.e., February 1, 2024.
- The Board granted approval for entering into a joint venture agreement with International battery Company Inc and International Battery Company India Private Limited and investment for setting up a giga factory at Bengaluru for production and sale of Li-ion cells.

**We further report that** during the year under review,

None of the following events has taken place-

I. Public/Rights/Preferential Issue of Shares/Debentures etc.

II. Redemption/buy-back of securities.

III. Major decision taken by the members in pursuance to section 180 of the Companies Act, 2013.

V. Foreign Technical Collaborations.

**We further report that** during the audit period there was no other event/action having major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines and standards.

For **Mayekar & Associates**
Company Secretaries
Firm U.I.N - P2005MH007400

**Jatin Prabhakar Patil**
Partner
FCS – 7282 COP – 7954
Date: June 3, 2025
Place: Mumbai
U.D.I.N – F007282G000481657

**Note:** This report is to be read with our letter of even date which is annexed as Annexure 'A' and forms an integral part of this report.

**Annexure A**

To,
The Members,
**MAHANAGAR GAS LIMITED**
(CIN - L40200MH1995PLC088133)
MGL House, Block No. G-33, Bandra-Kurla Complex, Bandra (E), Mumbai -40005,

## 1) Management's responsibility

The Management along with the Board of Directors are responsible for ensuring that the Company complies with the provisions of all applicable laws and maintains the required statutory records and documents in the prescribed manner.

## 2) Auditor's responsibility

Based on audit, our responsibility is to express an opinion on the compliance with the applicable laws and maintenance of records by the Company. We conducted our audit in accordance with the auditing standards CSAS 1 to CSAS 4 (**"CSAS"**) prescribed by the Institute of Company Secretaries of India **("ICSI")**. These standards require that the auditor complies with statutory and regulatory requirements and plans and performs the audit to obtain reasonable assurance about compliance with applicable laws and maintenance of records.

## 3) Basis for Opinion

i. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records. The verification was done to ensure that correct facts are reflected in the Secretarial Records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

ii. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

iii. Wherever required, we have obtained a Management Representation about the compliance of laws, rules and regulations and happening of events, etc.

iv. The Secretarial Audit report is neither an assurance as to future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Mayekar & Associates**
Company Secretaries
Firm U.I.N - P2005MH007400

**Jatin Prabhakar Patil**
Partner
FCS – 7282 COP – 7954
Date: June 03, 2025
Place: Mumbai
U.D.I.N – F007282G000481657



# Annexure 4

## Form AOC-2

**[Pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]**

Particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

### 1. Details of contracts or arrangements or transactions not at arm's length basis:

Mahanagar Gas Limited has not entered into any contract/ arrangement/transaction with its related parties which are not in ordinary course of business or not at arm's length during the financial year 24-25.

### 2. Details of material contracts or arrangement or transactions at arm's length basis:

The Company has entered into material contract/ arrangement/ transaction with its related parties which are in ordinary course of business and at arm's length during the financial year 2024-25. The Company has laid down policies and processes/procedures so as to ensure compliance to the provisions of the Act and the corresponding Rules. In addition, the process goes through internal and external checking, followed by quarterly reporting to the Audit Committee.

**a) Name(s) of the related party and nature of relationship:**

GAIL (India) Limited (GAIL), Promoter

**b) Nature and Duration of contracts/arrangements/ transactions:**

i. APM Agreement (Administered Price Mechanism) Nature: Long Term Gas Sales and Transportation Contract (Duration: July 07, 2021 – July 06, 2026) and side letter dated August 01, 2022 for APM Gas from KG Basin.

ii. Non-APM (for CNG Transport & PNG Domestic Segment) Term Sheet: Nature: Term Sheet (Duration: July 07, 2021 – July 06, 2026).

iii. Gas Sales Agreement (GSA) for Pooled Natural Gas Nature: Long Term Gas sales agreement (Duration: May 16, 2022 – July 06, 2026) and supplementary agreement to GSA for Pooled Natural gas on May 14, 2002 (Duration: May 16, 2022 – July 06, 2026).

iv. SPOT RLNG Contracts (Spot Gas Sale Agreement) Nature: Short Term Spot Gas Sales Agreement (Duration: August 19, 2021 - December 31, 2025).

v. Gas Transmission Agreement (GTA) Nature: GTA dated January 02, 2008 (Duration: January 02, 2008 - January 01, 2033).

vi. TERM HH Portfolio GSA (Gas Sale Agreement): Nature: Term HH Portfolio GSA dated March 04, 2022 (Duration: March 05, 2022 – March 31, 2027).

vii. TERM HH RLNG GSA (Gas Sale Agreement): Nature: Term HH RLNG GSA dated June 14, 2023 (Duration: June 16, 2023 – May 15, 2028).

viii. TERM HH RLNG GSA (Gas Sale Agreement): Nature: Term HH RLNG GSA dated December 22, 2023 (Duration: December 25, 2023 – December 31, 2028).

ix. TERM HH RLNG GSA (Gas Sale Agreement): Nature: Term HH RLNG GSA dated July 19 2024, (Duration: July 22, 2024 – July 31, 2027).

x. New Well Gas (for CNG Transport & PNG Domestic Segment) Term Sheet: Nature: Term Sheet (Duration: October 17, 2024 – May 15, 2025).

**c) Salient terms of the contracts or arrangements or transactions including the value, if any**

i. Purchase of Domestic Gas (₹ 1,870.50 Cr) from GAIL is through Domestic GAS allocation by Ministry of Petroleum & Natural Gas.

ii. Purchase of SPOT RLNG (₹ 64.84 Cr) from GAIL is as per the terms of the agreement/ term sheet.

iii. Purchase of TERM HH Portfolio GSA dated March 4, 2022 (₹ 501.77 Cr) from GAIL is as per the terms of the agreement.

iv. Purchase of TERM HH RLNG GSA dated June 14, 2023 (₹ 115.97 Cr) from GAIL is as per the terms of the agreement.

v. Purchase of TERM HH RLNG GSA dated December 22, 2023 (₹ 318.13 Cr) from GAIL is as per the terms of the agreement.

vi. Purchase of TERM HH RLNG GSA dated July 19, 2024 (₹ 453.32 Cr) from GAIL is as per the terms of the agreement.

vii. Amount paid to GAIL towards transportation charges for Purchase of SPOT RLNG from vendors other than GAIL (₹ 28.07 Cr).

viii. Purchase of SPOT RLNG is through a Board approved process/ Sourcing Policy of competitive bidding in the ordinary course of business and at arm's length basis.

ix. Purchase of TERM HH Portfolio GSA dated March 04, 2022, TERM HH RLNG GSA dated June 14, 2023, TERM HH RLNG GSA dated December 22, 2023 and TERM HH RLNG GSA dated July 19, 2024: The price for gas consumption in terms of the GSA is linked to a global standard (HH Price), which is solely based on the applicable market conditions.

x. Purchase of New Well Gas (₹ 59.59 Cr) from GAIL is through New Well GAS allocation by Ministry of Petroleum & Natural Gas.

**d) Date(s) of approval by the Board, if any:**

Shareholders' approval was obtained for material Related Party Transactions with GAIL from time to time. Shareholders' approval was obtained at the 28th AGM held on August 24, 2023 for material Related Party Transactions with GAIL, for the financial year 2024-25.

**e) Amount paid as advances, if any:** NA

For and on behalf of the Board of Directors
**Mahanagar Gas Limited**

**Ashu Shinghal**
Managing Director
(DIN: 08268176)

**Sanjay Shende**
Deputy Managing Director
(DIN: 09172642)

Place : Mumbai
Date : June 03, 2025



# Annexure 5

## Particulars of Employees

**The information required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:**

### I. Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2024-25 and the percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2024-25:

| Sr. No. | Name of Director/KMP (Executive/ Non-Executive/ Independent Director) | Ratio of remuneration to median remuneration of Employees | % increase in remuneration in the financial year |
|---|---|---|---|
| | **Executive Director & Key Managerial Personnel** | | |
| 1. | Mr. Ashu Shinghal, Managing Director | 7:1 | 5.68% |
| 2. | Mr. Sanjay Shende, Deputy Managing Director | 6.2:1 | 2.91% |
| | **Key Managerial Personnel** | | |
| 3. | Mr. Rajesh Patel – Chief Financial Officer | 4.9:1 | 5.00% |
| 4. | Mr. Atul Prabhu - Company Secretary | 3.5:1 | 6.50% |

Notes:

1. The Non-Executive Directors were not paid any remuneration during their tenure.
2. The Independent Director of the Company are entitled to sitting fee and commission as per the statutory provisions and within the limits approved by the Members. The remuneration of Independent Director, details of which are provided in the Corporate Governance Report and is governed by the Remuneration Policy, as detailed in the said Report. The ratio of remuneration and percentage increase in remuneration for Independent Directors is therefore not considered for the purpose above.

### II. The percentage increase in the median remuneration of employees in the financial year;

The median remuneration of the eligible employees (Including S level and excluding SMG & KMP) has increased by **9.50%** in the financial Year 2024-25.

**III.** Company has **570** number of permanent employees on the rolls of company as on March 31, 2025. There were 3 employees on Fixed Term Contract who have not been considered for calculation purpose.

**IV.** Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

| | |
|---|---|
| Percentage increase in salary of eligible employees in FY 2024-25 (excluding SMG and KMP) | 8.24% |
| Percentage increase in 2024-25 for SMG and KMP [i.e. comprising of SVP (Mktg.), SVP (C&P and CRO), VP (HR & CSR), VP (Projects), VP (BD & Commercial & STU), VP (O&M), Chief Financial Officer and Company Secretary & Compliance Officer] | 5.95% |

**V.** It is hereby affirmed that the remuneration paid is as per the Policy for Remuneration of the Directors, Key Managerial Personnel and other Employees.

For and on behalf of the Board of Directors
**Mahanagar Gas Limited**

**Ashu Shinghal**
Managing Director
(DIN: 08268176)

**Sanjay Shende**
Deputy Managing Director
(DIN: 09172642)

Place : Mumbai
Date : June 03, 2025

# Annexure 6

## Conservation of Energy:

### A) Steps taken for conservation and utilizing alternate sources of energy

MGL has set up Solar Power Plant at 12 MGL owned CNG stations and Gas receiving terminals and MGL Admin office at Mahape totaling to 200kw of power generation capacity. Further, MGL plans to set up solar power facilities at MGL owned CNG stations at Sion and Ghansoli as a green initiative aimed at reducing power intake from the grid.

MGL has installed natural gas fueled Microturbine at the MGL's Mahape Office to use it as primary power source for office building and utilize its exhaust heat for centralised air conditioning system of office building. This reduces power intake from grid and utilises exhaust heat which is otherwise wasted.

MGL has installed IGBT (Insulated Gate Bipolar Transistor) based power factor correction panels at all MGL owned CNG stations and STU (State Transport Utility) depots to ensure power factor at desired level which ensures optimum use of electrical energy from grid and avoid burden on grid. All other CNG stations are also installed with power factor correction panels which ensure optimum utilisation of grid power.

MGL has completed deployment of 107 nos. of Type-3/ Type-4 composite CNG cylinder cascades for CNG transportation. These cascades have resulted in transporting more CNG per trip, thereby reducing the number of trips and hence fuel consumption. 53 nos. planned for the financial year 2025-26.

### B) Capital investment on energy conservation equipment

Your Company has spent ₹ 6.74 Lakh during the year on installation of Solar Power Plant.

**Technology Absorption:**

**1. A) New initiatives/ developments made towards technology absorption:**

The Company reviews the technological obsolescence of installed equipment / instruments and upgrade them, ensuring they are the most advanced, dependable and secure technologies available at the time.

Following are the details of technologies adopted by the MGL:

- Integrated Command and Control Center at Mahape for overall operational monitoring and control
- Real Time driving emission study for in-service Diesel and CNG vehicle through Automotive Research Association of India.
- Practical and cost-effective data logger in DRS
- Replacement of higher sizes of diaphragm gas meters with RPD meters
- Usage of Multi-Layered Composite (MLC) pipes as a replacement of copper pipes
- Additional safety device incorporated in service regulator modules, which will function in the event of failure of the service regulator
- Use of prefab cabin at CNG Retail Outlet at Dombivali, Pen and Roha.
- Use of MCT (Multi Coil Tube) for carrying CNG at CNG stations at Patalganga.

**B) Benefits derived as a result of the above initiatives/ developments in technology absorption**

- MGL has implemented Integrated Command and Control Centre. It is a software platform which has integrated existing functional systems of MGL like SCADA, GIS, CTV optimisation software, IVMS software, CNG Station Forecourt Automation Software. It further has capability to integrate with SAP, AMR etc. at subsequent phase of implementation.
- Generation of daily progress report of O&M and dashboards for sales different segments and reconciliation and analytics of operational scenarios, health alerts for compressors and dispensers.
- Support to field teams during emergencies like fire/gas leakage in terms of locating nearest emergency handling team, information on disrupted/affected area, back-up resources etc.
- Overall monitoring of operations at gas receiving terminals, CNG stations etc.
- Capability of system to integrate with functions in new geographical areas which are in process of acquisition and/or may get added in future (once the assets in newer areas get connected with MGL SCADA).
- Better Accuracy meters offer better volume measurement.
- Facilitating better gas balancing of network.
- Safe and effective operation of Gas Supply Network.
- Improvement in the existing business processes and working standards of a City Gas Distribution Project.
- Effective inventory management.
- Cost saving and energy saving.
- Prefab cabin enhanced the speed of execution with savings of 23% cost on labour, materials, formwork & shuttering against conventional building. This has also helped to achieve desirable quality with precise specifications.
- Moreover, Prefab cabin has also added in achieving aesthetically impressive structures. Since these structures are made in factory, they are swiftly assembled on site with minimal equipment, thereby saving both time & resources. It reduces onsite material wastage and minimizing impact on local environment, this construction approach is more sustainable.
- MCT is safe as it requires relatively less no. of fittings/joints. It is easy and faster to install and does not require RCC trench as is required in conventional tubing.
- MCT Saves time, cost and efforts as compared to laying of Conventional SS tubes and also Improves aesthetics as the forecourt appears to be trenchless.

**C) Future plan of action**

- Electric vehicle charging facility at MGL owned stations as an additional service for customers.
- NABL accredited test facility for volume and mass flow meters.
- Meter Interface units for remote meter reading (2500 nos.).
- Usage of Multi-Layered Composite pipes as a replacement of ERW GI pipes.
- Usage of thermal mass meters as an alternative to lower sizes of diaphragm gas meters.
- Continuing vendor development (Gas Meters, Valves, etc).
- Review feasibility of providing PNG / CNG to remote locations through LNG / HPRS facilities.

**D) Expenditure on R&D/ Technology initiatives:**

During the FY 2024-25, the company has incurred ₹ ~21 Crore on the initiatives and developments as mentioned in the above para of technology absorption.

**2. Technology absorption, adaptation and innovation**

**A) Efforts, in brief, made towards technology adaptation and innovation**

- Review of codes, specifications and practices
- Identified Vendors
- Conducted several meetings with the vendor
- Selected Material with technical specifications compatible with our requirement.

**B) Benefits derived as a result of the above efforts e.g. Product Improvement, Cost Reduction, Product Development, Import Substitution, etc.**

- Safe operation of Gas Supply Network

**C) In case of imported technology (imported during the last 3 years reckoned from the beginning of the financial year), following information may be furnished:**

| | |
|---|---|
| (a) Technology imported | NIL |
| (a) Year of import | |
| (a) Has technology been fully absorbed | |
| (a) If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action | |

**D) Foreign Exchange Earning and Outgo:**

| | |
|---|---|
| Total Foreign Exchange Earned | Nil |
| Total Foreign Exchange Outgo | ₹ 7.77 Crore |

For and on behalf of the Board of Directors
**Mahanagar Gas Limited**

| | | |
|---|---|---|
| Place : Mumbai<br>Date : June 03, 2025 | **Ashu Shinghal**<br>Managing Director<br>(DIN: 08268176) | **Sanjay Shende**<br>Deputy Managing Director<br>(DIN: 09172642) |





# Business Responsibility & Sustainability Reporting (BRSR)

## Section A: General disclosures

Pursuant to amendment in SEBI Listing Regulations, top 1,000 listed entities based on market capitalization are required to submit the Business Responsibility and Sustainability Report (BRSR) with effect from FY 2022-2023. Accordingly, the Company is publishing its third Business Responsibility & Sustainability Report (BRSR) for the FY 2024-25 in the format prescribed by SEBI forming part of the Annual Report, to provide investors with enhanced disclosures about its ESG practices. The BRSR framework is based on the National Guidelines for Responsible Business Conduct ('NGRBC') and consists of three sections:

**Section A** provides a broad overview of the business, its offerings, business and operations footprint, employees, related parties, CSR, and transparency.

**Section B** covers management and process disclosures related to the businesses aimed at demonstrating the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

**Section C** provides indicator-wise disclosures mapped to the nine principles of NGRBC which are listed at the start of Section B.

### I. Details of the listed entity

| | | |
|---|---|---|
| **1.** | **Corporate Identity Number (CIN) of the Listed Entity** | L40200MH1995PLC088133 |
| **2.** | **Name of the Entity** | Mahanagar Gas Limited |
| **3.** | **Year of Incorporation** | 08/05/1995 |
| **4.** | **Registered office address** | MGL House, Block No. G-33, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 |
| **5.** | **Corporate address** | MGL House, Block No. G-33, Bandra-Kurla Complex, Bandra (E), Mumbai – 400 051 |
| **6.** | **E-mail** | investorrelations@mahanagargas.com |
| **7.** | **Telephone** | +91-(022) 6678 5000 |
| **8.** | **Website** | www.mahanagargas.com |
| **9.** | **Financial year for which reporting is being done** | 2024-25 |
| **10.** | **Name of the Stock Exchange(s) where shares are listed** | Bombay Stock Exchange (BSE) Limited & National Stock Exchange (NSE) of India Limited |
| **11.** | **Paid-up Capital** | ₹ 98,77,77,780 |
| **12.** | **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report** | Mr. Atul Prabhu (Company Secretary and Compliance Officer)<br>T: +91 (022) 6678 5000<br>E: investorrelations@mahanagargas.com |
| **13.** | **Reporting boundary**<br>**Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e., for the entity and all the entities which form a part of its consolidated financial statements, taken together).** | Disclosures made in this report are on standalone basis and pertain only to "Mahanagar Gas Limited", unless otherwise stated. |
| **14.** | **Name of assurance provider** | Mahanagar Gas Limited has engaged M/s SGS India Pvt Ltd. as third party for obtaining external assurance |
| **15.** | **Type of assurance obtained** | Limited Assurance |

## II. Products/services

### 16. Details of business activities (accounting for 90% of the turnover):

| S. No. | Description of Main Activity | Description of Business Activity | % Of Turnover of the Entity (FY 2024-25) |
|---|---|---|---|
| 1. | Selling and Distribution of Natural Gas | Sale of Piped Natural Gas (PNG) /Compressed Natural Gas (CNG) to Domestic, Commercial, Industrial and transport sector customers. | 99.61** |

(**) - Balance turnover is from category Liquefied Nature Gas (LNG) Products/Services sold by the entity

| S. No. | Product/Service | NIC Code | % Of Turnover of the Entity (FY 2024-25) |
|---|---|---|---|
| 1. | Distribution of gaseous fuels through mains | 3520 | 100% |

## III. Operations

### 17. Number of locations where plants and/or operations/offices of the entity are situated:

| Location | Number of operational locations | Number of offices | Total |
|---|---|---|---|
| National | 5 - City Gate Stations (CGS) at:<br>a) Sion, Mumbai<br>b) Mahape, Navi Mumbai<br>c) Ambernath, Thane<br>d) Taloja, Raigad<br>e) Savroli, Raigad | 31 | 36 |
| International | 0 | 0 | 0 |

### 18. Markets served by the entity:

a. **Number of locations**

| Location | Number of offices |
|---|---|
| National (No. of States) | 1 (Maharashtra) |
| International (No. of Countries) | 0 |

b. **What is the contribution of exports as a percentage of the total turnover of the entity?**

The Company is not involved in the export of any products. Therefore the value stands as nil.

c. **A brief on types of customers**

MGL is supplying Piped Natural Gas (PNG) to Domestic, Commercial, Industrial customers and Compressed Natural Gas (CNG) to the Transport Sector. Additionally, supplying Liquefied Natural Gas (LNG) to Heavy Motor Vehicles.

## IV. Employees

### 19. Details as at the end of Financial Year:

a. **Employees and workers (including differently abled):**

| S. No. | Particulars | Total (A) | Male | | Female | |
|---|---|---|---|---|---|---|
| | | | No. (B) | % (B / A) | No. (C) | No. (C) |
| | **Employees** | | | | | |
| 1. | Permanent (D) | 492 | 432 | 88% | 60 | 12% |
| 2. | Other than Permanent (E) | 3 | 2 | 67% | 1 | 33% |
| 3. | **Total employees (D + E)** | **495** | **434** | **88%** | **61** | **12%** |
| | **Workers** | | | | | |
| 4 | Permanent (F) | 87 | 84 | 96% | 03 | 3% |
| 5 | Other than Permanent (G) | 1837 | 1763 | 96% | 74 | 4% |
| 6 | **Total workers (F + G)** | **1924** | **1847** | **96%** | **77** | **4%** |

b. **Differently abled Employees:**

| S. No. | Particulars | Total (A) | Male | | Female | |
|---|---|---|---|---|---|---|
| | | | No. (B) | % (B / A) | No. (C) | No. (C) |
| 1. | Permanent (D) | | | Nil | | |
| 2. | Other than Permanent (E) | | | | | |
| 3. | Total differently abled employees (D+E) | | | | | |

c. **Differently abled Workers:**

| S. No. | Particulars | Total (A) | Male | | Female | |
|---|---|---|---|---|---|---|
| | | | No. (B) | % (B / A) | No. (C) | No. (C) |
| 1. | Permanent (F) | | | Nil | | |
| 2. | Other than Permanent (G) | | | | | |
| 3. | Total differently abled workers (F + G) | | | | | |

### 20. Participation/Inclusion/Representation of women

| Category | Total (A) | No. and percentage of Females | |
|---|---|---|---|
| | | No. (B) | % (B / A) |
| Board of Directors | 8 | 1 | 12.50% |
| Key Management Personnel | 2 | 0 | 0% |

### 21. Turnover rate for permanent employees and workers

| Category | FY2024-25 | | | FY2023-24 | | | FY2022-23 | | |
|---|---|---|---|---|---|---|---|---|---|
| | Male | Female | Total | Male | Female | Total | Male | Female | Total |
| Permanent Employees | 4.04% | 0.77% | 4.81% | 3.70% | 0 | 3.70% | 4.30% | 0.2% | 4.50% |
| Permanent Workers | 2.25% | 0 | 2.25% | 1.11% | 0 | 1.11% | 1.10% | 0 | 1.10% |

## V. Holding, Subsidiary and Associate Companies (including joint ventures)

### 22. (i) Names of holding / subsidiary / associate companies / joint ventures

| S. No. | Name of the holding / subsidiary / associate companies / joint ventures (A) | Indicate whether holding/ Subsidiary/ Associate/ Joint Venture | % of shares held by listed entity | Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No) |
|---|---|---|---|---|
| 1. | Unison Enviro Private Limited (UEPL) | Wholly owned subsidiary Company | 100% | No |
| 2. | Mahanagar LNG Private Limited (MLPL) | Subsidiary Company (Joint Venture) | 51% | No |
| 3. | 3EV Industries Private Limited | Associate Company | 24.54% | No |
| 4. | International Battery Company India Private Limited | Associate Company | 44% | No |

## VI. CSR Details

### 23. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) –

| Sr No. | Particulars | Details |
|---|---|---|
| 1. | Whether CSR is applicable as per section 135 of Companies Act, 2013 | Yes |
| 2. | Turnover in ₹ | 7,589.99 Crores |
| 3. | Net worth in ₹ | 5,889.31 Crores |

## VII. Transparency and Disclosures Compliances

### 24. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

The Company has identified both external and internal stakeholders through stakeholder mapping and regular engagement exercises. To ensure effective communication and resolution of issues, the Company has established a grievance redressal mechanism. This mechanism is designed to promptly address grievances from all stakeholders.

| Stakeholder group from whom complaint is received | Grievance Redressal Mechanism in place (Yes/No) | FY2024-25 | | | FY2023-24 | | |
|---|---|---|---|---|---|---|---|
| | | Number of complaints filed during the year | Number of complaints pending resolution at close of the year | Remarks | Number of complaints filed during the year | Number of complaints pending resolution at close of the year | Remarks |
| Communities | Yes | 0 | 0 | - | 0 | 0 | - |
| Investors (Other than shareholders) | Yes | 0 | 0 | - | 0 | 0 | - |
| Shareholders | Yes | 0 | 0 | - | 2 | 0 | - |
| Employees and workers | Yes | 1 | Nil | Satisfied with the resolution | 0 | 0 | 0 |
| Customers | Yes | 27,433 | 1469* | The Company has resolved 94.6% of the complaints for the FY 2024-25. The remaining complaints shall be closed in FY 2025-26. | 35,012 | 234* | The Company has resolved 99% of the complaints for the FY 2023-24. The remaining complaints shall be closed in the FY 2024-25 |
| Value Chain Partners | Yes | 0 | 0 | - | 0 | 0 | - |
| Other (please specify) | Yes | 0 | 0 | - | 0 | 0 | - |

(*) – The figures are updated as on 12th May 2025.

**Notes:**

- The Company has formulated a Grievance Redressal policy incorporating various stakeholders' and grievance redressal mechanisms. It is placed on the website of the Company at https://www.mahanagargas.com/MGL-corporate/investors/policies and Grievance Redressal Policy for employees/ trainees is available on the Company's intranet to address the Grievances, concerns or complaints in a systematic and trustful manner. The company has also formulated email id - GHO@mahanagargas.com (available on website) to address the issues.
- Further, the Company has a well-defined vigilance framework which provides a platform to the employees, Directors, vendors, suppliers, and other stakeholders to lodge their grievances/ complaints.
- The shareholders can directly submit their complaints to Company through investorrelations@mahanagargas.com or to RTA at rnt.helpdesk@in.mpms.mufg.com and queries or service requests in electronic mode are to be raised only through RTA's website, i.e., https://web.in.mpms.mufg.com/helpdesk/Service_Request.html. The Company has empowered a Board-level Stakeholders Relationship Committee ('SRC') to examine and redress complaints by shareholders
- MGL has set up various online and offline touch points such as 24*7 call centers, Customer Helpline, Walk-in Centres, Back Office facilities, and electronic channels such as the Mobile App, Website, and social media platforms like Facebook and Twitter. This setup is designed to address complaints, queries, and service requests from the customers. Additionally, MGL periodically communicates with its customers through print and electronic media, SMS, hoardings, flyers, and other channels.
- Further, MGL is also a part of the Centralized Public Grievance Redressal and Monitoring System ('CPGRAMS'). This system is aimed at providing the citizens and the public at large with a platform for redressal of their grievances, where complaints are directly received by the Ministry of Petroleum and Natural Gas ('MoP&NG'). MGL redresses and resolves all the complaints received through CPGRAMS.

**25. Overview of the entity's material responsible business conduct issues:**

The Company has identified the following material issues, which could impact their business operation:

| Sr. No. | Material issues identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---|---|---|---|---|---|
| 1. | Energy management | Risk | Under City Gas Distribution ('CGD') sector where compressors consume substantial power for compression of natural gas to dispense it as CNG, inefficient energy management can lead to an increase in operational costs. Energy utilized for office air conditioning system is also an important factor. | Some of the important initiatives undertaken by the Company for energy management at its premises are listed below:<br>• Installed natural gas fuelled Microturbine at the MGL's Mahape Office to use it as primary power source for office building and utilize its exhaust heat for centralized air conditioning system of office building. This reduces power intake from the grid and utilizes exhaust heat which is otherwise wasted.<br>• Installation of solar power panels at MGL offices and gas receiving stations.<br>• Completed deployment of 107 nos. of Type-3/ Type-4 composite CNG cylinder cascades for CNG transportation. These cascades have resulted in transporting more CNG per trip, thereby reducing the number of trips and hence fuel consumption.<br>• Installed IGBT (Insulated Gate Bipolar Transistor) based power factor correction panels at all MGL owned CNG stations and STU (State Transport Utility) depots to ensure power factor at desired level which ensures optimum use of electrical energy from grid and avoid burden on grid. All other CNG stations are also installed with power factor correction panels which ensure optimum utilization of grid power. | Energy Management serves as a Risk and has a potential negative implication for the Company. However, due to various energy efficiency initiatives undertaken, the negative implication is minimal. |
| 2. | Asset integrity and critical incident management | Risk | Pipeline & compressor infrastructure is backbone of CGD industry. Gas being inflammable and a necessity of life; asset safety, human life and continuity of supply can be at risk without efficient systems in place. | MGL has a Board-approved Asset integrity Policy & Integrity Management Plan.<br>Additionally, the company has implemented various policies and procedures which includes risk audit framework, operation and maintenance guidelines covering gas pipeline surveillance, defect assessment & repair policy, Management of Change (MOC) procedure, Non-Routine Operation (NRO) procedure to optimize asset integrity, safety & productivity.<br>Regular mock drills are conducted to check effectiveness and for monitoring and control as part of Emergency Response & Disaster Management Plan (ERDMP) | Negative implication would depend upon the extent of damage and / or period for which gas supply is discontinued. |
| 3. | GHG emissions | Opportunity | The combustion of natural gas emits fewer Green House Gases ('GHGs') compared to coal and liquid fuels and also releases significantly fewer pollutants per unit of energy delivered. The increasing emissions of CO2 and other air pollutants are primarily attributed to the rapidly expanding road transportation sector in India. The transition from liquid fuels to natural gas is proving beneficial for India, addressing both global warming concerns and health hazards associated with pollution. | Continuous expansion of operations gives the Company an opportunity to increase gas sales and thereby reduce GHG emissions which could be caused by other energy alternatives such as petroleum products.<br>The Company has undertaken systematic study for GHG inventory & Net Zero targets setting.<br>The Company is also replacing, re-sizing gas meters, conducting regular maintenance of risers in domestic customer category, Usage of multi-layered composite pipes as a replacement of copper pipes, carrying out leak surveys using FLIR ('Forward Looking Infrared') cameras at all CNG stations, CGSs and DRSs etc. are other actions carried out to minimize the methane leakage /emissions.<br>MGL conducted Real Time driving emission study for in-service Diesel and CNG vehicle through Automotive Research Association of India. | Positive implication because of increased geographical coverage & incremental sale of natural gas helps to reduce GHG emissions otherwise caused by petroleum products. |
| 4. | Human Rights | Risk | Non-adherence of human rights, a Company can be prone to operational delays, lawsuits, reduced employee satisfaction, lost opportunities in expansion or new investments, and reputational harm. | MGL has developed and implemented a formal Human Rights policy apart from a code of conduct, which is applicable to different stakeholders including employees.<br>Periodically the Company has taken positive affirmation from employees about understanding & adherence to the Human Rights Policy.<br>MGL supports the safeguarding and upholding of human rights. The Company conducts its activities in a way that respects human rights and is a business imperative.<br>The Company prohibits any kind of employment of children or minors below the age of 18 at its workplace. | Negative implications on case-to-case basis. |
| 5. | Water Stewardship | Risk | Water is a scarce & precious natural resource. Wastage & sub-optimal usage of water can lead to acute shortage of potable water and an increase in costs for business processes. | MGL has developed and implemented a formal Water Stewardship Policy in addition to general guidelines for saving water issued to all employees.<br>The Company commissioned Sewage Treatment Plant & Rainwater Harvesting projects at 4 of its city gate stations in FY 2024 -25 & FY 23-24.<br>The Company has also installed sensor-based taps to avoid wastage of water. | Negative Implication. Overuse of fresh water can lead to increased business operation costs |

| Sr. No. | Material issues identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---|---|---|---|---|---|
| 6. | Local communities including Corporate Social Investment | Opportunity | In developing nations like India, Companies have good role to play in ensuring inclusive growth. While CSR related Regulations make it mandatory, at MGL it is considered as one of the ways of uplifting needy, marginalized community through various projects. | MGL has a Corporate Social Responsibility policy in place. The Company considers the local community as an important stakeholder. It continuously engages with communities through awareness camps to understand their expectations and explain the benefits of nature gas distribution.<br>Under the banner of 'MGL We Care,' the Company covers seven thematic areas. These are "MGL Aarogya" for health care, "MGL Vikas" for rural development, "MGL Saksham" for empowerment, "MGL Vidya" for Education, "MGL Hariyali" for environment protection, "MGL Hunar" for skill development and "MGL Saathi" for other social development initiatives. | Positive reputation with community will translate into faster project executions. |
| 7. | Customer relationships and experience and satisfaction | Risk & Opportunity | **Risk:**<br>In the future era of losing marketing exclusivity, unsatisfactory CRM can lead to loss of market share.<br>**Opportunity:**<br>On the other hand, due to a common product of natural gas without any differentiation, excellent CRM can help retain market share and aid in increase of sales volume. | MGL has a robust consumer grievance redressal mechanism in place. All the Company's CRM processes & practices are ISO certified.<br>The Company has an omni channel customer interface consisting of 108 call agents - 24x7 customer helpline, 12 walk-in centers. To provide additional support to customers, there are back offices, mobile application, and social media channels.<br>A customer satisfaction survey is also conducted annually by an independent agency to gauge the satisfaction index of domestic PNG & CNG customers. | Negative implication. There are financial costs involved in running the CRM system, but customer satisfaction is a positive outcome of it. |
| 8. | Waste Management | Risk | Unless hazardous as well as other wastage is disposed of carefully or generation minimized, it will harm the environment and would entail costs due to storage space occupied. | The Company's products PNG and CNG do not result in waste generation. But some items which are part of the pipe network and electronic items used in the company offices need due attention. The Company has a formal Waste Management Policy in place.<br>All types of waste generated are handed over to authorized agencies to dispose off. Also, the Company has established 4 Sewage Treatment Plants which are already in operation. This is in alignment with the Company's Waste Management Policy. | Negative Implication due to non-effective waste management. |

| Sr. No. | Material issues identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---|---|---|---|---|---|
| 9. | Occupational health and safety including Employment practices | Risk | The employees are the greatest assets, and their safety and wellbeing are of paramount importance. Improper handling of health and lack of training with respect to safety risks can lead to disastrous impacts on both property and the stakeholders. | MGL is an ISO 45001:2018 certified Company and has a Health, Safety and Environment Policy in place which is available on the Company's website. This confirms the Company's commitment towards health and safety practices.<br>The following are some of the initiatives taken by the Company to ensure complete Health and Safety in the Company's operations:<br>• Every activity / process undertaken is initiated / conducted with proper Hazard Identification and Risk Assessment (HIRA) undertaken by concerned process owner.<br>• Personal protective equipment is distributed to all eligible individuals and usage of the same is ensured.<br>• Every contract person working for MGL gets trained in the required safety and technical competency ('STC') and Employees are suitably trained.<br>• Apart from the mandatory annual health surveillance for all employees, periodic executive health check-ups are also carried out to keep track of the health of the employees.<br>• Health and term life insurances, financial aid are also part of the benefits provided to the employees. | Positive implications due to various employee policies and safety practices in place |
| 10. | Business Ethics and Compliance | Risk | High business risk is associated in case of non-compliance or unethical business practices, and it can lead to financial penalties as well as reputational damages. | The Company has established and put in place a code of business ethics policy to be followed by the Company as well as all the Company's value chain partners.<br>The Company also has a code of conduct policy applicable to all its employees and Directors which covers various topics such as values, stakeholder treatment, the Company's beliefs & culture, and safeguarding provisions.<br>The Company has also formulated and implemented a formal policy on anti-corruption and anti-bribery. There are policies / guidance notes on human rights, diversity, conflict management and other important topics. | Negative implication due to non-compliance. There are no cases reported due to fraud, money laundering or executive misconduct during the year. |

| Sr. No. | Material issues identified | Indicate whether risk or opportunity (R/O) | Rationale for identifying the risk / opportunity | In case of risk, approach to adapt or mitigate | Financial implications of the risk or opportunity (Indicate positive or negative implications) |
|---|---|---|---|---|---|
| 11. | Diversity | Risk & Opportunity | Not only gender diversity but other aspects of identity such as race, ethnicity, age, socio-economic status etc. need careful dealing in any organization to foster equal opportunity & inclusiveness to all concerned. | The Company is committed to providing equal opportunities in employment and thus creating an inclusive work environment which gets reflected through its talent acquisition policy.<br>In its continued efforts to boost the performances of the employees, training programs are planned throughout the year to enhance the skills and knowledge of the employees.<br>The Company has also formulated and implemented an Equal Opportunity policy. This policy is available on the Company's website. | Positive implication due to various policies & system in place. |
| 12. | End-use Safety | Risk | MGL takes adequate safety measures including pressure reduction at appropriate levels as a CGD Company but lack of awareness about product usage, hazards etc. at the end of customers could pose significant risk of accidents. | MGL caters to a large number of domestic customers. While at CGS the Company may receive gas at pressure of around 49 bar, MGL follows a pressure reduction methodology such that at cooking stoves, the gas pressure is just 21 millibar.<br>The Company's invoices, mailers, web site, newsprint advertisements, registration camps and other mediums of communication facilitate awareness creation. A strong after-sales service mechanism is also in place for any eventuality. | Negative implication. This can be due to consequential costs and reputational damage for the Company. |
| 13. | Data Security | Risk | A large amount of personal data is captured for operational reasons, particularly in household customer category which puts customers' data privacy at significant risk. Ensuring data privacy of customers is necessary for the Company and is also covered under the data protection laws. | Data privacy is covered as a separate chapter under MGL's Code of Conduct policy.<br>Privacy Framework consisting of Policies and Procedures based on DPDP Act 2023 is being finalized.<br>Also, the Company has a web-enabled registration process for its potential customers. In case, customer prefers to provide data in hard form, post scanning, the collected data is stored in the ERP system where the Company follows a strict access control guideline with due care on segregation of duty.<br>Privacy Enhancement Tools like Privilege Access Management ('PAM') have been implemented to strengthen the access control mechanism. Also, tools like Data Loss Prevention ('DLP'), Mobile Device Management ('MDM') are in the process of evaluation and implementation to protect customer's personal data. Vendor Risk Assessments and Data Protection Impact Assessments are also being carried out to identify and mitigate the risk of leakage of a customer's personal data. | Negative Implication. Leakage of personal data can lead to negative implications including penalties, fines, and reputational damages. |
| 14. | Risk Management | Risk | Risk Management is important in any business for various stakeholders but assumes much higher significance in CGD industry due to risk of accidents, volatility in gas prices and need for uninterrupted gas supply. | MGL has an enterprise risk management policy in place which details the Risk Management principles and framework along with the associated procedures for MGL's business environment and act as guidance for critical decision-making processes such as strategic, operational, financial, legal etc. The Policy framework includes objective of identification of elements of risks which includes operational risks as well as business risks and assessment of management's actions to mitigate the exposures periodically. Further, Risk Management tool is in place to aggregate risk data for identification of the elements of risks. | Negative implication. This can be due to consequential costs and reputational damage for the Company. |

## Section B: Management and process disclosures

**This section is aimed at helping business demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.**

The Company has put in place structures, policies and processes conforming to below mentioned National Guidelines on Responsible Business Conduct ('NGRBC') Principles:

| S. No. | Principle Description | Reference of Mahanagar Gas Limited Policies / Procedure/Standard |
|---|---|---|
| 1. | Businesses should conduct and govern themselves with Ethics, Transparency and Accountability. | • Code of Conduct<br>• Vigil Mechanism and Whistleblower Policy<br>• Policy for dealing with Related Party Transactions<br>• Dividend Policy<br>• Policy for Determining Material Information<br>• Policy for preservation of documents<br>• Code of Fair Disclosure – Insider Trading<br>• Policy for determining Material Subsidiary |
| 2. | Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle | • Grievance Redressal Policy<br>• Stakeholder Engagement Policy<br>• Policy on Sustainable Supply chain and Responsible sourcing |
| 3. | Businesses should promote the well-being of all employees. | • Code of Conduct Policy<br>• Vigil Mechanism & Whistle Blower Policy<br>• Nomination and Remuneration Policy<br>• Policy Framework on Business Responsibility<br>• Grievance Redressal Policy<br>• Equal Opportunity Policy<br>• Freedom of Association Policy |

| S. No. | Principle Description | Reference of Mahanagar Gas Limited Policies / Procedure/Standard |
|---|---|---|
| 4. | Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized. | • Code of Conduct Policy<br>• Stakeholder Engagement Policy<br>• Corporate Social Responsibility Policy |
| 5. | Businesses should respect and promote human rights. | • Code of Conduct Policy<br>• Human Rights Policy<br>• Vigil Mechanism & Whistle Blower Policy<br>• Grievance Redressal Policy<br>• Prevention of Sexual Harassment Policy<br>• Equal Opportunity Policy |
| 6. | Businesses should respect, protect, and make efforts to restore the environment. | • ESG Policy<br>• Water Stewardship Policy<br>• HSE Policy<br>• Waste Management Policy<br>• Product Stewardship Policy |
| 7. | Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner | • Policy for dealing with Related Party Transactions<br>• Policy for Determining Material Information<br>• Policy for determining Material Subsidiar |
| 8. | Businesses should support inclusive growth and equitable development | • Corporate Social Responsibility Policy |
| 9. | Businesses should engage with and provide value to their customers and consumers in a responsible manner | • Cybersecurity Policy and IT Policy<br>• Risk Management Policy<br>• Customer Support Policy |

| Disclosure Questions | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|---|---|---|---|---|---|---|---|---|
| **Policy and management processes** | | | | | | | | | |
| 1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No) | Y | Y | Y | Y | Y | Y | Y | Y | Y |
| b. Has the policy been approved by the Board? (Yes/No) | Yes. All mandatory policies under the Indian Laws and Regulations have been adopted by the Board. Other operational Internal Polices are approved by the management. | | | | | | | | |
| c. Web Link of the Policies, if available | • Board Diversity Policy: https://www.mahanagargas.com:3000/_57_MGL-Board_Diversity_Policy_252c2d1c26.pdf<br>• Vigil Mechanism & Whistle blower Policy: https://www.mahanagargas.com:3000/_whistle-blower-and-vigil-mechanism_80f19ef31b.pdf<br>• Policy for dealing with Related Party Transactions https://www.mahanagargas.com:3000/_MGL_Policy_on_Related_Party_Transactions_7e65246e63.pdf<br>• Policy for determining Material Subsidiary https://www.mahanagargas.com:3000/Policy%20on%20determining%20Material%20Subsidiary_MGL_06.05.2025.pdf<br>• Policy for Determining Material Information https://www.mahanagargas.com:3000/_MGL-Policy_on_determination_of_materiality_29f93c6150.pdf<br>• Dividend Policy https://www.mahanagargas.com:3000/_DividendDistributionPolicy_f4049de0be.pdf | | | | | | | | |

| Disclosure Questions | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|---|---|---|---|---|---|---|---|---|
| | Code of Fair Disclosure – Insider Trading https://www.mahanagargas.com:3000/_code-of-practice-and-procedures_3ad7da4e76.pdf<br>Nomination and Remuneration Policy: https://www.mahanagargas.com:3000/_MGL-Nomination_and_Remuneration_Policy_329e2e5b7e.pdf<br>Product Stewardship Policy: https://www.mahanagargas.com:3000/Product%20Stewardship%20Policy.pdf<br>ESG Policy: https://www.mahanagargas.com:3000/ESG%20Policy.pdf<br>Policy on Sustainable Supply chain and Responsible sourcing: https://www.mahanagargas.com/assets/images/pdf/Sustainable%20Supply%20chain%20and%20Responsible%20Sourcing%20Policy.pdf<br>Grievance Redressal Policy for Stakeholders: https://www.mahanagargas.com:3000/Grievance%20Redressal%20Policy.pdf<br>Grievance Redressal Policy for Employee: Available on the Company's Intranet<br>Equal Opportunity Policy: https://www.mahanagargas.com:3000/Equal%20Opportunity%20Policy.pdf<br>Freedom of association and collective Bargaining Policy: https://www.mahanagargas.com:3000/Freedom%20of%20Association%20&%20Collective%20Bargaining%20Policy.pdf<br>Stakeholders Engagement Policy: https://www.mahanagargas.com:3000/Stakeholder%20Engagement%20Policy.pdf<br>Human Right Policy: https://www.mahanagargas.com:3000/Human%20Rights%20Policy.pdf<br>POSH of women at workplace: Available on the Company's Intranet<br>HSE Policy: https://www.mahanagargas.com/MGL-corporate/safety-health-and-environment/policies/hse-policy<br>Corporate Social Responsibility Policy: https://www.mahanagargas.com:3000/_MGL-CSR_Policy_952a5a4889.pdf<br>Customer support: https://www.mahanagargas.com/residential-png/domestic-connectionrequest/domestic-png-registration/png-overview<br>PNG related important Policies & Procedure: https://www.mahanagargas.com/residential-png/policies-and-procedures/important-policy<br>Framework on Cyber Security and Data Protection: https://www.mahanagargas.com:3000/Cyber%20Security%20Framework%20v2.pdf<br>IT Policy: Available on the Company's Intranet<br>Waste Management Policy: https://www.mahanagargas.com:3000/Waste%20Management%20Policy.pdf<br>Code of Conduct: https://www.mahanagargas.com:3000/Code%20of%20Conduct.pdf<br>Tax Policy: https://www.mahanagargas.com:3000/Tax%20Policy.pdf<br>Biodiversity Policy: https://www.mahanagargas.com:3000/Biodiversity.pdf | | | | | | | | |
| 2. Whether the entity has translated the policy into procedures. (Yes / No) | Yes | | | | | | | | |
| 3. Do the enlisted policies extend to your value chain partners? (Yes/No) | Yes. The suppliers are required to comply with all the Company's policies, including ESG as stated in the Code of Conduct Policy for business partners and suppliers' code of conduct. | | | | | | | | |

| Disclosure Questions | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|---|---|---|---|---|---|---|---|---|
| 4. Name of the national and international codes/ certifications/ labels/ standards (e.g., Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g., SA 8000, OHSAS, ISO, BIS) mapped to each principle. | (a) Provision of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015<br>(b) ISO 9001:2015 – Quality Management System<br>(c) ISO 14001:2015 – Environment Management System<br>(d) ISO 45001:2018 – Occupational Health & Safety Management System<br>(e) PNGRB Emergency Response & Disaster Management Plan ('ERDMP')<br>(f) ISO 27001:2022 – Information Security Management System | | | | | | | | |
| 5. Specific commitments, goals and targets set by the entity with defined timelines, if any. | • Obtain Green Certifications for 50% office buildings and facilities, such as IGBC, by FY 2026-27.<br>• Obtain Green Certification for CGS Vile Bhagad by FY 2025-26.<br>• 1000 TPD CBG plant to be installed at Mumbai, by FY 2026-27.<br>• To increase the efficiency of Motor driven compressors, the upgradation of motors with IE3 is planned at 5 CNG RO by FY 2025-26.<br>• Power generation through pressure reduction skid at CGS, Taloja by FY 2025-26.<br>• Conduct ESG awareness session for remaining 350 employees, by FY 2025-26.<br>• Installation of Solar Canopy at Vile Bhagad & Alibag CNG RO by FY 2025-26. | | | | | | | | |
| 6. Performance of the entity against specific commitments, goals, and targets along with reasons in case the same are not met. | • Installed Sewage Treatment Plant (STPs) at 2 City Gate Station (CGS) viz. CGS Mahape, CGS Ambernath and Rainwater harvesting system at 2 City Gate Stations (CGS) viz. CGS Mahape, CGS Taloja for recycling of wastewater for FY 2024-25.<br>• Integrated of HVAC with Solar module for efficient use of energy at MGL House in FY 2024-25.<br>• Use of 100% CNG powered CTVs / $LCV_s$ for CNG transport by FY 2024-25.<br>• Lost Time Injury Frequency (LTIF) is maintained 0 in FY 2024-25.<br>• 96.92% of employees have been trained on Health Safety in FY 2024-25.<br>• Achieved 94% customer satisfaction rate for PNG Customers & 95% customer satisfaction rate for CNG Customers by FY 2024-25.<br>• The Green Building Certifications from IGBC is obtained for Zion office in FY 2024-25. | | | | | | | | |

**Governance, leadership, and oversight**

**7. Statement by director responsible for the business responsibility report, highlighting ESG-related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)**

At MGL, we continue our steadfast commitment to addressing two of the most pressing challenges facing India — meeting India's growing energy demands for accelerating growth and reducing carbon emissions. As a leading player in the City Gas Distribution (CGD) sector, MGL is dedicated to delivering innovative, low-carbon, and sustainable energy solutions across its Geographical Areas (GAs) of Greater Mumbai, Urban Thane & Raigad District as well as the three GA's of our 100% subsidiary M/s Unison Enviro Pvt Ltd viz Ratnagiri, Latur/Osmanabad in Maharashtra & Chitradurga /Davangere in Karnataka.

Natural gas remains at the core of our sustainability efforts, as we continue to promote eco-friendly energy sources. At the same time, we place great emphasis on Environmental, Social, and Governance (ESG) principles, ensuring that these pillars are deeply embedded across our value chain & businesses. MGL has established an ESG policy to ensure good governance and promote sustainability. This policy outlines our commitment to environmental stewardship, social responsibility, and transparent governance practices, guiding our operations and decision-making to create long-term value for stakeholders and support a sustainable future

Our efforts are directed toward tackling key issues such as carbon emissions, environmental conservation, climate resilience, and the protection of human rights. MGL's governance structure is anchored by a robust framework, comprising empowered statutory and non-statutory committees with clearly defined responsibilities. These committees, many of which report directly to the Board, uphold our commitment to transparency, ethical conduct, and compliance with all applicable laws and regulations.

As one of the fastest-growing large economies, India has committed to achieving Net Zero emissions by 2070. Currently, Natural Gas comprises approximately ~7.15% of the country's energy mix (as per Niti Aayog), with a target to increase this share to 15% by 2030. In alignment with this national goal, MGL is scaling up its operations to further promote the adoption of natural gas — a cleaner, greener, and more efficient fuel alternative. Its usage significantly reduces the carbon footprint, making it a



| Disclosure Questions | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|---|---|---|---|---|---|---|---|---|

much cleaner and efficient fuel option. MGL has been supplying PNG & CNG at rates comparable /lesser than competing fuels like LPG, Petrol & Diesel thereby reducing the barriers and creating better access to the customers (Households, Industries, Commercial establishment & Vehicle owners) and promoting affordability.

**LNG as automotive fuel**

To address the decarbonization of the long-haul trucking (which is one of the biggest source of vehicular emissions), MGL, through its JV, Mahanagar LNG Private Limited ("MLPL" incorporated in December 2023) commissioned its 1st LNG Station in Aurangabad in October 2024 & technically commissioned its 2nd LNG station at Seoni (MP). MLPL has plans to commission additional 3 LNG stations(at Amravati, Bhiwandi & JNPT) in FY 25-26. These LNG stations along with MGL's existing LNG station at Savroli,our JV Partner, M/s Baidyanath LNG Pvt Ltd.'s 3 stations & other CGD's stations across Maharashtra will spearhead the shift of the long haul trucking to LNG as a fuel in Maharashtra. Additionally, MLPL is also working with various OEM's & Fleet owners to expand the LNG ecosystem thereby "Greening" the Long haul trucking market.

**Li-ion battery venture**

India's Li-ion battery market is poised for rapid growth, with demand projected to reach 250 GWh by 2030. Currently, the country remains heavily dependent on China for Li-ion battery cells used in battery pack manufacturing. To address this critical supply gap and to support decarbonization of the mobility segment, MGL has partnered with International Battery Company, Inc. (USA) through a JV- International Battery Company India Pvt. Ltd. to establish a Giga factory in Bangalore. The facility will be technology agnostic and will initially manufacture prismatic NMC Li-ion cells, targeting applications in 2 & 3 wheeler electric vehicles (EVs) as well as Battery Energy Storage Systems (BESS) in India.

MGL as part of its committed investment of ₹ 350 crore in the giga plant, has already disbursed ₹ 35 crore in January 2025. Land for the project has been secured from Karnataka Industrial Areas Development Board (KIADB). The initial 500 MW facility is expected to get commissioned in Q1 of FY 27. The capacity would later be scaled up to 5 GWh based on market requirement. It is worthwhile to mention that International Battery Company, USA has already established a pilot Li-ion cell manufacturing facility at South Korea for manufacture of prismatic NMC cells & these cells are being supplied to Indian EV manufacturers for extensive field trials.

**3EV**

Electric Vehicles (EVs) are rapidly gaining momentum, particularly in the three-wheeler segment. This growth is primarily driven by increasing demand for last-mile logistics from companies like Amazon, Flipkart, Porter, Big Basket etc. To support this transition, MGL had invested in 3EV Industries Pvt., a Bangalore-based manufacturer of L5-category electric three-wheelers. MGL had committed investment of ₹ 96 Cr. in four tranches and, till date, had invested ₹ 73 Cr. of which ₹ 23 Cr. as third tranche was disbursed in March 2025, taking the total holding of MGL to approximately 24.5% in the company. Post receipt of investment from MGL, 3EV has demonstrated significantly better performance, with revenue increasing by ~200% & vehicle sales by ~90% in FY 25.

**Other Significant Measures**

During the year, MGL installed Sewage Treatment Plant (STP) at City Gate Stations (CGS) at Mahape and Ambernath. These STP's collect, treat, and discharge wastewater, providing a service essential to environmental and public health thereby eliminating the possibility of sewage leaching into subsoil and contaminating ecosystems. Also, during the year, MGL implemented Rainwater Harvesting system at CGS Mahape and Taloja for collecting and storage of rainwater, rather than allowing it to run off and utilizing it for gardening purposes as well as for replenishing ground water.

MGL drives the business with the utmost safety measures and in adherence with its Health Safety and Environment policy. Customers are kept at the center of business operations. Every necessary step is taken to ensure that customers get the best services without any disruptions. MGL also has in place Enterprise Risk Management policy, which is the guidance for critical decision making to mitigate the business Risk.

**MGL has been able to reverse the increasing trend of LUAG (Lost & Unaccounted Gas). LUAG had been increasing by an average of 0.34.% every year while this year we are successful in reducing LUAG by 0.4%; thereby reducing it from 2.7% in FY:2023-24 to 2.3% in FY:2024-25.**

MGL had signed MOU with BMC to setup 1000 tons per day CBG plant in June 2023.The proposal for allocation of land at Deonar to MGL on concessional rate has been recently approved by the State Cabinet. MGL has also signed a MoU with City corporation of Davangere (CCD) for setting up a CBG plant to process 150TPD organic MSW.

| Disclosure Questions | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|---|---|---|---|---|---|---|---|---|

**CSR**

MGL continues to uphold its commitment to social responsibility through impactful CSR initiatives under the umbrella of 'MGL We Care'. We focus on seven thematic areas: MGL Aarogya for healthcare, MGL Vikas for rural development, MGL Saksham for empowerment, MGL Vidya for education, MGL Haribala for environmental sustainability, MGL Hunar for skill development and MGL Saathi for other social initiatives. Our CSR initiatives cover 15 out of 17 UN Sustainable Development Goals (SDGs).

Under MGL Vikas, the company undertook holistic rural development programs across 21 villages in Raigad district, focusing on improving access to education, healthcare and sustainable livelihoods. These interventions aimed to uplift communities and foster long-term socio-economic growth.

MGL Hariyali led the Rapid Forest Project, based on the Miyawaki method, to promote afforestation using native species. Over 56,000 saplings were planted across four locations, contributing to increased green cover, biodiversity restoration and climate resilience.

Through MGL Aarogya, MGL donated TruNAAT machines and ultra-portable handheld X-ray machines for tuberculosis (TB) detection. These machines enhanced diagnostic accuracy and speed, especially in high-burden areas & remote areas of Raigad district covering ~12,000 citizens. Out of 11,941 tests conducted, 843 TB-positive cases were identified and treated. Resulting in early diagnosis of ~800 patients who received timely treatment. Through many such CSR initiatives, MGL continues to create a lasting, positive impact in the communities it serves, reflecting its dedication to inclusive growth and sustainability.

**Internal Orientation**

MGL organized a Nature Trail for employees at BNHS (Bombay Natural History Society) Reserve in Goregaon to emphasis importance of biodiversity reflecting MGL's commitment to biodiversity conservation, ecological awareness, and sustainable development. By engaging employees and stakeholders in such activities, MGL fosters a deeper understanding of environmental preservation while reinforcing its ESG efforts. MGL also promoted responsible e-waste disposal by installing collection bins at select offices for 15 days. The initiative successfully collected 50 Kilograms of e-waste, demonstrating our commitment to environmental sustainability.

As part of MGL's continued commitment to integrating ESG principles across its operations, a focused training program on ESG was conducted for around 200 employees. This initiative aimed to enhance awareness, build internal capabilities, and foster a culture of sustainability and responsible governance within the organization. The training covered ESG principles, including climate action, resource efficiency, ethical business practices, stakeholder engagement, and regulatory compliance. By empowering employees with the knowledge and tools to incorporate ESG considerations into their daily roles, MGL is strengthening its foundation for long-term sustainable growth and aligning its workforce with global best practices.

**MGL had initiated Green Building Certification for its CGS at Savroli, Mahape, Ambernath, Taloja and two Administrative offices in Mumbai. MGL is delighted to inform that we have received Indian Green Building Council (IGBC), GOLD rating for our ZION office, Kharghar in May 2025**

| | |
|---|---|
| **8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy/policies** | Name: Mr. Sanjay Shende<br>Designation: Deputy Managing Director (Executive)<br>DIN: 09172642 |
| **9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.** | Yes, Deputy Managing Director is responsible for decision making on sustainability related issues and he is also a Chairman of the ESG committee, who is handling various aspects of ESG across all MGL locations. |

**10. Details of Review of NGRBCs by the Company:**

| Subject for Review | Indicate whether review was undertaken by Director / Committee of the Board/Any other Committee (P 1 P 2 P 3 P 4 P 5 P 6 P 7 P 8 P 9) | Frequency (Annually/Half yearly/ Quarterly/ Any other– please specify) (P 1 P 2 P 3 P 4 P 5 P 6 P 7 P 8 P 9) |
|---|---|---|
| Performance against above policies and follow up action | Yes, the ESG Committee reviews the performance against above policies and takes follow up action on a periodic basis. | On an annual basis and as and when need arises for the review related to performance against above policies during their review meetings. |
| Compliance with statutory requirements of relevance to the principles, and rectification of any non-compliances | The Company complies with all the applicable statutory requirements. | Annually |

| | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|---|---|---|---|---|---|---|---|---|
| **11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide the name of the agency.** | Yes, an Independent Limited Assurance has been carried out by M/s SGS India Pvt. Ltd. | | | | | | | | |

**12. If answer to question (1) above is "No" i.e., not all Principles are covered by a policy, reasons to be stated:**

| Disclosure Questions | P 1 | P 2 | P 3 | P 4 | P 5 | P 6 | P 7 | P 8 | P 9 |
|---|---|---|---|---|---|---|---|---|---|
| 1. The entity does not consider the principles material to its business (Yes/No) | Not Applicable | | | | | | | | |
| 2. The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No) | | | | | | | | | |
| 3. The entity does not have the financial or/human and technical resources available for the task (Yes/No) | | | | | | | | | |
| 4. It is planned to be done in the next financial year (Yes/No) | | | | | | | | | |
| 5. Any other reason (please specify) | | | | | | | | | |

## Section C: Principle wise performance disclosure

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities who aspire to progress to a higher level in their quest to be socially, environmentally, and ethically responsible.

### Principle 1:

**Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable**

### Essential Indicators

1. **Percentage coverage by training and awareness programmes on any of the principles during the financial year:**

| Segment | Total number of training and awareness programmes held | Topics / principles covered under the training and its impact | % of persons in respective category covered by the awareness programmes |
|---|---|---|---|
| Board of Directors (BoD) | 8 | Business, Strategy, Risks, update on BRSR and applicable regulatory provisions and amendments thereto. | 100% |
| Key Managerial Personnel (KMP) | Principle 1 – 3<br>Principle 2 – 6<br>Principle 3 – 1<br>Principle 5 – 1 | Principle 1<br>• Business Valuation Masterclass<br>• Code of Conduct<br>• Anti-Bribery Policy<br>Principle 2<br>• Merger and Acquisition Conclave<br>• Workshop on Energy Transition and Green Hydrogen<br>• Gastech 2024<br>• World Biogas Association India Congress 2024<br>• Accountability Meets Innovation (AI): For a Sustainable Planet<br>• India Energy Week (IEW) 2025<br>Principle 3<br>• POSH<br>Principle 5<br>• Human Rights Awareness | Principle 1 – 100%<br>Principle 2 – 100%<br>Principle 3 – 71%<br>Principle 5 – 75% |
| Employees other than BoD and KMPs | Principle 1 – 11<br>Principle 2 – 26<br>Principle 3 – 17<br>Principle 4 – 2<br>Principle 5 – 1<br>Principle 6 – 2<br>Principle 8 – 1<br>Principle 9 – 8 | Principle 1<br>• Applied Valuation & Financial Modelling<br>• Enhancing Governance Assurance<br>• 5th ESG & Sustainability Strategy India Summit<br>• ESG and Sustainability Workshop<br>• BRSR Workshop by IICA<br>• ESG and BRSR Awareness Workshop<br>• Business Responsibility and Sustainability Reporting (BRSR Core)<br>• Code of Conduct<br>• Anti-Bribery policy<br>Principle 2<br>• World Future Energy Summit 2024<br>• Workshop on Energy Transition and Green Hydrogen<br>• World Hydrogen 2024<br>• 8th Edition of LNG India Summit 2024<br>• Biofuel Expo 2024<br>• India Energy Storage Week<br>• 8th NGV Summit<br>• Merger and Acquisition Conclave<br>• Life Cycle Development and Sustenance of CGD in a Geographical Area<br>• City Gas Distribution Summit 2024<br>• Digitalization of CGD Networks<br>• Contract & Procurement Conference cum Exhibition 2024<br>• Green Hydrogen in India<br>• Gastech 2024<br>• Non-Destructive Testing (Level 2)<br>• Compressor Maintenance Training<br>• Material Handling & Logistics India Summit 2024<br>• Compressor Maintenance Training<br>• World Biogas Association India Congress 2024<br>• DRS and MRS Maintenance Training<br>• 11th International Hydrogen and Fuel Cell Conference<br>• Hydrogen - Emerging Technology Scenario for ICE Application | Principle 1 – 92%<br>Principle 2 – 31%<br>Principle 3 – 100%<br>Principle 4 – 1%<br>Principle 5 – 96%<br>Principle 6 – 3%<br>Principle 8 – 1%<br>Principle 9 – 49% |

| Segment | Total number of training and awareness programmes held | Topics / principles covered under the training and its impact | % of persons in respective category covered by the awareness programmes |
|---|---|---|---|
| | | • Pipeline Integrity Conference 2024<br>• India Energy Week (IEW) 2025<br>• Global Asset Integrity & Reliability Management Conference (AIRM 2025)<br>• Gas World Tech Expo<br>Principle 3<br>• Labour Laws<br>• Paradigm Shifts in Labor and Criminal laws<br>• New Criminal Codes - Impact on In-House Counsels, Directors, and Management<br>• Commercial Contracts in light Privacy Laws (India & Global)<br>• Work at Height (WAH) Training<br>• Land Acquisition & Leasing – Legal and Practical Issues<br>• Workshop on Digital Personal Data Protection Act (DPDPA)<br>• Knowledge Sharing Workshop on 'Technical & Safety aspects of CGD Network'<br>• POSH<br>• Office Safety<br>• Electrical Safety<br>• Incident Investigation<br>• Fire Prevention & Fire Fighting<br>• First Aid Training<br>• Lifting Operation<br>• Defensive Driving Training<br>Principle 4<br>• City Gas Stakeholders Conference Cum Exhibition 2024<br>• Regulating Agencies and Safety Professionals<br>Principle 5<br>• Human Rights awareness<br>Principle 6<br>• Demystifying Environmental and Sustainability Data for Effective Communication in the 21st Century<br>• Gas Flow Measurement Systems<br>Principle 8<br>• Session On Impact and Beyond- Strengthening Impact Measurement in CSR Programs | |





| Segment | Total number of training and awareness programmes held | Topics / principles covered under the training and its impact | % of persons in respective category covered by the awareness programmes |
|---|---|---|---|
| | | Principle 9<br>• Managers as Congruent Leaders<br>• Developing Eloquent Communication<br>• Discover the Power Within<br>• Innovation, Creativity and Problem Solving<br>• Global Advanced Management Program (GAMP Conference)<br>• Collaborating for Success<br>• iLead - First Time Manager Program<br>• Campus to Corporate Program | |
| Workers | Principle 1 – 2<br>Principle 3 – 8<br>Principle 5 – 1<br>Principle 6 – 1 | Principle 1<br>• Code of Conduct<br>• Anti-Bribery Policy<br>Principle 3<br>• POSH<br>• Building Resilience Program<br>• Office Safety<br>• Electrical Safety<br>• Incident Investigation<br>• Fire Prevention & Fire Fighting<br>• First Aid Training<br>• Lifting Operation<br>Principle 5<br>• Program Name: Human Rights Awareness<br>Principle 6<br>• Gas Flow Measurement Systems | Principle 1 – 98%<br>Principle 3 – 100%<br>Principle 5 – 92%<br>Principle 6 – 3% |

2. **Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies/judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):**

| Monetary | | | | | |
|---|---|---|---|---|---|
| | NGRBC Principle | Name of the regulatory/ enforcement agencies/ judicial institutions | Amount (in ₹) | Brief of the Case | Has an appeal been preferred? (Yes/No) |
| Penalty/ Fine | Principle - 1 | Joint Commissioner CGST & Central Excise Mumbai East Commissionerate | 54,32,95,413/- | The Company had received an Order from Joint commissioner, CGST and Central Excise Mumbai East Commissionerate confirming demand for ₹ 54,32,95,413/- plus, applicable interest and 100% penalty for equivalent amount, towards non-payment of GST under RCM on the reinstatement/ restoration charges paid to Municipal Corporation of Greater Mumbai and other local bodies under MMRDA for digging of road to lay underground pipeline for transportation of CNG/ PNG for the period July 2017 to March 2022, under Section 74(1) of CGST Act, 2017 read with corresponding provision of and MGST Act 2017 read with section 20 of IGST Act, 2017 for the period July 2017 to March 2022. | Yes |
| Settlement | - | - | - | - | - |
| Compounding fee | - | - | - | - | - |

| Non-Monetary | | | | | |
|---|---|---|---|---|---|
| | NGRBC Principle | Name of the regulatory/ enforcement agencies/ judicial institutions | Amount (in ₹) | Brief of the Case | Has an appeal been preferred? (Yes/No) |
| Penalty/ Fine | - | - | - | - | - |
| Settlement | - | - | - | - | - |
| Compounding fee | - | - | - | - | - |

3. **Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.**

| Case details | Name of the regulatory/ enforcement agencies/ judicial institution |
|---|---|
| The Company had received an Order from Joint commissioner, CGST and Central Excise Mumbai East Commissionerate confirming demand for ₹ 54,32,95,413/- plus applicable interest and 100% penalty for equivalent amount, towards non-payment of GST under RCM on the reinstatement/ restoration charges paid to Municipal Corporation of Greater Mumbai and other local bodies under MMRDA for digging of road to lay underground pipeline for transportation of CNG/ PNG for the period July 2017 to March 2022, under Section 74(1) of CGST Act, 2017 read with corresponding provision of and MGST Act 2017 read with section 20 of IGST Act, 2017 for the period July 2017 to March 2022. | ---- |

4. **Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

Yes, MGL has defined anti-corruption & antibribery policy which is available on the website of the Company at https://www.mahanagargas.com:3000/Anti-Bribery%20&%20Anti-Corruption%20Policy.pdf.

MGL strictly prohibits its employees, agents and intermediaries from engaging in any illegal or inappropriate payments or benefits, either directly or indirectly, that may be perceived as an attempt to gain undue advantages for the business operations. It is crucial to note that any violation of anti-bribery, anti-corruption, anti-competition, data privacy laws, etc. can lead to severe financial penalties and irreparable damage to the Company's reputation.

MGL has adopted Code of Conduct for Board members and senior management personnel which is available on the website of the Company at https://www.mahanagargas.com:3000/_Code_of_Conduct_39a9c780c6.pdf and Code of Conduct for employees and trainees is available on the intranet of the Company.

Further, MGL's Code of Conduct policy and Standard Operating Procedures for business partners and suppliers covers the aspects of anti-corruption/ anti-bribery as well, which is available on the website of the Company at https://www.mahanagargas.com/assets/images/pdf/Code%20of%20Conduct%20Policy%20for%20Business%20Partners.pdf

The Company has Board approved Whistle Blower Policy and Vigil Mechanism which is applicable to all Employees and Directors of MGL which is available on the website of the Company at https://www.mahanagargas.com:3000/_whistle-blower-and-vigilmechanism_80f19ef31b.pdf. The policy provides a channel to report genuine concerns about unethical behavior or frauds and safeguards a whistle blower from any victimization.

5. **Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:**

| Case details | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Directors | Nil | Nil |
| KMPs | Nil | Nil |
| Employees | Nil | Nil |
| Workers | Nil | Nil |

6. **Details of complaints with regard to conflict of interest:**

There have been no complaints with regard to conflict of interest against Board of Directors or KMPs for FY 2024-25 and FY 2023-24.

7. **Provide details of any corrective action taken or underway on issues related to fines / penalties /action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

As there have been no instances of corruption and conflicts of interest no specific corrective actions were required to be taken.

8. **Number of days of accounts payables ((Accounts payable*365) / Cost of goods/services procured) in the following format:**

| Particulars | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Number of days of accounts payables | 22 | 24 |

9. **Open-ness of business**

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along-with loans and advances & investments, with related parties, in the following format:

| Parameter | Metrics | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| *Concentration of Purchases | a. Purchases from trading houses as % of total purchases | -- | -- |
| | b. Number of trading houses where purchases are made from | -- | -- |
| | c. Purchases from top 10 trading houses as % of total purchases from trading houses | -- | -- |
| **Concentration of Sales | a. Sales to dealers / distributors as % of total sales | -- | -- |
| | b. Number of dealers / distributors to whom sales are made | -- | -- |
| | c. Sales to top 10 dealers / distributors as % of total sales to dealers / distributors. | -- | -- |
| Share of Related Party Transactions in | a. Purchases (Purchases with related parties / Total Purchases) | 64.98% | 68.41% |
| | b. Sales (Sales to related parties / Total Sales) | NA | NA |
| | c. Loans & advances (Loans & advances given to related parties / Total loans & advances) | 99.57% | 100% |
| | d. Investments (Investments in related parties / Total Investments made) | 36% | 29% |

*No purchase is done via trading house

**No distribution/sale of Natural Gas is done via dealers.

## Leadership Indicators

1. **Awareness programmes conducted for value chain partners on any of the principles during the financial year:**

| Total number of awareness programmes held | Topics/ principles covered under the training | % of value chain partners covered (by value of business done with such partners) under the Awareness programmes |
|---|---|---|
| ESG awareness program was organized on 18/03/2025 | • Importance of sustainable development and genesis of ESG<br>• Detailed explanation on Environmental, social and governance aspects of sustainability<br>• Drivers for ESG implementation and benefits thereof.<br>• Indian and international regulations for ESG and BRSR core<br>• Sustainable supply chain management and its relevance to BRSR core<br>• ESG implementation methodology including Materiality assessment, stakeholder engagement, ESG strategy development, integration SDGs in Business planning, KPIs monitoring and role of senior management<br>• Need for capacity building for ESG and supplier ESG assessment. | Approximate 90% of key suppliers were covered under this program |

2. **Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same.**

Yes, MGL has processes in place to avoid / manage conflict of interests involving members of the Board. Whenever any Director has a direct or indirect interest in the agenda/ matter, they are refrain from participating in the discussion and voting. Further, each Director gives the disclosure of his/ her interest in any Company or body's corporate firm, or other association of individuals by giving a notice in writing as per provisions of Companies Act, 2013 and the same is put up to the Board for information.

Further, the Company also has in place Related party transaction policy, which has specific provisions for entering into transaction with any related party. The said policy is available on the Company's website at: https://www.mahanagargas.com:3000/_MGL_Policy_on_Related_Party_Transactions_7e65246e63.pdf

## Principle 2:

**Businesses should provide goods and services in a manner that is Sustainable and Safe**

## Essential Indicators

1. **Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.**

| Particulars | FY 2024-25 | FY 2023-24 | Details of improvements in environmental and social impacts |
|---|---|---|---|
| R&D | 19% | 0 | • Usage of multi-layered composite pipes as a replacement of copper pipes (Rs. 426 lakhs)<br>• Replacement of higher sizes of diaphragm gas meters with RPD meters (which has better accuracy) (Rs. 683 lakhs)<br>• Additional, safety device incorporated in service regulator modules, which will function in the event of failure of the service regulator (Rs. 68 lakhs) |
| Capex | 0.12% | 0 | |

2. **Does the entity have procedures in place for sustainable sourcing? (Yes/No) b. If yes, what percentage of inputs were sourced sustainably?**

Yes, the Company has Sustainable Supply Chain and Responsible Sourcing policy which assist all business partners, contractors, suppliers, and vendors in meeting our expectations of doing business as they relate to certain legal requirements, ethical practices, human rights, and environmental management. Through such policy Company seeks to safeguard ethical practices in supply chain, reduce impact to the environment and support workers and associate communities. This policy is available on the website of the Company at: https://www.mahanagargas.com/assets/images/pdf/Sustainable%20Supply%20chain%20and%20Responsible%20Sourcing%20Policy.pdf

Policy ensures to share the Company's key sustainability principles for doing business with its suppliers, to support suppliers to identify, mitigate and manage their sustainability risks (including environmental, social human rights, modern slavery, and governance) and to communicate MGL's expectations to its suppliers through active supply chain engagements.

We also encourage our suppliers to be compliant with social and environmental standards such as SA8000, ISO 14001, and ISO 45001. However, at present, the percentage of inputs sourced sustainably is not currently mapped for MGL

3. **Describe the processes in place to safely reclaim your products for reusing, recycling, and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

Not Applicable as MGL is a City Gas Distribution ('CGD') Company. The Company's primary product is natural gas.

4. **Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Owing to the nature of the Company's product/service offerings, EPR is not applicable to the Company.

## Leadership Indicators

1. **Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)?**

MGL is a City Gas Distribution Company and is more of a service-based Company, detail study of LCA is not applicable.

2. **If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.**

Not Applicable

3. **Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).**

Not applicable, considering the Company's nature of business.

4. **Of the products and packaging reclaimed at end of life of products, amount (in metric Tons) reused, recycled, and safely disposed of.**

Not applicable, considering the Company's nature of business.

5. **Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Not applicable, considering the Company's nature of business.

## Principle 3:

**Businesses should respect and promote the well-being of all employees, including those in their value chains**

## Essential Indicators

1. a. **Details of measures for the well-being of employees:**

| Category | Total (A) | % of employees covered by | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Health Insurance | | Accident Insurance | | Maternity Benefits | | Paternity Benefits | | Day Care Facilities | |
| | | Number (B) | % (B/ A) | Number (C) | % (C/A) | Number (D) | % (D/A) | Number (E) | % (E/ A) | Number (F) | % (F/ A) |
| **Permanent Employees** | | | | | | | | | | | |
| Male | 432 | 432 | 100% | 432 | 100% | 0 | 0 | 432 | 100% | 0 | 0 |
| Female | 60 | 60 | 100% | 60 | 100% | 60 | 100% | 0 | 0 | 0 | 0 |
| **Total** | **492** | **492** | **100%** | **492** | **100%** | **60** | **100%** | **432** | **100%** | **0** | **0** |
| **Other than Permanent Employees** | | | | | | | | | | | |
| Male | 2 | 2 | 100% | 2 | 100% | 0 | 0 | 2 | 100% | 0 | 0 |
| Female | 1 | 1 | 100% | 1 | 100% | 1 | 100% | 0 | 0 | 0 | 0 |
| **Total** | **3** | **3** | **100%** | **3** | **100%** | **1** | **100%** | **2** | **100%** | **0** | **0** |



b. **Details of measures for the well-being of workers:**

| Category | Total (A) | % of workers covered by | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | Health Insurance | | Accident Insurance | | Maternity Benefits | | Paternity Benefits | | Day Care Facilities | |
| | | Number (B) | % (B/ A) | Number (C) | % (C/A) | Number (D) | % (D/A) | Number (E) | % (E/ A) | Number (F) | % (F/ A) |
| **Permanent Workers** | | | | | | | | | | | |
| Male | 84 | 84 | 100% | 84 | 100% | 0 | 0 | 84 | 100% | 0 | 0 |
| Female | 3 | 3 | 100% | 3 | 100% | 3 | 100% | 0 | 0 | 0 | 0 |
| **Total** | **87** | **87** | **100%** | **87** | **100%** | **3** | **100%** | **84** | **100%** | **0** | **0** |
| **Other than Permanent Workers** | | | | | | | | | | | |
| Male | 1763 | 1763 | 100% | 1763 | 100% | 0 | 0 | 0 | 0 | 0 | 0 |
| Female | 74 | 74 | 100% | 74 | 100% | 74 | 100% | 0 | 0 | 0 | 0 |
| **Total** | **1837** | **1837** | **100%** | **1837** | **100%** | **74** | **100%** | **0** | **0** | **0** | **0** |

c. **Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –**

| | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Cost incurred on well- being measures as a % of total revenue of the Company | 0.07% | 0.05% |

2. **Details of retirement benefits.**

| Benefits | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | No. of employees covered as a % of total employees | No. of workers covered as a % of total workers | Deducted and deposited with the authority (Y/N/N.A.) | No. of employees covered as a % of total employees | No. of workers covered as a % of total workers | Deducted and deposited with the authority (Y/N/N.A.) |
| PF | 100% | 100% | Y | 100% | 100% | Y |
| Gratuity | 100% | 100% | Y | 100% | 100% | Y |
| ESI | NA | NA | NA | NA | NA | NA |
| Others –<br>1. Annual Health Checkup<br>2. Mediclaim | 100% | 100% | NA | 100% | 100% | NA |

3. **Accessibility of workplaces: Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

Yes, the Company's City Gate Stations, CNG Stations and offices are accessible to differently abled employees using wheelchairs. The Company has installed ramps at entry locations and lobbies to facilitate wheelchairs at MGL premises/ offices as per the requirements of the Rights of Persons with Disabilities Act, 2016.

4. **Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.**

Yes, the Company has formulated and implemented an Equal Opportunity Policy as per the Rights of Persons with Disabilities Act, 2016. The policy is available on MGL's website at https://www.mahanagargas.com:3000/Equal%20Opportunity%20Policy.pdf

The Company is dedicated to providing equal employment opportunities, fostering a harassment-free work environment, and ensuring fair treatment for all employees. It prohibits discrimination in all aspects of employment, promotes equal pay and terms of employment and provides a robust grievance mechanism.

**5. Return to work and Retention rates of permanent employees and workers that took parental leave:**

| Gender | Permanent employees | | Permanent workers | |
|---|---|---|---|---|
| | Return to work rate | Retention rate | Return to work rate | Retention rate |
| Male | 100% | 100% | 100% | 100% |
| Female | 100% | 100% | 100% | 100% |
| **Total** | **100%** | **100%** | **100%** | **100%** |

**6. Is there a mechanism available to receive and redress grievances for the following categories of employees and workers? If yes, give details of the mechanism in brief.**

| | |
|---|---|
| Permanent workers | Yes. The Company has a Grievance Redressal Policy for employees/ workers which provides expeditious redressal of grievances. All employees are encouraged to report grievances to the immediate reporting officer. |
| Permanent employees | In case of an unsatisfied redressal of the reported concern, the complaint can be escalated to the concerned Head of the Department. Further if the complainant is still not satisfied with the redressal then a Grievance Committee is formulated to resolve the grievance.<br>All attempts are made to redress the grievance and a final response is delivered to the complainant with information on how the complaint was resolved or rejected, along with a written justification for each decision. |
| Other than permanent workers | Yes. Employees and Workers who are engaged on a project basis or contractual basis are governed by the terms & conditions of the contract and they can report their grievances to their respective contractor representative or the Company supervisor. |
| Other than permanent employees | The contractor is expected to take the required action to address the worker grievances, and if required, can raise the grievance to HR and respective functional heads of MGL. |

**7. Membership of employees and worker in association(s) or Unions recognized by the listed entity:**

| Category | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Total employees/ workers in respective category (A) | No. of employees / Workers in Respective category, who are part of association(s) or Union (B) | % (B/A) | Total employees/ workers in respective category (C) | No. of employees / workers in respective category, who are part of association(s) or Union (D) | % (D /C) |
| **Total Permanent Employees** | 492 | 0 | NA | 443 | 0 | NA |
| - Male | 432 | 0 | NA | 391 | 0 | NA |
| - Female | 60 | 0 | NA | 52 | 0 | NA |
| **Total Permanent - Workers** | 87 | 87 | 100% | 89 | 89 | 100% |
| - Male | 84 | 84 | 100% | 86 | 86 | 100% |
| - Female | 3 | 03 | 100% | 03 | 03 | 100% |

**8. Details of training given to employees and workers:**

| Category | FY 2024-25 | | | | | FY 2023-24 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Total (A) | On Health and Safety Measures | | On Skill Upgradation | | Total (D) | On Health and Safety Measures | | On Skill Upgradation | |
| | | No. (B) | % (B/A) | No. (C) | % (C/A) | | No. (E) | % (E/D) | No. (F) | % (F/D) |
| **Employees** | | | | | | | | | | |
| Male | 434 | 434 | 98% | 369 | 85% | 391 | 391 | 100% | 371 | 95% |
| Female | 61 | 61 | 98% | 58 | 95% | 52 | 45 | 87% | 46 | 88% |
| **Total** | **495** | **495** | **98%** | **428** | **86%** | **443** | **436** | **99%** | **417** | **94%** |
| **Workers** | | | | | | | | | | |
| Male | 84 | 84 | 94% | 83 | 99% | 86 | 86 | 100% | 84 | 97% |
| Female | 3 | 3 | 100% | 0 | 0% | 3 | 2 | 67% | 1 | 33% |
| **Total** | **87** | **87** | **94%** | **83** | **95%** | **89** | **88** | **99%** | **85** | **95%** |

**9. Details of performance and career development reviews of employees and worker:**

| Category | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Total (A) | No. (B) | % (B/A) | Total (C) | No. (D) | % (D/C) |
| **Employees** | | | | | | |
| Male | 434 | 434 | 100% | 391 | 391 | 100% |
| Female | 61 | 61 | 100% | 52 | 52 | 100% |
| **Total** | **495** | **495** | **100%** | **443** | **443** | **100%** |
| **Workers** | | | | | | |
| Male | 84 | 84 | 100% | 86 | 86 | 100% |
| Female | 3 | 3 | 100% | 3 | 3 | 100% |
| **Total** | **87** | **87** | **100%** | **89** | **89** | **100%** |

**10. Health and safety management system:**

**a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, what is the coverage of such a system?**

Yes, MGL is an ISO 45001:2015 certified Company, having an Occupational Health and Safety Management System in place. The scope covers "Designing, Laying, Testing, Commissioning and Operation & maintenance of pipeline network for distribution of natural gas for domestic industrial, commercial customers and CNG Vehicles across areas GA-I, GA-II & GA-III". The Company also has a "Health, Safety & Environment (HSE)" policy available at the website which illustrates their commitment towards occupational health and safety standards

**b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?**

MGL has adopted a Qualitative Risk Assessment (QRA) methodology process for identification and evaluation of hazards and risks. Work and process related major accident hazards have been identified by using various risk assessment methods like Process Hazard Analysis (PHA), Hazard Operability Procedure (HAZOP) and pre-commissioning safety review of CGS and CNG ROs and are mitigated in line with "Safety, Health, Environment and Quality" (SHEQ) Management System processes and procedures.

Site-specific hazard identification and risk assessments have been carried out on routine basis and are managed as per hierarchy of control to protect the stakeholders and achieve goal of zero injury. Risks and opportunities are identified and discussed in the management review of SHEQ management system.

Non-Routine Operation (NRO) processes have been established and implemented for identification of potential hazards and risks, and contingency arrangements. Quantitative Risk Assessment (QRA) and Hazard Identification and Risk Assessment (HIRA), and studies to identify hazards and high-risk areas and action plans are reviewed regularly to further prevent and mitigate the risks.

c. **Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks.**

Yes, the Company has established and maintained online reporting portals for reporting of work-related hazards and near-misses. Also, hard copy cards of forms for reporting hazard, Near miss and Safety Suggestions are kept at CGSs. The Company has implemented online Incident Tracking Module for analysis of risks with respect to People, Environment, Asset and Reputation. Followed by a comprehensive Root Cause Failure Analysis (Investigation), formulation of corrective actions are carried out as per Hierarchy of Controls, along with its tracking and monitoring and subsequent closure. The learnings from these incidents are communicated to all concerned personnel and departments associated with the incident. The status of corrective actions and recommendations are reviewed and monitored during HSE Steering Committee Meetings.

d. **Do the employees/ workers of the entity have access to non-occupational medical and healthcare services?**

Yes, the employees and workers of the Company have access to non-occupational medical and healthcare services. MGL has tie-up with external ambulance service provider and this service can be availed by employees and workers at site.

MGL has a health and safety policy in place which aims to provide annual medical health check-up to employees, retired employees and their spouses for assessing their current health parameters. Further, all MGL employees and their family consisting of spouse, dependent children and parents are covered under Mediclaim Insurance Policy of the Company, wherein grade-wise sum insured is specified to cover the hospitalisation and medical expenses.

The Company also has an in-house Medical Officer, who visits the Company's offices weekly so that all employees / workers can consult the doctor for any medical advice. Further, MGL also conducts awareness sessions periodically to promote physical and mental wellbeing for all the employees and workers.

**11. Details of safety related incidents, in the following format:**

| Safety Incident/Number | Category | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked) | Employee | 0 | 0 |
| | Worker | 0 | 0.083 |
| Total recordable work-related injuries | Employee | 0 | 0 |
| | Worker | 0 | 3 |
| No. of fatalities | Employee | 0 | 0 |
| | Worker | 0 | 0 |
| High consequence work-related injury or ill-health (excluding fatalities) | Employee | 0 | 0 |
| | Worker | 0 | 0 |

**12. Describe the measures taken by the Company to ensure a safe and healthy workplace.**

The following are the various measures being taken by the Company to ensure a safe and healthy workplace:

- The Company embeds the guidelines and principles of ISO 9001:2015 Quality Management System, ISO 14001:2015 Environmental Management System and ISO 45001:2018 Occupational Health and Safety Management System in the overall business operations.
- MGL has implemented Safety, Health, Environment and Quality (SHEQ) Management System which is applicable to the Company's employees and contractors to ensure safe and healthy workplace. Employees and workers are provided with safe workplaces at all MGL work locations. MGL Life Saving Rules have been defined and employees and workers are made aware about the same.
- These rules are displayed at various work locations. These workplaces are audited periodically, and actions/ recommendations are implemented. MGL Senior Management demonstrates leadership by conducting safety tours with site team through 'Senior Management Tour' (SMT) process.
- Employees and stakeholders are encouraged for reporting any potential hazards, near-misses, safety suggestions, and incidents through Online Reporting portals.
- Contractor Safety Management is in place right from contractor pre-bid meet, mobilization, monthly evaluation. Monthly zonal safety meetings are conducted with the contractors to discuss and share SHEQ related observations, learnings from MGL and other entities, and areas for improvement. Contractor Safety Forums with the front-line workers are being conducted for sensitizing them with respect to HSE issues related to their work.
- It is mandatory to carry out site specific Hazard Identification and Risk Assessment for all the activities in MGL. The control measures are implemented based on this exercise and the same are explained to the personnel involved in the activity during Toolbox Talk prior to commencing the site activity. Other hazards and control measures identified by the site personnel are also discussed during Toolbox Talk. For high hazard activities like Work at Heights etc. Permit to Work system is applicable and these activities are started only upon verification of fulfilment of site safety requirements. MGL has identified 13 such activities where Permit to Work system is applicable.
- HSE Reward scheme has been in place at MGL which recognizes significant contribution of ground level personnel in improving Safety, environment. Workmen irrespective of their designation can be recognized through this scheme. This scheme rewards personnel on a monthly and quarterly basis.
- Additionally, a new award "Agni Suraksha Padak" has been introduced. This award is dedicated to all brave employees/ Business Partners involved in Fire –Fighting in critical situations and who have displayed exceptional dedication and commitment to their duties.
- Apart from this, all workmen are encouraged to report Hazards, Near Miss and give safety suggestion through online portals. These portals are accessible through smartphones through internet explorer. MGL also recognizes Business Partners for their performance annually. The performance of Business Partners are measured and monitored through well-established system of Contractors Performance Evaluation based on leading and lagging indicators. During routine payment processing of Invoices submitted by Business Partners, their Safety Performance during applicable billing cycle is considered and penalties are imposed in case persuasion by means of counselling and communication does not work effectively.
- HSE training, including hands-on firefighting have been imparted to employees and contractors. MGL has taken initiative to impart Fire Prevention training at TS Chanakya. In this training employees are given hands on experience on firefighting for two days at TS Chanakya (Indian Marine time Institute). In this training the theoretical along with practical knowledge was imparted to the participants. The participants were asked to wear coveralls and perform the firefighting.
- Safety and Technical Competency (STC) training to all contractor employees is being provided before start of the job. Transport Safety Management System has been implemented focused on drivers' and helpers' behavior during transportation of CNG Transport Vehicles (CTVs).
- MGL has In-vehicle Monitoring System (IVMS) and accesses penalty data from website of Government Authorities. This data enables MGL to measure actual driving behavior of the individual drivers. Based on the actual on road driving performance, best drivers are selected on quarterly basis, and they are rewarded at the hands of Senior MGL Officials during high level HSE forums. The helpers accompanying drivers are also rewarded for their contribution towards safe transportation. In FY 2024-25 four best drivers had been rewarded by Senior MGL Officials. Monthly transport contractor meetings are held with business partners in which site safety concerns are shared along with Contractor Performance Evaluation for respective months. This evaluation is based on transport related parameters and contractor with consistent performance are recognized during the meetings. The contract clause also has provisions for penalty which is executed considering monthly performance of the respective contractors. On similar lines dispenser operators are rewarded for their contribution towards accident prevention at Retail Outlets.
- MGL has implemented application-based solutions for many of the HSE related monitoring and evaluation tools. Android based application has been developed to ensure site compliance through real time site photos. MGL Lifesaving Rules is a set of rules which are mandatory for work execution and checklists are developed based on MGL Lifesaving Rules. These checklists are converted into android based application and this app records site audits and generates report in the form of percentage safety compliance at the site. This app which is used by HSE team for site safety monitoring also has facility to take photographs of non-compliances for record. Additionally, virtual audits are conducted by HSE team using facility of video calls.

13. **Number of complaints on the following made by employees and workers:**

| Category | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Filed during the year | Pending resolution at the end of year | Remarks | Filed during the year | Pending resolution at the end of year | Remarks |
| Working Conditions | 391** | 0 | -- | 572** | 0 | -- |
| Health & Safety | 0 | 0 | -- | 0 | 0 | -- |

(**) - These are mainly routine electrical fault related complaints from owned & hired offices with respect to bulbs, socket, switch replacements and other electrical related incidents.

14. **Assessments for the year:**

| Aspect | % Of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|---|---|
| Health and safety practices | 100% |
| Working Conditions | 100% |

15. **Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.**

| Total Corrective Actions/Preventive Actions from the Incident Investigations in FY 2023-24 | Corrective Actions/Preventive Actions Implemented | Corrective Actions/Preventive Actions Underway |
|---|---|---|
| 227 | 220 | 07 |

## Leadership Indicators

1. **Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N).**

Yes, the Company has a Group Term Insurance Policy wherein a lumpsum amount is paid to the nominee of the employee upon his/ her death. In addition to this the Company has a policy on Employee Death Relief and it aims to provide financial and other assistance to the family members of deceased employee for a period of 3 years from the date of death so that on monthly basis they get a fixed amount.

Employees and workers are also covered under Group Accident Insurance in case of deaths due to accident /disability. The contract workers are covered under the Employee's Compensation Act, 1923 and an insurance policy is obtained by the Contractor regularly for the grant of death/ disablement benefits wherever Employees' State Insurance Act (ESI), 1948 is not applicable; and wherever ESI Act,1948 is applicable, the contract workers are ensured benefits under ESI Act,1948 through the contractor.

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

We have multiple mechanism and systems, which ensure the statutory dues of our value chain partners deducted and deposited, when it comes to direct contracts engaging manpower services and job contracts. We get statements of PF, ESIC, PT deducted as applicable with respect to employees deployed by them for our services on regular basis. We have well defined processes and procedures which include all possible measures which have been complied by the entity such as contract clause, bill approval etc.

3. **Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

| Category | Total no. of affected employees/ workers | | No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment | |
|---|---|---|---|---|
| | FY 2024-25 | FY 2023-24 | FY 2024-25 | FY 2023-24 |
| Employee | 0 | 0 | 0 | 0 |
| Worker | 0 | 0 | 0 | 0 |

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

Yes, as per business requirement, some highly qualified employees are retained as consultants or advisor's post-retirement.

5. **Details on assessment of value chain partners:**

| Aspect | % Of value chain partners (by value of business done with such partners) that were assessed |
|---|---|
| Health and safety practices | 13% |
| Working Conditions | 13% |

## Principle 4:

**Businesses should respect the interests of and be responsive to all its stakeholders.**

## Essential Indicators

1. **Describe the processes for identifying key stakeholder groups of the entity.**

The Company has adopted Stakeholder Engagement Policy which has been duly approved by the Board and is available on the Company website at https://www.mahanagargas.com:3000/Stakeholder%20Engagement%20Policy.pdf which provides process to acknowledge each stakeholder's expectations and concerns, where negative issues could be effectively prevented and mitigated, and positive issues could be used as a key to achieve the greatest benefit. It defines Stakeholder management process which include identification and assessment of stakeholder prioritization, analysis, management, review and improvement.

This policy also defines engagement method for identified key stakeholders including customers, business partners and vendors, employees, regulatory bodies, shareholders and investors, lenders and rating agencies, government agencies & local authorities, service providers and suppliers, media, communities and public at large.

2. **List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group:**

| Stakeholder Group | Whether identified as Vulnerable & Marginalized Group (Yes/No) | Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other | Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify) | Purpose and scope of engagement including key topics and concerns raised during such engagement |
|---|---|---|---|---|
| Government & Regulatory Authorities | No | Website and emails | As per requirement. | • Understanding concerns and requirement of Regulatory authorities. |
| NGOs | No | Email, Social media handles, and Community meetings through NGO implementation partners. | As per requirement. | • Understanding the needs analysis and concerns of the community.<br>• CSR Projects monitoring and review, feedback from the beneficiary & stakeholders. |
| Academia | No | Website and emails | As per requirement. | • Understanding concerns and requirement |
| Employees | No | Email communication, newsletters (monthly & quarterly), townhall meeting, virtual/online meetings, intranet portal | Continuous | • Employee Retention<br>• Grievance redressal and feedback of employee<br>• Learning opportunities, building a safety culture and inculcating safe work practices among employees, and improving diversity and inclusion |
| Customers | Yes | Email, SMS, advertisement, pamphlets, website, social media, banners, WhatsApp | Quarterly, need based | • Awareness of product benefit, safety to customers, public and new schemes |
| Suppliers | No | Suppliers meets, pre-tender or Pre-bid meetings for all tenders | Continuous | • Understanding concerns of suppliers<br>• Dispute/grievance resolution<br>• Supply chain sustainability |
| Local Community (marginalized women, children & underserved community) | Yes, only in certain geographical areas | Email, Social media handles, and Community meetings through NGO implementation partners. | As per requirement. | • Understanding the needs analysis and concerns of the community.<br>• CSR Projects monitoring and review, Feedback from the beneficiary. |
| Investors, Analysts and Shareholders | No | E-mails, Newspaper notice, meetings, intimations, Corporate Announcement on Stock Exchanges, Earning Calls | Annually, Half-yearly, Quarterly, Continuous | • Redressal of Shareholders Complaints.<br>• Shareholder returns.<br>• Update on the Financial and Operational Performance and on the Company's overview |

## Leadership Indicators

1. **Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how feedback from such consultations is provided to the Board.**

We believe that consultation with our stakeholders is an ongoing process, and our leadership takes the lead by engaging with them regularly across various platforms. Also, we provide shareholders with the opportunity to interact with all Board members on an annual basis during Annual General Meeting. This enables us to keep a constant pulse on the needs and concerns of our stakeholders and ensures that we remain accountable to them.

We have ESG Committee chaired by DMD, who is responsible for integrating sustainability principles into the organization's strategy and operations. Its key responsibilities include:

- Developing and overseeing ESG policies and initiatives.
- Ensuring compliance with environmental, governance and social regulations.
- Assessing sustainability risks and opportunities.
- Enhancing stakeholder engagement on ESG matters.
- Monitoring ESG performance and reporting progress to the board.

Additionally, there is a quarterly HSE Steering Committee Meeting Chaired by MD, where Health, Safety, Environment details (along with Head of the functions of all departments) are discussed and reviewed during the Board of director meeting on quarterly basis.

MGL through its CSR activities engages directly with the local communities. The Company identifies the areas where there is a scope for intervention to improve the lives of deprived communities and make a plan to undertake CSR actions around them through NGOs and implementation partners to help execute the same by identifying the beneficiaries. The areas include Health, Empowerment, Education, Sanitation and Environment.,

MGL keeps track of the CSR initiatives progress and gets input from local communities by engaging with them on a regular basis through various channels. The Company also gets impact assessment done so that effectiveness of the initiatives can be assessed. Apart from this through various field visits, MGL ensures active participation of the community in the planning and implementation of our numerous CSR programmes.

Every year Board approves the Annual CSR plan with CSR budget on the recommendation of Corporate Social Responsibility (CSR) Committee. During discussion and deliberation on the approval of CSR projects, CSR Committee update the Board about the proposed project with an feedback received from the NGO's along with the requirement of local communities to enable the Board to approve the annual CSR plan, considering the needs and requirement of deprived communities' organization.

2. **Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.**

MGL has taken the following actions to address the concerns of vulnerable/ marginalized stakeholder groups:

- MGL, with Shabri Vitt Va Vikas Mahamandal supporting Livelihood enhancement through the inland fishery and market linkages program for tribal communities, including 174 farmers at the Mahad block of Raigad district.
- MGL is supporting the boarding and lodging of outstation paediatric cancer patients and their parents' undergoing treatment at Tata Memorial Hospital.
- MGL, with the support of a local reputed NGO, has organised life skill training for tribal girls of Karjat, Mahad & Shrivardhan Taluka of Raigad district.

## Principle 5:

**Businesses should respect and promote human rights.**

### Essential Indicators

1. **Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:**

| Category | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Total (A) | No. of employees / workers covered (B) | % (B/A) | Total (C) | No. of employees / workers covered (D) | % (D/C) |
| **Employees** | | | | | | |
| Permanent | 492 | 477 | 97% | 443 | 402 | 91% |
| Other than permanent | 3 | 3 | 100% | 3 | 0 | 0 |
| **Total Employees** | **495** | **480** | **96%** | **446** | **402** | **90%** |
| **Workers** | | | | | | |
| Permanent | 87 | 80 | 92% | 89 | 75 | 84% |
| Other than permanent | 1837 | 0 | 0 | 1694 | 0 | 0 |
| **Total Workers** | **1924** | **80** | **4%** | **1783** | **75** | **4%** |

2. **Details of minimum wages paid to employees and workers, in the following format.**

| Category | FY 2024-25 | | | | | FY 2023-24 | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Total (A) | Equal to Minimum Wage | | More than minimum Wage | | Total (D) | Equal to Minimum Wage | | More than minimum wage | |
| | | No. (B) | % (B/A) | No. (C) | % (C/A) | | No. (E) | % (E/D) | No. (F) | % (F/D) |
| **Employees** | | | | | | | | | | |
| Permanent | 492 | 0 | NA | 492 | 100% | 443 | 0 | NA | 443 | 100% |
| Male | 432 | 0 | NA | 432 | 100% | 391 | 0 | NA | 391 | 100% |
| Female | 60 | 0 | NA | 60 | 100% | 52 | 0 | NA | 52 | 100% |
| Other than Permanent | 3 | 0 | NA | 3 | 100% | 3 | 0 | NA | 3 | 100% |
| Male | 2 | 0 | NA | 2 | 100% | 3 | 0 | NA | 3 | 100% |
| Female | 1 | 0 | NA | 1 | 100% | 0 | 0 | NA | 0 | NA |
| **Workers** | | | | | | | | | | |
| Permanent | 87 | 0 | NA | 87 | 100% | 89 | 0 | NA | 89 | 100% |
| Male | 84 | 0 | NA | 84 | 100% | 86 | 0 | NA | 86 | 100% |
| Female | 3 | 0 | NA | 3 | 100% | 3 | 0 | NA | 3 | 100% |
| Other than Permanent | 1837 | 1045 | 57% | 792 | 43% | 1694 | 972 | 57% | 722 | 43% |
| Male | 1763 | 1031 | 58% | 732 | 42% | 1636 | 972 | 59% | 664 | 41% |
| Female | 74 | 14 | 19% | 60 | 81% | 58 | 0 | NA | 58 | 100% |

3. a. **Details of remuneration/salary/wages, in the following format:**

(a. **Median renumeration / wages):**

| Category | Male | | Female | |
|---|---|---|---|---|
| | Number | Median remuneration/ salary/ wages of respective category | Number | Median remuneration/ salary/ wages of respective category |
| Board of Directors (BoD) | 7 | ₹ 15.62 Lakhs | 1 | ₹ 14.81 Lakhs |
| Key Managerial Personnel (KMP) | 2 | ₹ 80.81 Lakhs | 0 | 0 |
| Employees other than BoD and KMP | 432 | ₹ 20.74 Lakhs | 61 | ₹ 20.67 Lakhs |
| Workers | 84 | ₹ 13.14 Lakhs | 3 | ₹ 18.10 Lakhs |

b. **Gross wages paid to females as % of total wages paid by the entity, in the following format:**

| | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Gross wages paid to females as % of total wages | 9.15% | 9.11% |

4. **Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

The Human rights is guided by Human Rights Policy, the web link of the policy https://www.mahanagargas.com:3000/Human%20Rights%20Policy.pdf . Focal point of contact is Mr. Sanket Dhotre – AVP – HR.

5. **Describe the internal mechanisms in place to redress grievances related to human rights issues.**

MGL has established a Code of Conduct - https://www.mahanagargas.com:3000/_code-of-conduct-to-regulate-monitor_e16deadf39.pdf detailing its commitment towards human rights that is applicable to all employees, directors, officers and contractual staff. MGL ensures to conduct business in such a way that it respects human rights. The mechanism to redress grievances related to human rights is same as for other grievances as mentioned in Principle 3 - Question 6.

We also have robust internal controls and procedures in place to ensure compliance with applicable labour laws including human rights.

The Company also has in place a policy on Prevention of Sexual Harassment of Women at Workplace which is in line with requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"). responsibility.

6. **Number of Complaints on the following made by employees and workers:**

| Aspect | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Filed during the year | Pending resolution at the end of year | Remarks | Filed during the year | Pending resolution at the end of year | Remarks |
| Sexual Harassment | 0 | 0 | No complaints received | 0 | 0 | No complaints received |
| Discrimination at workplace | 1 | 0 | Resolved | 0 | 0 | 0 |
| Child Labour | 0 | 0 | 0 | 0 | 0 | 0 |
| Forced Labour/ Involuntary Labour | 0 | 0 | 0 | 0 | 0 | 0 |
| Wages | 0 | 0 | 0 | 0 | 0 | 0 |
| Other human rights related issues | 0 | 0 | 0 | 0 | 0 | 0 |

7. **Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

| | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH) | NIL | NIL |
| Complaints on POSH as a % of female employees / workers | NA | NA |
| Complaints on POSH upheld | NA | NA |

8. **Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

MGL has a robust Harassment Policy to ensure expeditious redressal of grievances related to discrimination towards all employees and workers. MGL follows a specified procedure outlined in the given policy to provide a fair and unbiased judgement. Any non-compliance with this Policy may be communicated to Mr. Sanket Dhotre, AVP (HR): +91 22 66785000.

MGL also has a Policy on Prevention of Sexual Harassment of Women at Workplace. The Company has constituted an Internal Complaints Committee (ICC) in compliance with the requirements under the POSH Act to address and handle complaints related to discrimination and harassment cases. Further, policy also provides protection against retaliation. Regardless of outcome of the complainant made in good faith, the employee lodging the complaint and any person providing information or any witness, will be protected from any retaliation. There were no complaints or concerns received or observed during FY 2024-25, pertaining to discrimination and sexual harassment.

9. **Do human rights requirements form part of your business agreements and contracts? (Yes/No)**

Yes, human rights requirements are incorporated into all business agreements and contracts entered into by the Company.

10. **Assessments of the year**

| Aspects | % of your plants and offices that were assessed (by entity or statutory authorities or third parties) |
|---|---|
| Child labor | 100% |
| Forced labor | 100% |
| Sexual harassment | 100% |
| Discrimination at workplace | 100% |
| Wages | 100% |

11. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.**

No Such, as all these suppliers were found to be compliant with respect to the standard ESG guidelines.

## Leadership Indicators

1. **Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

MGL has not received any complaint with respect to human rights during FY 2024-25 and grievance handling mechanism is in place, hence there was no such requirement to modify the business processes.

2. **Details of the scope and coverage of any Human rights' due diligence conducted**

100% of new suppliers on-boarded from FY 2024-25 are screened through human rights criteria.

3. **Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes, we have installed ramps at entry locations and lobbies to facilitate wheelchairs at MGL premises/ offices as per the requirements of the Rights of Persons with Disabilities Act, 2016.

## Principle 6:

**Businesses should respect and make efforts to protect and restore the environment.**

## Essential Indicators

1. **Details of total energy consumption (in Joules or multiples) and energy intensity:**

| Parameter | Unit | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| **From renewable sources (in gigajoules)** | | | |
| Total electricity consumption (A) | GJ | -- | -- |
| Total fuel consumption (B) | GJ | -- | -- |
| Energy consumption through other sources (C) | GJ | 320.47 GJ | 308.02 GJ |
| Total energy consumption from renewable sources (A+B+C) (GJ) | GJ | 320.47 GJ | 308.02 GJ |
| **From non - renewable sources (in gigajoules)** | | | |
| Total electricity consumption (D) | GJ | 5,63,794.88 GJ | 4,81,091.20 GJ |
| Total fuel consumption (E) | GJ | 1,83087.07 GJ | 1,66,467.78 GJ |
| Energy consumption through other sources (F) | GJ | -- | -- |
| Total energy consumption from non - renewable sources (D+E) (GJ) | GJ | 7,46,881.95 GJ | 6,47,558.98 GJ |
| Total energy consumption (C+D+E) (GJ) | GJ | 7,47,202.42 GJ | 6,47,866.84 GJ |
| Energy intensity per rupee of turnover (Total energy consumption in GJ/ turnover in rupees in Crores) | GJ/turnover in crores | 98.44 GJ/Rupee Cr | 94.41 GJ/Rupee Cr |
| Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total energy consumed / Revenue from operations adjusted for PPP) | GJ/ Revenue from operations adjusted for PPP | 4.76 GJ/Rupee Cr adjusted for PPP | 4.21 GJ/Rupee Cr adjusted for PPP |
| Energy intensity in terms of physical output** | GJ used for CNG /PNG sold in tons in year | 0.97 GJ/ CNG sold per ton | 0.69 GJ /CNG sold per ton |

**excluded PNG sales since most of the energy consumed is for CNG

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.:** Yes, Independent Assurance has been carried out by M/s SGS India Pvt. Ltd. done.

2. **Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Not applicable. The Company does not come under the PAT scheme.

3. **Provide details of the following disclosures related to water.**

| Parameter | Unit | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| **Water withdrawal by source (in kiloliters)** | | | |
| (i) Surface water | KL | -- | -- |
| (ii) Groundwater | KL | -- | -- |
| (iii) Third party water | KL | 50,446 KL | 44,232KL |
| (iv) Seawater / desalinated water | KL | -- | -- |
| (v) Others | KL | -- | -- |
| Total volume of water withdrawal (in kiloliters) (i + ii + iii + iv + v) | KL | 50,446 KL | 44,232 KL |
| Total volume of water consumption (in kiloliters) | KL | 50,446 KL | 442,32 KL |

| Parameter | Unit | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| Water intensity per Cr. rupee of turnover (Water consumed / turnover) | KL/turnover in Cr. | 6.64 KL/ Rupee Cr | 6.45 KL/Rupee Cr |
| Water intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)<br>(Total water consumption / Revenue from operations adjusted for PPP) | KL/ Revenue from operations adjusted for PPP | 0.32 KL/ Rupee Cr adjusted for PPP | 0.28 KL/Rupee Cr adjusted for PPP |
| Water intensity in terms of physical output | N.A | N.A | N.A |
| Water intensity (optional)– the relevant metric may be selected by the entity | | | |

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?** (Y/N) If yes, name of the external agency.: Yes, Independent Assurance has been carried out by M/s SGS India Pvt. Ltd.

4. **Provide the following details related to water discharged:**

| Parameter | Unit | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| **Water discharge by destination and level of treatment (in kiloliters)** | | | |
| (i) Surface water | KL | -- | -- |
| No treatment | KL | -- | -- |
| With treatment – please specify the level of treatment | KL | -- | -- |
| (ii) Ground water | KL | | |
| No treatment | KL | -- | -- |
| With treatment – please specify the level of treatment | KL | -- | -- |
| (iii) Sea water | KL | | |
| No treatment | KL | -- | -- |
| With treatment – please specify the level of treatment | KL | -- | -- |
| (iv) Sent to third parties | KL | | |
| No treatment | KL | -- | -- |
| With treatment – please specify the level of treatment | KL | -- | -- |
| (v) Others | KL | -- | -- |
| No treatment | KL | 7342 KL | 6,608 KL |
| With treatment – please specify the level of treatment | KL | 227.88 KL Treated water by STP. | 27 KL Treated water by STP. |
| **Total water discharged (in kiloliters)** | KL | **7,569.88 KL** | **6,635 KL** |

(*) – The recording system commenced in FY 2024-25.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.:** Yes, Independent Assurance has been carried out by M/s SGS India Pvt. Ltd.

5. **Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

No, the entity has not implemented a mechanism for Zero Liquid Discharge. The water consumption is mainly for domestic purposes and not used in any process operation, hence no industrial effluent is discharged. However, the Company has set up WTP (Water Treatment Plant)/ STP (Sewage Treatment Plant) at CGS Savroli and CGS Taloja and rainwater harvesting system at CGS Ambernath and CGS Savroli for recycling of wastewater and to conserve the water by recycling and reusing the treated water.



6. **Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:**

| Parameter | Unit | FY 2024-25 | FY 2023-24 |
|---|---|---|---|
| NOx | Tons/annum | 69.25 | 68.01 |
| SOx | Tons/annum | 0.02 | 0.02 |
| Particulate matter (PM 10) | Tons/annum | 1.22 | 0.71 |
| Persistent organic pollutants (POP) | Tons/annum | Nil | Nil |
| Volatile organic compounds (VOC) | Tons/annum | 0.93 | 0.92 |
| Hazardous air pollutants (HAP) | Tons/annum | Nil | 0.00 |
| Others – Process Emission (CO) | Tons/annum | 116.55 | 113.90 |

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.:** Yes, Independent Assurance has been carried out by M/s SGS India Pvt. Ltd.

7. **Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:**

| Parameter | Unit | FY24-25 | FY23-24 |
|---|---|---|---|
| Scope 1 | Metric Tons of $CO_2$ Equivalent | 2,83,681 | 2,62,212 |
| Scope 2 | Metric Tons of $CO_2$ Equivalent | 1,13,855 | 95,684 |
| | **tC02e/Cr (₹)** | **52.38** | **52.16** |
| **Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)**<br>(Total Scope 1 and Scope 2 GHG emissions / Revenue from operations adjusted for PPP) | tC02e/Cr (₹) adjusted for PPP | **2.54** | **2.33** |
| Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity | | -- | -- |

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.:** Yes, Independent Assurance has been carried out by M/s SGS India Pvt. Ltd.

8. **Does the entity have any project related to reducing Greenhouse Gas emission? If yes, then provide details.**

MGL has taken up the following projects/ initiatives to reduce Green House Gas emission:

1. MGL installed Sewage Treatment Plant (STP) at City Gate Stations (CGS) at Mahape and Ambernath. These STP's collect, treat, and discharge wastewater, providing a service essential to environmental and public health thereby eliminating the possibility of sewage leaching into subsoil and contaminating ecosystems. Also, during the year, MGL implemented Rain Water Harvesting system at CGS Mahape and Taloja for collecting and storage of rain water, rather than allowing it to run off and utilizing it for gardening purpose as well as replenishment of ground water.
2. MGL Hariyali led the Rapid Forest Project, based on the Miyawaki method, to promote afforestation using native species. Over 56,000 saplings were planted across four locations, contributing to increased green cover, biodiversity restoration and climate resilience. Additional 200 plants were planted as an ESG initiatives to increase biodiversity.
3. MGL's Mahape Admin office has been equipped with a solar power system of approximately 15 kW. This initiative promotes the use of renewable energy, reduces carbon footprint, and supports eco-friendly practices. The installation of solar panels demonstrates MGL's commitment to sustainability and environmental responsibility. By harnessing solar energy, MGL aims to minimize its reliance on non-renewable sources, lower energy costs, and contribute to a cleaner environment. This step towards sustainability reflects MGL's dedication to corporate social responsibility and environmental stewardship, setting a positive example for the industry
4. As part of MGL's continued commitment to integrating Environmental, Social, and Governance (ESG) principles across its operations, a focused training program on ESG was conducted for 196 employees. This initiative aimed to enhance awareness, build internal capabilities, and foster a culture of sustainability and responsible governance within the organization.

9. **Provide details related to waste management by the entity, in the following format:**

| Parameter | FY24-25 | FY23-24 |
|---|---|---|
| Plastic waste (A) | 18.59 MT | 7.72 MT |
| E-waste (B) | 0.56MT | 0.24 MT |
| Bio-medical waste (C) | 0 | 0 |
| Construction and demolition waste (D) | 0 | 0 |
| Battery waste (E) | 3.45MT | 2.01 MT |
| Radioactive waste (F) | Nil | Nil |
| Other Hazardous waste. Please specify, if any. (G) | | |
| - Used Oil | 56.70 MT | 57.75 |
| - Empty Oil Drum | 9.09MT | 9.07 |
| - Wastes or residues containing oil (Cotton Wate) | 0.75 MT | 0.68 |
| - Wastes or residues containing oil (Filter) | 0.64 MT | 0.64 |
| - Wastes or residues containing oil (Scrubber) | 0 | 0.02 |
| Other Non-hazardous waste generated (H) | 4.06 MT | 5.44 MT |
| Total (A+B + C + D + E + F + G + H) | 93.84 MT | 83.57 MT |
| Waste intensity per rupee of turnover (Total waste generated / Revenue from operations) | 0.0123 MT/Rupee Cr | 0.012 MT/Rupee Cr |
| Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP) (Total waste generated / Revenue from operations adjusted for PPP) | 0.0006 MT/Rupee Cr adjusted for PPP | 0.001 MT/Rupee Cr adjusted for PPP |
| Waste intensity in terms of physical output | N.A. | N.A. |
| Waste intensity (optional) – the relevant metric may be selected by the entity | -- | -- |

**For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tons)**

| Category | FY 2024-25 | FY 2023-24 |
|---|---|---|
| (i) Recycled | 88.39 MT | 76.79 MT |
| (ii) Re-used | 0 | 0 |
| (iii) Other recovery operations | 0 | 0 |
| **Total** | **88.39 MT** | **76.79 MT** |

**For each category of waste generated, total waste disposed by nature of disposal method (in metric tons)**

| Category | FY 2024-25 | FY 2023-24 |
|---|---|---|
| (i) Incineration | 5.45 MT | 6.78 MT |
| (ii) Landfilling | 0 | 0 |
| (iii) Other disposal operations | 0 | 0 |
| **Total** | **5.45 MT** | **6.78 MT** |

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.:** Yes, Independent Assurance has been carried out by M/s SGS India Pvt. Ltd.

10. **Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

MGL follows a certified ISO 14001:2015 Environment Management System, ensuring proper waste management. The company has procedures for safe disposal of hazardous waste, e-waste, and other waste types. Hazardous waste is handled, segregated, stored, and transported per regulatory requirements and best practices. Disposal is conducted in an environmentally sound manner through authorized vendors for recycling, as per regulations.

11. **If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details:**

The Company does not have any offices or operational site in any of the ecologically sensitive areas.

12. **Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:**

The Company has not carried out any environmental impact assessment in current FY 2024-25 since it was not applicable for projects undertaken in current FY 2024-25.

13. **Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:**

Yes, the Company is compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder.

## Leadership Indicators

1. **Water withdrawal, consumption, and discharge in areas of water stress (in kiloliters):**

During the year under review, MGL has not withdrawn any water or discharged water in the areas of water stress and do not have operations in these areas.

2. **Please provide details of total Scope 3 emissions & its intensity, in the following format:**

| Parameter | Unit | FY 2024-2025 | FY 2023-2024 |
|---|---|---|---|
| Total Scope 3 emissions (Break-up of the GHG into $CO_2$, $CH_4$, $N_2O$, HFCs, PFCs, SF6, NF3, if available) | Metric tons of $CO_2$ equivalent | 34,27,432 | 30,55,816 |
| Total Scope 3 emissions per rupee of turnover | Metric tons of $CO_2$ Equivalent/Rupee Cr | 451.57 | 445.32 |
| Total Scope 3 emissions per rupee of turnover adjusted for Purchasing Power Parity (PPP) | Metric tons of $CO_2$ Equivalent/Rupee Cr adjusted to PPP | 21.86 | 19.88 |
| Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity | | -- | -- |

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.:** No. All the required statutory and internal inspections/ audits are carried out on a periodic basis.

3. **With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities.**

Currently none of the locations (including outlets and head office) of the Company fall in/around ecologically sensitive areas.

4. **Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.**

MGL has a Business Continuity Plan (BCP) in place that outlines how the business will continue to operate during an unplanned disruption in service. It contains contingencies for business processes, assets, human resources and business partners and every aspect of the business that might be affected.

The aim of BCP is to identify in advance, as far as possible, the actions that are necessary and the resources which are needed to enable the organization to manage a disaster whatever its cause considering the Business Continuity Recovery Strategies.

The BCP details out the arrangement which forms part of the overall Disaster (Crisis) Management Plan of the Company. MGL has an Emergency Response and Disaster Management Plan (ERDMP) which is in conformity with PNGRB Regulations and covers identification of emergencies, necessary mitigation measures, preparedness plans, response, and recovery measures with respect to MGL gas supply assets.

## Principle 7:

**Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent.**

### Essential Indicators

1. a. **Number of affiliations with trade and industry chambers/ associations.**

   MGL is affiliated with 3 National Trade and Industry Chambers.

   b. **List the top 10 trade and industry chambers/ associations (determined based on the total members of such a body) the entity is a member of/ affiliated to.**

| SI. No. | Name of the trade and industry chambers/ associations | Reach of trade and industry chambers/ associations (State/National) |
|---|---|---|
| 1 | Natural Gas Society | National |
| 2 | National Safety Council of India | National |
| 3 | Indian fertilizer | National |
| 4 | Petro watch | National |
| 5 | Bloomberg | National |

2. **Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.**

   No, there were no cases of anti-competitive conduct during the reporting period.

### Leadership Indicators

1. **Details of public policy positions advocated by the entity:**

   The Company does not currently advocate for any public policy positions.

## Principle 8:

**Businesses should promote inclusive growth and equitable development.**

### Essential Indicators

1. **Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.**

| Name and brief details of the project | SIA Notification No. | Date of notification | Whether conducted by an independent external agency (Yes / No) | Results communicated in the public domain (Yes / No) | Relevant Web link |
|---|---|---|---|---|---|
| MGL Poshan- Swasthya Ahara Program (2022-23) | MGL/C&P/ CSR/4326/21-22/SR | 12-10-2021 | YES | NO | NA |
| MGL Saksham- to develop and rehabilitate children and adults with multiple disabilities (2022-23) | MGL/C&P/ CSR/4326/21-22/SR | 12-10-2021 | YES | NO | NA |
| MGL Aarogya- Eye Surgery for Needy Patients (2022-23) | MGL/C&P/ CSR/4326/21-22/SR | 12-10-2021 | YES | NO | NA |



2. **Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:**

   The Company does not have any ongoing Rehabilitation and Resettlement (R&R) for FY 2024-25.

3. **Describe the mechanisms to receive and redress grievances of the community.**

   MGL implements its Corporate Social Responsibility (CSR) initiatives through multi multi-pronged approach. This results in giving direct benefits to the marginalized community as well as a snowball effect to more beneficiaries. The entire approach is process-driven, focusing on need assessment at the inception. MGL focuses on investing in need-based projects. MGL has instituted a robust framework for the selection of projects. A mandatory part of the framework is a visit by MGL's official to the proposed community/ site to gauge the community's needs, enthusiasm, and acceptance of the proposed intervention. MGL has implemented various new interventions on a pilot basis and then scaled them up, based on a review of the project. Further, MGL has also adopted a robust in-house monitoring strategy. Additionally, an app-based monitoring system is implemented to get live data as and when required. Regular monitoring visits are carried out to ensure that the project is implemented in line with the stakeholders' expectations. The sustainability of CSR intervention is an important consideration and the community's involvement is elicited right from the inception. People's institutions are formed and strengthened to ensure that the impact created is sustained post-exit of the Company from the intervention. MGL CSR also believes in and undertakes coordinated efforts and works closely with other CSR entities, Government agencies, and international organizations in the country to create a learning and sharing environment in the social development space. This has resulted in covering more underserved communities in thematic areas like preventive health care, primary education, disability, women empowerment, skill development, and environment conservation.

4. **Percentage of input material (inputs to total inputs by value) sourced from suppliers:**

| Particulars | FY 2024-2025 | FY 2023-2024 |
|---|---|---|
| Directly sourced from MSMEs/ small producers* | 63% | 74% |
| Directly from within India | 99.49% | 99.85% |

*Above figures are excluding Gas purchase value. In case total input by value is considered inclusive of gas purchase, the figures would be 11% & 11% for FY 2024-25 and 2023-24 respectively.

5. **Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost.**

| Location | FY 2024-2025 | FY 2023-2024 |
|---|---|---|
| Rural | 0 | 0 |
| Semi-urban | 0 | 0 |
| Urban | 0 | 0 |
| Metropolitan | 100% | 100% |

### Leadership Indicators

1. **Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):**

   Not Applicable.

2. **Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:**

No CSR projects are being undertaken in designated aspirational districts as identified by government bodies.

3. (a) **Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No) –** No, the Company does not have a preferential procurement policy.

   (b) **From which marginalized /vulnerable groups do you procure? –** Not Applicable

   (c) **What percentage of total procurement (by value) does it constitute? –** Not Applicable

4. **Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

   Not Applicable

5. **Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

   Not Applicable.

6. **Details of beneficiaries of CSR Projects:**

   CSR projects mentioned below and pursued by the Company are meant to benefit vulnerable and marginalized groups of communities.

| SL. No. | CSR Project | No. of persons benefited from CSR Projects | % Of beneficiaries from vulnerable and marginalized groups |
|---|---|---|---|
| 1 | MGL Aarogya-Swasthya Ahara Program | 44321 | 100% |
| 2 | MGL Vidya- Palavee- Anganwadi strengthening- Roha | 3776 | 100% |
| 3 | MGL Saksham- Mid-day meal distribution | 10910 | 100% |
| 4 | MGL Aarogya- Childcare Centres - supporting child cancer patients | 2493 | 100% |
| 5 | MGL Saksham-Providing a home-like environment, stay, education, and rehabilitation programs for orphan children | 67 | 100% |
| 6 | MGL Aarogya - Adolescent Girls Empowerment | 200 | 100% |
| 7 | MGL Hariyali -Miyawaki Forest Development | 56000 Trees | 100% |
| 8 | MGL Vidya- STEM Education Learning Program | 2418 | 100% |
| 9 | MGL Hariyali- Building Sustainable Livelihood, Environment conservation, improving grain productivity through honey beekeeping | 300 | 100% |
| 10 | MGL Hunar-Skill training to youth on trades like plumbing, fitter, motor mechanic, and assistant electrician. | 400 | 100% |
| 11 | MGL Aarogya-Cataract surgeries for BPL families | 7000 | 100% |
| 12 | MGL Aarogya- Cervical Cancer Awareness Program | 2000 | 100% |
| 13 | MGL Saksham- Early childhood education & skill training Program | 455 | 100% |
| 14 | MGL Vikas- Holistic Village Development Program | 3239 | 100% |
| 15 | MGL Aarogya- Medical (dental)equipment donated | 218 | 100% |
| 16 | MGL Hunar- Gas pipeline fitter skill enhancement program | 30 | 100% |
| 17 | MGL Saathi- Support to Himalayan Art Gallery | 6000 art objects preserved | 100% |
| 18 | MGL Saathi- Digitized archival art objects (1345) | 400 | 100% |
| 19 | MGL Aarogya- Support TB patients by providing nutritious food under the Nikshay Mitra Scheme | 1871 | 100% |
| 20 | MGL Aarogya- Medical Equipment's donation to Nephrology department at JJ Hospital | 1430 | 100% |
| 21 | Akanksha Foundation- Support to the school of Navi Mumbai Municipal Corporation | 400 | 100% |
| 22 | MGL Hunar- Employment Lined Skill Development training | 100 | 100% |
| 23 | MGL Hunar- Support to Electrician and Plumbing courses at ITI Karjat | 267 | 100% |
| 24 | MGL Hunar- Prabodhan Goregaon- Operating employability enhancement training to 320 youth | 77 | 100% |
| 25 | MGL Vikas- Livelihood enhancement through inland fishery and market linkages program for tribal communities | 78 | 100% |
| 26 | MGL Vikas- Livelihood enhancement through inland fishery and market linkages program for tribal communities | 48 | 100% |
| 27 | MGL Vikas- Livelihood enhancement through inland fishery and market linkages program for tribal communities | 50 | 100% |
| 28 | MGL Vidya- Palavee- Anganwadi strengthening- Roha | 240 | 100% |
| 29 | MGL Aarogya - Adolescent Girls Empowerment | 416 | 100% |
| 30 | MGL Aarogya- Eliminating clubfoot problem among children | 229 | 100% |
| 31 | MGL Aarogya- Skill training to girls on 'Paramedical technicians' and 'Community health workers | 180 | 100% |
| 32 | MGL Vikas- Integrated Development for 5 villages at Mahad | 2500 | 100% |
| 33 | MGL Saksham- Project for differently abled, Minibus for transportation | 111 | 100% |
| 34 | MGL Vikas-Integrated Development of 6 villages in Raigad District. | 3239 | 100% |
| 35 | MGL Aarogya- RK HIV Aids Research & Care Centre | 20 | 100% |
| 36 | MGL Aarogya- TB Tru Naat Machine Donation under Eradication of TB Program | 22500 | 100% |
| 37 | MGL Aarogya- TB-Hand Held X-ray Machine donation under Eradication TB Program | 4030 | 100% |
| 38 | MGL Aarogya- EYE Cataract Operation Program | 400 | 100% |
| 39 | MGL Saksham- Support to COVID Orphan Children | 35 | 100% |

## Principle 9:

**Businesses should engage with and provide value to their consumers in a responsible manner.**

### Essential Indicators

1. **Describe the mechanisms in place to receive and respond to consumer complaints and feedback.**

   MGL has a robust consumer grievance redressal mechanism in place, ensuring efficient resolution of customer concerns. All our Customer Relationship Management (CRM) processes and practices are ISO-certified. We have established an omnichannel communication network across various online and offline touchpoints to proactively engage with stakeholders, citizens, and customers. These channels effectively address queries, concerns, and grievances from our extensive customer base.

   1. **Call Centers:** Our 24x7 Customer Helpline operates year-round, supported by state-of-the-art infrastructure designed for scalability and flexibility. This enables us to efficiently manage fluctuating call volumes and customer demands while maintaining optimal service levels, even during peak periods.

   2. **Back Office:** Dedicated service agencies handle customer queries and concerns received via email, physical letters, and customer posts on the MGL website.

   3. **Front Office:** We have 13 exclusive walk-in centers across our operational areas, where customers can receive prompt assistance in person.

   4. **PNGRB QOSS Guidelines (Quality of Service Standards):** MGL has appointed designated officers, including a Complaint In-Charge, Nodal Officer, and Appellate Authority, to address unresolved concerns. Their contact details are easily accessible on PNG bills and the company's website.

   5. **Collaboration with Consumer Forums and NGOs:** We work with consumer forums and NGOs to address customer concerns effectively.

6. **Website:** Our comprehensive website serves as a one-stop solution for customer information, queries, and complaint registration.

7. **Mobile App (MGL Connect):** Our mobile app offers a range of services, including bill viewing, payments, and meter reading submissions.

8. **Social media and Online Portals:** We actively engage customers through platforms such as Twitter, Facebook, and Instagram.

9. **Escalation Desk:** A dedicated team of experienced professionals handles escalated matters, ensuring satisfactory resolutions and reinforcing our commitment to exceptional service and support.

10. **WhatsApp Service:** Designed for enhanced customer experience, our WhatsApp service features user-friendly navigation, enabling efficient interactions related to MGL products and services. Live chat support further streamlines issue resolution.

11. **SAP Registration:** All customer concerns are logged with unique docket numbers, and efforts are made to resolve them within stipulated timeframes. Any exceptions or delays are escalated for further attention.

This comprehensive approach reflects our commitment to delivering outstanding customer service. We continuously strive to enhance our processes to meet the evolving needs and expectations of our customers.

2. **Turnover of products and/ services as a percentage of turnover from all products / service that carry information about:**

| CSR Project | As a percentage to total turnover |
|---|---|
| Environmental and social parameters relevant to the product | 0 |
| Safe and responsible usage | 100% |
| Recycling and/or Safe Disposal | 0 |

3. **Number of consumer complaints in respect of the following:**

| Aspects | FY 2024-25 | | | FY 2023-24 | | |
|---|---|---|---|---|---|---|
| | Received during the year | Pending resolution at end of year | Remarks | Received during the year | Pending resolution at end of year | Remarks |
| Data privacy | 0 | 0 | Nil | 0 | 0 | Nil |
| Advertising | 0 | 0 | | 0 | 0 | |
| Cyber-security | 0 | 0 | | 0 | 0 | |
| Delivery of essential services | 375 | 0 | | 209 | 0 | |
| Restrictive Trade Practices | 0 | 0 | | 0 | 0 | |
| Unfair Trade Practices | 0 | 0 | | 0 | 0 | |
| Others | 0 | 0 | | 0 | 0 | |

4. **Details of instances of product recalls on account of safety issues:**

| Aspect | Number | Reason for Recall |
|---|---|---|
| Voluntary recall /Mock recall | 0 | NA |
| Forced recall | 0 | NA |

5. **Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.**

To ensure complete integrity and safety of data we have formulated an Information Technology (IT) Policy covering aspects related to confidentiality, integrity, availability, and security of the corporate information handled by the Company. In addition to the IT Policy, we have also formulated Information Security Management System (ISMS) policy in line with the ISO 27001:2022 standard. We provide relevant training and awareness sessions to employees on cybersecurity and privacy protection issues to ensure that the policy is well sensitized throughout the workforce.

a) Framework on Cybersecurity and Data Protection - Cyber Security Framework v2.pdf (mahanagargas.com)

b) Privacy Policy - https://www.mahanagargas.com/privacy-policy

6. **Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.**

There has been no such instance which has occurred during FY2024-25.

7. **Provide the following information relating to data breaches:**

a. **Number of instances of data breaches** - None

b. **Percentage of data breaches involving personally identifiable information of customers** - None

c. **Impact, if any, of the data breaches** - There have not been any such instances.

## Leadership Indicators

1. **Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).**

MGL has dedicated platform and channels for information on products and services, which can be accessed at www.mahanagargas.com and through Mobile APP (MGL Connect) which provides the complete product/ services information. Additionally, MGL provides product and service information through multiple platforms:

- Walk-in Centers & 24x7 Call Centers
- Social Media:
  - Facebook
  - Twitter/X
  - Instagram
  - YouTube
  - LinkedIn
- Email Support: support@mahanagargas.com, info@mahanagargas.com

2. **Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

MGL takes all the steps to inform and educate about the safe and responsible usage of products/ or services in various ways. The safety norms/ Dos and Don't, related to its product is displayed at MGL website (www.mahanagargas.com) and its Mobile APP (MGL Connect). Best practices are displayed on our PNG Bills (sent to PNG customers bimonthly). The safety guidelines are also intermittently disseminated to our customer through SMS to PNG customers. The following are the additional safety precautions taken by MGL:

- During festivals, the safety norms are given in all prominent News Paper to create safety awareness.
- Safety Guidelines are also displayed at across all MGL Offices.

- Marketing/ HSE departments conducts awareness program before PNG connection is provided to the Society/ Building.
- Awareness about PNG and CNG is released twice to thrice in a year in print and alternate months on social media, SMS alerts are also sent periodically, PNG bill Inserts (leaflets) are also sent to customers along with their PNG Bills.
- Safety Information placards are also put up in Societies/ Buildings.

**3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.**

In case of a sudden disruption in the supply of gas for a longer period, a SMS is sent to customers by the Operations& Maintenance department and posts are put-up on social media for general awareness. In case of a planned shutdown / maintenance activity, letters are sent out to individual societies / buildings informing the customers in advance about the activity, to enable them to take the required precautions / steps.

**4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products / services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)**

Display of product information on the product is not applicable to the Company. However, MGL does communicate about the product by displaying information at various customer touch points such as customer walk-in centers, CNG retail outlets, customer/stake holders meets, etc. MGL conducts customer satisfaction survey in its geographical areas for DPNG and CNG segments periodically.

MGL successfully completed Third Party Limited Assurance of Business Responsibility and Sustainability Reporting (BRSR) of FY 2024-25 from M/s SGS India (P) Ltd. This assurance engagement was conducted in accordance with "International Standard on Assurance Engagements (ISAE) 3000"



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www.sgs.com

## INDEPENDENT ASSURANCE STATEMENT

**Independent Assurance Statement to Mahanagar Gas Limited on its BRSR for the FY 2024-25**

**Mahanagar Gas Limited,**
MGL House, Block G-33,
Bandra Kurla Complex,
Bandra East, Mumbai,
Maharashtra – 400051

### Nature of the Assurance

SGS India Private Limited (hereinafter referred to as 'SGS India') was engaged by Mahanagar Gas Limited (the 'Company' or 'MGL') to conduct an independent assurance of the Company's Business Responsibility and Sustainability Reporting (BRSR) (the 'Report') pertaining to the reporting period of April 1, 2024, to March 31, 2025. SGS India has conducted a Limited level of Assurance for BRSR core parameters. This assurance engagement was conducted in accordance with "International Standard on Assurance Engagements (ISAE) 3000 (Revised).

### Reporting Framework

The Report has been prepared following the

1) BRSR Core–Framework for assurance and ESG disclosures for value chain (SEBI vide Circular No. SEBI/HO/CFD/CFD-SEC-2/P/CIR/2023/122) dated July 12, 2023 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2024/177 dated December 20, 2024
2) MASTER CIRCULAR (SEBI vide Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155) dated November 11, 2024
3) Greenhouse Gas Protocol standard

### Intended Users of this Assurance Statement

This Assurance Statement is provided with the intention of informing all Mahanagar Gas Limited's Stakeholders.

### Responsibilities

The information in the report and its presentation are the responsibility of the management of the Company. SGS India has not been involved in the preparation of any of the material included in the report.

Our responsibility is to express an opinion on the text, data, and statements within the defined scope of assurance, aiming to inform the management of the Company, and in alignment with the agreed terms of reference. We do not accept or assume any responsibility beyond this specific scope. The Statement shall not be used for interpreting the overall performance of the Company, except for the aspects explicitly mentioned within the scope.

### Assurance Standard

SGS has conducted an engagement in accordance with the International Standard on Assurance Engagement (ISAE) 3000(revised) (Assurance Engagements other than Audits or Reviews of Historical Financial Information). Our evidence-gathering procedures were designed to obtain a 'Limited' level of assurance. The procedures performed in a limited assurance engagement are designed to support expectations regarding the direction of trends, relationships and ratios rather than to identify misstatements with the level of precision expected in a reasonable assurance engagement.

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**Statement of Independence and Competence**

The SGS Group of companies is the world leader in inspection, testing and assurance, operating in more than 140 countries and providing services including management systems and service certification; quality, environmental, social and ethical auditing and training; environmental, social and sustainability report assurance. SGS affirm our independence from Mahanagar Gas Limited, being free from bias and conflicts of interest with the organization, its subsidiaries and stakeholders.

The assurance team was assembled based on their knowledge, experience and qualifications for this assignment, and comprised auditors registered with ISO 26000, ISO 20121, ISO 50001, SA8000, RBA, QMS, EMS, SMS, GPMS, CFP, WFP, GHG Verification and GHG Validation Lead Auditors and experience on the SRA Assurance.

**Scope of Assurance**

The assurance process involved assessing the quality, accuracy, and reliability of BRSR Indicators (KPIs) within the report for the period April 1, 2024, to March 31, 2025. The reporting scope and boundaries include 5 City Gate Stations, and 31 offices spread across different cities in Maharashtra.

**Assurance Methodology**

The assurance comprised a combination of desktop review, interaction with the key personnel engaged in the process of developing the report, on-site visits, and remote verification of data. Specifically, SGS India undertook the following activities:

- Assessment of the suitability of the applicable criteria in terms of its comprehensiveness, reliability, and accuracy.
- Interaction with key personnel responsible for collecting, consolidating, and calculating the BRSR core KPIs and assessing the internal control mechanisms in place to ensure data quality.
- Application of analytical procedures and verification of documents on a sample basis for the compilation and reporting of the KPIs.
- Assessing the aggregation process of data at the corporate level.
- Critical review of the report regarding the plausibility and consistency of qualitative and quantitative information related to the KPIS.

**Limitations**

The assurance scope excludes:

- Disclosures other than those mentioned in the assurance scope.
- Data review outside the operational sites as mentioned in the reporting boundary.
- Validation of any data and information other than those presented in “Findings and Conclusion.”
- The assurance engagement considers an uncertainty of ±5% based on the materiality threshold for Assumption/ estimation/measurement errors and omissions.
- The Company’s statements that describe the expression of opinion, belief, aspiration, expectation, aim to future intention provided by the Company, and assertions related to Intellectual Property Rights and other competitive issues.
- Strategy and other related linkages expressed in the Report.
- Mapping of the Report with reporting frameworks other than those mentioned in the Reporting Criteria above.

SGS India verified data on a sample basis; the responsibility for the authenticity of the data entirely lies with the Company. The assurance scope excluded forward-looking statements, product- or service-related information, external information sources and expert opinions. SGS India has not been involved in the evaluation or assessment of any financial data/performance of the company. Our opinion on financial indicators is based on the third-party audited financial reports of the Company. SGS India does not take any responsibility for the financial data reported in the audited financial reports of the Company.





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**Findings and Conclusions**

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the essential and leadership indicators (as per the Annexure A) reported in the BRSR report are not prepared, in all material respects, in accordance with the reporting criteria.

**For and on behalf of SGS India Private Limited**

| | | |
|---|---|---|
| SGS India Private Ltd. SGS | A.M.Joshi | |
| **Ashwini K. Mavinkurve,** | **Abhijit Joshi** | **Ajinkya Sambre** |
| Head – ESG & Sustainability Services, SGS India<br>Pune, India<br>16th June 2025 | Technical reviewer– ESG & Sustainability Services, SGS India<br>Pune, India | Lead Verifier – ESG & Sustainability Services, SGS India<br>Pune, India |

SGS

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**Annexure A**

The list of BRSR Core Indicators that were verified within this assurance engagement is given below:

| S.No. | BRSR Core Attributes | BRSR Core Indicators |
|---|---|---|
| 1 | Greenhouse gas (GHG) footprint | ≈ Total Scope 1 emissions<br>≈ Total Scope 2 emissions<br>≈ GHG Emission Intensity (Scope 1 +2) |
| 2 | Water footprint | ≈ Total water Extraction<br>≈ Total water consumption<br>≈ Water consumption intensity<br>≈ Water Discharge by destination and levels of Treatment |
| 3 | Energy footprint | ≈ Total energy consumed<br>≈ % of energy consumed from renewable sources<br>≈ Energy intensity |
| 4 | Embracing circularity | ≈ Plastic waste<br>≈ E-waste<br>≈ Bio-Medical Waste<br>≈ Construction and Demolition waste<br>≈ Battery waste<br>≈ Radioactive Waste<br>≈ Other hazardous waste<br>≈ Other non-hazardous waste<br>≈ Total waste generated<br>≈ Waste intensity<br>≈ Total waste recovered through recycling, re-using or other recovery operations<br>≈ Total waste disposed by nature of disposal method |
| 5 | Employee well-being and safety | ≈ Spending on measures towards well-being of employees as a % of total revenue from operations of the Company<br>≈ Details of safety related incidents for employees and workers |
| 6 | Enabling gender diversity in business | ≈ Gross wages paid to females as % of total wages paid<br>≈ Complaints on POSH |
| 7 | Enabling inclusive development | ≈ Input material sourced from MSMEs/ small producers as % of total purchases directly sourced from MSMEs/ small producers and directly from within India<br>≈ Job creation in smaller towns - Wages paid to persons employed in smaller towns as % of total wage cost |
| 8 | Fairness in engaging with customers and suppliers | ≈ Instances involving loss/breach of data of customers as a percentage of total data breaches or cyber security events<br>≈ Number of days of accounts payable |
| 9 | Open-ness of business | ≈ Concentration of purchases & sales done with trading houses, dealers, and related parties<br>≈ Loans and advances & investments with related parties |

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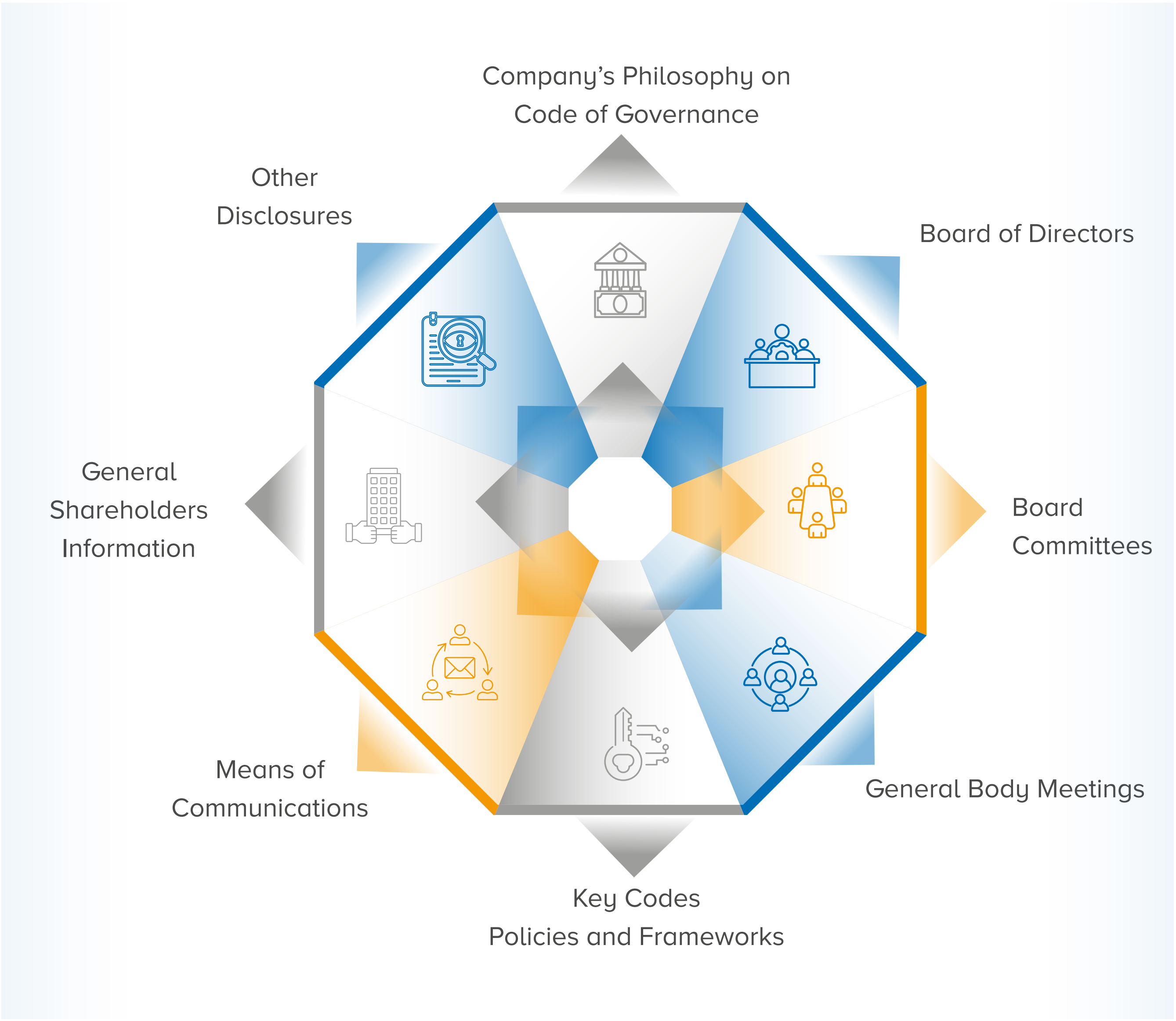
# Corporate Governance Report

Mahanagar Gas Limited ('**MGL**' or '**Company**') firmly believes that corporate governance is the foundation for creating long-term value for all of its stakeholders. Since its inception, the Company has integrated strong corporate governance into its core culture, emphasizing ethics, transparency and accountability in its business practices. This report outlines the governance framework and practices adopted by MGL, as it strives to align with the best global standards of corporate governance.

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**') and this report contains the details of corporate governance systems and processes at MGL.

This report is divided into following sections:



## 1. Company's Philosophy on Code of Governance

MGL's philosophy on corporate governance is built on a strong foundation of key guiding principles. Ethical conduct is at the core of our operations, ensuring integrity and honesty in all business interactions and decision-making processes. We prioritize transparency by maintaining open and honest communication with stakeholders, sharing timely and accurate information about the Company's performance and operations. Accountability is another essential aspect, with clearly defined roles, responsibilities and expectations to enable effective oversight at all levels of the organization. We uphold stakeholders engagement by respecting the rights and interests of shareholders, customers, employees and the community through meaningful interactions. Compliance with applicable laws, regulations and corporate governance guidelines issued by the regulatory authorities is fundamental commitment of MGL. Additionally, we are dedicated to sustainability, balancing economic growth with environmental and social responsibility through responsible business practices. Together, these principles form the bedrock of our corporate governance framework.

We have established a governance framework that supports ethical leadership, safeguards stakeholder interests and provides clear direction and accountability in managing the Company's affairs. It supports our mission to deliver safe, reliable and eco-friendly natural gas solutions while fostering trust and confidence among customers, investors, employees and society at large.

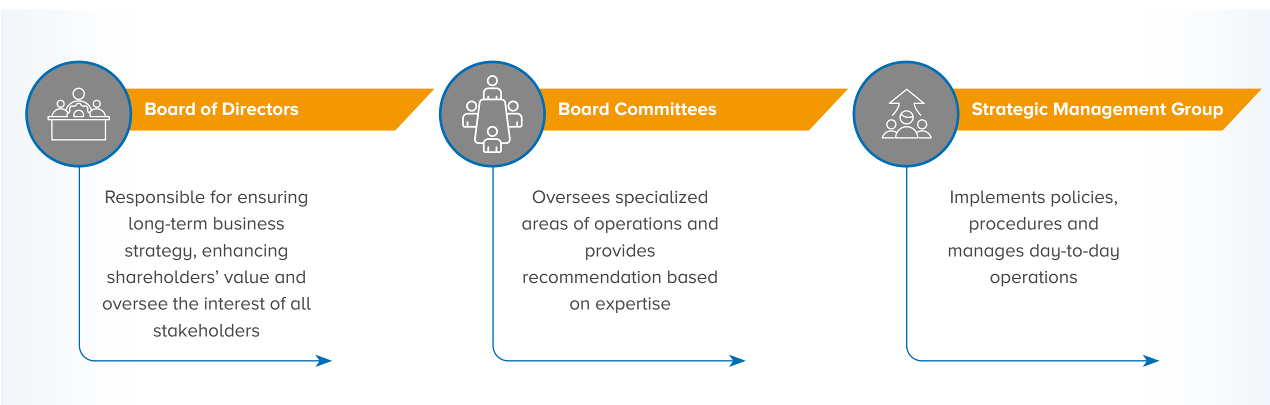
Our Board of Directors and Senior Management Group are dedicated to continually strengthening the Company's governance practices in line with evolving global standards and stakeholder expectations. We believe that a robust governance framework is critical to achieving long-term growth, operational excellence and sustainable value creation.

Through our steadfast commitment to corporate governance, MGL aims to set an industry benchmark for responsible and ethical business conduct while contributing to the development of a cleaner, greener and more sustainable future.

### 1.1 Governance Structure and defined roles and responsibilities

The Company believes that a strong, agile and resilient governance structure is a key to build organization's capacity for wealth creation. Therefore, at MGL, the Board, its Committees and the Senior Management Group ensure that MGL continues to remain a Company of trust, transparency, integrity and is driven towards responsible growth in line with its Corporate Governance Philosophy.

The governance structure and defined roles and responsibilities are as follows:




### 1.2 Key elements of Company's Corporate Governance

- Formation of effective and clear governance structure with diverse Board, Committees and Senior Management Group.
- Structured Stakeholder Engagement framework ensuring long-term value creation and protection for all stakeholders.
- Oversee of Company's business strategy, major developments and key activities.
- Oversee the operations of subsidiary and associate companies.
- Well-defined corporate structure that establishes checks, balances and delegates decision making to appropriate levels in the organization.
- Compliance with all relevant laws in both form and substance.
- Accurate, uniform and timely disclosure and dissemination of relevant financial and operational information to enable the Board to play an effective role in guiding strategies and to keep shareholders well informed.
- Transparent procedures, practices and decisions based on adequate information.

## 2. Board of Directors

The Board of Directors ('**the Board**') is the apex body, constituted by shareholders and plays a crucial role in the overall functioning, strategic decision making and leadership of the Company. It provides strategic direction and leadership and oversees the management policies and their effectiveness, looking at the long-term interests of all the stakeholders.

The Board performs key functions by fulfilling the responsibilities for achieving economy, efficiency and effectiveness for the Company vis-à-vis shareholders' value creation. It has ultimate responsibility for the development of strategy, management, general affairs, direction, performance and long-term success of the business as a whole.

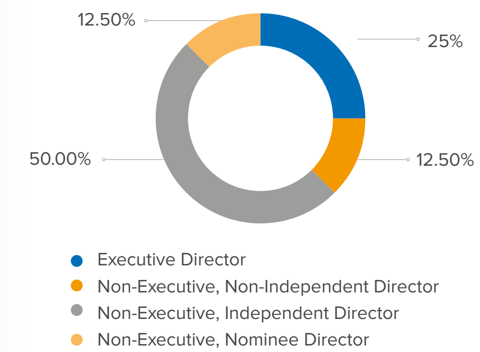
The Board functions in accordance with the powers delegated under the Companies Act, 2013 ('**the Act**'), Listing Regulations, SEBI (Prohibition of Insider Trading) Regulations, 2015 ('**Insider Trading Regulations**'), other acts, rules and regulations that are applicable to the Company, Memorandum & Articles of Association, guidelines issued by the Petroleum and Natural Gas Regulatory Board ('**PNGRB**') and other guidelines issued by the Government of India from time to time, as may be applicable to the Company.

### 2.1 Board Composition

In compliance with the Listing Regulations, the Company has an optimum combination of Executive and Non-Executive Directors with a Woman Independent Director. The Company has a Non-Executive Chairperson, relating to promotor of the Company.

As on March 31, 2025, the Board of the Company consisted of eight Directors, of whom one is Non-Executive Non-Independent Director, two are Executive Directors, four are Non-Executive Independent Directors (including one Woman Independent Director) and one is Non-Executive Nominee Director being representative of an equity investor.

**Size and Composition of Board**




Detailed profiles of all the Board members, comprising their experience, expertise, etc., form part of this Integrated Annual Report and is also available on the Company's website at https://www.mahanagargas.com/MGL-corporate/leadership

None of the Directors holds directorship in more than ten public limited companies (as specified in section 165 of the Act) and in more than seven listed entities or acts as an Independent Director in more than seven listed entities or three listed entities in case he/she serves as a Whole-time Director/ Managing Director in any listed entity (as specified in Regulation 17A of the Listing Regulations). Further, none of the Directors on the Board is a Member of more than ten Committees and Chairperson of more than five Committees (as specified in Regulation 26 of the Listing Regulations), across all public limited companies, whether listed or not (excluding private limited companies, foreign companies and Section 8 companies) in which he/ she is a Director.

None of the Directors of the Company are inter-se related to each other.

As on March 31, 2025, the Company does not have any convertible instruments and none of the Non-Executive Directors held equity shares of the Company.

### 2.2 Board Procedure

The Meetings of the Board of Directors, its Committees and Independent Directors are scheduled in advance, with an annual calendar circulated to them well ahead of time. This enables them to plan their schedules effectively and ensures meaningful participation in the meetings. It also ensures that the interval between any two Board Meetings remains well within the maximum permitted gap of 120 days, as prescribed under the Act and the Listing Regulations.

In case of special and urgent business matters, approval of the Board/Committees is taken by passing a resolution by circulation, as permitted by law, which is noted in the next Board/Committee meeting.

### 2.3 Number of Board Meetings, Attendance of the Directors at Board Meetings and at the last Annual General Meeting ('AGM')

During the period under review, the Board met eight (8) times on:

| | | | |
|---|---|---|---|
| 01 May 09, 2024 | 02 July 04, 2024 | 03 July 25, 2024 | 04 August 23, 2024 |
| 05 October 04, 2024 | 06 October 24, 2024 | 07 December 03, 2024 | 08 January 28, 2025 |

The attendance of the Board members at Board meetings and AGM of the Company held during financial year 2024-25, is as follows:

**Attendance at Board Meetings and Annual General Meeting**

| Name, DIN, Designation and Category of Directors | AGM | Board Meetings 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 | Board Meetings held during tenure | Board Meetings attended | % of Attendance |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | August 23, 2024 | May 09, 2024 | July 04, 2024 | July 25, 2024 | August 23, 2024 | October 04, 2024 | October 24, 2024 | December 03, 2024 | January 28, 2025 | | | |
| **Non-Executive Non-Independent Directors** | | | | | | | | | | | | |
| **Mr. Sandeep Kumar Gupta** (DIN: 07570165) Chairperson - related to Promoter | 👤 | 📹 | 👤 | 👤 | 👤 | 👤 | 📹 | 📹 | 📹 | 8 | 8 | 100 |
| **Executive Directors** | | | | | | | | | | | | |
| **Mr. Ashu Shinghal** (DIN: 08268176) Managing Director | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 8 | 8 | 100 |
| **Mr. Sanjay Shende** (DIN: 09172642) Deputy Managing Director | 👤 | ⊗ | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | ⊗ | 8 | 6 | 75 |
| **Non-Executive Directors** | | | | | | | | | | | | |
| **Dr. Harshadeep Kamble^** (DIN: 07183938) Nominee Director, Government of Maharashtra | 📹 | ⊗ | 📹 | ⊗ | 📹 | ⊗ | ⊗ | ⊗ | NA | 7 | 2 | 29 |
| **Dr. P. Anbalagan@** (DIN: 05117747) Nominee Director, Government of Maharashtra | NA | NA | NA | NA | NA | NA | NA | NA | 📹 | 1 | 1 | 100 |
| **Mr. Syed S. Hussain** (DIN: 00209117) Independent Director | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 8 | 8 | 100 |
| **Mrs. Malvika Sinha#** (DIN: 08373142) Independent Director | 👤 | 📹 | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 👤 | 8 | 8 | 100 |
| **Mr. Venkatraman Srinivasan*** (DIN: 00246012) Independent Director | 👤 | 👤 | 👤 | 👤 | 📹 | NA | NA | NA | NA | 4 | 4 | 100 |
| **Mr. Rajeev Bhaskar Sahi*** (DIN: 06662067) Independent Director | 👤 | 👤 | 👤 | 👤 | 📹 | NA | NA | NA | NA | 4 | 4 | 100 |
| **Mr. Harish Kumar Agarwal&** (DIN: 00074950) Independent Director | NA | NA | NA | NA | NA | 👤 | 👤 | 👤 | 👤 | 4 | 4 | 100 |
| **Mr. Mahesh Kumar Gupta&** (DIN: 08021365) Independent Director | NA | NA | NA | NA | NA | 👤 | 👤 | 👤 | 📹 | 4 | 4 | 100 |
| Attendance (%) | 100 | 75 | 100 | 88 | 100 | 88 | 88 | 88 | 88 | - | - | - |

👤 Attended in person   📹 Attended through video conferencing   ⊗ Leave of absence   NA Attendance not applicable

**Notes:**

*ceased to be Non-Executive Independent Directors w.e.f. August 23, 2024.

#re-appointed as Non-Executive Independent Director for a second term w.e.f. August 24, 2024.

&appointed as Non-Executive Independent Directors w.e.f. August 24, 2024.

^ceased to be Nominee Director w.e.f. January 06, 2025.

@appointed as Nominee Director w.e.f. January 28, 2025.

### 2.4 Other Directorship and Committee Memberships / Chairmanships as on March 31, 2025

| Name of the Director | Other Directorship in equity Listed Companies* | Category of Directorship in other equity Listed Companies | Committee Chairmanship# | Committee Membership#& |
|---|---|---|---|---|
| Mr. Sandeep Kumar Gupta | GAIL (India) Limited | Executive Director, Chairperson & Managing Director | 0 | 0 |
| | Petronet LNG Limited | Non-Executive - Nominee Director | 0 | 1 |
| Mr. Ashu Shinghal | Nil | NA | NA | NA |
| Mr. Sanjay Shende | Nil | NA | NA | NA |
| Dr. Harshadeep Kamble *(Ceased to be Director w.e.f. January 06, 2025)* | Nil | NA | NA | NA |
| Mrs. Malvika Sinha | Mahindra Logistics Limited | Non-Executive - Independent Director | 0 | 1 |
| Mr. Syed S. Hussain | Nil | NA | NA | NA |
| Mr. Rajeev Bhaskar Sahi *(Ceased to be Director w.e.f. August 23, 2024)* | Nil | NA | NA | NA |
| Mr. Venkatraman Srinivasan *(Ceased to be Director w.e.f. August 23, 2024)* | Amal Limited | Non-Executive - Independent Director | 1 | 1 |
| | Eimco Elecon (India) Limited | Non-Executive - Independent Director | 1 | 1 |
| | Fairchem Organics Limited | Non-Executive - Independent Director | 0 | 2 |
| | HDFC Life Insurance Company Limited | Non-Executive - Independent Director | 0 | 1 |
| Mr. Harish Kumar Agarwal (Appointed as Director w.e.f. August 24, 2024) | Nil | NA | NA | NA |
| Mr. Mahesh Kumar Gupta *(Appointed as Director w.e.f. August 24, 2024)* | Nil | NA | NA | NA |
| Dr. P. Anbalagan *(Appointed as Director w.e.f. January 28, 2025)* | Nil | NA | NA | NA |

**Notes:**

*Does not include Directorships in Private Limited, Foreign and Section 8 Companies.

#Includes only Memberships and Chairmanships of Audit and Stakeholders' Relationship Committees.

&Also includes Chairmanships.

### 2.5 Independent Directors and their Meetings

The Independent Directors play a key role in decision making at the Board level. They bring in objectivity, outside-in perspective and protect the interest of the stakeholders, thereby contributing to overall growth of the Company and its stakeholders.

The Independent Directors are the board members who are required to meet baseline definition and criteria on 'independence' as set out in Regulation 16 of Listing Regulations, Section 149(6) of the Act and other rules and regulations as applicable thereunder. In terms of Regulation 25(8) of Listing Regulations, Independent Directors of the Company have confirmed that they are not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact their ability to discharge their duties with an objective independent judgment and without any external influence.

Accordingly, based on the declarations received from all the Independent Directors, the Board of Directors has confirmed that the Independent Directors of the Company fulfill the conditions specified in the Act and Listing Regulations and are independent of the management. Further, the Independent Directors confirmed that they have enrolled themselves in the Independent Directors' Databank maintained by the Indian Institute of Corporate Affairs. As mentioned earlier in this report, the Board includes four Independent Directors as on March 31, 2025 including one Woman Independent Director.

The Independent Directors of the Company often meet without the presence of the Chairperson, the Managing Director or the Executive Directors or other Non-Independent Director(s) or any other Management Personnel.

These Meetings are conducted in an informal and flexible manner to enable the Independent Directors to, inter alia, discuss matters pertaining to review performance of Non-Independent Directors and the Board of Directors as a whole, review performance of the Chairperson of the Company (taking into account the views of other Executive and Non-Executive Directors), assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board of Directors to effectively and reasonably perform their duties.

On March 13, 2025, the Meeting of Independent Directors was held and attended by all the Independent Directors.

### 2.6 Independent Directors' Familiarization Program

The Familiarization Program has been adopted by the Company with an objective to make the Independent Directors accustomed with the business and operations of the Company that would facilitate their active participation and contribute significantly in managing the Company. The Programs are conducted on a regular interval and aim to provide insights into the Company, its stakeholders, senior management/ leadership team, operations, policies, processes, industry perspective and issues to enable the Independent Directors to be in a position to take well-informed and timely decisions.

Details of the familiarization programs imparted to the Independent directors are available on the Company's website at https://www.mahanagargas.com:3000/Familiarization%20Programme.pdf

### 2.7 Change in the Directorate

a) Mr. Venkatraman Srinivasan and Mr. Rajeev Bhaskar Sahi were ceased to be Non-Executive Independent Directors of the Company with effect from closure of business hours on August 23, 2024, upon completion of their respective tenures as Non-Executive Independent Directors.

b) Mrs. Malvika Sinha was re-appointed as Non-Executive Independent Director of the Company for the second term of three consecutive years commencing from August 24, 2024 up to August 23, 2027 (both days inclusive).

c) Mr. Harish Kumar Agarwal and Mr. Mahesh Kumar Gupta were appointed as Non-Executive Independent Directors of the Company for a term of three consecutive years commencing from August 24, 2024 to August 23, 2027 (both days inclusive).

d) Dr. Harshadeep Kamble was ceased to be Non-Executive Nominee Director of the Company, with effect from January 06, 2025, due to change in his assignment by the Government of Maharashtra.

e) Dr. P. Anbalagan was appointed as Non-Executive Nominee Director of the Company representing the Government of Maharashtra, with effect from January 28, 2025.

### 2.8 Key Board Skills, Expertise and Competencies

We believe that a strong and diverse Board is essential for shaping effective strategies, strengthening brand reputation, enhancing decision-making and maintaining a competitive edge. At MGL, our Board reflects a rich blend of diverse backgrounds, bringing together a wide range of skills, expertise and competencies in key areas. All our Board members have held senior leadership roles in reputed organizations and possess deep insights into the business landscape.

The following is the list of core skills, expertise and competencies identified by the Board as required in the context of the Company's business and the said skills are available within the Board Members:

| | |
|---|---|
| **Strategic Leadership and Management** | Experience in guiding and leading management teams, strategic planning, understanding of organizational systems & processes and appreciation of long-term trends/ choices. |
| **Technology** | Background in technology, digital, cyber and innovation, anticipation of technological trends, experience of creation of new business ideas or models. |
| **Industry and Sector Experience** | Knowledge and experience in business sector to provide analytical guidance to the management in fast changing environment. |
| **Financial and Risk Management** | Experience in financial, accounting, taxation, internal control reporting and ability to monitor the effectiveness of the risk management framework and practices. |
| **Diversity** | Diversity of thought, experience, knowledge, perspective, gender and culture brought to the Board by individual members. Varied mix of strategic perspectives. |
| **Corporate Governance & ESG** | Experience in implementing good corporate governance practices, reviewing compliance and governance practices for a sustainable growth of the company and protecting stakeholder's values. |
| **M&A, Strategy, Investment Management and Business Development** | Strategic guidance to management on organic and inorganic growth opportunities through synergies, acquisitions, restructuring and investments to enhance profitability, investor value and sustainable competitiveness. |
| **Personal Values** | Personal characteristics that match the Company's values, such as integrity, accountability and high-performance standards. |

**The table below outlines the specific areas of focus or expertise attributed to each individual Director.**

| Name of Director | Area of Skills / Expertise / Competence | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Strategic Leadership and Management | Technology | Industry and Sector Experience | Financial and Risk Management | Diversity | Corporate Governance & ESG | M&A, Strategy, Investment Management and Business Development | Personal Values |
| Mr. Sandeep Kumar Gupta | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Ashu Shinghal | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Sanjay Shende | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Dr. P. Anbalagan | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | - | ✓ |

| Name of Director | Area of Skills / Expertise / Competence | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Strategic Leadership and Management | Technology | Industry and Sector Experience | Financial and Risk Management | Diversity | Corporate Governance & ESG | M&A, Strategy, Investment Management and Business Development | Personal Values |
| Mr. Syed S. Hussain | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mrs. Malvika Sinha | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Harish Kumar Agarwal | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |
| Mr. Mahesh Kumar Gupta | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ | ✓ |

## 3. Board Committees

The Board Committees play a vital role in ensuring sound Corporate Governance practices. These Committees are constituted with the formal approval of the Board to address specific responsibilities, enabling efficient resolution of diverse matters. Each Committee operates under clearly defined terms of reference and functions as an extension of the Board to support its oversight duties in line with good governance principles. The minutes of the meetings of all the Committees are placed before the Board for review.

The Board has constituted the following statutory committees:

**Audit Committee**
- Mr. Harish Kumar Agarwal, Chairperson
- Mr. Syed S. Hussain, Member
- Mrs. Malvika Sinha, Member
- Mr. Ashu Shinghal, Member

**Nomination and Remuneration Committee**
- Mr. Syed S. Hussain, Chairperson
- Mr. Sandeep Kumar Gupta, Member
- Mr. Mahesh Kumar Gupta, Member

**Corporate Social Responsibility Committee**
- Mrs. Malvika Sinha, Chairperson
- Mr. Syed S. Hussain, Member
- Mr. Ashu Shinghal, Member
- Mr. Sanjay Shende, Member

**Stakeholders Relationship Committee**
- Mr. Syed S. Hussain, Chairperson
- Mr. Harish Kumar Agarwal, Member
- Mr. Ashu Shinghal, Member
- Mr. Sanjay Shende, Member

**Risk Management Committee**
- Mr. Mahesh Kumar Gupta, Chairperson
- Mr. Harish Kumar Agarwal, Member
- Mr. Ashu Shinghal, Member
- Mr. Sanjay Shende, Member

### 3.1 Audit Committee

The Audit Committee has been constituted by the Board in compliance with the requirements of Section 177 of the Act and Regulation 18 of the Listing Regulations and all the members of the Committee are financially literate.

The Audit Committee meetings are usually attended by the Deputy Managing Director as a permanent invitee and the respective departmental heads, if required. The Statutory and Internal Auditors also attend the Audit Committee meetings by invitation for their respective agenda items. The Company Secretary acts as the Secretary of the Audit Committee.

All the recommendations of the Audit Committee have been accepted by the Board of Directors during the financial year 2024-25. The Chairperson of the Audit Committee was present at the 29th AGM of the Company held on August 23, 2024.

#### A. Terms of Reference of Audit Committee

The powers, roles and terms of reference of the Audit Committee cover the areas as contemplated under Listing Regulations and Section 177 of the Act. The brief terms of reference for the Audit Committee are as under:

a) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

b) Review and recommend to the Board for approval of proposals on borrowings and proposals on non-fund based facilities from banks and Business plan;

c) Review and recommend for Board approval of capital expenditure proposals exceeding authority limit of SMG but not exceeding Rs. 50 Crores, treasury policies of MGL and Corporate Annual Budget and Revised Estimates;

d) Reviewing of PNG and CNG Pricing Policy at least on a quarterly basis and to recommend to the Board for approval, changes required in it, if any;

e) Recommending to the Board, appointment, re-appointment, terms of appointment and, if required, replacement or removal of the internal auditor, cost auditor and statutory auditors and fixation of their audit fees and remuneration and payment for any other services rendered by the statutory auditors, as applicable;

f) Reviewing with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:

  i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub section 3 of Section 134 of the Act;

  ii. Changes, if any, in accounting policies and practices and reasons for the same;

  iii. Major accounting entries involving estimates based on the exercise of judgment by Management;

  iv. Significant adjustments made in the financial statements arising out of audit findings;

  v. Compliance with listing and other legal requirements relating to financial statements;

  vi. Disclosure of any related party transactions;

  vii. Modified opinion(s) in the draft audit report;

  viii. Investments made by the Company's unlisted subsidiaries;

  ix. The going-concern assumption;

  x. Compliance with accounting standards;

  xi. Contingent liabilities; and

  xii. Claims against the Company and their effect on the financial statements;

g) Reviewing and examining with the Management, the quarterly and annual financial statements, auditor's report thereon and such other periodical statements before submission to the Board for approval, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue etc.), the statement of funds utilized for purposes other than those stated in the offer document/ prospectus/notice and the report submitted by the monitoring agency, monitoring the utilization of proceeds of a public or rights issue or preferential issue or qualified institutional placement and making appropriate recommendations to the Board to take up steps in the matter;

h) Review and monitor the auditor's independence and performance and effectiveness of audit process;

i) Approval or any subsequent modification of the transactions of the Company with related parties in accordance with the provisions of the Act and Listing Regulations;

j) Lay down the criteria for granting omnibus approval in line with the Company's policy on related party transactions and such approval shall be applicable in respect of transactions which are repetitive in nature;

k) Satisfy itself regarding the need for omnibus approval and that such approval is in the interest of the Company;

l) Scrutiny of inter-corporate loans and investments;

m) Valuation of undertakings or assets of the Company, wherever it is necessary;

n) Evaluation of internal financial controls and risk management systems;

o) Reviewing with the Management, performance of statutory, cost and internal auditors, adequacy of the internal control systems, adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

p) Discussion with internal auditors of any significant findings and follow up thereon;

q) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;

r) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussions to ascertain any area of concern;

s) Looking into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;

t) Formulation of the scope, functioning, periodicity and methodology for conducting the internal audit in consultation with the internal auditors;

u) Approval of appointment of Chief Financial Officer (i.e. the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;

v) Reviewing of the functioning of the whistle blower mechanism / oversee the vigil mechanism;

w) Reviewing the utilization of loans and/or advances from/ investment by the holding company in the subsidiary exceeding Rs. 100 Crore or 10% of the asset size of the subsidiary, whichever is lower;

x) Considering and commenting on rationale, cost-benefits and impact of schemes involving merger, demerger, amalgamation etc. on the Company and its shareholders;

y) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee as per the Act, rules framed there under, Listing Regulations and other applicable Rules and Regulations;

**B. Meetings, Attendance and Composition of the Audit Committee**

The Audit Committee met five times during the financial year 2024-25 on:

**01** May 09, 2024

**02** May 29, 2024

**03** July 25, 2024

**04** October 24, 2024

**05** January 28, 2025

The necessary quorum was present at all the meetings. The intervening gap between two meetings did not exceed 120 days. The composition of the Audit Committee and details of attendance of the members during financial year 2024-25 are given below:

| Name of the Member | Audit Committee Meetings | | | | | No. of Meetings held during the tenure | No. of Meetings attended | % of attendance |
|---|---|---|---|---|---|---|---|---|
| | 1 May 09, 2024 | 2 May 29, 2024 | 3 July 25, 2024 | 4 October 24, 2024 | 5 January 28, 2025 | | | |
| Mr. Harish Kumar Agarwal* | NA | NA | NA | | | 2 | 2 | 100 |
| Mr. Syed S. Hussain | | | | | | 5 | 5 | 100 |
| Mrs. Malvika Sinha | | | | | | 5 | 5 | 100 |
| Mr. Ashu Shinghal | | | | | | 5 | 5 | 100 |
| Mr. Venkatraman Srinivasan# | | | | NA | NA | 3 | 3 | 100 |
| % of Attendance at Meeting | 100 | 100 | 100 | 100 | 100 | - | - | - |

Attended in person | Attended through video conferencing | NA Attendance not applicable

**Notes:**

*Appointed as Director and Chairperson of the Committee w.e.f. August 24, 2024.

#Ceased to be Director and Chairperson of the Committee w.e.f. August 23, 2024.

**3.2 Nomination and Remuneration Committee**

The Nomination and Remuneration Committee has been constituted by the Board in compliance with the requirements of Regulation 19 of the Listing Regulations and Section 178 of the Act. The Company Secretary acts as the Secretary of the Nomination and Remuneration Committee. The Chairperson of the Nomination and Remuneration Committee was present at the 29th AGM of the Company held on August 23, 2024.

**A. Terms of Reference of the Nomination and Remuneration Committee**

The powers, roles and terms of reference of the Nomination and Remuneration Committee cover the areas as contemplated under the Listing Regulations and Section 178 of the Act. The brief terms of reference for the Nomination and Remuneration Committee are as under:

a) Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the Directors, key managerial personnel and other employees;

b) The Nomination and Remuneration Committee would be reviewing the Terms and Conditions of services including remuneration in respect of Managing Director and Deputy Managing Director and submit their recommendations to the Board;

c) Formulation of criteria for evaluation of performance of Independent Directors and the Board and Devising a policy on Board diversity;

d) Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board their appointment and removal and shall specify the manner for effective evaluation of performance of Board, its committees and individual Directors to be carried out either by the Board, by the Nomination and Remuneration Committee or by an independent external agency and review its implementation and compliance;

e) Determination of extension or continuation of the term of appointment of Independent Director on the basis of the report of performance evaluation of Independent Directors;

f) Evaluating the current composition, organization and governance of the Board and its Committees, as well as determine future requirements and make recommendations to the Board for approval;

g) Determine on an annual basis, desired Board qualifications, expertise and characteristics and conducting searches for potential Board Members with corresponding attributes. Evaluate and propose Nominees for election to the Board. In performing these tasks, the Committee shall have the sole authority to retain and terminate any Search Firm to be used to identify Director candidates;

h) Evaluate and recommend termination of membership of individual Directors accordance with the Board's governance principles for cause or for other appropriate reasons;

i) To recommend to the Board regarding the appointment and removal of the Senior Management personnel at such level/s and all remuneration, in whatever form, payable to Senior Management;

j) To review, amend, modify and approve all other Human Resources related Policies of the Company from time to time;

k) To review and recommend to the Board Manpower Plan / budget, sanction of new Senior Management positions from time to time in future and the matters relating to revision of compensation / salary and long -term wage settlements

l) To review with the Management, all HR related issues from time to time so as to maintain harmonious employer-employee relations;

m) To periodically review and re-examine the Terms of Reference and make recommendations to the Board for any proposed changes;

n) In performing its responsibilities, the Committee shall have authority to obtain advice, reports or opinions from internal or external counsel and expert advisors;

o) Ensuring proper induction program for new Directors, KMPs and Senior Management and reviewing its effectiveness; ensuring that on appointment receive a formal letter of appointment in accordance with guidelines provided under the Act;

p) Developing a Succession Plan for the Board and Senior Management and regularly reviewing the plan;

q) Consider and determine the Nomination and Remuneration policy, based on the performance and also bearing in mind that the remuneration is reasonable and sufficient to attract, retain and motivate members of the Board and such other factors as the Committee shall deem appropriate; and

r) The Committee should ensure that it proactively maintains a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company.

### B. Meetings, Attendance and Composition of the Nomination and Remuneration Committee

The Nomination and Remuneration Committee met two times during the financial year 2024-25 on:

**01** July 25, 2024 **02** August 23, 2024

The necessary quorum was present at all the meetings. The composition of the Nomination and Remuneration Committee and details of attendance of the members during financial year 2024-25 are given below:

| Name of the Member | Nomination and Remuneration Committee Meetings | | No. of Meetings held during the tenure | No. of Meetings attended | % of attendance |
|---|---|---|---|---|---|
| | 1<br>July 25, 2024 | 2<br>August 23, 2024 | | | |
| Mr. Syed S. Hussain | | | 2 | 2 | 100 |
| Mr. Sandeep Kumar Gupta | | | 2 | 2 | 100 |

| Name of the Member | Nomination and Remuneration Committee Meetings | | No. of Meetings held during the tenure | No. of Meetings attended | % of attendance |
|---|---|---|---|---|---|
| | 1<br>July 25, 2024 | 2<br>August 23, 2024 | | | |
| Mr. Mahesh Kumar Gupta* | NA | NA | NA | NA | NA |
| Mr. Rajeev Bhaskar Sahi# | | | 2 | 2 | 100 |
| % of Attendance at Meeting | 100 | 100 | - | - | - |

Attended in person Attended through video conferencing NA Attendance not applicable

**Notes:**

*Appointed as Director and Member to the Committee w.e.f. August 24, 2024.

#Ceased to be Director and Member to the Committee w.e.f. August 23, 2024.

### C. Performance Evaluation criteria for Directors

The performance evaluation criteria for all the Directors including Independent Directors are formulated by the Nomination and Remuneration Committee. The parameters for such evaluation include the Director's level of participation and contribution, commitment to the role, effective application of knowledge and expertise, ability to manage stakeholder relationships, demonstration of integrity, maintenance of confidentiality, and independence in conduct and judgement.

### D. Remuneration of Directors

a) **Criteria for making payments to Non-Executive Directors**

The Non-Executive Independent Directors of the Company are entitled to a sitting fee of Rs. 40,000 per Board meeting and Rs. 30,000 per Committee meeting attended. In addition, a fixed commission of Rs. 9,50,000 per annum is paid to each Independent Director.

The Non-Executive Non-Independent Directors including Nominee Director serve on the Board and respective Committee without receiving any remuneration, including sitting fees. None of the Non-Executive Directors had any pecuniary relationship or transactions with the Company during the financial year ended on March 31, 2025.

The details of remuneration paid to the Independent Directors for the financial year 2024-25 are as below

(₹ in Lacs)

| Name of the Director | Sitting Fees | Commission | Total |
|---|---|---|---|
| Mr. Syed S. Hussain | 6.80 | 9.50 | 16.30 |
| Mrs. Malvika Sinha | 5.90 | 9.50 | 15.40 |
| Mr. Venkatraman Srinivasan<br>*(Upto August 23, 2024)* | 3.10 | 3.77 | 6.87 |
| Mr. Rajeev Bhaskar Sahi<br>*(Upto August 23, 2024)* | 2.50 | 3.77 | 6.27 |
| Mr. Harish Kumar Agarwal<br>*(w.e.f. August 24, 2024)* | 2.50 | 5.73 | 8.23 |
| Mr. Mahesh Kumar Gupta<br>*(w.e.f. August 24, 2024)* | 1.90 | 5.73 | 7.63 |
| **Total** | **22.70** | **38.00** | **60.70** |

b) **Remuneration to Executive Directors**

Pursuant to the applicable provisions of the Act and in accordance with the Nomination and Remuneration Policy of the Company, the appointment and remuneration of the Executive Directors namely, the Managing Director and Deputy Managing Director, who are designated as Whole-Time Directors are determined based on the recommendations of the Nomination and Remuneration Committee and the Board of Directors and are approved by the Members of the Company. The details of remuneration paid to the Executive Directors for the financial year 2024-25 is as below:

(₹ In Lacs)

| Name of the Director | Salary | Perquisites and other Benefits | Total |
|---|---|---|---|
| Mr. Ashu Shinghal Managing Director | 46.28 | 88.25 | 134.53 |
| Mr. Sanjay Shende Deputy Managing Director | 42.43 | 77.71 | 120.14 |
| **Total** | **88.71** | **165.96** | **254.67** |

None of the Directors of the Company holds equity shares of the Company in their individual capacity. The Company does not have any Employees' Stock Option Scheme and there is no separate provision for payment of Severance Fees.

### 3.3 Stakeholders Relationship Committee

The Stakeholders Relationship Committee has been constituted by the Board in compliance with the requirements of Regulation 20 of the Listing Regulations and Section 178 of the Act, in order to consider and resolve the grievances/ requests of the shareholders. The Chairperson of the Stakeholders Relationship Committee was present at the 29th AGM held on August 23, 2024, to answer queries of the shareholders of the Company.

**A. Terms of Reference of the Stakeholders Relationship Committee**

The powers, roles and terms of reference of the Stakeholders Relationship Committee cover the areas as contemplated under Listing Regulations and Section 178 of the Act. The brief terms of reference for the Stakeholders Relationship Committee are as under:

(a) Collecting and analyzing reports received periodically from Registrar and Share Transfer Agent ('RTA') on the following:'

i. Requests regarding non-receipt of the Shares, Debentures, Deposit Receipt, declared Dividend or Interest;

ii. Requests regarding non-receipt of the notice of Annual General Meeting, Balance Sheet and Profit & Loss Account Statement;

iii. Complaints of investors routed by SEBI or Stock Exchanges and others;

iv. Transfer, sub-division, consolidation, split, exchange, endorsement, transmission of share certificates, transposition of share certificates;

v. Issue of Share Certificates, Debenture Certificate, Duplicate Share or Debenture Certificate in lieu of lost/torn/mutilated/defaced certificates;

vi. Request relating to dematerialization and re-materialization of shares;

vii. Request relating to modes of paying the Dividend i.e. through Electronic clearing service, RTGS and issue of Dividend Warrant for dividend payment/ Interest etc.; and

viii. Complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends.

(b) Other matters related to or arising out of shareholders / investors services including preparation and approval of periodical reports.

**B. Details of complaints received by the Company during the year**

No complaints had been received during the financial year 2024-25.

**C. Compliance Officer of the Company**

Mr. Atul Prabhu, Company Secretary, acts as the Secretary of the Stakeholders Relationship Committee and is also acts as the Compliance Officer of the Company.

**D. Meetings, Attendance and Composition of Stakeholders Relationship Committee**

The Stakeholders Relationship Committee met once during the financial year 2024-25 on:

01 July 10, 2024

The necessary quorum was present at the meeting. The composition of the Stakeholders Relationship Committee and details of attendance of the members during financial year 2024-25 are given below:

| Name of the Member | Stakeholders Relationship Committee Meetings 1 July 10, 2024 | No. of Meetings held during the tenure | No. of Meetings attended | % of attendance |
|---|---|---|---|---|
| Mr. Syed S. Hussain | Attended in person | 1 | 1 | 100 |
| Mr. Venkatraman Srinivasan# | Attended through video conferencing | 1 | 1 | 100 |
| Mr. Ashu Shinghal | Attended in person | 1 | 1 | 100 |
| Mr. Sanjay Shende | Attended in person | 1 | 1 | 100 |
| Mr. Harish Kumar Agarwal* | NA | NA | NA | NA |
| % of Attendance at Meeting | 100 | - | - | - |

Attended in person | Attended through video conferencing | NA Attendance not applicable

**Notes:**

#Ceased to be Director and Member of the Committee w.e.f. August 23, 2024.

*Appointed as Direcror and Member of the Committee w.e.f. August 24, 2024.

### 3.4 Corporate Social Responsibility ('CSR') Committee

The composition, powers, role and terms of reference of the CSR Committee are in accordance with the requirements mandated under section 135 of the Act. The Company Secretary acts as the Secretary of the CSR Committee.

The CSR Policy is hosted on the website of the Company on the link https://www.mahanagargas.com/MGL-corporate/csr/csr-policy. The CSR Report, as required under the Act for the financial year ended March 31, 2025 is annexed to the Director's Report.

**A. Terms of Reference of the CSR Committee**

The powers, roles and terms of reference of the CSR Committee cover the areas as contemplated under Section 135 of the Act. The brief terms of reference for the CSR Committee are as under:

a) Recommend the amount of expenditure to be incurred on the activities;

b) Monitor implementation and adherence to the CSR Policy of the Company from time to time;

c) Prepare a transparent monitoring mechanism for ensuring implementation of the projects/ programs/ activities proposed to be undertaken by the Company;

d) Subject to these terms of reference, the CSR Committee shall have the power to regulate its own proceedings;

e) To review and recommend the CSR Plan for the ensuing financial year to the Board of Directors;

f) To approve any project that may come during the year and which is not covered in the CSR Plan up to such amount as may be prescribed by the Board of Directors from time to time; and such other functions as may be prescribed.

### B. Meetings, Attendance and Composition of CSR Committee

The CSR Committee met four times during the financial year 2024-25 on:

**01** June 05, 2024 **02** September 03, 2024 **03** January 13, 2025 **04** March 17, 2025

The necessary quorum was present at all the meetings. The composition of the CSR Committee and details of attendance of the members during financial year 2024-25 are given below:

| Name of the Member | CSR Committee Meetings | | | | No. of Meetings held during the tenure | No. of Meetings attended | % of attendance |
|---|---|---|---|---|---|---|---|
| | 1<br>June 05 2024 | 2<br>September 03, 2024 | 3<br>January 13, 2025 | 4<br>March 17, 2025 | | | |
| Mrs. Malvika Sinha | Attended in person | Attended in person | Attended in person | Attended in person | 4 | 4 | 100 |
| Mr. Syed S. Hussain | Attended in person | Attended in person | Attended in person | Attended in person | 4 | 4 | 100 |
| Mr. Ashu Shinghal | Attended in person | Attended in person | Attended in person | Attended in person | 4 | 4 | 100 |
| Mr. Sanjay Shende | Attended in person | Attended in person | Attended through video conferencing | Leave of absence | 4 | 3 | 75 |
| % of Attendance at Meeting | 100 | 100 | 100 | 75 | - | - | - |

Attended in person | Attended through video conferencing | Leave of absence

### 3.5 Risk Management Committee

The Risk Management Committee of the Company is constituted in line with the provisions of Regulation 21 of the Listing Regulations. The Board has constituted a Risk Management Committee to frame, implement and monitor the Risk Management Plan for the Company. The Committee is responsible for reviewing the Risk Management Plan and ensuring its effectiveness. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. The Company has also appointed a Chief Risk Officer. The Company Secretary acts as the Secretary of the Risk Management Committee.

#### A. Terms of Reference of the Risk Management Committee

The powers, roles and terms of reference of the Risk Management Committee cover the areas as contemplated under Listing Regulations. The brief terms of reference for the Risk Management Committee are as under:

(a) To formulate a detailed risk management policy which shall include:

i. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee.

ii. Measures for risk mitigation including systems and processes for internal control of identified risks.

iii. Business continuity plan.

(b) To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company;

(c) To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems;

(d) To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity;

(e) To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken;

(f) The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.

g) The Risk Management Committee shall have powers to seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if it considers necessary.

h) The Risk Management Committee shall coordinate its activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the board of directors.

i) Recommend to Board the Risk Management Policy;

j) Overseeing implementation of Risk Management Policy;

k) Monitoring of Risk Management Policy;

l) Monitoring and advising internal Business Risk Review Committee;

m) Periodically reviewing and evaluating the Risk Management Policy and practices with respect to risk assessment and risk management processes;

n) Monitoring and reviewing the risk pertaining to cyber security;

o) The Committee shall make regular reports to Audit Committee and Board, including with respect to risk management and minimization procedures as per the Risk Management Policy;

p) The Committee may form and delegate authority to sub committees when appropriate;

q) Performing such other functions as may be necessary or appropriate for the performance of its oversight function; and

r) The roles and responsibilities of the Risk Management Committee shall include such other items as may be prescribed by applicable law or the Board in compliance with applicable law, from time to time.

#### B. Meetings, Attendance and Composition of Risk Management Committee

The Risk Management Committee met two times during the financial year 2024-25 on:

**01** July 10, 2024 **02** December 03, 2024

The necessary quorum was present at all the meetings. The composition of Risk Management Committee and details of attendance of the members during financial year 2024-25 are given below:

| Name of the Member | Risk Management Committee Meetings | | No. of Meetings held during the tenure | No. of Meetings attended | % of attendance |
|---|---|---|---|---|---|
| | 1<br>July 10, 2024 | 2<br>December 03, 2024 | | | |
| Mr. Mahesh Kumar Gupta* | NA | Attended in person | 1 | 1 | 100 |
| Mr. Harish Kumar Agarwal* | NA | Attended in person | 1 | 1 | 100 |
| Mr. Ashu Shinghal | Attended in person | Attended in person | 2 | 2 | 100 |
| Mr. Sanjay Shende | Attended in person | Attended in person | 2 | 2 | 100 |

| Name of the Member | Risk Management Committee Meetings | | No. of Meetings held during the tenure | No. of Meetings attended | % of attendance |
|---|---|---|---|---|---|
| | 1 | 2 | | | |
| | July 10, 2024 | December 03, 2024 | | | |
| Mr. Venkatraman Srinivasan* | | NA | 1 | 1 | 100 |
| Mr. Rajeev Bhaskar Sahi# | | NA | 1 | 1 | 100 |
| % of Attendance at Meeting | 100 | 100 | - | - | - |

Attended in person | Attended through video conferencing | NA Attendance not applicable

**Notes:**

*Appointed as Director and Chairperson of the Committee w.e.f. August 24, 2024.

#Ceased to be as Director and Chairperson of the Committee w.e.f. August 23, 2024.

**Senior Management of the Company**

The list of Senior Management Personnel as on March 31, 2025 is given below:

| Name | Category |
|---|---|
| Mr. Ashu Shinghal | Managing Director |
| Mr. Sanjay Shende | Deputy Managing Director |
| Mr. Rajesh Wagle | Senior Vice President - Marketing |
| Mr. T. L. Sharnagat | Senior Vice President - Contract & Procurement and Chief Risk Officer |
| Mr. Chakrapani Atmakur | Vice President - Human Resource & CSR |
| Mr. Gurvinder Singh | Vice President - Projects |
| Mr. Manas Das | Vice President - Business Development, Business Information System, Commercial & Strategic Transformation Unit |
| Mr. Rajesh Patel | Chief Financial Officer, Vice President - Finance and R&T |
| Mr. Sitanshu Roychowdhury | Vice President - Operation & Maintenance |

There were no changes in the Senior Management Personnel of the Company since the closure of the previous financial year.

## 4. General Body Meetings

### I. Annual General Meetings

The Annual General Meeting ('**AGM**') of the Company is held in compliance with the provisions of the Act and Listing Regulations. The details of the AGM held during the last three years are as under:

| Financial Year | Day, Date & Time (IST) | Venue / Mode | Special Resolutions passed |
|---|---|---|---|
| 2023-24 | Friday, August 23, 2024 at 11:30 a.m. | | No special resolution was passed |
| 2022-23 | Thursday, August 24, 2023 at 03:00 p.m. | | Alteration of Objects Clause of Memorandum of Association |
| 2021-22 | Wednesday, August 24, 2022 at 11:00 a.m. | | No special resolution was passed |

Video Conference/ Other Audio-Visual Means

### II. Extra Ordinary General Meeting

No Extra-Ordinary General Meeting of members was held during the financial year 2024-25.

### III. Postal Ballot through e-voting during the financial year 2024-25

**a) Summary of resolutions passed through Postal Ballot**

| Resolutions passed through Postal Ballot | Scrutinizer | Date of Postal Ballot Notice | Period of e-voting | Date of declaration of result | Votes in favour % | Votes against % |
|---|---|---|---|---|---|---|
| Re-appointment of Mrs. Malvika Sinha (DIN: 08373142) as an Independent Director of the Company – **Special Resolution** | M/s. Umesh Pawaskar & Co., Practicing Company Secretary (Membership No.: ACS 18133) | August 23, 2024 | October 13, 2024 to November 11, 2024 | November 12, 2024 | 99.09 | 0.91 |
| Continuation of Mr. Syed S. Hussain (DIN: 00209117) as an Independent Director of the Company on completion of seventy-five years of age – **Special Resolution** | | | | | 91.08 | 8.92 |
| Appointment of Mr. Harish Kumar Agarwal (DIN: 00074950), as an Independent Director of the Company – **Special Resolution** | | | | | 99.83 | 0.17 |
| Appointment of Mr. Mahesh Kumar Gupta (DIN: 08021365), as an Independent Director of the Company – **Special Resolution** | | | | | 99.83 | 0.17 |
| Appointment of Dr. P. Anbalagan (DIN: 05117747), Nominee of Government of Maharashtra as a Non-Executive, Non-Independent and Nominee Director on the Board of the Company – **Ordinary Resolution** | M/s. Santosh Singh & Associates, Practicing Company Secretary (Membership No.: ACS 17638) | January 28, 2025 | February 17, 2025 to March 18, 2025 | March 20, 2025 | 98.84 | 1.16 |

**b) Procedure for postal ballot**

The Postal Ballot processes were conducted in compliance with Sections 108 and 110 of the Act, read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs for holding General Meetings/ conducting the Postal Ballot process vide various General Circulars issued from time to time.

The results of the voting by Postal Ballot, along with the Scrutinizer's Report, were intimated to BSE Limited and National Stock Exchange of India Limited, where the equity shares of the Company are listed. Additionally, the results were uploaded on the Company's website and the website of Central Depository Services (India) Limited. No Special Resolution is proposed to be conducted through a Postal Ballot as of the date of this Annual Report.

## 5. Key Codes, Policies and Frameworks

### i. Code of Conduct

In compliance with Regulation 26(3) of the Listing Regulations, the Company has in place comprehensive Code of Conduct applicable to the Board and Senior Management Personnel. The Code of Conduct is formulated with a purpose to ensure good corporate governance and ethical and transparent process in managing the affairs of the Company. All members of the Board and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year 2024-25.

**ii. Code of Conduct to monitor and report trading by Designated Persons and their immediate relatives**

The Company has adopted the standards set out in the SEBI (Prohibition of Insider Trading) Regulations, 2015, in order to regulate, monitor and report trading by its designated persons and immediate relatives of designated persons towards achieving compliance with the said Regulations.

**iii. Code of Practice and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**

In terms of the provisions of the SEBI (Prohibition of Insider Trading) Regulations 2015, the Company has adopted a Code of Practice and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ('**Code of Practice and Procedures**') that aims at preserving and preventing misuse of unpublished price sensitive information. The Code of Practice and Procedures is hosted on the website of the Company at https://www.mahanagargas.com:3000/_code-of-practice-and-procedures_3ad7da4e76.pdf

**iv. Vigil Mechanism and Whistle Blower Policy**

The Company has in place a Vigil Mechanism and Whistle-Blower Policy under which the employees are encouraged to report violations of applicable laws and regulations and the Code of Conduct without fear of any retaliation. The reportable matters may be disclosed to the Ethics & Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report violations to the Chairman of the Audit Committee. There was no instance of denial of access to the Audit Committee. The Vigil Mechanism and Whistle-Blower Policy is available on the website of the Company and can be accessed at https://www.mahanagargas.com:3000/_whistle-blower-and-vigil-mechanism_80f19ef31b.pdf

**v. Policy on Related Party Transactions**

The Company has adopted the Policy on Related Party Transactions ('**RPTs**') in line with the requirements of the Act and Listing Regulations, as amended from time to time. The Policy intends to ensure that proper reporting, approval, disclosure processes are in place for all transactions between the Company and Related Parties. The Policy is framed to set out the manner of dealing with RPTs and material modifications thereof for ensuring due and proper compliance with the applicable statutory provisions and to fortify that proper procedure is followed for approval / ratification and reporting of transactions between the Company and its Related Parties. The Policy can be accessed at https://www.mahanagargas.com:3000/_MGL_Policy_on_Related_Party_Transactions_7e65246e63.pdf.

**vi. Policy for Determination of Materiality of Information or Event**

Pursuant to Regulation 30 of the Listing Regulations, the Company has adopted this Policy for Determination of Materiality of Information or Event for facilitating prompt disclosure of information that is material in nature to the stock exchanges in compliance with the provisions of the Listing Regulations. The said Policy is hosted at https://www.mahanagargas.com:3000/_MGL-Policy_on_determination_of_materiality_29f93c6150.pdf.

**vii. Policy for Determining Material Subsidiaries**

Pursuant to Regulation 16(1)(c) of the Listing Regulations, the Company has adopted this Policy for providing governance framework for determination of material subsidiary in line with the requirements of the Regulations 16, 24 and other applicable regulations of the Listing Regulations and is intended to ensure governance of material subsidiary companies of the Company. The Policy for Determining Material Subsidiaries has been uploaded on the Company's website at https://www.mahanagargas.com:3000/Policy%20on%20determining%20Material%20Subsidiary_MGL_06.05.2025.pdf

## 6. Means of Communications

**a) Financial Results**

The quarterly, half-yearly and annual audited / unaudited financial results of the Company are submitted to the stock exchanges within the time prescribed under the Listing Regulations. These results are also published in leading newspapers, the 'Financial Express' (English Newspaper) and 'Loksatta' (Marathi Newspaper). The results are hosted on the Company's website at www.mahanagargas.com.

**b) Earnings Calls and Presentations to Institutional Investors/Analysts**

Earnings calls with analysts and institutional investors are held from time to time in connection with the Company's quarterly, half-yearly, and annual financial results. Audio recordings, transcripts of such calls and investor presentations shared during the discussions are submitted to the stock exchanges and uploaded on the Company's website.

**c) Website**

The Company's website features a dedicated 'Investors' Section', providing easy and transparent access to key information such as corporate policies, annual reports, financial results, investor presentations, shareholding patterns and other relevant disclosures.

**d) Announcement of material information**

All the material information, requisite announcements and periodical filings are being submitted by the Company electronically through web portals of the National Stock Exchange of India Limited and the BSE Limited, where the equity shares of the Company are listed.

**e) Integrated Annual Report and AGM**

The Integrated Annual Report, comprising the audited standalone and consolidated financial statements along with the Report of the Board of Directors, Management Discussion and Analysis, Corporate Governance Report, Auditor's Report and other key disclosures, is circulated to the Members within the prescribed timelines. The AGM also serves as a platform for shareholders to engage with the Board and the Management.

**f) Exclusive email ID for investors**

The Company has a designated email id i.e. investorrelations@mahanagargas.com exclusively for investor services and the same is prominently displayed on the Company's website.

## 7. General Shareholders Information

**a) 30th Annual General Meeting**

| | |
|---|---|
| **Day, Date, Time and Venue of Annual General Meeting** | Friday, August 22, 2025 at 1500 Hours (IST)<br>Through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) |

**b) Financial Year**

The financial year of the Company is from April 01 to March 31.

**c) Dividend Payment**

The Board of Directors at its meeting held on January 28, 2025, declared Interim Dividend for the financial year 2024-25 of Rs. 12/- per equity share of face value of Rs. 10/- each and was paid to those members whose names appeared in the Register of Members/List of Beneficial Owners as on the record date i.e. February 03, 2025.

The Board at its meeting held on May 06, 2025 has recommended Final Dividend of Rs. 18/- per equity share for financial year 2024-25. If approved by the members, Final Dividend will be paid to those members of the Company whose names would appear in the Register of Members as on the record date i.e. August 14, 2025.

**d) Listing on Stock Exchanges and Stock Codes**

The Equity Shares of the Company are listed with the following stock exchanges:

| Name and Address of Stock Exchange | ISIN | Code |
|---|---|---|
| **BSE Limited ('BSE')**<br>Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 | INE002S01010 | 539957 |
| **National Stock Exchange of India Limited ('NSE')**<br>Exchange Plaza, C-1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 | | MGL |

The annual listing fee for the financial year 2025-26 has been paid to both, NSE and BSE.

e) **Depositories**

| Name | Address |
|---|---|
| National Securities Depository Limited ('**NSDL**') | Trade World, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013 |
| Central Depository Services (India) Limited ('**CDSL**') | 25th Floor, A Wing, Marathon Futurex, Mafatlal Mills Compound, NM Joshi Marg, Lower Parel (E), Mumbai – 400 013 |

The Annual Custody Fees to both the depositories have been paid for the financial year 2025-26.

f) **Registrar and Transfer Agent**

M/s. MUFG Intime India Private Limited (erstwhile Linkintime India Private Limited) shall continue to act as the Registrar and Share Transfer Agent of the Company.

g) **Share Transfer System**

As mandated by the Securities and Exchange Board of India, securities of the Company can be transferred/ traded only in dematerialised form. Shareholders holding shares in physical form are advised to avail the facility of dematerialisation.

h) **Distribution of shareholding as on March 31, 2025**

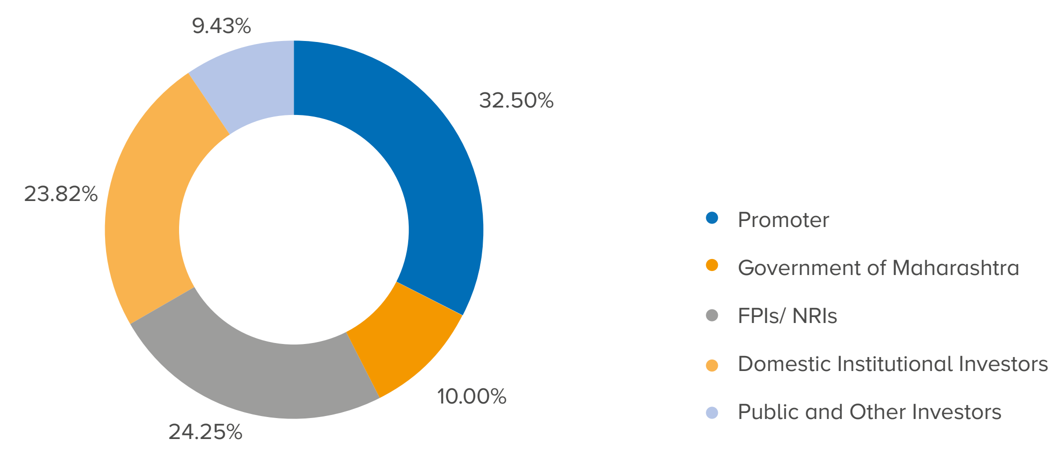
| No. of Shares | Shareholders | | Shareholding | |
|---|---|---|---|---|
| | Number | Percentage | Number | Percentage |
| 1 to 500 | 1,68,512 | 98.68 | 58,69,220 | 5.94 |
| 501 to 1000 | 1,147 | 0.67 | 8,57,986 | 0.87 |
| 1001 to 2000 | 468 | 0.28 | 6,89,784 | 0.70 |
| 2001 to 3000 | 129 | 0.08 | 3,24,097 | 0.33 |
| 30001 to 4000 | 55 | 0.03 | 1,94,946 | 0.19 |
| 40001 to 5000 | 38 | 0.02 | 1,79,360 | 0.18 |
| 50001 to 10000 | 106 | 0.06 | 7,77,059 | 0.79 |
| 10001 to Above | 307 | 0.18 | 8,98,85,326 | 91.00 |
| **Total** | **1,70,762** | **100.00** | **9,87,77,778** | **100.00** |

i) **Categories of equity shareholders as on March 31, 2025**

| Sr. No. | Category of Shareholders | No. of Share-holders | No. of Shares | % of Total No. of Shares |
|---|---|---|---|---|
| I | Shareholding of Promoter(s) and Promoter(s) Group | | | |
| 1. | Bodies Corporate | 1 | 3,21,02,750 | 32.50 |
| **Total Shareholding of Promoter(s) and Promoter(s) Group (A)** | | **1** | **3,21,02,750** | **32.50** |
| II | Public Shareholding | | | |
| 1. | Governor of Maharashtra | 1 | 98,77,778 | 10.00 |
| 2. | Foreign Portfolio Investors ('**FPIs**') and Non-Resident Indians ('**NRIs**') | 3,654 | 2,39,50,894 | 24.25 |
| 3. | Domestic Institutional Investors | 59 | 2,35,31,034 | 23.82 |
| 4. | Public and Other Investors | 1,63,935 | 93,15,322 | 9.43 |
| **Total Public Shareholding Group (B)** | | **1,67,649** | **6,66,75,028** | **67.50** |
| **Total (A)+(B)** | | **1,67,650** | **9,87,77,778** | **100.00** |



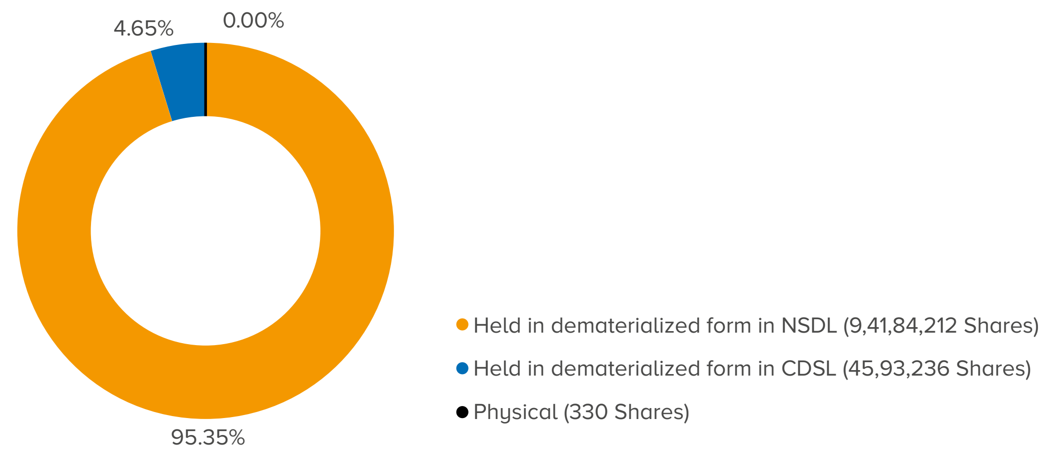
**Categories of equity shareholders as on March 31, 2025**




j) **Dematerialization of Shares and liquidity**

The equity shares of the Company are traded in dematerialized form. To facilitate the members to dematerialize the equity shares, the Company has entered into an agreement with NSDL and CDSL. The summarized position of members in Physical and Demat segment as on March 31, 2025 is as under:

**No. of shares held in dematerialized and physical mode**




k) **Outstanding GDRs/ADRs/ Warrants or any Convertible instruments, conversions details and likely impact on equity**

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments and therefore there is no outstanding GDRs/ADRs/Warrants or any convertible instruments as on March 31, 2025.

l) **Commodities price risk/ foreign exchange risk and hedging activities**

During the financial year under review, the Company has not undertaken any activity of commodities price risk, foreign exchange risk and hedging activities.

**m) Plant Location**

| Sr. No. | Location of City Gate Stations |
|---|---|
| 1. | Opposite Anik Bus Depot, Sion, Mumbai – 400 022 |
| 2. | Plot No. X-5/5, MIDC Mahape, TTC Industrial Area, Post – Koper Kairane, Navi Mumbai – 400 079 |
| 3. | Plot No. TAK-A, Ambernath Industrial Area, Village – Chikaloli, Taluka Ambernath – 421 501 |
| 4. | Plot No. J-93/2, Taloja MIDC Area, Taloja District, Raigad – 410 208 |
| 5. | CTS No. 39/2, Village Savroli, Taluka Khalapur, District Raigad – 410 203 |

**n) Address for Correspondence**

| Registrar and Share Transfer Agent | Company's Secretarial Department |
|---|---|
| MUFG Intime India Private Limited | Mahanagar Gas Limited |
| C 101, 247 Park, L B S Marg, | MGL House, G-33 Block, Bandra-Kurla Complex, |
| Vikhroli West, Mumbai – 400 083 | Bandra (East), Mumbai – 400 051 |
| Telephone No: +91 22 49186000 | Tel: +91 (22) 6678 5000 |
| Email: rnt.helpdesk@in.mpms.mufg.com | Email: investorrelations@mahanagargas.com |
| Website: www.in.mpms.mufg.com | Website: www.mahanagargas.com |

**o) Credit Rating**

| Rating Agency | Type of Instrument / facility | Rating / Outlook |
|---|---|---|
| ICRA Limited | Long-term non-fund based limits | [ICRA]AAA (Stable); reaffirmed/assigned for enhanced amount |
| | Long-term fund-based limits | [ICRA]AAA (Stable); reaffirmed |
| | Short-term non-fund based limits | [ICRA]A1+; reaffirmed |
| | Short-term non-fund based limits (Sublimit) | [ICRA]A1+; reaffirmed |
| | Short-term fund-based limits | [ICRA]A1+; reaffirmed/assigned for enhanced amount |
| | Short-term fund-based limits (Sublimit) | [ICRA]A1+; reaffirmed |
| | Long-term/Short-term-Unallocated limits | [ICRA]AAA (Stable)/ [ICRA]A1+; reaffirmed/assigned for enhanced amount |

## 8. Other Disclosures

**a) Disclosure on materially significant Related Party Transactions**

All the related party transactions entered into by the Company, during the financial year 2024-25 were at arm's length and in the ordinary course of business of the Company and did not have any potential conflict with the interests of the Company at large.

All such transactions had prior approval of the Audit Committee and in case of material related party transactions, approval of shareholders is also obtained in compliance with the applicable provisions of the Act and Listing Regulations.

**b) Details of non-compliance by the Company, penalty, strictures imposed on the Company by the stock exchanges or Securities and Exchange Board of India, or any statutory authority on any matter related to capital markets during the last three financial years**

There were no non-compliance by the Company or penalty, strictures imposed on the Company by the stock exchanges or by the Securities and Exchange Board of India, or any statutory authority on any matter related to capital markets during the last three financial years except a penalty of Rs. 5,000 each levied by BSE and NSE during the financial year 2023-24, towards delay of one day in filing of related party transaction disclosure for the half year ended September 30, 2023 with the stock exchanges.

**c) Compliance with mandatory requirements**

The Company adheres to the provisions of the laws and guidelines of regulatory authorities including SEBI and covenants in the agreements with the Stock Exchanges and Depositories. The Company has complied with all the mandatory requirements specified in Regulations 17 to 27 and Regulation 46(2)(b) to 46(2)(i) of the Listing Regulations.

**d) Compliance with non-mandatory requirements**

**- Audit Qualifications**

During the period under review, there were no audit qualifications in respect of the Company's standalone and consolidated financial statements. The Company continues to adopt best accounting practices and has complied with the Accounting Standards and there is no difference in the treatment.

**- Separate Posts of Chairperson and Managing Director**

Mr. Sandeep Kumar Gupta, a Non-Executive Director, is the Chairperson and Mr. Ashu Shinghal is the Managing Director of the Company.

**-Reporting of Internal Auditor**

The Internal Auditors of the Company report their findings directly to the Audit Committee.

**e) Commodity price risk, foreign exchange risk and hedging activities**

The Company does not deal in commodities and has no foreign exchange or hedging exposures. Hence disclosures relating to risk management policy with respect to commodities, commodity price risks, foreign exchange risk and hedging thereof in terms of SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated November 15, 2018 is not applicable.

**f) Details of utilization of funds raised through preferential allotment or qualified institutions placement as specified under Regulation 32(7A) of the Listing Regulations**

No preferential allotment or qualified institutions placement as specified under Regulation 32 (7A) of the Listing Regulations has been made.

**g) Details of recommendation of any Committee of the Board not accepted by the Board and reasons thereof**

All recommendations / submissions made by various Committees of the Board during the financial year 2024-25 were accepted by the Board.

**h) Fees paid to Statutory Auditors**

Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditors and all entities in the network firm / network entity of which the Statutory Auditors is a part, is given below:

(₹ in Lacs)

| Particulars | Financial Year 2024-25 |
|---|---|
| Audit Fees | 79.79 |
| Other Services | 5.57 |
| Out of pocket expenses | 0.40 |
| **Total** | **85.75** |

**i) Disclosures in relation to the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

Pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and rules made thereunder, the Company has constituted Internal Complaint Committee. While maintaining the highest governance norms, the members of this Committee comprise of representatives from the Company and external expert/ NGO who have worked in this area and have the requisite experience in handling such matters. The Company has zero tolerance on sexual harassment at workplace.

The details of complaint received, resolved and pending during the financial year 2024-25 under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 are mentioned below:

| Particulars | No. of Complaints |
|---|---|
| Number of complaints filed during the financial year | Nil |
| Number of complaints disposed of during the financial year | NA |
| Number of complaints pending as on end of the financial year | NA |

**j) Disclosure by listed entity and its subsidiaries of 'Loans and advances' in the nature of loans to firms/companies in which directors are interested by name and amount**

The Company has not given any loans or advances to any firm/company in which its directors are interested.

Details of Loans / Advances granted to its wholly-owned subsidiary is given in note no. 5 of the Audited Standalone Financial Statement.

**k) Material Subsidiaries**

During the financial year 2024-25, the Company did not have any material unlisted subsidiary, incorporated in India or abroad.

The Company has a wholly owned subsidiary, Unison Enviro Private Limited and one subsidiary, Mahanagar LNG Private Limited.

**l) Disclosure of Accounting Treatment**

The Company has followed all applicable and relevant Accounting Standards while preparing the Financial Statements.

**m) Unclaimed Dividend**

Pursuant to Sections 124 and 125 of the Act read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('**IEPF Rules**'), including amendment thereto, dividend, if not claimed for a period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('**IEPF**').

Further, all the shares in respect of which dividend has remained unpaid/ unclaimed for seven consecutive years or more from the date of transfer to Unpaid Dividend Account shall also be transferred to IEPF. The said requirement does not apply to shares in respect of which there is a specific order of Court, Tribunal or Statutory Authority, restraining any transfer of the shares.

In the interest of the shareholders, the Company sends reminders to the shareholders to claim their dividends / shares in order to prevent the transfer of unclaimed dividends/ shares to IEPF Authority. Notices in this regard are also published in the newspapers and the details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are uploaded on the Company's website.

The Company has appointed a Nodal Officer under the provisions of IEPF, the details of which are available on the website of the Company at https://www.mahanagargas.com/MGL-corporate/investors/investor-guide.

The details of unclaimed dividends and shares transferred to IEPF during the financial year 2024-25 are as follows:

| Particulars of Dividend | Amount of unclaimed dividend transferred (in ₹) | Number of shares transferred |
|---|---|---|
| Interim Dividend 2016-17 | 3,06,016.00 | 175 |
| Final Dividend 2016-17 | 3,75,496.00 | 108 |
| Interim Dividend 2017-18 | 2,80,656.00 | 123* |
| **Total** | **9,62,168.00** | **406** |

*Note: 123 Equity Shares pertaining to financial year 17-18 (Interim Dividend) was transferred to IEPF on April 09, 2025.

The details of outstanding unclaimed dividend and corresponding due dates for transfer to IEPF as on March 31, 2025 are as under:

| Financial Year | Type of Dividend Declared | Date of declaration of dividend | Due Date for transfer of unclaimed dividend to IEPF | Amount (in ₹) |
|---|---|---|---|---|
| 2017-18 | Final | 17-09-2018 | 16-11-2025 | 5,68,942.01 |
| 2018-19 | Interim | 29-01-2019 | 29-03-2026 | 3,73,207.09 |
| | Final | 09-09-2019 | 07-11-2026 | 4,32,999.00 |
| 2019-20 | Interim | 26-02-2020 | 26-04-2027 | 13,45,456.50 |
| | Final | 24-09-2020 | 23-11-2027 | 25,98,050.00 |
| 2020-21 | Interim | 09-02-2021 | 09-04-2028 | 3,13,495.00 |
| | Final | 28-09-2021 | 26-11-2028 | 3,51,245.00 |
| 2021-22 | Interim | 08-02-2022 | 08-04-2029 | 3,22,091.50 |
| | Final | 24-08-2022 | 22-10-2029 | 4,86,821.00 |
| 2022-23 | Interim | 02-02-2023 | 02-04-2030 | 2,35,619.00 |
| | Final | 24-08-2023 | 22-10-2030 | 2,94,509.00 |
| 2023-24 | Interim | 23-01-2024 | 23-03-2031 | 1,98,097.00 |
| | Final | 23-08-2024 | 22-10-2031 | 2,62,983.00 |
| 2024-25 | Interim | 28-01-2025 | 28-03-2032 | 3,528.00 |



**n) Reconciliation of Share Capital Audit**

As stipulated by the SEBI, a qualified Practicing Company Secretary carries out the Reconciliation of Share Capital Audit to reconcile the total admitted capital with NSDL and CDSL and the total issued and paid-up capital. This audit is carried out every quarter and the report thereon is submitted to the stock exchanges. The audit, inter alia, confirms that the total listed and paid-up capital of the Company are in agreement with the aggregate of the total number of shares in dematerialized form held with NSDL and CDSL and total number of shares in physical form.

**o) Equity Shares in the Suspense Account**

As per Schedule V read with Schedule VI, Regulation 34(3), 53(f) and 39(4) of the Listing Regulations, none of the equity shares are lying in the suspense / escrow account.

**p) Disclosures of compliance with Corporate Governance requirements**

The Company complies with the corporate governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of Listing Regulations.

**q) Disclosure of certain type of agreements binding listed entities**

In terms of Clause 5A of Para A of Schedule III of the Listing Regulations, there are no agreements with any party which impact the management or control of the Company or impose any restriction or create any liability upon the Company.

**r) Feedback**

Your feedback is valuable to us to help us serve you better. Members are requested to give us their valuable suggestions, if any, for enhancement of our investor services by writing to us at investorrelations@mahanagargas.com or to RTA at rnt.helpdesk@in.mpms.mufg.com or at the address provided hereinabove.

**s) Certifications / Declarations**

**i. Certificate of Non-Disqualification of Directors**

M/s. Santosh Singh & Associates, Practicing Company Secretaries, have certified that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors, by the SEBI / Ministry of Corporate Affairs or any such other statutory authority(ies). The said certificate is enclosed to this report as **Annexure – I**.

**ii. Declaration on affirmation with the Code of Conduct**

Managing Director of the Company has confirmed that the members of the Board of Directors and Senior Management Personnel have affirmed compliance with the Code of Conduct, in accordance with Regulation 26(3) read with Para D of Schedule V of the Listing Regulations.

**iii. MD and CFO Certification**

In terms of Regulation 17(8) read with Part B of Schedule II of the Listing Regulations, a certificate signed by Mr. Ashu Shinghal, Managing Director and Mr. Rajesh Patel, Chief Financial Officer of the Company is enclosed to this report as **Annexure – II**.

**iv. Compliance Certificate on Corporate Governance**

A Compliance Certificate from M/s. Akansha Rathi & Associates, Practicing Company Secretaries regarding compliance of conditions of Corporate Governance for the year ended March 31, 2025 is enclosed to this report as **Annexure – III**.

Annexure - I

# Certificate of Non-Disqualification of Directors

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the
SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
**Mahanagar Gas Limited**
MGL House, Block G-33,
Bandra-Kurla Complex, Bandra East,
Mumbai – 400 051

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Mahanagar Gas Limited** having CIN-L40200MH1995PLC088133 and having registered office at MGL House, Block G-33, Bandra-Kurla Complex, Bandra East, Mumbai - 400 051 and **(hereinafter referred to as 'the Company')**, produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2025 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| Sr. No. | Name of the Director | DIN | Date of appointment in Company |
|---|---|---|---|
| 1. | Mr. Sandeep Kumar Gupta | 07570165 | October 31, 2023 |
| 2. | Mr. Ashu Shinghal | 08268176 | December 23, 2022 |
| 3. | Mr. Sanjay Yeshwantrao Shende | 09172642 | May 24, 2021 |
| 4. | Mr. Syed Shahzad Hussain | 00209117 | September 09, 2019 |
| 5. | Mrs. Malvika Sahni Sinha | 08373142 | August 24, 2021 |
| 6. | Mr. Anbalagan Ponnusamy | 05117747 | January 28, 2025 |
| 7. | Mr. Harish Kumar Agarwal | 00074950 | August 24, 2024 |
| 8. | Mr. Mahesh Kumar Gupta | 08021365 | August 24, 2024 |

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**For SANTOSH SINGH & ASSOCIATES**
(Company Secretaries)

**SANTOSH KUMAR SINGH**
Proprietor
ACS: 15964 / COP: 17638
P.R.: 1289 of 2021
UDIN: A015964G000529873

Place: Navi Mumbai
Date: June 03, 2025



Annexure - II

# Managing Director and CFO Certification

Pursuant to Regulation 17(8) of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Board of Directors
**Mahanagar Gas Limited**

We, the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of Mahanagar Gas Limited ('**the Company**'), to the best of our knowledge and belief, certify that:

A) We have reviewed the Audited Standalone and Consolidated Financial Statements and the Cash Flow Statement of the Company for the financial year ended March 31, 2025 and to the best of our knowledge and belief:

1) these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;

2) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

B) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the financial year ended March 31, 2025 which are fraudulent, illegal or violative of the Code of Conduct of the Company.

C) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have not come across any reportable deficiencies in the design or operation of such internal controls.

D) We have indicated to the Auditors and the Audit Committee that:

1) there have been no significant changes in internal control over financial reporting during the year;

2) there have been no significant changes in accounting policies during the year; and

3) there have been no instances of significant fraud of which we have become aware, involving management or an employee having a significant role in the Company's internal control system over financial reporting.

For **Mahanagar Gas Limited**

Place: Mumbai
Date: May 06, 2025

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Rajesh Patel**
Chief Financial Officer
FCA No.: 048326

Annexure - III

# Corporate Governance Compliance Certificate

To,
The Members of
**Mahanagar Gas Limited**
MGL House, Block No. G-33,
Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051

We have examined the compliance of conditions of Corporate Governance by **Mahanagar Gas Limited (hereinafter referred as 'Company')** for the year ended March 31, 2025 as prescribed in Regulations 17 to 27, clauses (b) to (i) of sub-regulation (2) of regulation 46 of Chapter IV and para C and D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **(hereinafter referred as 'Listing Regulations')**.

We state that compliance of conditions of Corporate Governance is the responsibility of the Management and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring compliance with conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion, and to the best of our information and according to our examination of the relevant records and the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as prescribed under Listing Regulations.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

This certificate is issued solely for the purposes of complying with Listing Regulations and may not be suitable for any other purpose.

**For Akansha Rathi & Associates**
Company Secretaries

**Akansha Rathi**
Proprietor
FCS No.: 9288
CP No.: 10134
Peer Review No. 6527/2025
UDIN: F009288G000530611

Place: Mumbai
Date: June 03, 2025





# Independent Auditor's Report

To The Members of **Mahanagar Gas Limited**

## Report on the Audit of the Standalone Financial Statements

### Opinion

We have audited the accompanying standalone financial statements of **Mahanagar Gas Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2025, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2025, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Key Audit Matter | Auditor's Response |
|---|---|
| **Slow moving/non-moving Projects lying in Capital Work–in-Progress**<br>(as described in note 2.2(b) of the material accounting policies, and note 3 for details and movement in capital work-in-progress in the standalone financial statements)<br>As at March 31, 2025, the Company has ₹974.15 crore of capital work-in-progress. The Company's spending on capital work-in-progress is material as indicated by the total value as at date. The assessment and the timing of recognition of asset, as to whether the asset is in the location and condition necessary for it to be capable of operating in the manner intended by management as set out in Ind AS 16, 'Property, Plant and Equipment', requires judgement and is dependent on the completion of projects after obtaining all necessary approvals. | **Our audit procedures performed among others included the following:**<br>• We assessed the design and implementation and tested the operating effectiveness of key financial controls over the management review of capital work-in-progress.<br>• We obtained the list of projects where there is delay in capitalisation along with the reasons of the delay and the expected capitalization dates from the management.<br>• For assets capitalized during the year, we considered the planned vs actual capitalization dates to test the management's assessment of expected capitalization dates. |

| Key Audit Matter | Auditor's Response |
|---|---|
| The Company has slow moving / non-moving projects lying in capital work-in- progress amounting to ₹92.50 crore where there is significant delay in capitalisation because of several external factors. As a result, this is considered as a key audit matter, with focus on certain slow moving/non-moving projects, where the risk of assessment of impairment of such items was deemed higher because of the complexity of the specific projects and the delays involved. | • We tested management's assessment of indicators of impairment of old projects and the estimated allowance created and write offs made in the current year basis the policy on slow moving and non-moving projects as approved by the Board. We have tested the appropriateness of categorizing the projects as slow and non-moving basis the expected period of completion as determined by the Company.<br>• For old projects capitalized during the year, we tested on sample basis to determine that the useful life of the asset was adjusted to reflect the wear and tear of such assets.<br>• We evaluated the disclosures in the standalone financial statements. |

## Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, Business responsibility report, Management Discussion and Analysis and Corporate Governance report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of Management and Board of Directors for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

    c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on March 31, 2025 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 31.9 to the standalone financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the note 31.15 (vi) to the standalone financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the note 31.15 (vii) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

The interim dividend declared and paid by the Company during the year and until the date of this report is in accordance with section 123 of the Act, as applicable.

As stated in note 31.17 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems.

Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with, in respect of accounting software for which the audit trail feature was operating and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**Pallavi Sharma**
(Partner)
(Membership No. 113861)
UDIN: 25113861BMJIBA5562

Place: Mumbai
Date: May 06, 2025

# Annexure "A" to the Independent Auditor's Report

**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

## Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to standalone financial statements of Mahanagar Gas Limited (the "Company") as at March 31, 2025 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

## Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to standalone financial statements based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

## Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

## Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2025, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**Pallavi Sharma**
(Partner)
(Membership No. 113861)
UDIN: 25113861BMJIBA5562

Place: Mumbai
Date: May 06, 2025

# Annexure "B" to the Independent Auditor's Report

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)**

In terms of the information and explanations sought by us and given by the company and the books of accounts and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work in progress and relevant details of Right of Use Assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) Some of the Property, Plant and Equipment, were physically verified during the year by the Management in accordance with programme of verification except for underground assets in relation to the gas distribution network which cannot be physically verified. Programme of verification in our opinion provides for physical verification of all the Property, Plant and Equipment, at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) Based on our examination of the registered sale deed /transfer deed/conveyance deed/ occupancy certificate/ completion certificate provided to us, we report that, the title deeds of all the immovable properties (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the financial statements included in property, plant and equipment are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued its property, plant and equipment (including right of use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2025 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories except for stocks held with third parties, were physically verified during the year by the Management at reasonable intervals. In our opinion and based on information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and the nature of its operations. For stocks held with third parties at the year-end, written confirmations have been obtained. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with the books of account.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets, and hence reporting under clause (ii)(b) of the Order is not applicable.

(iii) The Company has made investments in and granted loans unsecured, to companies during the year, in respect of which:

(a) The Company has provided loans and stood guarantee during the year, details of which are given below:

(₹ in Crore)

| | Loans | Guarantee |
|---|---|---|
| **A. Aggregate amount granted / provided during the year:** | | |
| - Subsidiary | 56.00 | - |
| **B. Balance outstanding as at balance sheet date in respect of above cases:** | | |
| - Subsidiary | 257.00 | 566.00 |

(b) The investments made, guarantees provided and the terms and conditions of the grant of all the above-mentioned loans and guarantees provided, during the year are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) The Company has granted loans that are payable on demand. During the year the Company has not demanded such loan. Having regard to the fact that the repayment of principal or payment of interest has not been demanded by the Company, in our opinion the repayments of principal amounts and receipts of interest are regular.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) None of the loans granted by the Company have fallen due during the year.

(f) The Company has granted loans which are repayable on demand, details of which are given below:

(₹ in Crore)

| | All Parties | Related Parties |
|---|---|---|
| Aggregate of loans/advances in nature of loans: | | |
| - Repayable on demand | 257.00 | 257.00 |
| **Total** | **257.00** | **257.00** |
| Percentage of loans to the total loans | 100% | 100% |

(iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of excise, value added tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities in all cases during the year.

We have been informed that the provisions of the Sales tax, Service tax, duty of Customs, are not applicable to the company.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, duty of excise, value added tax, cess and other material statutory dues in arrears as at March 31, 2025 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2025 on account of disputes are given below:

| Name of the Statute | Nature of Dues | Forum where the dispute is pending | Period | Amount ₹ in crore |
|---|---|---|---|---|
| Central Excise Act, 1944 | *Excise Duty* | High Court | March 2001 – December 2004 | 3.75 |
| | | CESTAT/CESTAT (Appeal) | July 2005 - April 2016 | 2.18 |
| | | Commissioner/ Commissioner (Appeal) | July 2015 to April 2016 | 0.04 |
| The Finance Act, 1994 | *Service Tax* | CESTAT/CESTAT (Appeal) | 2014-2015 | 0.03 |
| | | Commissioner/ Commissioner (Appeal) | April 2014 – January 2016 | 0.24 |
| | | Deputy Commissioner | October 2015 to March 2017 | 0.25 |
| | | Principal Commissioner | October 2015 to March 2017 | 11.98 |
| | | Superintendent-Range II-Division IV | April 2016 to June 2017 | 0.01 |
| | | Superintendent CGST Range-III Division-I | April 2017 to June 2017 | 0.04 |

| Name of the Statute | Nature of Dues | Forum where the dispute is pending | Period | Amount ₹ in crore |
|---|---|---|---|---|
| Income Tax Act, 1961 | *Income Tax* | Commissioner of Income Tax (Appeals) | AY 2002-2003, AY 2016-2017, AY 2018-2019, and AY 2022-2023 | 1.98 |
| | | Assessing Officer | AY 2005-2006 | 10.93 |
| Central Goods and Service Tax Act, 2017 | *GST* | Commissioner (A) | July 2017 to March 2022 | 64.26 |

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a) of the Order is not applicable to the Company.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x) (a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year (and upto the date of this report).

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period up to December 31, 2024 and the draft internal audit reports were issued after the balance sheet date covering the period from January 01, 2025 to March 31, 2025 for the period under audit.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.



(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi) (a), (b), (c) and (d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**Pallavi Sharma**
(Partner)
(Membership No. 113861)
UDIN: 25113861BMJIBA5562

Place: Mumbai
Date: May 06, 2025

# Standalone Balance Sheet

as at March 31, 2025

(₹ in Crore)

| Particulars | Note | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **ASSETS** | | | |
| **I. Non-current Assets** | | | |
| (a) Property, Plant and Equipment | 3 | 3,866.35 | 3,319.23 |
| (b) Capital Work-in-Progress | 3 | 974.15 | 774.29 |
| (c) Right of Use Assets | 3, 31.5 | 231.56 | 216.72 |
| (d) Other Intangible Assets | 3 | 6.33 | 7.01 |
| (e) Financial Assets | | | |
| (i) Investments | 9 | 685.75 | 617.19 |
| (ii) Loans | 5 | 257.00 | 201.00 |
| (iii) Other Financial Assets | 6 | 127.05 | 97.27 |
| (f) Non-current Tax Assets (net) | 19A | 72.79 | 99.83 |
| (g) Other Non-current Assets | 7 | 92.23 | 32.45 |
| **Total Non-current Assets (I)** | | **6,313.21** | **5,364.99** |
| **II. Current assets** | | | |
| (a) Inventories | 8 | 48.92 | 39.84 |
| (b) Financial Assets | | | |
| (i) Investments | 9 | 1,054.23 | 1,018.77 |
| (ii) Trade Receivables | 4 | 345.62 | 280.61 |
| (iii) Cash and Cash Equivalents | 10 | 134.30 | 102.69 |
| (iv) Bank balances other than (iii) above | 11 | 180.73 | 295.78 |
| (v) Other Financial Assets | 12 | 104.60 | 102.37 |
| (c) Other current assets | 13 | 22.25 | 20.94 |
| **Total Current Assets (II)** | | **1,890.65** | **1,861.00** |
| **Total Assets (I+II)** | | **8,203.86** | **7,225.99** |
| **EQUITY AND LIABILITIES** | | | |
| **I. Equity** | | | |
| (a) Equity Share Capital | 14 | 98.78 | 98.78 |
| (b) Other Equity | 15 | 5,790.53 | 5,044.09 |
| **Total Equity (I)** | | **5,889.31** | **5,142.87** |
| **II. Liabilities** | | | |
| **A. Non-current Liabilities** | | | |
| (a) Financial Liabilities | | | |
| (i) Lease Liabilities | 16, 31.5 | 135.01 | 116.13 |
| (ii) Other Financial Liabilities | 17 | 2.65 | 2.66 |
| (b) Provisions | 18 | 55.00 | 45.22 |
| (c) Deferred Tax Liabilities (net) | 19, 31.6 | 277.05 | 244.08 |
| (d) Other Non-current Liabilities | 22 | 4.56 | 5.07 |
| **Total Non-current Liabilities (A)** | | **474.27** | **413.16** |
| B. Current Liabilities | | | |
| (a) Financial Liabilities | | | |
| (i) Lease Liabilities | 16, 31.5 | 29.28 | 23.13 |
| (ii) Trade Payables | 20, 31.10 | | |
| - total outstanding dues of micro enterprises and small enterprises | | 13.19 | 23.47 |
| - total outstanding dues of creditors other than micro enterprises and small enterprises | | 402.22 | 310.72 |
| (iii) Other Financial Liabilities | 21 | 1,309.90 | 1,241.63 |
| (b) Other Current Liabilities | 22 | 63.55 | 53.94 |
| (c) Provisions | 18 | 18.97 | 14.10 |
| (d) Current Tax Liabilities (net) | 19B | 3.17 | 2.97 |
| **Total Current Liabilities (B)** | | **1,840.28** | **1,669.96** |
| **Total Liabilities (II = A+B)** | | **2,314.55** | **2,083.12** |
| **Total Equity and Liabilities (I+II)** | | **8,203.86** | **7,225.99** |

See accompanying notes to the standalone financial statements 1-31

As per our report of even date attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

**Pallavi Sharma**
Partner
Membership No: 113861

**Place : Mumbai**
**Date : May 06, 2025**

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**



# Standalone Statement of Profit and Loss

for the year ended March 31, 2025

(₹ in Crore)

| Particulars | | Note | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|---|---|
| I | Revenue from Operations | 23, 31.14 | 7,589.99 | 6,861.95 |
| II | Other Income | 24 | 184.01 | 175.30 |
| **III** | **Total Income (I + II)** | | **7,774.00** | **7,037.25** |
| **IV** | **Expenses :** | | | |
| | Cost of Materials Consumed | 25 | 4,458.04 | 3,617.90 |
| | Changes in Inventories | 26 | (0.12) | 0.17 |
| | Excise Duty on Sale of Compressed Natural Gas | | 666.31 | 617.42 |
| | Employee Benefits Expenses | 27 | 137.78 | 118.13 |
| | Finance Costs | 28 | 13.43 | 11.53 |
| | Depreciation and Amortisation Expenses | 3, 31.5 | 306.26 | 273.64 |
| | Other Expenses | 29 | 818.20 | 665.70 |
| | **Total Expenses** | | **6,399.90** | **5,304.49** |
| **V** | **Profit Before Tax (III- IV)** | | **1,374.10** | **1,732.76** |
| **VI** | **Income Tax Expense :** | | | |
| | (i) Current Tax | | 312.18 | 406.92 |
| | (ii) Excess provision for earlier years | | (16.66) | - |
| | (iii) Deferred Tax | | 33.69 | 36.77 |
| | **Total Income Tax Expense (i+ii)** | 31.6 | **329.21** | **443.69** |
| **VII** | **Profit After Tax (V - VI)** | | **1,044.89** | **1,289.07** |
| **VIII** | **Other Comprehensive Income** | | | |
| | Items that will not be reclassified to profit or loss : | 30 | | |
| | (i) Gains/(Losses) on Remeasurements of the Defined Benefit Plans | | (2.82) | (5.14) |
| | (ii) Income tax relating to items that will not be reclassified to profit or loss | | 0.71 | 1.29 |
| | **Total Other Comprehensive Income** | | **(2.11)** | **(3.85)** |
| **IX** | **Total Comprehensive Income (VII + VIII)** | | **1,042.78** | **1,285.22** |
| X | Earnings per equity share (EPS) (Face value of ₹10/- each) | 31.7 | | |
| | Basic (₹) | | 105.78 | 130.50 |
| | Diluted (₹) | | 105.78 | 130.50 |
| | See accompanying notes to the standalone financial statements | 1-31 | | |

As per our report of even date attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

**Pallavi Sharma**
Partner
Membership No: 113861

**Place : Mumbai**
**Date : May 06, 2025**

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**

# Standalone Statement of Cash Flows

for the year ended March 31, 2025

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **I. CASH FLOW FROM OPERATING ACTIVITIES** | | |
| **Profit before tax** | **1,374.10** | **1,732.76** |
| Adjustments for: | | |
| Depreciation and Amortisation Expense | 306.26 | 273.64 |
| Finance Costs | 13.43 | 11.53 |
| Corporate Guarantee Commission | (0.51) | - |
| Interest Income | (52.72) | (38.42) |
| Realised gain on sale of Investments | (53.03) | (73.24) |
| Unrealised (Gain) / Loss on Investments | (37.02) | (29.87) |
| Loss on Disposal of Capital Work in Progress and Property, Plant and Equipment (Net) | 4.20 | 6.76 |
| Allowance for inventory obsolescence | 0.96 | 3.47 |
| Expected credit loss allowance and write off on Financial Assets (Net) | (1.57) | 9.78 |
| **Operating Profit Before Working Capital Changes** | **1,554.10** | **1,896.41** |
| Movements in working capital : | | |
| (Increase) in Inventories | (9.08) | (6.00) |
| (Increase) / Decrease in Trade Receivables | (66.14) | 12.35 |
| (Increase) in Other Financial Assets | (12.20) | (4.82) |
| Decrease in Other Non Current Assets | 1.25 | 1.33 |
| (Increase) / Decrease in Other Current Assets | (1.31) | 12.43 |
| Increase in Other Financial Liabilities | 67.87 | 102.98 |
| Increase in Provisions | 11.82 | 4.41 |
| Increase in Trade Payables | 81.22 | 11.98 |
| Increase in Other Non-Current Liabilities | - | 5.07 |
| Increase / (Decrease) in Other Current Liabilities | 9.61 | (49.07) |
| **Cash Generated from Operations** | **1,637.14** | **1,987.07** |
| Income Taxes Paid (Net of refund) | (268.69) | (423.97) |
| **Net Cash Generated from Operating Activities** | **1,368.45** | **1,563.10** |
| **II. CASH FLOW FROM INVESTING ACTIVITIES** | | |
| Purchase of Property, Plant and Equipment, CWIP and Intangible Assets (includes capital advances) | (1,075.39) | (770.86) |
| Proceeds from Sale of Property, Plant and Equipment | 6.81 | 1.04 |
| Purchase of current Investments | (6,355.37) | (6,533.43) |
| Proceeds from sale / redemption of current Investments | 6,396.48 | 6,910.36 |
| Investment in Equity Shares of Subsidiaries | (10.20) | (567.19) |
| Investment in Equity / Compulsorily Convertible Preference Shares(CCPS) of Associates | (58.36) | (50.00) |
| Loan given to subsidiary | (56.00) | (201.00) |
| Movements in Bank Balances other than Cash and Cash Equivalents | 112.36 | (106.32) |
| Interest Received | 38.70 | 50.65 |
| **Net Cash Used in Investing Activities** | **(1,000.97)** | **(1,266.75)** |



# Standalone Statement of Cash Flows

for the year ended March 31, 2025

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **III. CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Payment of Lease Liabilities | (39.49) | (34.97) |
| Dividend Paid | (296.38) | (276.59) |
| **Net Cash Used in Financing Activities** | **(335.87)** | **(311.56)** |
| **Net (Decrease)/Increase in Cash and Cash Equivalents (I+II+III)** | **31.61** | **(15.21)** |
| Cash and Cash Equivalents at the beginning of the year (Refer note 10) | 102.69 | 117.90 |
| **Cash and Cash Equivalents at the end of the year (Refer note 10)** | **134.30** | **102.69** |
| **Non- cash financing and investing activities** | | |
| **Acquisition of Right to use asset** | **52.03** | **56.10** |
| **Cash and Cash Equivalents at the end of the year:** | | |
| i. Balances with banks in current accounts | 121.65 | 94.12 |
| ii. Cash in transit | 12.64 | 8.56 |
| iii. Cash on hand | 0.01 | 0.01 |
| | **134.30** | **102.69** |

**Note:**

The above Statement of Cash flows has been prepared under the "Indirect Method' as set out in the Indian Accounting Standard (Ind AS 7) - Statement of Cash Flows.

As per our report of even date attached

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

**Pallavi Sharma**
Partner
Membership No: 113861

**Place : Mumbai**
**Date : May 06, 2025**

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**

# Standalone Statement of Changes in Equity

for the year ended March 31, 2025

## A) Equity Share Capital

### i) Current Reporting Period

(₹ in Crore)

| Balance as at April 1, 2024 | Changes in Equity Share Capital due to prior period errors | Restated balance as at April 1, 2024 | Changes in equity share capital during the current year | Balance as at March 31, 2025 |
|---|---|---|---|---|
| 98.78 | - | 98.78 | - | 98.78 |

### ii) Previous Reporting Period

(₹ in Crore)

| Balance as at April 1, 2023 | Changes in Equity Share Capital due to prior period errors | Restated balance as at April 1, 2023 | Changes in equity share capital during the current year | Balance as at March 31, 2024 |
|---|---|---|---|---|
| 98.78 | - | 98.78 | - | 98.78 |

## B) Other equity

### i) Current Reporting Period

(₹ in Crore)

| Particulars | Reserves and Surplus | | Other Comprehensive Income (Net of Tax) (Refer Note 30) (C) | Total [a+b] |
|---|---|---|---|---|
| | General Reserve [a] | Retained earnings [b] | | |
| **Balance as at April 01, 2025** | **211.84** | **4,836.24** | **(3.99)** | **5,044.09** |
| Add: Profit for the Year | | 1,044.89 | - | 1,044.89 |
| Remeasurement of defined benefit plans (Net of Tax) | | - | (2.11) | (2.11) |
| Dividends | | (296.34) | - | (296.34) |
| **Balance as at March 31, 2025** | **211.84** | **5,584.79** | **(6.10)** | **5,790.53** |

### ii) Previous Reporting Period

(₹ in Crore)

| Particulars | Reserves and Surplus | | Other Comprehensive Income (Net of Tax) (Refer Note 30) (C) | Total [a+b] |
|---|---|---|---|---|
| | General Reserve [a] | Retained earnings [b] | | |
| **Balance as at April 01, 2024** | **211.84** | **3,823.74** | **(0.14)** | **4,035.44** |
| Add: Profit for the Year | | 1,289.07 | - | 1,289.07 |
| Remeasurement of defined benefit plans (Net of Tax) | | - | (3.85) | (3.85) |
| Dividends | | (276.57) | - | (276.57) |
| **Balance as at March 31, 2024** | **211.84** | **4,836.24** | **(3.99)** | **5,044.09** |

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

**Pallavi Sharma**
Partner
Membership No: 113861

**Place : Mumbai**
**Date : May 06, 2025**

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 1. General Information

Mahanagar Gas Limited ("MGL" or "the Company") is a limited company domiciled in India and was incorporated on May 8, 1995. Equity shares of the Company are listed in India on The Bombay Stock Exchange and The National Stock Exchange. The registered office of the Company is located at MGL House, G-33 Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400051.

MGL is in the business of City Gas Distribution ("CGD"), presently supplying Compressed Natural Gas (CNG) and Piped Natural Gas (PNG) in the city of Mumbai including its adjoining areas and the Raigad district, in the State of Maharashtra, India.

The financial statements are presented in Indian Rupee (INR) which is also Functional Currency of the Company. The financial statements were approved for issue by the Company's Board of Directors on May 06, 2025.

All values are rounded off to the nearest Rupees crore except when stated otherwise. Amounts less than ₹50,000 have been presented as "#"

## 2. Summary of Material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these Standalone financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

### 2.1 Basis of preparation

#### a. Statement of Compliance

The Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation and disclosures requirement of Division II of Schedule III of the Companies Act 2013, (Ind AS Compliant Schedule III), as applicable to financial statements.

Accordingly, the Company has prepared these Financial Statements which comprise the Balance Sheet as at March 31, 2025, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended March 31, 2025, and material accounting policies and other explanatory information (together hereinafter referred to as "financial statements")

#### b. Historical cost convention

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value at the end of each reporting period as required by relevant Ind AS:

- Financial assets and financial liabilities measured at fair value (Refer accounting policy on financial Instruments);
- Defined benefit and other long-term employee benefits.

#### c. Current vs Non-Current Classification:

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle,
- it is held primarily for the purpose of trading,
- it is expected to be realised within 12 months after the reporting date, or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

A liability is treated as current when it satisfies any of the following criteria:

- it is expected to be settled in the Company's normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

- the Company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

**d. Use of estimates and judgements**

The preparation of the financial statements in conformity with Ind AS requires the management to make estimates, judgements and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note no. 2.19. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

**e. Business Combinations**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at fair value on acquisition date. The amount of any non-controlling interests in the acquiree for each business combination, the Company elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs as and when incurred are expensed.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their fair values on acquisition date. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at fair values on acquisition date irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities and potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise because of the acquisition are accounted in accordance with Ind AS 12-Income Tax.
- The assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 19-Employee Benefits.
- Assets (or disposal groups) that are classified as held for sale and Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with Ind AS 105-Non-current Assets Held for Sale and Discontinued Operations.

**f. Investment in subsidiaries, joint ventures and associates**

i. The Company has accounted for its investment in subsidiaries at cost. The company assesses whether there is any indication that these investments may be impaired. If any such indication exists, the investment is considered for impairment based on the fair value thereof.

ii. When the Company issues financial guarantees on behalf of subsidiaries, initially it measures the financial guarantee at their fair values and subsequently measures at higher of:

- The amount of loss allowance determined in accordance with impairment requirements of Ind AS 109 and
- The amount initially recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of Ind AS 115 'Revenue from Contracts with Customers'



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

iii. The financial statements of the Company's subsidiaries are prepared for the same reporting period as the Company. (When necessary, adjustments are made to bring the accounting policies in line with those of the Group.)

**g.** Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

## 2.2 Property, plant and equipment

An item of property, plant and equipment (PPE) that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, all items of property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition or construction of the items. Subsequent costs are added to existing item's carrying amount or recognised as a separate item, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other subsequent costs related to an item are charged to the statement of profit and loss during the reporting period in which they are incurred. In case of commissioned assets where final payment to the contractors is pending, capitalisation is made on provisional basis subject to necessary adjustment in cost and depreciation in the year of settlement.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss.

**a. Commissioning**

Gas distribution systems are treated as commissioned when supply of gas reaches to the individual points and ready for intended use.

**b. Capital work-in-progress (CWIP)**

Capital Work-in-Progress includes, material, labour and other directly attributable costs incurred on assets, which are yet to be commissioned. Capital Inventory is included in Capital work-in-progress and comprises stock of capital items and construction materials at Company's stores and with contractors.

The Company has provisioning policy for slow and non-moving CWIP (Refer note 2.19).

**c. Depreciation methods, estimated useful lives and residual value**

Depreciation is calculated using the straight-line method to allocate cost of the asset, net of estimated residual value, over their estimated useful lives. The useful lives and residual values are as prescribed under schedule II to Companies Act, 2013, except in respect of, following category of property plant and equipment where useful life estimated as per management estimate is based on technical advice, taking into account the nature of the asset, replacements generally required from the point of view of operational effectiveness:

| Type of assets | Useful lives |
|---|---|
| CNG Compressors and Dispensers | 10 Years |
| CNG Cascades | 20 Years |
| Underground pipeline network | 25 Years |
| Intangible assets (Softwares/Licenses) | 6 Years |
| Furniture provided for the use of employees | 6 Years |
| Electrical Equipment provided for the use of employees | 4 Years |

The residual values and useful lives of the assets are reviewed, and adjusted if appropriate, at the end of each reporting period.

Depreciation on the property, plant and equipment added / disposed off / discarded during the year is provided on pro-rata basis with reference to the time of addition/disposal/discarding.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the statement of profit and loss under Other Expenses.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

**d.** On transition to Ind AS, the company had elected to continue with the carrying value of all its property, plant and equipment and intangible assets recognised as at April 01, 2015 measured as per previous GAAP and use that carrying value as deemed cost of property, plant and equipment and intangible assets.

### 2.2.1 Goodwill and Other Intangible assets

Goodwill acquired in a business combination is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, in accordance with Ind AS 103

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition.

### 2.3 Impairment of assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment. The cash generating unit is the group of asset that generates identified independent Cash Flows. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the fair value less costs of disposal and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

### 2.4 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### The Company as a lessee

The Company's lease asset classes primarily consist of leases for land and buildings, motor vehicles, plant and equipment and computers. The Company assesses whether a contract contains a lease, at inception of a contract. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all the economic benefits from use of the asset throughout the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

### 2.5 Investments and other financial assets

#### a. Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the Company's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt and equity instruments, this will depend on the business model in which the investment is held.

The Company reclassifies its investments when and only when its business model for managing those assets changes.

Assets that are held for collection of contractual cash flows where those cash flows represent sole payment of principal and interest are measured at amortised cost.

Investments in mutual funds are primarily held for the Company's cash requirements and can be readily convertible in cash. These investments are initially recognised at fair value and carried at fair value through profit or loss (FVTPL).

A financial asset is classified as FVTOCI only if it meets both the of the following conditions and is not recognized at FVTPL:

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial Asset included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Company recognizes interest income, impairment losses & reversals in the Statement of Profit and Loss, if any. On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss.

#### b. Initial recognition and measurement

All financial assets are recognised initially at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial asset (other than financial asset at fair value through Profit or Loss) are added to or deducted from the fair value of the financial assets, as appropriate on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at fair value through the Statement of Profit and Loss are recognised immediately in Statement of Profit and Loss.

#### c. Subsequent measurement

All recognised financial assets are subsequently measured in their entirety at either amortized cost or 'fair value through profit or loss' or 'fair value through other comprehensive income', depending on the classification of the financial asset.

#### d. Impairment of financial assets

The company assesses on a forward looking basis the expected credit losses (ECL) associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

significant increase in credit risk. For trade receivables, except for specifically identified cases, the Company follows a simplified approach where provision is made as per the ageing buckets which are designed based on historical facts and patterns. For refundable security deposits and reinstatement charges recoverable with government authorities, the company recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the company expects to receive (i.e., all cash shortfalls), discounted at the original Effective Interest Rate (EIR).

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:

Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

**e. De-recognition of financial assets**

A financial asset is de-recognised only when

- The Company has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Company has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised. Where the Company has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

Where the Company has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

**2.5.1 Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, Cash and cash equivalents includes cash on hand, cash in transit and short term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**2.6 Financial Liabilities**

**a. Classification as debt or equity**

Debt and equity instruments issued by Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**b. Measurement**

Financial liabilities are initially recorded at fair value and are subsequently measured at amortised cost using effective interest method or at FVTPL

**c. Financial liabilities subsequently measured at amortised cost**

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method.





# Notes to Standalone Financial Statements

for the year ended March 31, 2025

Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance Cost' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the gross carrying amount on initial recognition.

**d. De-recognition of financial liabilities**

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in profit or loss.

**e. Security Deposit**

Securities deposits from customers of natural gas, refundable on termination / alteration of the gas sales agreement are considered as current liabilities, as every customer has a right to request for termination of supply and the Company does not have a contractual right to delay payment for more than 12 months.

**f. Trade and other payables**

These amounts represent liabilities for goods and services received by the Company prior to the end of reporting period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost.

**2.7 Fair Value Measurements**

The Company measures financial instruments such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(a) In the principal market for the asset or liability, or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the company can access at the measurement date;
- Level 2 inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly; and

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

- Level 3- Level 3 inputs are unobservable inputs for the asset or liability.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfer have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level of input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Fair value for measurement and/or disclosure purposes in this financial information is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

### 2.8 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

### 2.9 Inventories

Stock of gas is valued at lower of cost computed on First In First Out (FIFO) basis and estimated net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

Inventories other than stock of gas are valued at cost, which is determined on weighted average net off provision for cost of obsolescence / slow moving inventory and other anticipated losses, wherever considered necessary.

Cost of inventories includes all other costs incurred in bringing the inventories to their present location and condition.

### 2.10 Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 2.19

The Company earns revenues primarily from sale of natural gas. Revenue is recognised on supply of gas to customers by metered/assessed measurements. The Company has concluded that it is the principal in all its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has the pricing latitude and is also exposed to credit risk.

However, sales tax/ value added tax (VAT) / Goods and Service Tax (GST) is not received by the Company on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and service rendered is net of variable consideration on account of trade allowances, rebates, value added tax, goods and service tax (GST) and inclusive of excise duty.

Compensation receivable from customers with respect to shortfall in minimum guaranteed Off take of gas is recognised on contractual basis. Delayed payment charges are recognised on receipt basis in view of uncertainty of collection.

### 2.11 Interest and Dividend income

Interest income from a financial asset is recognised when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Dividend income from investments is recognised when the right to receive dividend has been established.

### 2.12 Foreign currencies

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

denominated in foreign currencies at year end exchange rates are recognised in the statement of profit and loss. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates prevailing at the reporting date.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

### 2.13 Income tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from "profit before tax" as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

#### Current Tax

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### Deferred Tax

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the company has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

#### Uncertain tax positions

The management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Company reflects the effect of uncertainty for each uncertain tax treatment by using one of two methods, the expected value method (the sum of the probability - weighted amounts in a range of possible outcomes) or the most likely amount (single most likely amount method in a range of possible outcomes), depending on which is expected to better predict the resolution of the uncertainty. The Company applies consistent judgements and estimates if an uncertain tax treatment affects both the current and the deferred tax.

### 2.14 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are expensed in the period in which they are incurred.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

**2.15 Provision and Contingencies**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

**2.16 Employee benefits**

**a. Short-term obligations**

Liabilities for wages and salaries, including other monetary and non-monetary benefits that are expected to be settled wholly within 12 months after the end of the reporting period are recognised and measured at the undiscounted amounts expected to be paid when the liabilities are settled.

**b. Post-employment obligations (Defined Benefit Obligations)**

The Company operates the following post-employment schemes:

- defined benefit plans - gratuity and post-retirement medical benefit scheme
- defined contribution plans such as provident fund.

**Defined Benefit Plans - Gratuity obligations and post-retirement medical benefit obligations**

The liability or asset recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the statement of profit and loss as past service cost.

**Compensated absences**

The Company's liabilities under for long term compensated absences is determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method except for short term compensated absences which are provided for based on estimates. The benefits are discounted using the market yields at the end of the reporting period that gave terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

**Defined contribution plans**

Company pays provident fund contributions to publicly administered provident funds and National Pension Scheme (NPS) as per local regulations. Company's contribution to provident fund and NPS is recognised on accrual basis in the Statement of Profit and Loss. Company has no further payment obligations once the contributions have been paid.

**c. Other long-term employee benefit obligations**

The liabilities for long service awards and compensated absences which are not expected to be settled wholly within 12 months after the end of the reporting period are measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period, using the projected unit credit method. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit and loss.

**2.17 Segment reporting**

The Board of Directors assesses performance of the Company as Chief Operating Decision Maker.

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM).

The Company has a single operating segment that is "Sale of Natural Gas". Accordingly, the segment revenue, segment results, segment assets and segment liabilities are reflected in the financial statements as at and for the financial year ended March 31, 2025.

**2.18 Earnings per share**

Basic earnings per share is computed by dividing the profit after tax before other comprehensive income by the weighted average number of equity shares outstanding during the financial year. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except where the results would be anti-dilutive.

**2.19 Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Company's accounting policies, which are described in note 2, the management of the Company are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

In the following areas the management of the Company has made critical judgements and estimates

**Useful lives of property, plant and equipment**

The Company reviews the useful lives and carrying amount of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

**Provision for Capital Work in Progress**

The Company has a defined policy for provision of slow and non-moving capital work in progress (CWIP) based on the ageing of CWIP. The Company reviews the policy at regular intervals.

**Estimation of defined benefit obligation**

The cost of the defined benefit plan and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

### Recognition of deferred tax assets

Deferred tax asset is recognised for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. The management assumes that taxable profits will be available while recognising deferred tax assets.

### Provision for Inventory including Capital Inventory

The Company has a defined policy for provision of slow and non-moving inventory based on the ageing of inventory. The Company reviews the policy at regular intervals.

### Recognition and measurement of other provisions

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure so provided and included as liability.

### Recognition and measurement of unbilled gas sales revenue

In case of customers where meter reading dates for billing is not matching with reporting date, the gas sales between last meter reading date and reporting date has been accrued by the company based on past average sales. The actual sales revenue may vary compared to accrued unbilled revenue so included in Sale of natural gas and classified under current financial assets.



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## Note - 3. Property, Plant and Equipment, Intangible Assets, Right of Use and Capital Work in Progress

(₹ in Crore)

| Description of Assets | Gross Carrying Amount | | | | Accumulated Depreciation/Amortisation | | | | Net Carrying Amount | |
|---|---|---|---|---|---|---|---|---|---|---|
| | As at April 01, 2024 | Additions | Disposals | As at March 31, 2025 | As at April 01, 2024 | Depreciation/ Amortisation | Disposals | As at March 31, 2025 | As at March 31, 2025 | As at March 31, 2024 |
| **i. Property, Plant and Equipment** | | | | | | | | | | |
| Freehold Land | **11.42** | **11.19** | **-** | **22.61** | **-** | **-** | **-** | **-** | **22.61** | **11.42** |
| | *10.31* | *1.11* | *-* | *11.42* | *-* | *-* | *-* | *-* | *11.42* | *10.31* |
| Buildings and Bunk Houses | **161.99** | **75.45** | **(0.27)** | **237.17** | **9.27** | **3.95** | **(0.21)** | **13.01** | **224.16** | **152.72** |
| | *139.58* | *22.43* | *(0.02)* | *161.99* | *6.43* | *2.86* | *(0.02)* | *9.27* | *152.72* | *133.15* |
| Roads and Fences | **12.66** | **-** | **-** | **12.66** | **4.63** | **1.13** | **-** | **5.76** | **6.90** | **8.03** |
| | *12.41* | *0.25* | *-* | *12.66* | *3.32* | *1.31* | *-* | *4.63* | *8.03* | *9.09* |
| Plant and Equipment - Gas Distribution System | **4,273.20** | **689.66** | **(6.29)** | **4,956.57** | **1,211.24** | **249.84** | **(4.68)** | **1,456.40** | **3,500.17** | **3,061.96** |
| | *3,614.74* | *662.35* | *(3.89)* | *4,273.20* | *988.61* | *225.50* | *(2.87)* | *1,211.24* | *3,061.96* | *2,626.13* |
| Plant and Equipment - Others | **41.14** | **14.49** | **-** | **55.63** | **16.25** | **3.08** | **-** | **19.33** | **36.30** | **24.89** |
| | *30.68* | *10.48* | *(0.02)* | *41.14* | *14.10* | *2.17* | *(0.02)* | *16.25* | *24.89* | *16.58* |
| Computers | **28.36** | **2.60** | **(0.66)** | **30.30** | **17.13** | **4.44** | **(0.50)** | **21.07** | **9.23** | **11.23** |
| | *23.57* | *5.40* | *(0.61)* | *28.36* | *13.51* | *4.15* | *(0.53)* | *17.13* | *11.23* | *10.06* |
| Electrical Installations | **27.85** | **16.43** | **-** | **44.28** | **9.48** | **2.71** | **-** | **12.19** | **32.09** | **18.37** |
| | *19.68* | *8.23* | *(0.06)* | *27.85* | *7.73* | *1.76* | *(0.01)* | *9.48* | *18.37* | *11.95* |
| Office Equipments | **37.25** | **8.30** | **(0.24)** | **45.31** | **16.42** | **5.70** | **(0.12)** | **22.00** | **23.31** | **20.83** |
| | *20.10* | *17.24* | *(0.09)* | *37.25* | *12.29* | *4.15* | *(0.02)* | *16.42* | *20.83* | *7.81* |
| Communication Systems | **2.40** | **0.53** | **(0.04)** | **2.89** | **1.45** | **0.40** | **(0.01)** | **1.84** | **1.05** | **0.95** |
| | *1.73* | *0.68* | *(0.01)* | *2.40* | *1.14* | *0.31* | *-* | *1.45* | *0.95* | *0.59* |
| Furniture and Fixtures | **13.96** | **3.29** | **(0.03)** | **17.22** | **5.13** | **1.57** | **(0.01)** | **6.69** | **10.53** | **8.83** |
| | *10.05* | *3.92* | *(0.01)* | *13.96* | *3.94* | *1.19* | *-* | *5.13* | *8.83* | *6.11* |
| Total - Property, Plant and Equipment | **4,610.23** | **821.94** | **(7.53)** | **5,424.64** | **1,291.00** | **272.82** | **(5.53)** | **1,558.29** | **3,866.35** | **3,319.23** |
| | *3,882.85* | *732.09* | *(4.71)* | *4,610.23* | *1,051.07* | *243.40* | *(3.47)* | *1,291.00* | *3,319.23* | *2,831.78* |
| **ii. Intangible Assets** | | | | | | | | | | |
| Computer Softwares / Licences (Acquired) | **23.20** | **1.07** | **-** | **24.27** | **16.19** | **1.75** | **-** | **17.94** | **6.33** | **7.01** |
| | *19.25* | *3.95* | *-* | *23.20* | *14.11* | *2.08* | *-* | *16.19* | *7.01* | *5.14* |
| Total - Intangible Assets | **23.20** | **1.07** | **-** | **24.27** | **16.19** | **1.75** | **-** | **17.94** | **6.33** | **7.01** |
| | *19.25* | *3.95* | *-* | *23.20* | *14.11* | *2.08* | *-* | *16.19* | *7.01* | *5.14* |
| **iii. Right of Use Assets (Refer note 31.5)** | **337.49** | **52.03** | **(5.99)** | **383.53** | **120.77** | **31.69** | **(0.50)** | **151.97** | **231.56** | **216.72** |
| | *281.39* | *56.10* | *-* | *337.49* | *92.61* | *28.16* | *-* | *120.77* | *216.72* | *188.78* |
| **iv. Capital work-in-progress** | | | | | | | | | **974.15** | **774.29** |
| | | | | | | | | | *774.29* | *708.62* |

**Note :**

1) The Company has not revalued its property plant and equipment (including right of use assets) or intangible assets or both during the current or previous year
2) Refer note 31.15(i)
3) Figures in *italic* represent previous year's figures.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## Note - 3. Property, Plant and Equipment, Intangible Assets, Right of Use and Capital Work in Progress (Contd..)

### v) Capital-Work-in Progress (CWIP)

Projects have been categorised based on Geographical Area (GA) and each Geographical Area includes multiple projects.

#### a) Ageing of capital-work in progress as at March 31, 2025

(₹ in Crore)

| Particulars | Amount in CWIP for a period of | | | | |
|---|---|---|---|---|---|
| | <1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| - Projects in progress | **735.39** | **118.39** | **48.80** | **71.57** | **974.15** |
| | *467.59* | *133.58* | *93.50* | *79.62* | *774.29* |
| - Projects temporarily suspended | - | - | - | - | - |
| | - | - | - | - | - |
| **Total** | **735.39** | **118.39** | **48.80** | **71.57** | **974.15** |
| | *467.59* | *133.58* | *93.50* | *79.62* | *774.29* |

#### b) CWIP, whose completion is overdue, completion schedule is as below:

(₹ in Crore)

| Particulars | To be completed in | | | | |
|---|---|---|---|---|---|
| | <1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Mumbai & Greater Mumbai (GA1) | **24.22** | - | - | - | **24.22** |
| | *25.75* | - | - | - | *25.75* |
| Thane City & adjoining Contiguous Area (GA2) | **21.47** | - | - | - | **21.47** |
| | *30.55* | *0.42* | - | - | *30.97* |
| Raigad District (GA3) | **46.81** | - | - | - | **46.81** |
| | *31.90* | *28.69* | - | - | *60.59* |
| **Total** | **92.50** | - | - | - | **92.50** |
| | *88.20* | *29.11* | - | - | *117.31* |

**Notes :-**

1) Capital Work-in-Progress includes Capital inventory of ₹188.11 Crore (Previous year ₹159.40 Crore)

   a) Capital inventory includes material in transit ₹NIL (Previous year ₹0.16 crore)

   b) As at March 31, 2025, ₹6.96 Crore (Previous year ₹7.94 Crore) has been recognised as an allowance for Capital inventory obsolescence.

   c) As at March 31, 2025, ₹8.39 Crore (Previous year ₹13.48 Crore) has been recognised as an allowance for Capital Work-in-Progress write off.

2) There are no projects as at reporting date which has exceeded cost as compared to its original approved plan. The Company follows practice of seeking approval for annual capital expenditure plan for each of the geographical/project areas.

3) Figures in *italic* represent previous year's figures.



Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 4. Trade Receivables (Refer note 31.14)

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Secured, Considered Good (secured against security deposits) | 50.86 | 53.61 |
| Unsecured, Considered Good | 294.76 | 227.00 |
| Unsecured, Considered doubtful | 3.31 | 3.32 |
| | **348.93** | **283.93** |
| Less : Expected credit loss allowance | 3.31 | 3.32 |
| | **345.62** | **280.61** |

### Trade Receivable ageing schedule as at March 31, 2025

(₹ in Crore)

| Particulars | Not Due | Outstanding for following periods from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 Months - 1 Year | 1-2 Years | 2-3 Years | More than 3 Years | |
| Undisputed Trade Receivables - considered Good | **183.32** | **124.25** | **3.67** | **7.91** | **22.70** | **3.75** | **345.60** |
| | *199.03* | *46.75* | *10.80* | *23.31* | *0.25* | *0.44* | *280.58* |
| Undisputed Trade Receivables - considered doubtful | - | - | - | - | **0.11** | - | **0.11** |
| | - | - | - | - | *0.11* | - | *0.11* |
| Disputed Trade Receivables -considered good | - | - | - | - | **0.01** | **0.01** | **0.02** |
| | - | *0.01* | - | *0.01* | - | *0.01* | *0.03* |
| Disputed Trade Receivables - considered doubtful | - | - | - | - | - | **3.20** | **3.20** |
| | - | - | - | - | - | *3.21* | *3.21* |
| Less : Expected credit loss allowance | | | | | | | **(3.31)** |
| | | | | | | | *(3.32)* |
| **Total** | | | | | | | **345.62** |
| | | | | | | | *280.61* |

**Notes:-**

1) Figures in *italic* represent previous year's figures.

2) "Undisputed Trade receivables - considered Good" under age bucket 2-3 years and more than 3 years are secured against security deposits

## 5. Loans, Measured at Amortised Cost

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Unsecured - Considered Good** | | |
| To Related Party (Refer note 31.3) $ | 257.00 | 201.00 |
| | **257.00** | **201.00** |

$ Repayment of this loan shall not be before March 31, 2027, tenure extension if any to be agreed mutually. Rate of Interest @9.05% p.a. (previous year @9.05% p.a.) Loans are repayable on demand but the same has not been demanded during the year by the Company.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 6. Other Non-current Financial Assets

(₹ in Crore)

| Particulars | | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **Security Deposits** | | | |
| Unsecured, Considered Good @ | | 109.23 | 96.56 |
| Unsecured, Considered doubtful | | 4.85 | 8.55 |
| | | 114.08 | 105.11 |
| Less: Expected credit loss allowance for Security Deposits | | 4.85 | 8.55 |
| **Subtotal** | (a) | 109.23 | 96.56 |
| Bank deposits with more than 12 months maturity ^ | (b) | 0.16 | 0.22 |
| Interest accrued but not due on unsecured loan given | (c) (Refer note 31.3) | 17.66 | 0.49 |
| **Total - Other Non-current Financial Assets (a+b+c)** | | 127.05 | 97.27 |

@ Includes ₹50.00 crore (Previous year ₹50.00 crore) receivable from related parties (Refer note 31.3 & 31.9(iv))

^ Includes deposits given as margin money (including accrued interest) of ₹0.16 crore (Previous year ₹0.22 crore)

## 7. Other Non-current Assets

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Capital Advances ^^ | 82.58 | 19.68 |
| **Advances other than Capital Advances** | | |
| Prepaid Expenses | 9.65 | 12.77 |
| | 92.23 | 32.45 |

^^ Includes ₹81.13 crore (Previous year ₹19.19 crore) towards transaction with related party (Refer note 31.3)

## 8. Inventories (at lower of Cost and Net Realisable Value)

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Stock in Trade:** | | |
| Stock of Natural Gas | 1.46 | 1.34 |
| Stores and Spares | 47.46 | 38.50 |
| | 48.92 | 39.84 |

As at March 31, 2025, ₹1.23 crore (Previous year ₹1.85 crore) has been recognised as an allowance for stores and spares inventory obsolescence



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## Note - 9. Investments

**Non Current**

**A. Investments in Equity Instruments,Compulsorily Convertible Preference Shares(CCPS) Unquoted - Measured at Cost**

| Name of the Company | Face Value (₹) | Number of Shares | | Amount (₹ in crore) | |
|---|---|---|---|---|---|
| | | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| **Investment in subsidiaries (fully paid up equity shares)** | | | | | |
| Unison Enviro Private Limited | 10 | 13,54,28,600 | 13,54,28,600 | 562.09 | 562.09 |
| Mahanagar LNG Private Limited | 10 | 1,53,00,000 | 51,00,000 | 15.30 | 5.10 |
| **Investment in associates** | | | | | |
| International Battery Company India Private Limited (fully paid up equity shares) | 10 | 43,71,065 | - | 35.36 | - |
| 3EV Industries Private Limited (CCPS) | 100 | 13,948 | - | 72.95 | - |
| 3EV Industries Private Limited (fully paid up equity shares) | 10 | 10 | - | 0.05 | - |
| **Total** | | | | 685.75 | 567.19 |

**B. Investments in Equiy instruments and Compulsorily Convertible Preference Shares (CCPS), Unqouted - Measured at Fair value through Other Comprehensive Income- (FVTOCI) - Refer note 4 below**

| Name of the Company | Face Value (₹) | Number of Shares | | Amount (₹ in crore) | |
|---|---|---|---|---|---|
| | | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| 3EV Industries Private Limited (CCPS) | 100 | - | 9,543 | - | 49.95 |
| 3EV Industries Private Limited (fully paid up equity shares) | 10 | - | 10 | - | 0.05 |
| **Total** | | | | - | 50.00 |
| **Total Non-Current Investments (A+B)** | | | | 685.75 | 617.19 |

**Notes :-**

1) On March 03, 2023, the Company had signed a Share Purchase Agreement (SPA) with Unison Enviro Private Limited (UEPL) and erstwhile shareholders of UEPL for acquisition of 100% stake in UEPL. On February 01, 2024, the Company acquired 100% stake in UEPL from its erstwhile shareholders for a consideration of ₹562.09 crore. Consequently, UEPL has become wholly owned subsidiary of Mahanagar Gas Limited w.e.f. February 01, 2024. UEPL is in the City Gas Distribution (CGD) business and is authorised by Petroleum and Natural Gas Regulatory Board (PNGRB) to lay, build and operate CGD pipeline network in the 3 geographic areas (GA). Two GAs in the State Maharashtra namely 1. Ratnagiri District and 2. Osmanabad and Latur District and One GA in the State of Karnataka namely Chitradurga and Davangere.

2) Out of the total investment of the company in the shares of Unison Enviro Private Limited (UEPL), 51% shares (6,90,68,586 shares) are pledged with PNB Investment Services Limited (Security Trustee), for security against the rupee term loan and non-fund based facility (Letter of credit and Performance Bank Guarantee) (Refer note 31.8)

3) On October 17, 2023, the Company had signed a Joint Venture Agreement with Baidyanath LNG Private Limited (BLNG) for incorporating a Joint Venture Company (JVC) for undertaking the business of selling Liquefied Natural Gas (LNG) as fuel to LNG vehicles. The JVC, Mahanagar LNG Private Limited (MLPL) was incorporated on December 26, 2023. As of March 31, 2025, the Company has invested ₹15.30 Crore in equity shares and is holding 51% equity shares of the JVC. MLPL is a subsidiary of the Company.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## Note - 9. Investments (Contd..)

4) On February 12, 2024, the Company acquired 18.94% stake through investment of ₹50 Crore in Compulsorily Convertible Preference Shares (CCPS) in 3EV Industries Private Limited (3EV). 3EV is in the business of manufacturing of 3-wheeler cargo and passenger electric vehicles. During the year, the Company has further invested ₹23 Crore in CCPS increasing the holding to 24.54% based on a strategic business decision for diversification. Accordingly, the Company has reclassified its investment in 3EV from investment held at fair value through OCI to amortised cost from February 04, 2025. 3EV is considered as an associate of the Company as per Ind AS 28 "Investments in Associates and Joint Ventures"

5) The Company, International Battery Company, Inc ('IBC US') and International Battery Company India Private Limited ('IBC India') had entered into Share Subscription Agreement and Shareholder's Agreement both on November 07, 2024. The Company has invested ₹35.36 Crore in the month of January 2025 (Shares allotted on February 03, 2025) and is holding 44% of equity share capital of IBC India, as of March 31, 2025. Thus IBC India is considered as an associate of the Company as per Ind AS 28 "Investments in Associates and Joint Ventures"

**Current**

**C. Investment in Mutual Fund Carried at Fair Value through Profit or Loss**

| Name of the Company | Face Value (₹) | Number of Units | | Amount (₹ in crore) | |
|---|---|---|---|---|---|
| | | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| Aditya Birla Sun Life Liquid Fund - Direct Plan - Growth | 100 | 11,37,341 | - | 47.62 | - |
| Baroda BNP Paribas Liquid Fund - Direct Plan - Growth | 1,000 | - | 16,632 | - | 4.63 |
| Bandhan Liquid Fund - Growth - Direct Plan (erstwhile - IDFC Cash Fund - Direct Plan - Growth) | 1,000 | - | 3,72,279 | - | 108.61 |
| DSP Liquidity Fund - Direct Plan - Growth | 1,000 | 3,95,228 | - | 146.56 | - |
| Edelweiss Liquid Fund - Direct Plan - Growth | 1,000 | - | 2,59,460 | - | 80.91 |
| Bandhan Banking & PSU Debt Fund - Direct Plan - Growth (Erstwhile IDFC Banking & PSU Debt Fund) | 10 | 4,80,00,985 | 5,39,39,624 | 118.99 | 123.55 |
| KOTAK Banking & PSU Debt Fund - Direct Plan - Growth | 10 | 76,93,533 | - | 51.23 | - |
| MIRAE Asset Liquid Fund(erstwhile - MIRAE Asset Cash Management Fund - Growth) | 1,000 | 5,25,955 | - | 144.09 | - |
| Nippon Banking & PSU Debt Fund - Direct Plan - Growth | 10 | 2,43,62,523 | - | 51.29 | |
| Nippon India Liquid Fund - Direct Plan - Growth | 1,000 | - | 3,33,710 | - | 197.19 |
| SUNDARAM Liquid Fund - Direct Plan - Growth | 1,000 | 4,38,668 | - | 100.53 | - |
| TATA Liquid Fund - Direct Plan - Growth | 1,000 | 2,98,570 | 5,30,180 | 122.20 | 202.01 |
| Edelweiss Arbitrage Fund - Direct Plan - Growth | 10 | 2,11,49,311 | 2,11,49,311 | 43.24 | 40.00 |
| Invesco India Arbitrage Fund - Direct Plan - Growth | 10 | 1,35,66,120 | 1,35,66,120 | 46.01 | 42.56 |
| Kotak Equity Arbitrage Fund - Direct Plan - Growth | 10 | 1,17,32,509 | 1,17,32,509 | 46.17 | 42.69 |
| Mirae Asset Arbitrage Fund - Direct Plan - Growth | 10 | 1,62,59,350 | 1,62,59,350 | 21.62 | 20.00 |
| Nippon India Arbitrage Fund - Direct Plan - Growth | 10 | 80,73,521 | 80,73,521 | 22.76 | 21.10 |
| SBI Arbitrage Opportunities Fund - Direct Plan - Growth | 10 | 1,29,80,730 | 1,29,80,730 | 45.84 | 42.49 |
| Tata Arbitrage Fund - Direct Plan - Growth | 10 | 3,10,52,178 | 3,10,52,178 | 46.08 | 42.64 |
| **Total Investment in Mutual Funds (Unquoted)** | | | | **1,054.23** | **968.38** |



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## Note - 9. Investments (Contd..)

**D. Carried at Amortised Cost**

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Fixed Deposit with Bajaj Finance Limited | - | 50.39 |
| **Total of Corporate FDs** | **-** | **50.39** |
| **Total (C+D) (Unquoted Investments)** | **1,054.23** | **1,018.77** |

## 10. Cash and Cash Equivalents

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Balances with Banks in Current Accounts | 121.65 | 94.12 |
| Cash in Transit | 12.64 | 8.56 |
| Cash on Hand | 0.01 | 0.01 |
| **Total - Cash and Cash Equivalents (Refer Statement of Cash Flow)** | **134.30** | **102.69** |

## 11. Bank Balances other than cash and cash equivalent

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Bank Deposits with original maturity of more than 3 months but less than 12 months | 175.28 | 289.07 |
| Earmarked balance with banks for fuel cards | 1.75 | 0.93 |
| Margin Money Deposits @ | 2.36 | 2.60 |
| Earmarked balances in unclaimed dividend accounts | 0.78 | 0.83 |
| Earmarked balance in unspent CSR Accounts | 0.56 | 2.35 |
| | **180.73** | **295.78** |

@ Term Deposits held as Margin Money against Bank Gurantee and other committments.

## 12. Other Current Financial Assets

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Unbilled Revenue (Refer note 31.14) (a) | **86.47** | **80.42** |
| **Security Deposits** | | |
| Unsecured, Considered Good $ | 3.21 | 10.01 |
| Unsecured, Considered doubtful | 0.42 | 1.32 |
| | **3.63** | **11.33** |
| Less: Expected credit loss allowance for Security Deposits | 0.42 | 1.32 |
| **Subtotal (b)** | **3.21** | **10.01** |
| Unsecured, Miscellaneous Receivable and Others^ | 25.48 | 21.03 |
| Less : Expected Credit Loss Allowance on Miscellaneous Receivable | 10.56 | 9.09 |
| **Subtotal (c)** | **14.92** | **11.94** |
| **Total - Other Current Financial Assets (a+b+c)** | **104.60** | **102.37** |

$ includes ₹0.45 crore (previous year ₹0.34 crore) receivable from related parties (Refer note 31.3)

^ Includes ₹6.68 crore (Previous year ₹6.68) receivable from related parties (Refer note 31.3)

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 13. Other Current Assets

(₹ in Crore)

| Particulars | | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **Advances other than capital advances** | | | |
| Prepaid Expenses | | 14.60 | 12.40 |
| Advances to Vendors | | 5.62 | 7.58 |
| **Subtotal** | **(a)** | **20.22** | **19.98** |
| Balances with Government Authorities | **(b)** | 2.03 | 0.96 |
| **Total (a+b)** | | **22.25** | **20.94** |

## 14. Equity Share Capital

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **Authorised Equity Share Capital** | | |
| 13,00,00,000 (previous year 13,00,00,000) Equity Shares of ₹10/- each | 130.00 | 130.00 |
| **Issued, Subscribed and Fully Paid Equity Shares** | | |
| 9,87,77,778 (previous year 9,87,77,778) Equity Shares of ₹10/- each | 98.78 | 98.78 |

**Terms/rights attached to equity shares :**

The Company has only one class of equity shares having par value at ₹10 per share, each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Details of Shareholders holding more than 5% Shares**

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **GAIL (India) Limited** | | |
| Number of Shares | 3,21,02,750 | 3,21,02,750 |
| Percentage | 32.50% | 32.50% |
| **Government of Maharashtra** | | |
| Number of Shares | 98,77,778 | 98,77,778 |
| Percentage | 10.00% | 10.00% |
| **Life Insurance Corporation of India** | | |
| Number of Shares | 65,78,954 | 75,76,510 |
| Percentage | 6.66% | 7.67% |
| **Details of shares held by promoters** | | |
| GAIL (India) Limited | | |
| No. of shares at the beginning of the year | 3,21,02,750 | 3,21,02,750 |
| No. of shares at the end of the year | 3,21,02,750 | 3,21,02,750 |
| Change during the year | - | - |
| Percentage of total shares | 32.50% | 32.50% |
| Percentage change during the year | - | - |



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 15. Other Equity (Refer Statement of Changes in Equity (SOCIE))

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| General Reserve | 211.84 | 211.84 |
| Retained Earnings | 5,584.79 | 4,836.24 |
| Other Comprehensive Income | (6.10) | (3.99) |
| | **5,790.53** | **5,044.09** |

**Description of nature and purpose of each reserve :**

**General Reserve -** General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income

**Retained earnings -** This represents surplus of profit and loss account.

**Other Comprehensive Income -** This represents the cumulative gains and losses arising on the remeasurement of defined benefit plans in accordance with Ind AS 19 - "Employee Benefits" that have been recognised in other comprehensive income

## 16. Lease Liabilities (Refer note 31.5)

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Non Current Lease Liabilities | 135.01 | 116.13 |
| Current Lease Liabilities | 29.28 | 23.13 |
| | **164.29** | **139.26** |

## 17. Non Current - Other Financial Liabilities

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Retention Money (Suppliers) | 2.65 | 2.66 |
| | **2.65** | **2.66** |

## 18. Provisions

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **a. Non-current (Refer note 31.1)** | | |
| **Employee Benefits** | | |
| Compenseted absences | 29.86 | 27.57 |
| Post Retirement Medical Benefits | 19.35 | 13.80 |
| Other Employee Benefits Obligations ** | 5.79 | 3.85 |
| **Total (a)** | **55.00** | **45.22** |

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 18. Provisions (Contd..)

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **b. Current (Refer note 31.1)** | | |
| **Employee Benefits** | | |
| Compensated absences | 12.62 | 11.06 |
| Post Retirement Medical Benefits | 0.24 | 0.19 |
| Gratuity | 5.46 | 2.34 |
| Other Employee Benefits Obligations ** | 0.65 | 0.51 |
| **Total (b)** | **18.97** | **14.10** |
| **Total Provisions (a+b)** | **73.97** | **59.32** |

** Represents long service award and death relief benefits.

## 19. Deferred Tax Liabilities (Net) (Refer note 31.6)

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Deferred Tax Liabilities | 348.96 | 300.31 |
| Less : Deferred Tax Assets | 71.91 | 56.23 |
| | **277.05** | **244.08** |

### 19A. Non-current Tax Assets (net)

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Advance payment of Income Tax (net) | 72.79 | 99.84 |
| | **72.79** | **99.84** |

### 19B. Current Tax Liabilities (net)

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Provision for Income Tax (net) | 3.17 | 2.97 |
| | **3.17** | **2.97** |

## 20. Trade Payables

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Micro and Small Enterprises (MSME) (Refer note 31.10) | 13.19 | 23.47 |
| Other Trade Payables | 224.29 | 180.57 |
| | **237.48** | **204.04** |
| Payable to Related Parties (Refer note 31.3) | 177.93 | 130.15 |
| | **415.41** | **334.19** |





# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 20. Trade Payables (Contd..)

**Trade Payables ageing schedule as at March 31, 2025**

(₹ in Crore)

| Particulars | Unbilled | Not due | Outstanding for following periods from due date of payment | | | | Total |
|---|---|---|---|---|---|---|---|
| | | | Upto 1 year | 1-2 Years | 2-3 Years | More than 3 Years | |
| MSME | **0.01** | **13.18** | - | - | - | - | **13.19** |
| | *0.18* | *23.29* | - | - | - | - | *23.47* |
| Others | **1.19** | **401.03** | - | - | - | - | **402.22** |
| | *1.26* | *309.46* | - | - | - | - | *310.72* |
| Disputed Dues – MSME | - | - | - | - | - | - | - |
| | - | - | - | - | - | - | - |
| Disputed Dues – Others | - | - | - | - | - | - | - |
| | - | - | - | - | - | - | - |
| **Total** | | | | | | | **415.41** |
| | | | | | | | *334.19* |

Figures in *italic* represent previous year's figures.

## 21. Current - Others Financial Liabilities

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Security Deposits from customers | 1,018.82 | 923.28 |
| Retention Money (Suppliers) | 24.24 | 17.61 |
| Unpaid Dividends * | 0.78 | 0.83 |
| Payable towards Capital expenditure | 145.73 | 132.04 |
| Others^ | 120.33 | 167.87 |
| | **1,309.90** | **1,241.63** |

* There is no amount due and outstanding to be transferred to the Investor Education and Protection Fund (IEPF) by the Company. Unclaimed Dividend, if any, shall be transferred to IEPF as and when they become due.

^ Includes provision for Unspent CSR of ₹0.55 crore (previous year ₹5.53 crore) (Refer note 31.13)

^Includes provision towards Oil Manufacturing Company (OMC) Trade margins. (Refer note 31.9 (vi))

## 22. Other Liabilities

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| **(a) Non - Current** | | |
| Deferred Revenue (Refer note 31.3) | 4.56 | 5.07 |
| | **4.56** | **5.07** |
| **(b) Current** | | |
| Statutory dues Payables ** | 22.77 | 19.95 |
| Advances from Customers (Refer note 31.14) | 40.27 | 33.48 |
| Deferred Revenue (Refer note 31.3) | 0.51 | 0.51 |
| | **63.55** | **53.94** |
| **Total Other Liabilities (a+b)** | **68.11** | **59.01** |

** Includes Value Added Tax, Tax Deducted at Source, etc

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 23. Revenue from Operations (Refer note 31.14)

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Sale of Natural Gas (Including Excise Duty) | 7,560.75 | 6,835.09 |
| Sale of Pipes, Fittings and Other Materials | 7.71 | 6.04 |
| Other Operating Income | 21.53 | 20.82 |
| | **7,589.99** | **6,861.95** |

## 24. Other Income

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **a. Interest Income earned on financial assets measured at amortised cost** | | |
| Bank Deposits | 20.12 | 13.19 |
| Loan given to related parties (Refer note 31.3) | 19.08 | 0.55 |
| Other interest income ^^ | 13.52 | 24.68 |
| | **52.72** | **38.42** |
| ^^ Includes interest received on income tax refund of ₹8.96 crore, (previous year - ₹NIL) and corporate deposits of ₹3.78 crore (previous year - ₹24.09 crore) | | |
| **b. Other Gains and Losses** | | |
| Gain/(Loss) on units of Mutual Funds (Debt Instruments) designated at FVTPL * | 90.05 | 103.11 |
| | **90.05** | **103.11** |
| * Includes unrealised increase/(decrease) in fair value of units of Mutual Funds ₹37.02 crore (previous year - ₹29.87 crore) | | |
| **c. Other Non-operating Income #** | 41.24 | 33.77 |
| # Includes Delayed Payment Charges of ₹19.21 crore (previous year ₹20.32 crore) and Bill Printing Charges of ₹9.41 crore (previous year ₹5.85 crore) from PNG Customers | | |
| **Total Other Income (a+b+c)** | **184.01** | **175.30** |

## 25. Cost of Material Consumed

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Cost of Natural Gas (Refer note 31.3) | 4,464.87 | 3,623.96 |
| Less: Captive Consumption | 13.73 | 11.22 |
| | **4,451.14** | **3,612.74** |
| Purchase of Pipes and Fittings | 6.90 | 5.16 |
| | **4,458.04** | **3,617.90** |



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 26. Changes in Inventories

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Changes in Stock of Natural Gas: | | |
| Opening Stock | 1.34 | 1.51 |
| Closing Stock | 1.46 | 1.34 |
| **Decrease/(Increase) in Stock** | **(0.12)** | **0.17** |

## 27. Employee Benefits Expense

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Salaries, Wages and Allowances | 145.51 | 129.65 |
| Contribution to Provident Fund and Other Funds (Refer note 31.1) | 15.38 | 9.68 |
| Staff Welfare * | 10.64 | 8.34 |
| Secondment Charges (Refer note 31.3) | 2.48 | 2.40 |
| | **174.01** | **150.07** |
| Less: Transfer to Capital Work-in-Progress | 36.23 | 31.94 |
| | **137.78** | **118.13** |

* Includes Post Retirement Medical Benefits (Refer note 31.1)

## 28. Finance Costs

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Interest on lease liabilities (Refer note 31.5) | 13.05 | 10.59 |
| Other Interest Expense | 0.38 | 0.94 |
| | **13.43** | **11.53** |
| | **13.43** | **11.53** |

## 29. Other Expenses

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Power and Fuel | 193.60 | 156.90 |
| CNG Dispensing Charges (Refer note 31.5) | 121.28 | 75.79 |
| Consumption of Stores and Spares | 39.37 | 34.82 |
| Insurance | 6.88 | 6.12 |
| Rent Expense (Refer note 31.5) | 30.70 | 22.95 |
| Rates and Taxes | 7.26 | 7.69 |
| Repairs to Buildings | 3.08 | 7.87 |
| Repairs to Plant and Machinery | 134.86 | 102.57 |
| Write-off, Allowance and Loss on Disposal of CWIP and Property, Plant and Equipment | 4.20 | 6.76 |
| Financial Assets Written-off | 1.57 | 3.92 |
| Expected credit loss allowance on Financial Assets (Net) | (3.13) | 6.07 |
| Allowance for inventory obsolescence | 0.96 | 3.47 |

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 29. Other Expenses (Contd..)

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Corporate Social Responsibility Expenditure (Refer Note 31.13) | 23.66 | 17.55 |
| Miscellaneous Expenses (Refer note 31.11) | 258.08 | 216.57 |
| | **822.37** | **669.05** |
| Less: Transfer to Capital Work-in-Progress | 4.17 | 3.35 |
| | **818.20** | **665.70** |

## 30. OCI - Items that will not be reclassified to profit or loss

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (Losses) on Remeasurements of the Defined Benefit Plans (Refer note 31.1) | (2.82) | (5.14) |
| Less : Income Tax on Remeasurements of the Defined Benefit Plans | 0.71 | 1.29 |
| **OCI - Items that will not be reclassified to profit or loss (Net of Income Tax)** | **(2.11)** | **(3.85)** |

## 31. Disclosures under Indian Accounting Standards:

### 31.1 Employee Benefit Obligations

#### i) Defined Contribution Plans

The Company makes Provident Fund and National Pension Scheme (NPS) contributions, which are defined contribution plans, for qualifying employees. Company has no further payment obligations once the contributions have been paid. Under the Provident Fund Schemes and NPS, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Company are in compliance with the rates specified in the rules of the schemes. The Company recognised ₹9.21 crore (previous year ₹7.85 crore) as an expense and included in Note 27 – Employee Benefits Expense 'Contribution to Provident Fund and Other Fund's in the Statement of Profit and Loss for the year ended March 31, 2025.

#### ii) Defined Benefit Plans

The Company offers the following defined benefit schemes to its employees:

- Gratuity (Refer note 27): The Company's gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, Employee who has completed five years of service is entitled to specific benefit, the plan is funded.

- Post-Retirement Medical Benefit Plan (PRMB) (Refer note 27): The Company has provided Post-Retirement Medical Scheme. Under the scheme eligible retired employees of the company and their spouse are provided medical claims for hospitalisation through insurance policy coverage.

The following table sets out the funded/unfunded status of the defined benefit schemes and the amount recognised in the financial statements:



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

**Amount recognised in Statement of Profit and Loss**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | | For the year ended March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| Current Service Cost | 2.62 | 1.29 | 1.41 | 0.77 |
| Past Service Cost | 3.15 | - | - | - |
| Interest Cost (Net) | 0.40 | 1.01 | 0.42 | 0.61 |
| **Total Expense recognised in the Statement of Profit and Loss** | **6.17** | **2.30** | **1.83** | **1.38** |

**Amount recognised in Other Comprehensive Income**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | | For the year ended March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| (Gain)/Loss Due to change in Demographic Assumptions | (0.01) | (0.01) | (0.31) | (0.19) |
| (Gain)/Loss Due to change in Financial Assumptions | 0.02 | 1.27 | 0.83 | 0.49 |
| (Gain)/Loss Due to Experience | (0.72) | 2.27 | (0.02) | 4.33 |
| Return on Plan Assets (excluding amounts included in net interest expense) | # | - | 0.01 | - |
| **Total Remeasurement (gains)/losses recognised in OCI** | **(0.71)** | **3.53** | **0.51** | **4.63** |

**Net Asset/ (Liability) recognised in the Balance Sheet**

(₹ in Crore)

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| Present value of Defined Benefit Obligation | (36.08) | (19.59) | (29.54) | (13.99) |
| Fair value of Plan Assets | 30.62 | - | 27.20 | - |
| **Net Asset/ (Liability) recognised in the Balance Sheet** | **(5.46)** | **(19.59)** | **(2.34)** | **(13.99)** |

**Change in defined benefit obligation (DBO) during the year**

(₹ in Crore)

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| Present value of DBO at beginning | 29.54 | 13.99 | 26.28 | 8.11 |
| Current Service Cost | 2.62 | 1.29 | 1.41 | 0.77 |
| Past Service Cost | 3.15 | - | - | - |
| Interest Cost | 2.36 | 1.01 | 1.96 | 0.61 |
| Remeasurement (gain)/loss | (0.71) | 3.53 | 0.50 | 4.63 |
| Benefits paid | (0.88) | (0.23) | (0.61) | (0.13) |
| Present value of DBO at the end | 36.08 | 19.59 | 29.54 | 13.99 |

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

**Change in the fair value of Asset during the year – Gratuity (Funded)**

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Plan Assets at beginning | 27.20 | 20.57 |
| Interest Income | 1.96 | 1.54 |
| Return on Plan Assets (excluding amounts included in net interest expense) | # | (0.01) |
| Employer contribution | 2.34 | 5.71 |
| Benefits paid | (0.88) | (0.61) |
| **Plan Assets as at the end *** | **30.62** | **27.20** |
| Actual return on Plan Assets | 1.96 | 1.53 |

* Category-wise composition of the plan assets is not available with the Company since the fund is managed by LIC.

**Principal Actuarial assumptions**

(₹ in Crore)

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| Discount rate | 6.79% | 6.79% | 7.23% | 7.23% |
| Expected rate of escalation in salary | 8.16% | NA | 9.02% | NA |
| Attrition rate | 4.58% | 4.58% | 4.63% | 4.63% |
| Medical Cost Inflation | NA | 3.00% | NA | 3.00% |
| Mortality tables | Indian Assured Lives Mortality (2012-14) Urban | | | |
| Estimate of amount of contribution in the immediate next year (₹ in Crore) | 4.67 | NA | 3.76 | NA |
| Retirement age | 60 years | | 60 years | |

**Maturity analysis of Projected Benefit Obligation**

(₹ in Crore)

| Particulars | As at March 31, 2025 | |
|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) |
| 1st Following Year | 2.80 | 1.63 |
| 2nd Following Year | 2.47 | 1.43 |
| 3rd Following Year | 3.67 | 1.93 |
| 4th Following Year | 4.19 | 0.99 |
| 5th Following Year | 2.96 | 0.92 |
| Sum of Years 6 To 10 | 16.65 | 5.58 |
| Sum of Years 11 and above | 36.01 | |

These plans typically expose the Company to actuarial risks such as:

Investment risk - The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to market yields at the end of the reporting period on government bond yields; if the return on plan asset is below this rate, it will create a plan deficit.

Interest rate risk - A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments. The expected rate of return on plan assets is determined after considering several applicable factors such as the composition of the plan assets, investment strategy, market scenario, etc.



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

Demographic risk - This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, medical cost inflation, discount rate and vesting criteria.

Salary risk - The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Asset Liability Matching (ALM) Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for lifetime and payable till retirement age only, plan does not have any longevity risk.

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low as insurance companies have to follow stringent regulatory guidelines which mitigate risk.

In order to protect the capital and optimise returns within acceptable risk parameters, the plan assets are well diversified. The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

*Sensitivity*

Sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

| Particulars | Change in Assumption | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|---|
| | | Increase by ₹ Crore | Decrease by ₹ Crore | Increase by ₹ Crore | Decrease by ₹ Crore |
| Discount rate | +/- 1% | 5.24 | (6.32) | 3.98 | (4.76) |
| Expected rate of escalation in salary | +/- 1% | (4.83) | 4.20 | (3.24) | 2.84 |
| Attrition rate | +/- 1% | (0.43) | 0.48 | (0.49) | 0.56 |

Positive figures represent decrease in obligation and negative figures represents increase obligation.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

Furthermore, in presenting the above sensitivity analysis, the present value of the defined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

**iii) Other Long-term Employee Benefits**

Compensated absences which are accumulated and not expected to be availed within twelve months after the end of the reporting period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the balance sheet date. Long Service Awards are recognised as a liability based on actuarial valuation of the defined benefit obligation as at the balance sheet date.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

An amount of ₹6.00 crore (previous year ₹7.62 crore) and ₹2.69 crore (previous year ₹1.59 crore) has been charged to the Statement of Profit and Loss towards Compensated absences and Long service awards respectively.

**Actuarial assumptions for long-term compensated absences**

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Discount rate | 6.79% | 7.23% |
| Salary escalation | 8.16% | 9.02% |
| Attrition | 4.58% | 4.63% |

The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

### 31.2 Segment Information

**a. Description of segments and principal activities**

The Company has a single operating segment that is "Sale of Natural Gas". Accordingly, the segment revenue, segment results, segment assets and segment liabilities are reflected by the financial statements themselves as at and for the financial year ended March 31, 2025.

**b. Entity wide disclosures**

**Information about products and services:**

The Company is in a single line of business of "Sale of Natural Gas".

**Geographical Information:**

The Company operates presently in the business of city gas distribution in India. Accordingly, revenue from customers earned and non-current assets are located in one geography i.e. India.

**Information about major customers:**

Three customers who contributed more than 10% of the revenue during the year ended March 31, 2025 is ₹2,995.02 crore (previous year ₹2,914.79 crore).

### 31.3 Related Party Transactions

| Sr. No. | Name of the Related Party | Relationship |
|---|---|---|
| 1 | GAIL (India) Limited | Enterprise having significant influence |
| 2 | Unison Enviro Private Limited (UEPL) | Subsidiary (w.e.f. February 01, 2024) |
| 3 | Mahanagar LNG Private Limited (MLPL) | Subsidiary (w.e.f. December 26, 2023) |
| 4 | Petronet LNG Limited | Joint Venture Company of GAIL (India) Limited |
| 5 | The Boston Consulting Group | Relative of director has significant influence |
| 6 | 3EV Industries Private Limited | Associate (w.e.f. February 04, 2025) |
| 7 | International Battery Company India Private Limited | Associate (w.e.f. February 03, 2025) |



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

Following is the list of Key Managerial Personnel (KMPs') as per Ind AS 24:

a. Mr. Sandeep Kumar Gupta, Non-Executive Director (Chairman) - GAIL Nominee ~

b. Mr. Mahesh Vishwanathan Iyer, Non-Executive Director (Chairman) (upto October 31, 2023) - GAIL Nominee ~

c. Mr. Ashu Shinghal, Managing Director (MD) – GAIL Nominee

d. Mr. Sanjay Shende, Whole Time Director (DMD) – GAIL Nominee

e. Dr. P. Anbalagan, Nominee Director (from January 28, 2025)- Government of Maharashtra Nominee ~

f. Dr. Harshadeep Shriram Kamble, Nominee Director (Upto January 06, 2025) - Government of Maharashtra Nominee ~

g. Mr. Syed S. Hussain, Independent Director

h. Mrs. Malvika Sinha, Independent Director

i. Mr. Mahesh Kumar Gupta, Independent Director (From August 24, 2024)

j. Mr. Harish Kumar Agarwal, Independent Director (From August 24, 2024)

k. Mr. S. Venkatraman, Independent Director (Upto August 23, 2024)

l. Mr. Rajeev Bhaskar Sahi, Independent Director (Upto August 23, 2024)

~ No remuneration paid to nominee directors.

Details of transactions during the year with GAIL (India) Limited

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Purchase of Natural Gas | 3,412.19 | 2,908.99 |
| Purchase of Liquified Natural Gas | 7.54 | 2.09 |
| Secondment Charges (also included in KMPs' remuneration, Refer table below) | 2.48 | 2.40 |
| Hooking up charges | 61.95 | 2.28 |
| Other Expense | 0.16 | 0.06 |
| Capital Expense | 0.19 | 0.05 |
| Capital Advance received back | - | 1.65 |
| Security Deposit given/(refund) (net) | (0.12) | (0.08) |
| Dividend paid | 96.31 | 89.89 |

Details of transactions during the year with Unison Enviro Private Limited

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Investment in Equity Shares of Unison Enviro Private Limited | - | 562.09 |
| Corporate Guarantee given on behalf of Unison Enviro Private Limited (Refer note 31.8) | - | 566.00 |
| Unsecured Loan given to Unison Enviro Private Limited | 56.00 | 201.00 |

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Commission on Performance Bank Guarantee issued on behalf of Unison Enviro Private Limited | - | 0.40 |
| Commission for issuance of corporate guarantee on behalf of Unison Enviro Private Limited | - | 6.68 |
| Interest on loan given to Unison Enviro Private Limited | 19.08 | 0.55 |
| Recovery of Expenses incurred by the company on behalf of Unison Enviro Private Limited | 14.07 | 0.19 |
| Rent Received from Unison Enviro Private Limited towards Company's premise given on lease | 0.09 | - |

Details of transactions during the year with other related parties

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Investment in Equity shares of Mahanagar LNG Private Limited | 10.20 | 5.10 |
| Recovery of secondment charged from Mahanagar LNG Private Limited | 0.05 | - |
| Consultancy Services received from The Boston Consulting Group | - | 12.91 |
| Services received from Petronet LNG Limited for Employee Training | - | 0.18 |
| Investment in CCPS 3EV Industries Private Limited | 23.00 | - |
| Investment in equity shares of International Battery Company India Private Limited | 35.36 | - |

Details of KMPs' remuneration including directors sitting fee:

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Short term employee benefits (secondment charges paid to MD and DMD) | 2.48 | 2.40 |
| Commission to Non-executive and Independent Directors | 0.45 | 0.45 |
| Directors' sitting fees | 0.27 | 0.39 |
| Reimbursement of expenses to KMP's | 0.06 | 0.04 |

Outstanding balance with Gail (India) Limited:

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Trade Payables @ | 177.93 | 129.62 |
| Capital Advances Given | 81.13 | 19.19 |
| Other Receivable | 0.47 | # |
| Security Deposits (Receivable) – Refer note 31.9 | 50.46 | 50.34 |

@ Mainly on account of gas purchases (secured by Stand by Letter of Credit) to be settled as per contract within 4 days, from receipt of invoices, being general terms of payment for such transactions.



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

Outstanding balance with Unison Enviro Private Limited:

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Unsecured Loan receivable | 257.00 | 201.00 |
| Interest receivable on loan (net of TDS) | 17.66 | 0.49 |
| Other Receivable | 7.23 | 7.08 |

Corporate Guarantee given to consortium lenders of Unison Enviro Private Limited for ₹566.00 crore

Outstanding balances with other related parties:

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Payable against consultancy Services received from The Boston Consulting Group | - | 0.49 |

### 31.4 Financial Instruments (Fair Value Measurements):

The Company has various financial assets and liabilities. The disclosures regarding the classification, fair value hierarchy, capital management, markets risk, credit risks and liquidity risks are as follows:

#### Classification of Financial Assets and Liabilities

(₹ in Crore)

| Particulars | Note | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **A. Financial Assets** | | | |
| **I. Measured at Fair Value Through Profit or Loss (FVTPL)** | | | |
| (i) Investments | 9 | 1,054.23 | 968.38 |
| **II. Measured at Fair value Through Other Comprehensive Income (FVTOCI)** | | | |
| (i) Other Investment | 9 | - | 50.00 |
| **III. Measured at Amortised Cost** | | | |
| (i) Investments: Corporate Fixed Deposits | 9 | - | 50.39 |
| (ii) Investment in Subsidiaries | 9 | 577.39 | 567.19 |
| (iii) Investment in Associates | 9 | 108.36 | - |
| (iv) Unsecured Loans, considered good | 5 | 257.00 | 201.00 |
| (v) Trade Receivables | 4 | 345.62 | 280.61 |
| (vi) Cash and Cash Equivalents | 10 | 134.30 | 102.69 |
| (vii) Bank balances other than (v) above | 11 | 180.73 | 295.78 |
| (viii) Other Financial Assets (current and non current) | 6,12 | 231.65 | 199.64 |
| **Total (A)** | | **2,889.28** | **2,715.67** |
| **B. Financial Liabilities** | | | |
| I. Measured at Amortised Cost | | | |
| (i) Trade Payables | 20 | 415.41 | 334.19 |
| (ii) Lease Liabilities | 16 | 164.29 | 139.26 |
| (iv) Other Financial Liabilities (current and non current) | 17,21 | 1,312.55 | 1,244.29 |
| **Total (B)** | | **1,892.24** | **1,717.74** |

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

**a. Fair Value Hierarchy of Financial Assets and Liabilities**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (i) recognised and measured at fair value and (ii) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, Company has classified its financial instruments into three levels prescribed under the accounting standards below:

Level 1: inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the company can access at the measurement date.

Level 2: inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: inputs are unobservable inputs for the asset or liability. Company's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period. There is no Level 1 and Level 3 type Financial Assets or Financials Liabilities as on March 31, 2025.

(i) Measured at Fair Value Through Profit or Loss (FVTPL)

The Company has investments in debt mutual funds which are not quoted in the active market. These debt mutual funds are subsequently measured at FVTPL as per the closing NAV statement provided by the mutual fund house. The corresponding unrealized gain or loss on fair valuation is recorded in profit and loss account under other income. Accordingly, such debt mutual funds fall under fair value hierarchy level 2. The fair value of these mutual funds as at March 31, 2025 is ₹1,054.23 crore (previous year ₹968.38 crore).

(ii) Measured at Fair Value Through Other Comprehensive Income (FVOCI):

The Company has investments in Compulsorily Convertible Preference Shares (CCPS) which are not quoted in the active market. These CCPS are subsequently measured at FVOCI on the basis of fair valuation on the reporting date. The corresponding unrealized gain or loss on fair valuation is recorded in OCI. The fair value of these CCPS as at March 31, 2025 is ₹Nil (previous year ₹50.00).

(iii) Measured at Amortised Cost for which Fair Value is disclosed

The fair values of all current financial assets and liabilities including trade receivables and unbilled revenue, cash and cash equivalents, bank balances, bank fixed deposits, corporate fixed deposits, security deposits, trade payables, lease liabilities, payables for purchase of property, plant and equipment and other current financial assets and liabilities are considered to be the same as their carrying values, due to their short term nature. The fair values of all non-current financial assets and liabilities including security deposits, trade receivables and lease liabilities and other non-current financial assets and liabilities are considered to be the same as their carrying values, as the impact of fair valuation is not material.

**b. Capital Management**

Total equity as shown in the balance sheet includes equity share capital, general reserves and retained earnings. There are no interest bearing loans and borrowings by the Company.

The Company aims to manage its capital efficiently to safeguard its ability to continue as a going concern and to optimise returns to its shareholders.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity to maintain investor's, creditor's and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure. The management monitors the return on capital as well as the level of dividends to shareholders.



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

**c. Financial risk management**

Company's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the company is exposed to and how the company manages the risk and its impact on the financial statements.

*(i) Credit Risk*

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to the Company. The credit risk arises from trade receivables, security deposits, cash and cash equivalents and deposits with banks and corporates.

**Trade receivables**

The Company supplies natural gas to customers.

Concentrations of credit risk with respect to trade receivables are limited as majority credit sales are made to high credit worthy entities and balance credit sales are against securities in the form of customer security deposits, bank guarantees and letter of credit. All trade receivables are reviewed and assessed for default on regular basis. Our historical experience of collecting receivables, supported by the level of default, is that credit risk is low.

For trade receivables, except for specifically identified cases, Company follows a simplified approach where provision is made as per the ageing buckets which are designed based on historical facts and patterns.

***Reconciliation of expected credit loss allowance for trade receivables***

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Loss allowance at the beginning of the year | 3.32 | 3.52 |
| Changes in loss allowance | (0.01) | (0.20) |
| Loss allowance at the end of the year | 3.31 | 3.32 |

**Other financial assets**

The Company maintains exposure in security deposits, reinstatement charges receivable, cash and cash equivalents and term deposits with banks and corporates.

In case of security deposits and reinstatement charges, majority of which are given to Municipal authorities (which are government controlled entities) towards pipeline laying activity, the credit risk is low. However, historically the company has experienced a delay/ non receipt of these amounts and hence allowances have been taken into account for the expected credit losses of these security deposits and reinstatement charges.

In case of bank /corporate fixed deposits regular quotations for interest rate are invited and based on best offered rate the bank deposits are placed with banks/corporates having reasonably high net worth. Exposures of deposit placed are restricted to limits per bank/corporate as per policy and limits are actively monitored by the Company. We understand that the credit risk is very low to moderate for such deposits.

The Company's maximum exposure to credit risk is the carrying value of each class of financial assets as disclosed in note 4,5,6,9,10,11 and 12.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

**Reconciliation of expected credit loss allowance for Security Deposits**

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Loss allowance at the beginning of the year | 9.87 | 7.65 |
| Changes in loss allowance | (4.60) | 2.31 |
| Loss allowance at the end of the year | 5.27 | 9.87 |

*(ii) Liquidity Risk*

Liquidity risk is the risk that the Company will find it difficult in meeting its obligations associated with its financial liabilities on time.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying business, Company's treasury maintains flexibility in funding by maintaining availability under cash and cash equivalents, bank fixed deposits, corporate fixed deposits and mutual funds.

Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows.

The tables below analyses the Company's financial liabilities into relevant maturity groupings based on their contractual maturities.

**As at March 31, 2025**

(₹ in Crore)

| Particulars | Upto 1 year | More than 1 year | Total |
|---|---|---|---|
| Trade Payables | 415.41 | - | 415.41 |
| Lease Liabilities | 29.28 | 135.01 | 164.29 |
| Other Financial Liabilities | 1,309.90 | 2.65 | 1,312.55 |
| **Total** | **1,754.59** | **137.66** | **1,892.25** |

**As at March 31, 2024**

(₹ in Crore)

| Particulars | Upto 1 year | More than 1 year | Total |
|---|---|---|---|
| Trade Payables | 334.19 | - | 334.19 |
| Lease Liabilities | 23.13 | 116.13 | 139.26 |
| Other Financial Liabilities | 1,241.63 | 2.66 | 1,244.29 |
| **Total** | **1,598.95** | **118.79** | **1,717.74** |

*(iii) Market Risk*

*Foreign Exchange Risk*

Company is exposed to foreign exchange risk arising from direct transactions in foreign currency and also indirectly through transactions denominated in foreign currency though settled in functional currency (INR), primarily with respect to the US Dollar (USD). Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the company's functional currency (INR).



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

The risk is measured through a forecast of highly probable foreign currency cash flows. As per the risk management policy, the foreign currency exposure is unhedged however managed partially through natural hedge under gas sales contracts and balance through adjustment in sales prices.

The table below shows the unhedged currency exposure of financial liabilities:

| Particulars | Currency | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|---|
| | | Forex | (₹ in Crore) | Forex | (₹ in Crore) |
| Capital Imports | USD | 75,501.73 | 0.65 | 79,671.73 | 0.66 |
| Capital Imports | EUR | - | - | 2,11,860.00 | 1.91 |
| Import of Goods & Services | USD | 30,617.00 | 0.26 | 30,617.00 | 0.26 |

The sensitivity of profit or loss and equity to changes in the exchange rates that arise from foreign currency denominated financial instruments mentioned above is as below:

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **USD Sensitivity:** | | |
| Increase by 5% | 0.03 | 0.05 |
| Decrease by 5% | 0.02 | 0.05 |
| **EUR Sensitivity:** | | |
| Increase by 5% | N.A | 0.10 |
| Decrease by 5% | N.A | 0.10 |

NA- Not Applicable

(iv) Interest Rate Risk:

There are no interest bearing borrowings and hence company is not exposed to interest rate risk presently. The Company's investments in fixed deposits with banks/corporates and liquid debt mutual funds are for short durations, and therefore do not expose the Company to significant interest rates risk.

### 31.5 Leases – Ind AS 116:

**Company as a Lessee**

The Company has various operating lease arrangements for hiring of vehicles, equipment, offices, stores premises and land. Operating leases relate to land with lease term ranging between 17 to 116 years. The Company does not have an option to purchase at the end of the lease term.

The following are the practical expedients availed by the Company:

- Right-to-use assets and liabilities for leases not recognised for leases with lease tenure less than 12 months from transition date.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

1. **Disclosures w.r.t leases are shown as follows in the Company's Balance Sheet and Statement of Profit & Loss account:**

Following are the changes in the carrying value of right of use assets:

**For the year ended March 31, 2025:**

(₹ in Crore)

| Particulars | Land | Building | Plant & Machinery | Vehicles | Total |
|---|---|---|---|---|---|
| **Balance as at April 01, 2024** | **127.93** | **18.32** | **69.35** | **1.12** | **216.72** |
| Additions | 2.11 | 18.15 | 31.38 | 0.39 | 52.03 |
| Depreciation for the year | 5.06 | 8.85 | 17.06 | 0.72 | 31.69 |
| Deletions | 5.50 | - | - | - | 5.50 |
| **Balance as at March 31, 2025** | **119.48** | **27.62** | **83.67** | **0.79** | **231.56** |

**For the year ended March 31, 2024:**

(₹ in Crore)

| Particulars | Land | Building | Plant & Machinery | Vehicles | Total |
|---|---|---|---|---|---|
| **Balance as at April 01, 2023** | **111.87** | **8.25** | **66.39** | **2.27** | **188.78** |
| Additions | 20.68 | 18.19 | 17.08 | 0.15 | 56.10 |
| Depreciation for the year | 4.62 | 8.12 | 14.12 | 1.30 | 28.16 |
| Deletion | - | - | - | - | - |
| **Balance as at March 31, 2024** | **127.93** | **18.32** | **69.35** | **1.12** | **216.72** |

*The following is the break-up of current and non-current lease liabilities:*

(₹ in Crore)

| Lease liabilities | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Non-current Lease liabilities | 135.01 | 116.13 |
| Current Lease liabilities | 29.28 | 23.13 |
| **Total lease liabilities** | ***164.29*** | **139.26** |

*The table below provides details regarding the contractual maturities of lease liabilities: -*

**As at March 31, 2025 on an undiscounted basis:**

(₹ in Crore)

| Maturity analysis of contractual undiscounted cash flow | Less than 1 year | 1 - 5 years | 6 - 10 years | More than 10 years | Total |
|---|---|---|---|---|---|
| Land | 1.15 | 2.79 | 23.74 | - | 27.68 |
| Building | 7.13 | 12.59 | 1.81 | - | 21.53 |
| Plant & Machinery | 20.03 | 38.40 | 13.01 | - | 71.44 |
| Vehicles | 0.26 | 0.19 | - | - | 0.45 |
| **Total undiscounted lease liabilities** | **28.57** | **53.97** | **38.56** | **-** | **121.10** |



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

**As at March 31, 2024 on an undiscounted basis:**

(₹ in Crore)

| Maturity analysis of contractual undiscounted cash flow | Less than 1 year | 1 - 5 years | 6 - 10 years | More than 10 years | Total |
|---|---|---|---|---|---|
| Land | 0.92 | 46.65 | 25.66 | 9.79 | 83.02 |
| Building | 2.35 | 20.36 | - | - | 22.71 |
| Plant & Machinery | 4.76 | 79.57 | 5.48 | - | 89.81 |
| Vehicles | 0.25 | 1.07 | - | - | 1.32 |
| **Total undiscounted lease liabilities** | **8.28** | **147.65** | **31.14** | **9.79** | **196.86** |

Some of the leases contain extension and termination options. Such options are taken into account in the determination of the lease term only if extension or non-termination can be assumed with reasonable certainty. On this basis, there were no such amounts included in the measurement of lease liabilities as at March 31, 2025 and as at March, 31 2024.

2. **Amounts recognized in the Statement of Profit and Loss:**

(₹ in Crore)

| Amounts recognized in the Statement of Profit and Loss | 2024-2025 | 2023-2024 |
|---|---|---|
| **Other expenses** | | |
| Short-term lease rent expense | 2.41 | 3.29 |
| Low value asset lease rent expense | 0.18 | 0.11 |
| Variable lease rent expense (CNG Dispensing Charges) | 121.09 | 75.79 |
| **Depreciation and Amortisation Expenses** | | |
| Depreciation of right of use lease asset | 31.69 | 28.16 |
| **Finance cost** | | |
| Interest expense on lease liability | 13.05 | 10.59 |

3. **Amount recognized in statement of cash flow:**

(₹ in Crore)

| Amount recognized in statement of cash flow | 2024-2025 | 2023-2024 |
|---|---|---|
| **Total cash outflow for leases** | **39.49** | **34.97** |

### 31.6 Income Tax

a. **Components and movements of Deferred Tax Liability (Net)**

(₹ in Crore)

| Particulars | Balance sheet | | Statement of Profit and Loss | |
|---|---|---|---|---|
| | As at March 31, 2025 | As at March 31, 2024 | For the year ended March 31,2025 | For the year ended March 31,2025 |
| **i. Items of Deferred Tax Liabilities:** | | | | |
| Property, Plant and Equipment and Intangible Assets | (292.55) | (255.65) | (36.90) | (30.64) |
| Right of Use Assets (Net) | (37.57) | (32.27) | (5.30) | (5.58) |
| Financial Assets at Fair Value through Profit or Loss | (18.84) | (12.39) | (6.45) | (5.97) |
| **Total (i)** | **(348.96)** | **(300.31)** | **(48.65)** | **(42.19)** |

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

(₹ in Crore)

| Particulars | Balance sheet | | Statement of Profit and Loss | |
|---|---|---|---|---|
| | As at March 31, 2025 | As at March 31, 2024 | For the year ended March 31,2025 | For the year ended March 31,2025 |
| **ii. Items at Deferred Tax Assets:** | | | | |
| Lease Liabilities | 41.35 | 30.57 | 10.78 | 1.73 |
| Allowance for doubtful trade receivables and deposits and other balances | 2.16 | 3.31 | (1.15) | 0.50 |
| Dis-allowance under Section 43B of the Income Tax Act, 1961 | 23.81 | 18.26 | 5.55 | 3.70 |
| Others | 4.59 | 4.09 | 0.49 | 0.78 |
| **Total (ii)** | **71.91** | **56.23** | **15.67** | **6.71** |
| **Deferred Tax expense/(income) (i+ii)** | | | **(32.98)** | **(35.48)** |
| **Net Deferred Tax assets/ (liability) (i+ii)** | **(277.05)** | **(244.08)** | | |

### b. Components of Income Tax Expense

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **Income tax recognised in Profit or Loss** | | |
| **i. Current Tax** | | |
| Current Tax on Profits for the year | 312.18 | 406.92 |
| (Excess) / Short Tax Provision of earlier years | (16.66) | - |
| **Total (i)** | **295.52** | **406.92** |
| **ii. Deferred Tax** | | |
| Decrease / (Increase) in Deferred Tax Assets | (15.10) | (5.42) |
| Increase / (Decrease) in Deferred Tax Liability | 48.79 | 42.19 |
| **Total (ii)** | **33.69** | **36.77** |
| **Total Income tax Expense recognised in Profit or Loss (i+ii)** | **329.21** | **443.69** |
| **Income tax recognised in Other Comprehensive Income (OCI)** | | |
| **Deferred Tax** | | |
| Income tax (expense) / benefit on remeasurement of defined benefit plans | 0.71 | 1.29 |
| **Total Income tax Expense recognised in OCI** | **0.71** | **1.29** |

### c. Reconciliation of Income Tax Expense with Accounting Profit:

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **i. Profit Before Tax** | **1,374.10** | **1732.76** |
| **ii. Tax at Indian Tax Rate of 25.168% (Previous Year 25.168%)** | **345.83** | **436.10** |
| **iii. Tax effect of Permanent Differences:** | | |
| a. Effect of Long-Term Capital Gain | (0.42) | (0.32) |
| b. Effect of expenses not deductible for tax purposes | (11.07) | 4.09 |
| **Total Tax effect of Permanent Differences (a+b)** | **(11.49)** | **3.77** |
| **iv. Others** | (5.13) | 3.82 |
| **v. Income Tax Expense as per Statement of Profit and Loss (ii+iii+iv)** | **329.21** | **443.69** |



Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

### 31.7 Earnings per Share (EPS)

Basic EPS amounts are calculated by dividing the profits for the year by the weighted average number of equity shares outstanding during the year. There are no dilutive potential equity shares as at the respective dates. The following data has been used for calculating basic and diluted EPS.

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| a) Net profit after tax attributable to equity shareholders (₹ Crore) | 1,044.89 | 1,289.07 |
| b) Weighted Average Number of Equity Shares for basic and diluted EPS | 9,87,77,778 | 9,87,77,778 |
| c) EPS (₹) [Basic and Diluted (a/b)] (Face value per share ₹10) | 105.78 | 130.50 |

### 31.8 Capital and other commitments

a. Estimated amount of contracts to be executed for project execution including labour and purchase of material relating to construction of pipeline network and CNG outlets not provided for (net of advances) ₹720.10 crore (previous year ₹680.13 crore).

b. All term contracts for purchase of natural gas with suppliers, has contractual obligation of "take or pay" for shortfall in contracted Minimum Guaranteed Quantity (MGQ) as specified in individual contracts. Estimation of these MGQ commitments is dependent on nomination of quantity by suppliers and actual purchase by the company. As both the factors "quantity nomination by supplier" and "quantity to be purchased by the company", are not predictable, MGQ commitment is not quantifiable.

c. The Company has issued Corporate Guarantees of ₹566.00 crore on behalf of Unison Enviro Private Limited (UEPL) to the lenders for Rupee Term loan and non - fund based facility. The Amount of rupee term loan as on March 31, 2025 is ₹NIL (previous year ₹NIL) and the amount of non fund based facility availed is ₹19.38 crore (previous year ₹21.45 crore)

### 31.9 Contingent Liabilities (to the extent not provided for)

Claims against the Company not acknowledged as debts in respect of which the Company does not expect outflow of resources ₹432.10 crore (previous year ₹364.41 crore), includes:

i) Claims disputed by the Company relating to issues of applicability aggregating to ₹96.03 crore (previous year ₹27.74 crore) as detailed below:

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| a) Excise Duty | 6.02 | 9.36 |
| b) Service Tax | 12.55 | 11.26 |
| c) Income Tax | 13.11 | 7.12 |
| d) Goods and Service Tax (Refer note ii) | 64.35 | - |
| **Total** | **96.03** | **27.74** |

Future cash outflows in respect of above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

ii) On January 09, 2025, The Joint Commissioner CGST and Central Excise Mumbai East Commissionerate, has passed an order (received by the Company on January 18, 2025) demanding GST liability under Reverse Charge Mechanism (RCM) towards road re-instatement ("Rasta Nuksan Bharpai") charges paid to the Local Authorities by the Company while laying underground pipelines, amounting to ₹54.33 Crore plus applicable penalty and interest under Section 74 (1) of CGST Act, 2017.

The Company had filed an appeal with First Appellate, Commissioner Appeal against the said order and the decision from the hearing held on April 30, 2025, is currently pending. Based on the legal opinion obtained, the Company believes that it has a strong case and does not expect any outflow of economic resources.

iii) Central/State/Local Authority property taxes, lease rents, pipeline related re-instatement charges etc. claims disputed by the Company relating to issues of applicability and determination aggregating to ₹3.80 crore (previous year ₹4.37 crore).

iv) GAIL (India) Limited (GAIL) raised demand in April 2014 for transportation tariff with respect to ONGC's Uran Trombay Natural Gas Pipeline (UTNGPL) pursuant to demand on them by Oil and Natural Gas Corporation Limited (ONGC), based on the Petroleum and Natural Gas Regulatory Board (PNGRB) order dated December 30, 2013, determining tariff for ONGC's UTNGPL as a common carrier. The total demand raised by GAIL for the period from November 2008 till July 2021 was ₹331.80 Crore. The Company disputed the demand with GAIL based on contractual provisions and since the transportation charges are to be paid by a third-party user for utilisation of UTNGPL to ONGC as common carrier and not for transportation of its own gas by ONGC.

The Company filed an appeal with the PNGRB in February 2015, the same was dismissed in October 2015. The Company filed a writ petition, in November 2015, with the Hon'ble High Court of Delhi. The Court advised the Company to file an appeal with Appellate Tribunal for Electricity (APTEL) being Appellate Authority of the PNGRB in November 2016. The matter was heard by APTEL and remanded back to the PNGRB on technical grounds in September 2019. PNGRB in March 2020, had passed an Order which directed the Company and GAIL to pay the disputed transportation tariff to ONGC. The Company filed an Appeal before APTEL against the PNGRB order in April 2020. The matter was heard by APTEL in October 2020. APTEL remanded back the case in July 2021 to PNGRB for proper adjudication. The matter was heard by PNGRB in April 2022 and an order was passed in September 2022 directing the Company to pay the disputed transportation tariff for the period 2014 to 2021 as per the transportation tariff fixed by PNGRB for UTNGPL. The Company had filed a writ before the Hon'ble High Court of Delhi challenging the PNGRB's September 2022 order. The Hon'ble High Court of Delhi vide its order dated December 13, 2022 has stayed the recovery against the PNGRB order and has directed the Company to deposit a sum of ₹50 Crore with GAIL by February 15, 2023, which was deposited with GAIL on February 14, 2023. The Hon'ble High Court has rescheduled the next hearing to July 10, 2025.

Based on the legal opinions obtained, the Company believes that it has a strong case and does not expect any outflow of resources. Hence, no provision has been recognised.

v) Claims from consumers are not acknowledged as debts ₹0.47 crore (previous year ₹0.49 crore).

vi) Negotiation with respect to the revision of trade margin with the Oil Marketing Companies (OMCs) is pending from April 2019 to March 2023 for Mumbai Metro region and provision towards liability has been considered appropriately by the Company, pending final settlement.



# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

### 31.10 Disclosure required under Micro, Small and Medium Enterprises Development Act, 2006 (the Act) are as follows:

(₹ in Crore)

| Sr. No. | Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| (i) | Principal amount remaining unpaid to any supplier as at the end of the accounting year | | |
| | a) Trade Payables | 13.19 | 23.47 |
| | b) Payables towards capital expenditure | 48.85 | 59.43 |
| (ii) | Interest due thereon remaining unpaid to any supplier as at the end of the accounting year | - | - |
| (iii) | The amount of interest paid by the company in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year | - | - |
| (iv) | The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006 | - | - |
| (v) | The amount of interest accrued and remaining unpaid at the end of the accounting year | - | - |
| (vi) | The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006 | - | - |

The above information regarding Micro enterprises and Small enterprises has been determined based on information available with the company. This has been relied upon by the auditors.

### 31.11 Payments to Auditor (included in Miscellaneous Expenses under note 29).

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| a. For Audit (inclusive of taxes) | 0.81 | 0.76 |
| b. For Certifications (inclusive of taxes) | 0.03 | 0.01 |
| c. Reimbursement of expenses | 0.01 | 0.03 |

### 31.12 Ratio Analysis

| Ratio | Numerator | Denominator | UoM | March 31,2025 | March 31,2024 | % Variance | Reason for Variance ^ |
|---|---|---|---|---|---|---|---|
| Current Ratio | Current Assets | Current Liabilities | No. of Times | 1.03 | 1.11 | -7.81% | |
| Return on Equity (ROE) | Net Profit after taxes | Average Shareholder's Equity | % | 18.9% | 27.8% | -32.14% | i |
| Inventory Turnover Ratio | Cost of goods sold | Average Inventory | No. of Times | 3,179 | 2,527 | 25.84% | ii |

# Notes to Standalone Financial Statements
for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

| Ratio | Numerator | Denominator | UoM | March 31,2025 | March 31,2024 | % Variance | Reason for Variance ^ |
|---|---|---|---|---|---|---|---|
| Trade Receivables turnover ratio | Net Credit Sales of natural gas | Average Accounts Receivable (Incl. unbilled revenue) | No. of Times | 13.78 | 14.19 | -2.89% | |
| Trade payables turnover ratio | Net Credit Purchases and all Operating Expenses * | Average Trade Payables | No. of Times | 16.22 | 15.29 | 6.08% | |
| Net capital turnover ratio | Net Sales of natural gas | Working Capital (Excl. SD from customers) | No. of Times | 7.21 | 6.14 | 17.43% | |
| Net profit ratio | Profit after tax | Net Sales of natural gas | % | 13.8% | 18.9% | -26.32% | i |
| Return on capital employed | Earnings before interest and taxes | Capital Employed ** | % | 22.5% | 32.4% | -28.13% | i |
| Return on investment ## | Interest on fixed deposit and Gain/loss on mutual fund | Investment in fixed deposit and mutual fund | % | 7.9% | 7.5% | 14.29% | |
| Debt-Equity Ratio | Not Applicable. Since there are no borrowings in the company. | | | | | | |
| Debt Service Coverage Ratio | | | | | | | |

* Operating expenses include excise duty, employee benefits, other expenses.

** Capital employed – Tangible Net worth + Deferred Tax Liability

^ Explanation provided for change in the ratio by more than 25% as compared to the ratio in the previous year

## The Company has recently made an equity investment in subsidiaries and other company during current financial year. Return on these investments is NIL.

**Notes: -**

i. Reduction in Return on Equity, Net profit ratio and Return on capital employed is mainly due to increase in gas cost consequent to reduction of APM allocation.

ii. Increase in Inventory turnover ratio is due to increase in gas purchase price.

### 31.13 CSR Expenditure:

**a. Amount spent during the year.**

(₹ in Crore)

| Particulars | F.Y 2024-25 | F.Y 2023-24 |
|---|---|---|
| Amount required to be spent as per Section 135 of the Companies Act, 2013 | 23.50 | 17.55 |
| Amount approved by the Board to be spent during the year | 25.14 | 17.55 |
| Amount of expenditure incurred during the year on: | | |
| (i) Ongoing Project | 8.65 | 9.03 |
| (ii) Other than ongoing projects | 13.99 | 4.59 |
| (iii) Administrative Cost | 1.02 | 0.66 |
| **Total CSR Expenses** | **23.66** | **14.28** |
| Unspent amount in relation to: | | |
| (a) Ongoing projects (Refer note 31.13(b)) | - | 3.27 |





# Notes to Standalone Financial Statements
for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

(₹ in Crore)

| Particulars | F.Y 2024-25 | F.Y 2023-24 |
|---|---|---|
| (b) Other than ongoing projects | - | - |
| Other disclosures : | | |
| 1. Nature of CSR activities | Health, Education, Empowerment, Skill Development, Rural development, and others. | |
| 2. Details of related party transactions | N.A | N.A |

NA- Not Applicable

**b. Disclosure u/s 135(6) of Companies Act 2013 (Ongoing Project)**

(₹ in Crore)

| Particulars | FY 2024-25 | FY 2023-24 |
|---|---|---|
| Unspent CSR amount pertaining to the year in respect of ongoing projects. (a) * | - | 3.27 |
| Opening Balance in Unspent CSR Bank a/c | 2.35 | 3.85 |
| Amount transferred to Unspent CSR bank a/c during the year | 3.27 | 3.17 |
| Amount spent during the year | (5.06) | (4.67) |
| Closing balance in Unspent CSR Bank a/c as on Reporting date (b) | 0.56 | 2.35 |
| **Total unspent CSR amount (a+b)** | **0.56** | **5.62** |

*Subsequent to year-end it is transferred to separate CSR unspent account within 30 days.

**c. Movement in provisions**

(₹ in Crore)

| Particulars | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|
| Balance as at the beginning of the year | 5.53 | 6.75 |
| Less: Utilised | (4.98) | (4.49) |
| Provision made during the year | - | 3.27 |
| **Balance as at the end of the year (Refer note 21)** | **0.55** | **5.53** |

### 31.14 Revenue from operations:

**Disaggregated revenue information**

Set out below is the disaggregation of the Company's revenue from contracts with customers (Refer note 23):

(₹ in Crore)

| Type of goods or service | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Sale of Natural Gas (Including Excise Duty) | 7,560.75 | 6,835.09 |
| Sale of Pipes, Fittings and Other Materials | 7.71 | 6.04 |
| Other Operating Income | 21.53 | 20.82 |
| **Total revenue from Contract with Customers** | **7,589.99** | **6,861.95** |

Sale of Natural gas is the main activity of city gas distribution business and other operating income is incidental to sale of natural gas. Other Operating Income significantly includes the compensation towards minimum contracted quantity for the respective billing period and application fee collected from customers. Sale of pipes, fittings and other material is revenue incidental to the activity of construction of pipeline network for own use for the purpose of sale and distribution of natural gas to customers. The company sells and distributes natural gas in India.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

Sale of natural gas includes excise duty but excludes VAT collected from the customers on behalf of the Government.

All the revenue mentioned above are earned by transfer of goods or services at a point of time.

(₹ in Crore)

| Contract Balances | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Trade Receivables (Refer note 4) | 345.62 | 280.61 |
| Unbilled Revenue (Refer note 12) | 86.47 | 80.42 |
| Contract Liabilities (Refer note 22) | 40.27 | 33.48 |

Trade receivables are non-interest bearing and are generally on terms of 7 to 60 days. Contract liabilities are the advances paid by the customers against which supply of natural gas is to happen after the reporting date.

Revenue recognised out of amounts included in contract liabilities at the beginning of the year is ₹7.96 crore (previous year ₹6.57 crore). No amount recognised as revenue out of performance obligations satisfied fully or partially in previous year.

The revision of trade discount to Oil Marketing Companies (OMCs) is pending from earlier years, however subsequent to the year end, negotiations for certain geographical areas have been concluded. Accordingly, ₹63.35 Crore recognised in this regard in earlier year(s) / period has been reversed in accordance with IND AS 115 – "Revenue from Contracts with Customers".

Reconciliation of the amount of revenue recognised in the statement of profit and loss with the contracted price:

(₹ in Crore)

| Contract Balances | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Revenue as per Contracted Price | 7,589.84 | 6,862.11 |
| ECS Discount | 0.15 | 0.16 |
| Revenue from Operations (Refer note 23) | 7,589.99 | 6,861.95 |

**Performance obligations**

The Company earns revenues primarily from sale of natural gas. Revenue is recognised on supply of gas to customers by metered/assessed measurements. There are no goods return rights attached to the sale and hence no right of return liability or asset exists.

There are no performance obligations remaining to be satisfied as at reporting date for which transaction price has been allocated.

**31.15 Other Statutory Information:**

i. Title deeds of all immovable property are in the name of the Company.

ii. The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.





# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

iii. The following table summarises the transactions with the struck off companies under section 248 of the Companies Act, 2013.

| Name of struck of Company | Nature of transaction with struck of Company | Amount of Transactions | outstanding As at March 31,2025 | outstanding As at March 31,2024 | Relationship with the Struck off Company |
|---|---|---|---|---|---|
| Micro Technosoft Limited | AMC-vehicle tracking system Assembly | - | # | # | Service Provider |
| Vasant Construction Pvt Ltd | Sale of PNG - Commercial A | # | # | # | Customer |
| Beams (India) Limited | Sale of PNG - Commercial A | 0.01 | # | | Customer |
| Sbi Commercial And International Banklimited | Sale of PNG - Commercial A | # | # | | Customer |
| Cosmos Hospitalities & Infravestt Private Limited | Sale of PNG - Commercial A | 0.05 | - | | Customer |

iv. The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

v. The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

vi. The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

b. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

vii. The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

a. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b. Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

viii. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

ix. The Company has not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority.

x. The Company has complied with the requirement with respect to number of layers as prescribed under Section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

**31.16** The Code on Social Security 2020 has been notified in the Official Gazette on September 29, 2020. However, the date on which the code will come into effect have not been notified and the final rules/interpretation have not yet been issued. The Company will assess the impact of the code when it comes into effect and will record any related impact in the period the code becomes effective. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.

# Notes to Standalone Financial Statements

for the year ended March 31, 2025

## 31. Disclosures under Indian Accounting Standards: (Contd..)

**31.17** The Board of Directors, at its meeting held on May 06, 2025, has proposed a final dividend of ₹ 18.00 per equity share of face value ₹ 10.00 each for the financial year ended March 31, 2025. This is in addition to the interim dividend of ₹ 12.00 per equity share paid during the year. With this, the total dividend for the year is ₹ 30.00 per equity share of face value ₹ 10.00 each. The proposal is subject to the approval of shareholders at the Annual General Meeting to be held and if approved would result in a final dividend cash outflow of approximately ₹ 177.80 Crore.

**31.18** A scheme of Amalgamation of Unison Enviro Private Limited (a wholly owned subsidiary) with the Company (the "Scheme") was approved by the Board of Directors of the Company at their meeting held on October 24, 2024, with effect from appointed date of February 01, 2024. The Scheme has been submitted with National Company Law Tribunal, Mumbai bench on December 06, 2024 and the matter was heard by the Mumbai Bench on January 17, 2025, and reserved for pronouncement of its interim order.

**31.19** Events after the reporting period - The Company has evaluated subsequent events from the balance sheet date through May 06, 2025, the date at which the financial statements were available to be issued, and determined that there are no material items to disclose other than those disclosed above.

**31.20** The Ministry of Corporate Affairs (MCA) has prescribed a new requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies, which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating and edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. The Company uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software.

Further there is no instance of audit trail feature being tampered with in respect of the accounting software where such feature is enabled.

The Company has implemented a framework to identify relevant applications from the overall IT universe as "Books of account" as per the Companies Act 2013. The Company's books of account maintained in the electronic mode comply with the requirements to the Companies Act 2013, read with relevant rules and notifications, The audit trail has been preserved by the Company as per the statutory requirements for record retention from the date it was enabled.

**31.21** Figures for the previous year have been regrouped/reclassified to conform to the figures of the current year.

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**



# Independent Auditor's Report

To The Members of **Mahanagar Gas Limited**

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the accompanying consolidated financial statements of **Mahanagar Gas Limited** (the "Parent Company") and its subsidiaries, (the Parent Company and its subsidiaries together referred to as the "Group") which includes Group's share of loss in its associates, which comprise the Consolidated Balance Sheet as at March 31, 2025, and the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries referred to in the Other Matters section below, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") prescribed under section 133 of the Act ("Accounting Standards") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2025, and their consolidated profit, their consolidated total comprehensive income, their consolidated cash flows and their consolidated changes in equity for the year ended on that date.

### Basis for Opinion

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group and its associates in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the sub-paragraphs (a) and (b) of the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

## Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

| Sr. No. | Key Audit Matter | Auditor's Response |
|---|---|---|
| 1 | **Slow moving/non-moving Projects lying in Capital Work–in-Progress**<br>(as described in note 2.2(b) of the material accounting policies, and note 3 for details and movement in capital work-in-progress in the consolidated financial statements)<br>As at March 31, 2025, the Parent Company has ₹ 974.15 crore of Capital Work-in-Progress. The Parent Company's spending on Capital Work-in-progress is material as | **Our audit procedures among others included the following:**<br>• We assessed the design and implementation and tested the operating effectiveness of key financial controls over the management review of capital work-in-progress.<br>• We obtained the list of projects where there is delay in capitalisation along with the reasons of the delay and the expected capitalization dates from the management. |

| Sr. No. | Key Audit Matter | Auditor's Response |
|---|---|---|
| | indicated by the total value as at date. The assessment and the timing of recognition of asset, as to whether the asset is in the location and condition necessary for it to be capable of operating in the manner intended by management as set out in Ind AS 16, 'Property, Plant and Equipment', requires judgement and is dependent on the completion of projects after obtaining all necessary approvals.<br>The Parent Company has Slow moving / non-moving projects lying in capital work-in- progress amounting to ₹92.50 crore where there is significant delay in capitalisation because of several external factors. As a result, this is considered as a key audit matter, with focus on certain slow moving/non-moving projects, where the risk of assessment of impairment of such items was deemed higher because of the complexity of the specific projects and the delays involved. | • For assets capitalized during the year, we considered the planned vs actual capitalization dates to test the management's assessment of expected capitalization dates.<br>• We tested management's assessment of indicators of impairment of old projects and the estimated allowance created and write offs made in the current year basis the policy on slow moving and non-moving projects as approved by the Board.<br>• We have tested the appropriateness of categorizing the projects as slow and non-moving basis the expected period of completion as determined by the Company.<br>• For old projects capitalized during the year, we tested on sample basis to determine that the useful life of the asset was adjusted to reflect the wear and tear of such assets.<br>• We evaluated the disclosures in the consolidated financial statements. |
| 2 | **Accounting for Acquisition / Business combination**<br>(As described in note 30.12 of the consolidated financial statements containing details of Business Combinations)<br>During the previous year, the Parent Company acquired 100% stake in Unison Enviro Private Limited (UEPL) from its erstwhile shareholders for a consideration of ₹ 562.09 crore.<br>The Parent Company accounted for the business combination under the acquisition method of accounting for business combinations.<br>Goodwill had been determined on provisional basis as a difference between the purchase consideration and fair value of net assets acquired (net of tax impact) in the previous year.<br>The Parent Company finalised the purchase price allocation in the current year and accordingly, the purchase price was allocated to the assets acquired and liabilities (including contingent liabilities, if any) assumed based on their fair values on the acquisition dates.<br>We considered the audit of accounting for this acquisition to be a key audit matter as these are significant transactions during the year which require significant management judgement regarding:<br>• Allocation of the purchase price to the assets and liabilities acquired and adjustments made to align accounting policies of the newly acquired entity with the Group.<br>• Fair valuation of the assets and liabilities acquired and to identify intangible assets acquired in the acquisition.<br>• Accounting and disclosures given in the financial statements in accordance with the applicable Ind AS. | **Principal audit procedures included the following:**<br>• We have, amongst others, read the Shareholders agreement, and other related documents to obtain an understanding of the transactions and the key terms and conditions.<br>• We have evaluated the control assessment made by the management and assessing whether the appropriate accounting treatment has been applied to these transactions.<br>• We have assessed the competence, capabilities and objectivity of the valuation expert engaged by the Parent Company.<br>• We have gained an understanding of the work of the expert by verifying the valuation report on the purchase price allocation and understanding valuation methodologies used by management and the external valuation experts in the fair valuation of acquired assets and liabilities.<br>• We have involved our valuation specialists to assess the appropriateness of the methodology applied and key assumptions used in determining the fair value of identifiable assets and liabilities.<br>• We have verified the accounting treatment adopted in respect of the acquisition date accounting.<br>• We have verified the adequacy of the disclosures in respect of the consolidation in accordance with Ind AS 103 Business Combinations.<br>• We read the valuation reports for the purchase price considerations paid for these acquisition. We tested the identification and fair valuation of the acquired assets including intangible assets acquired and liabilities by corroborating this identification based on our discussion with management and understanding of the business. |



## Information Other than the Financial Statements and Auditor's Report Thereon

- The Parent Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors' Report, Business Responsibility Report, Management Discussion and Analysis and Corporate Governance Report, but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.

- Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

- In connection with our audit of the consolidated financial statements, our responsibility is to read the other information, compare with the financial statements of the subsidiaries audited by the other auditors, to the extent it relates to these entities and, in doing so, place reliance on the work of the other auditors and consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. Other information so far as it relates to subsidiaries, is traced from their financial statements audited by the other auditors.

- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Responsibilities of Management and Board of Directors for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive loss, consolidated cash flows and consolidated changes in equity of the Group including its Associates in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent, as aforesaid.

In preparing the consolidated financial statements, the respective Management and Board of Directors of the companies included in the Group and of its associates are responsible for assessing the ability of the respective entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intend to liquidate their respective entities or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its associates are also responsible for overseeing the financial reporting process of the Group and of its associates.

## Auditor's Responsibility for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Parent Company has adequate internal financial controls with reference to consolidated financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its associates to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its associates to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its associates to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of entities or business activities included in the consolidated financial statements of which we are the independent auditors. For the other entities or business activities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

We communicate with those charged with governance of the Parent Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Other Matters

(a) We did not audit the financial statements of one subsidiary, whose financial statements reflect total assets of ₹33.19 crore as at March 31, 2025, total revenues of ₹3.10 crore and net cash outflows amounting to ₹(0.11) crore for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiary and our report in terms of subsection (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary is based solely on the reports of the other auditors.

(b) The consolidated financial statements also include the Group's share of net loss of ₹0.86 crore for the year ended March 31, 2025, as considered in the consolidated financial statements, in respect of two associates whose financial information have not been audited by us. These financial information are unaudited and have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these associates, is based solely on such unaudited financial information. In our opinion and according to the information and explanations given to us by the Management, these financial information are not material to the Group.

Our opinion on the consolidated financial statements above and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of other auditors and the financial information certified by the Management.

## Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit and on the consideration of the reports of the other auditors on the separate financial statements of the subsidiaries referred to in the Other Matters section above we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

   b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Group including relevant records so far as it appears from our examination of those books.

   c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.

   d) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors of the Parent Company as on March 31, 2025 taken on record by the Board of Directors of the Company and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**" which is based on the auditor's reports of the Parent company, subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of internal financial controls with reference to consolidated financial statements of those companies.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the auditor's reports of subsidiary companies incorporated in India, the remuneration paid by the Parent Company and such subsidiary companies to their respective directors during the year is in accordance with the provisions of section 197 of the Act.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

      i) The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group - Refer note 30.10 to the consolidated financial statements;

      ii) The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.

      iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Parent Company and its subsidiary companies incorporated in India.

      iv) (a) The respective Managements of the Parent Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the note 30.14 (vi) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Parent Company or any of such subsidiaries and associates to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent Company or any of such subsidiaries and associates ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Parent Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us and to the other auditors of such subsidiaries respectively that, to the best of their knowledge and belief, as disclosed in the note 30.14 (vii) to the consolidated financial statements, no funds have been received by the Parent Company or any of such subsidiaries and associates from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Parent Company or any of such subsidiaries and associates shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor's notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v) The final dividend proposed in the previous year, declared and paid by the Parent Company during the year is in accordance with section 123 of the Act, as applicable. The interim dividend declared and paid by the Parent Company during the year and until the date of this report is in accordance with section 123 of the Act, as applicable.

The interim dividend declared and paid by the Parent company during the year and until the date of this report is in accordance with section 123 of the Companies Act, 2013.

As stated in note 30.18 to the consolidated financial statements, the Board of Directors of the Parent Company have proposed final dividend for the year which is subject to the approval of the members of the Parent Company at the ensuing respective Annual General Meetings. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

vi) Based on our examination which included test checks and that performed by the respective auditors of the subsidiaries and based on the other auditor's reports of its subsidiary companies incorporated in India whose financial statements have been audited under the Act, the Parent Company and its subsidiary companies incorporated in India have used accounting software systems for maintaining their respective books of account for the financial year ended March 31, 2025 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems.

Further, during the course of audit, we and respective other auditors, whose reports have been furnished to us by the Management of the Parent Company, have not come across any instance of the audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Parent Company and above referred subsidiary companies incorporated in India as per the statutory requirements for record retention.

2. With respect to the matters specified in clause (xxi) of paragraph 3 and paragraph 4 of the Companies (Auditor's Report) Order, 2020 ("CARO"/"the Order") issued by the Central Government in terms of Section 143(11) of the Act, according to the information and explanations given to us, and based on the CARO reports issued by us and the auditors of respective companies included in the consolidated financial statements to which reporting under CARO is applicable, as provided to us by the Management of the Parent Company, we report that there are no qualifications or adverse remarks by the respective auditors in the CARO reports of the said companies included in the consolidated financial statements.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**Pallavi Sharma**
(Partner)
(Membership No. 113861)
UDIN: 25113861BMJIBB8518

Place: Mumbai
Date: May 06, 2025

# Annexure "A" to the Independent Auditor's Report

**(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

## Report on the Internal Financial Controls with reference to consolidated financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

In conjunction with our audit of the consolidated financial statements of the Company as at and for the year ended March 31, 2025, we have audited the internal financial controls with reference to consolidated financial statements of Mahanagar Gas Limited (hereinafter referred to as "Parent Company") and its subsidiary companies and its associate companies which are companies incorporated in India, as of that date.

## Management's and Board of Director's Responsibilities for Internal Financial Controls

The respective Company's management and Board of Directors of the Parent, its subsidiary companies and its associate companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls with reference to consolidated financial statements based on the internal control with reference to consolidated financial statements criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

## Auditor's Responsibility

Our responsibility is to express an opinion on the internal financial controls with reference to consolidated financial statements of the Parent Company, its subsidiary companies and its associate companies, which are companies incorporated in India, based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to consolidated financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies, which are companies incorporated in India, in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements of the Parent Company and its subsidiary companies which are companies incorporated in India.

## Meaning of Internal Financial Controls with reference to consolidated financial statements

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

## Inherent Limitations of Internal Financial Controls with reference to consolidated financial statements

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial control with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

## Opinion

In our opinion to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors referred to in the Other Matters paragraph below, the Parent Company and its subsidiary companies which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2025, based on the criteria for internal financial control with reference to consolidated financial statements established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

## Other Matter

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements insofar as it relates to 1 subsidiary company, which is a company incorporated in India, is based solely on the corresponding reports of the auditors of such company incorporated in India.

Our opinion is not modified in respect of the above matter.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

**Pallavi Sharma**
(Partner)
(Membership No. 113861)
UDIN: 25113861BMJIBB8518

Place: Mumbai
Date: May 06, 2025

# Consolidated Balance Sheet

as at March 31, 2025

(₹ in Crore)

| Particulars | Note | As at March 31, 2025 | As at March 31, 2024 |
|---|---|---|---|
| **ASSETS** | | | |
| **I. Non-current Assets** | | | |
| (a) Property, Plant and Equipment | 3 | 4,153.01 | 3,558.49 |
| (b) Capital Work-in-Progress | 3 | 1,068.06 | 823.39 |
| (c) Right of Use Assets | 3, 30.6 | 268.96 | 220.20 |
| (d) Goodwill | 3 | 10.92 | 10.92 |
| (e) Other Intangible Assets | 3 | 421.21 | 445.45 |
| (f) Financial Assets | | | |
| (i) Investments | 8 | 107.50 | 50.00 |
| (ii) Other Financial Assets | 5 | 128.52 | 106.86 |
| (g) Non-current Tax Assets (net) | 18A | 73.25 | 100.17 |
| (h) Other Non-current Assets | 6 | 92.41 | 30.32 |
| **Total Non-current Assets (I)** | | **6,323.84** | **5,345.80** |
| **II. Current assets** | | | |
| (a) Inventories | 7 | 52.31 | 42.07 |
| (b) Financial Assets | | | |
| (i) Investments | 8 | 1,054.23 | 1,018.76 |
| (ii) Trade Receivables | 4 | 364.06 | 296.49 |
| (iii) Cash and Cash Equivalents | 9 | 151.75 | 129.37 |
| (iv) Bank balances other than (iii) above | 10 | 181.14 | 296.75 |
| (v) Other Financial Assets | 11 | 115.48 | 96.71 |
| (c) Other current assets | 12 | 27.40 | 27.45 |
| **Total Current Assets (II)** | | **1,946.37** | **1,907.60** |
| **Total Assets (I+II)** | | **8,270.21** | **7,253.40** |
| **EQUITY AND LIABILITIES** | | | |
| **I. Equity** | | | |
| (a) Equity Share Capital | 13 | 98.78 | 98.78 |
| (b) Other Equity | 14 | 5,781.40 | 5,039.63 |
| **Equity attributable to owners of the Company** | | **5,880.18** | **5,138.41** |
| Non-controlling Interest | | 14.58 | 4.90 |
| **Total Equity (I)** | | **5,894.76** | **5,143.31** |
| **II. Liabilities** | | | |
| **A. Non-current Liabilities** | | | |
| (a) Financial Liabilities | | | |
| (i) Lease Liabilities | 15, 30.6 | 165.46 | 117.83 |
| (ii) Other Financial Liabilities | 16 | 2.65 | 2.66 |
| (b) Provisions | 17 | 55.25 | 45.50 |
| (c) Deferred Tax Liabilities (net) | 18, 30.7 | 277.12 | 244.32 |
| **Total Non-current Liabilities (A)** | | **500.48** | **410.31** |
| **B. Current Liabilities** | | | |
| (a) Financial Liabilities | | | |
| (i) Lease Liabilities | 15, 30.6 | 35.57 | 23.60 |
| (ii) Trade Payables | 19, 30.11 | | |
| - outstanding dues of micro and small enterprises | | 14.57 | 24.21 |
| - outstanding dues of creditors other than micro and small enterprises | | 416.71 | 323.64 |
| (iii) Other Financial Liabilities | 20 | 1,320.50 | 1,252.92 |
| (b) Other Current Liabilities | 21 | 64.66 | 58.15 |
| (c) Provisions | 17 | 19.79 | 14.29 |
| (d) Current Tax Liabilities (net) | 18B | 3.17 | 2.97 |
| **Total Current Liabilities (B)** | | **1,874.97** | **1,699.78** |
| **Total Liabilities (II = A+B)** | | **2,375.45** | **2,110.09** |
| **Total Equity and Liabilities (I+II)** | | **8,270.21** | **7,253.40** |

See accompanying notes to the consolidated financial statements 1-30

As per our report of even date attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Pallavi Sharma**
Partner
Membership No: 113861

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**

**Place : Mumbai**
**Date : May 06, 2025**



# Consolidated Statement of Profit and Loss

for the year ended March 31, 2025

(₹ in Crore)

| Particulars | Note | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|---|
| I Revenue from Operations | 22, 30.13 | 7,978.97 | 6,914.35 |
| II Other Income | 23 | 166.59 | 174.87 |
| **III Total Income (I + II)** | | **8,145.56** | **7,089.22** |
| **IV Expenses :** | | | |
| Cost of Materials Consumed | 24 | 4,680.30 | 3,645.43 |
| Changes in Inventories | 25 | (0.62) | 0.17 |
| Excise Duty on Sale of Compressed Natural Gas | | 715.17 | 624.25 |
| Employee Benefits Expenses | 26 | 146.81 | 119.41 |
| Finance Costs | 27 | 14.06 | 13.30 |
| Depreciation and Amortisation Expenses | 3, 30.6 | 352.05 | 277.36 |
| Other Expenses | 28 | 867.34 | 681.19 |
| **Total Expenses** | | **6,775.11** | **5,361.11** |
| V Share of profit/(loss) of joint ventures and associates | | (0.86) | - |
| **VI Profit Before Tax (III- IV)** | | **1,369.59** | **1,728.11** |
| **VII Income Tax Expense :** | | | |
| (i) Current Tax | | 312.18 | 406.92 |
| (ii) Excess provision for earlier years | | (16.66) | - |
| (iii) Deferred Tax | | 33.62 | 36.50 |
| **Total Income Tax Expense (i+ii)** | 30.7 | **329.14** | **443.42** |
| **VIII Profit After Tax (V - VI)** | | **1,040.45** | **1,284.69** |
| **IX Other Comprehensive Income** | | | |
| Items that will not be reclassified to profit or loss : | 29 | | |
| Gains/(Losses) on Remeasurements of the Defined Benefit Plans | | (3.15) | (5.15) |
| Income tax relating to items that will not be reclassified to profit or loss | | 0.79 | 1.29 |
| **Total Other Comprehensive Income** | | **(2.36)** | **(3.86)** |
| **X Total Comprehensive Income (VII + VIII)** | | **1,038.09** | **1,280.83** |
| **XI Profit for the year attributable to:** | | | |
| Owners of the Parent | | 1,040.57 | 1,284.69 |
| Non-controlling interest | | (0.12) | # |
| **XII Total Other Comprehensive Income / (Loss) for the year attributable to:** | | | |
| Owners of the Parent | | (2.36) | (3.86) |
| Non-controlling interest | | - | - |
| **XIII Total Comprehensive Income / (Loss) for the year attributable to:** | | | |
| Owners of the Parent | | 1,038.21 | 1,280.83 |
| Non-controlling interest | | (0.12) | # |
| **XIV Earnings per equity share (EPS) (Face value of ₹ 10/- each)** | 30.8 | | |
| Basic (₹) | | 105.33 | 130.06 |
| Diluted (₹) | | 105.33 | 130.06 |

See accompanying notes to the consolidated financial statements 1-30

As per our report of even date attached
For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Pallavi Sharma**
Partner
Membership No: 113861

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**

**Place : Mumbai**
**Date : May 06, 2025**

# Consolidated Statement of Cash Flows

for the year ended March 31, 2025

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **I. CASH FLOW FROM OPERATING ACTIVITIES** | | |
| **Profit before tax** | **1,369.59** | **1,728.11** |
| Adjustments for: | | |
| Depreciation and Amortisation Expense | 352.05 | 277.36 |
| Finance Costs (including interest on lease liabilities) | 14.06 | 13.30 |
| Bank Guarantee Charges | 0.14 | - |
| Interest Income | (35.21) | (37.51) |
| Realised gain on sale of Investments | (53.03) | (73.24) |
| Unrealised (Gain) / Loss on Investments | (37.02) | (29.87) |
| Write-off, Allowance and Loss on Disposal of Capital Work in Progress and Property, Plant and Equipment (Net) | 4.20 | 6.76 |
| Allowance for inventory obsolescence | 0.96 | 3.47 |
| Expected credit loss allowance and write off on Financial Assets (Net) | (1.57) | 9.78 |
| **Operating Profit Before Working Capital Changes** | **1,614.17** | **1,898.16** |
| Movements in working capital : | | |
| (Increase) in Inventories | (10.24) | (5.69) |
| Decrease/(Increase) in Trade Receivables | (68.96) | 11.92 |
| (Increase) in Other Financial Assets | (44.83) | (10.19) |
| Decrease in Other Non Current Assets | (1.45) | (1.42) |
| Decrease/(Increase) in Other Current Assets | (2.02) | 5.16 |
| (Decrease)/Increase in Other Financial Liabilities | 82.69 | (13.14) |
| Increase in Provisions | 12.15 | 5.02 |
| Increase in Trade Payables | 86.43 | 19.27 |
| Increase in Other Non-Current Liabilities | - | 72.71 |
| (Decrease)/Increase in Other Current Liabilities | 6.58 | 10.32 |
| | **60.35** | **93.94** |
| **Cash Generated from Operations** | **1,674.52** | **1,992.12** |
| Income Taxes Paid (Net of refund) | (268.75) | (424.25) |
| **Net Cash Generated from Operating Activities** | **1,405.77** | **1,567.87** |
| **II. CASH FLOW FROM INVESTING ACTIVITIES** | | |
| Purchase of Property, Plant and Equipment, CWIP and Intangible Assets (includes capital advances) | (1,183.94) | (783.35) |
| Proceeds from Sale of Property, Plant and Equipment | 6.82 | 1.04 |
| Purchase of Investments in units of Mutual Funds | (6,355.37) | (6,536.93) |
| Proceeds from sale / redemption of Investments in units of Mutual Funds | 6,396.48 | 6,910.36 |
| Investment in Equity Shares of Subsidiaries | - | (567.19) |
| Investment in Equity / Compulsorily Convertible Preference Shares(CCPS) of Associates | (57.50) | (50.00) |
| Movements in Bank Balances other than Cash and Cash Equivalents | 101.92 | (106.66) |
| Interest Received | 39.73 | 50.78 |
| **Net Cash Used in Investing Activities** | **(1,051.86)** | **(1,081.95)** |



# Consolidated Statement of Cash Flows

for the year ended March 31, 2025

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **III. CASH FLOW FROM FINANCING ACTIVITIES** | | |
| Repayment of Borrowings | - | (194.80) |
| Proceeds from issue of equity shares | 9.80 | 10.00 |
| Payment of Lease Liabilities | (43.22) | (34.97) |
| Dividend Paid | (296.38) | (276.59) |
| Interest on Lease Liability | - | (0.11) |
| Interest Paid | (1.73) | (2.78) |
| **Net Cash Used in Financing Activities** | **(331.53)** | **(499.25)** |
| **Net Increase/(Decrease) in Cash and Cash Equivalents (I+II+III)** | **22.38** | **(13.33)** |
| On Acquisition through Business Combination | - | 24.80 |
| Cash and Cash Equivalents at the beginning of the year (Refer note 9) | 129.37 | 117.90 |
| **Cash and Cash Equivalents at the end of the year (Refer note 9)** | **151.75** | **129.37** |
| **Non- cash financing and investing activities** | | |
| **Acquisition of Right to use asset** | **88.88** | **59.03** |
| **Cash and Cash Equivalents at the end of the year:** | | |
| i. Balances with banks in current accounts | 137.20 | 99.75 |
| ii. Balance with bank in Deposit Accounts with Original Maturity of less than 3 months | 1.03 | 20.32 |
| iii. Cash in transit | 13.50 | 9.28 |
| iv. Cash on hand | 0.02 | 0.02 |
| | **151.75** | **129.37** |

See accompanying notes forming part of the consolidated financial statements

**Note:**

The above Statement of Cash flows has been prepared under the "Indirect Method' as set out in the Indian Accounting Standard (Ind AS 7) - Statement of Cash Flows.

As per our report of even date attached

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

**Pallavi Sharma**
Partner
Membership No: 113861

**Place : Mumbai**
**Date : May 06, 2025**

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**

# Consolidated Statement of Changes in Equity

for the year ended March 31, 2025

## A) Equity Share Capital

### i) Current Reporting Period

(₹ in Crore)

| Balance as at April 1, 2024 | Changes in Equity Share Capital due to prior period errors | Restated balance as at April 1, 2024 | Changes in equity share capital during the current year | Balance as at March 31, 2025 |
|---|---|---|---|---|
| 98.78 | - | 98.78 | - | 98.78 |

### ii) Previous Reporting Period

(₹ in Crore)

| Balance as at April 1, 2023 | Changes in Equity Share Capital due to prior period errors | Restated balance as at April 1, 2023 | Changes in equity share capital during the current year | Balance as at March 31, 2024 |
|---|---|---|---|---|
| 98.78 | - | 98.78 | - | 98.78 |

## B) Other equity

### i) Current Reporting Period

(₹ in Crore)

| Particulars | Reserves and Surplus | | Other Comprehensive Income (Net of Tax) (Refer Note 29) (C) | Total [a+b] |
|---|---|---|---|---|
| | General Reserve [a] | Retained earnings [b] | | |
| **Balance as at April 01, 2024** | **211.84** | **4,831.79** | **(4.00)** | **5,039.63** |
| Add: Profit for the Year | | 1,040.45 | | 1,040.45 |
| Remeasurement of defined benefit plans (Net of Tax) | | | (2.36) | (2.36) |
| Dividends | | (296.32) | | (296.32) |
| **Balance as at March 31, 2025** | **211.84** | **5,575.92** | **(6.36)** | **5,781.40** |

### ii) Previous Reporting Period

(₹ in Crore)

| Particulars | Reserves and Surplus | | Other Comprehensive Income (Net of Tax) (Refer Note 29) (C) | Total [a+b] |
|---|---|---|---|---|
| | General Reserve [a] | Retained earnings [b] | | |
| **Balance as at March 31, 2023** | **211.84** | **3,823.74** | **(0.14)** | **4,035.44** |
| Add: Profit for the Year | | 1,284.69 | | 1,284.69 |
| Remeasurement of defined benefit plans (Net of Tax) | | | (3.86) | (3.86) |
| Dividends | | (276.64) | | (276.64) |
| **Balance as at March 31, 2024** | **211.84** | **4,831.79** | **(4.00)** | **5,039.63** |

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/ W-100018)

**Pallavi Sharma**
Partner
Membership No: 113861

**Place : Mumbai**
**Date : May 06, 2025**

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 1. General Information

Mahanagar Gas Limited ("MGL" or "the company") is a limited company domiciled in India and was incorporated on May 08, 1995. Equity shares of the Company are listed in India on The Bombay Stock Exchange and The National Stock Exchange. The registered office of the Company is located at MGL House, G-33 Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400051.

The Company along with its subsidiaries ("the group") has diversified business portfolio and is in the business of supplying Piped Natural Gas (PNG) to domestic households, commercial establishments and industries and supply of Compressed Natural Gas (CNG) and Liquefied Natural Gas (LNG) to vehicles and sale of pipes and fittings required for construction of pipeline infrastructure.

The consolidated financial statements are presented in Indian Rupee (INR) which is also Functional Currency of the group. The financial statements were approved for issue by the Company's Board of Directors on May 06, 2025.

All values are rounded off to the nearest Rupees crore except when stated otherwise.

## 2. Summary of Material accounting policies

This note provides a list of the material accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

### 2.1 Basis of preparation

#### a. Statement of Compliance

The Consolidated Financial Statements have been prepared in accordance with the accounting principles generally accepted in India including Indian Accounting Standards (Ind AS) prescribed under the section 133 of the Companies Act, 2013 read with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation and disclosure requirement of Division II of Schedule III of the Companies Act 2013, (Ind AS Compliant Schedule III), as applicable to financial statements.

Accordingly, the Company has prepared these Financial Statements which comprise the Consolidated Balance Sheet as at March 31, 2025, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Cash Flows and the Consolidated Statement of Changes in Equity for the year ended March 31, 2025, and material accounting policies and other explanatory information (together hereinafter referred to as "consolidated financial statements")

#### b. Historical cost convention

The Consolidated Financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value at the end of each reporting period as required by relevant Ind AS:

- Financial assets and financial liabilities measured at fair value (Refer accounting policy on financial Instruments).
- Defined benefit and other long-term employee benefits.

#### c. Current vs Non-Current Classification:

The group presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it satisfies any of the following criteria:

- it is expected to be realized in, or is intended for sale or consumption in, the Group's normal operating cycle,
- it is held primarily for the purpose of trading,
- it is expected to be realised within 12 months after the reporting date, or
- it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

All other assets are classified as non-current.

A liability is treated as current when it satisfies any of the following criteria:

- it is expected to be settled in the Group's normal operating cycle,
- It is held primarily for the purpose of trading,
- It is due to be settled within twelve months after the reporting period, or

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

- the Group does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

**d. Use of estimates and judgements**

The preparation of the financial statements in conformity with Ind AS requires the management to make estimates, judgements and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements have been disclosed in Note no. 2.19. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the consolidated financial statements.

**e. Business Combinations**

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at fair value on acquisition date. The amount of any non-controlling interests in the acquiree for each business combination, the Company elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs as and when incurred are expensed.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their fair values on acquisition date. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at fair values on acquisition date irrespective of the fact that outflow of resources embodying economic benefits is not probable. However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities and potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise because of the acquisition are accounted in accordance with Ind AS 12-Income Tax.
- The assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with Ind AS 19-Employee Benefits.
- Assets (or disposal groups) that are classified as held for sale and Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with Ind AS 105-Non-current Assets Held for Sale and Discontinued Operations.

**f. Basis of Consolidation**

The consolidated financial statements comprise the financial statements of MGL and its subsidiaries as at March 31, 2025. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

- Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
  - The contractual arrangement with the other vote holders of the investee
  - Rights arising from other contractual arrangements
  - The Group's voting rights and potential voting rights
  - The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The financial statements of the Group and its subsidiaries have been consolidated using uniform accounting policies for like transactions and other events in similar circumstances. If necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies if material to the group financials. The financial statements of the subsidiary companies used in the consolidation are drawn up to the same reporting date as that of the parent i.e. year ended March 31, 2025.

**g. Consolidation Procedure**

a) The consolidated financial statements of the Company and its subsidiaries are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after fully eliminating intra-Group balances and intra-Group transactions resulting in unrealized profits or losses.

b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.

c) Eliminate in full intragroup assets and liabilities, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

d) Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non- controlling interests having a deficit balance.

**h.** Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2025, MCA has notified Ind AS – 117 Insurance Contracts and amendments to Ind AS 116 – Leases, relating to sale and leaseback transactions, applicable to the Company w.e.f. April 1, 2024. The Group has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

**2.2 Property, plant and equipment**

An item of property, plant and equipment (PPE) that qualifies as an asset is measured on initial recognition at cost. Following initial recognition, all items of property, plant and equipment are carried at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition or construction of the items. Subsequent costs are added to existing item's carrying amount or recognised as a separate item, as appropriate, only when

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other subsequent costs related to an item are charged to the statement of profit and loss during the reporting period in which they are incurred. In case of commissioned assets where final payment to the contractors is pending, capitalisation is made on provisional basis subject to necessary adjustment in cost and depreciation in the year of settlement.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in Statement of Profit and Loss.

**a. Commissioning**

Gas distribution systems are treated as commissioned when supply of gas reaches to the individual points and ready for intended use.

**b. Capital work-in-progress (CWIP)**

Capital Work-in-Progress includes, material, labour and other directly attributable costs incurred on assets, which are yet to be commissioned. Capital Inventory is included in Capital work-in-progress and comprises stock of capital items and construction materials at stores and with contractors.

The Group has provisioning policy for slow and non-moving CWIP (Refer note 2.19).

**c. Depreciation methods, estimated useful lives and residual value**

Depreciation is calculated using the straight-line method to allocate cost of the asset, net of estimated residual value, over their estimated useful lives. The useful lives and residual values are as prescribed under schedule II to Companies Act, 2013, except in respect of, following category of property plant and equipment where useful life estimated as per management estimate is based on technical advice, taking into account the nature of the asset, replacements generally required from the point of view of operational effectiveness:

| Type of assets | Useful lives |
|---|---|
| CNG Compressors and Dispensers | 10 Years |
| CNG Cascades | 20 Years |
| Underground pipeline network | 25 Years |
| Intangible assets (Softwares/Licenses) | 6 Years |
| Furniture provided for the use of employees | 6 Years |
| Electrical Equipment provided for the use of employees | 4 Years |

The residual values and useful lives of the assets are reviewed, and adjusted if appropriate, at the end of each reporting period.

Depreciation on the property, plant and equipment added / disposed off / discarded during the year is provided on pro-rata basis with reference to the time of addition/disposal/discarding.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the statement of profit and loss under Other Expenses.

**d.** On transition to Ind AS, the Group has elected to continue with the carrying value of all its property, plant and equipment and intangible assets recognised as at April 01, 2015 measured as per previous GAAP and use that carrying value as deemed cost of property, plant and equipment and intangible assets.

### 2.2.1 Goodwill and Other Intangible assets

Goodwill acquired in a business combination is initially measured at cost, being the excess of the consideration transferred over the net identifiable assets acquired and liabilities assumed, in accordance with Ind AS 103

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets arising on acquisition of business are measured at fair value as at date of acquisition.

### 2.3 Impairment of assets

The carrying values of assets/cash generating units at each balance sheet date are reviewed for impairment. The cash generating unit is the group of assets that generates identified independent Cash Flows. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the fair value less costs of disposal and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

### 2.4 Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**The Group as a lessee**

The Group's lease asset classes primarily consist of leases for land and buildings, Motor Vehicles, Plant and Equipment and Computers. The Group assesses whether a contract contains a lease, at inception of a contract. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether: (i) the contract involves the use of an identified asset (ii) the Group has substantially all the economic benefits from use of the asset throughout the period of the lease and (iii) the Group has the right to direct the use of the asset.

At the date of commencement of the lease, the Group recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Group recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable.

For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Group changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

### 2.5 Investments and other financial assets

**a. Classification**

The group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.



Notes to Consolidated Financial Statements
for the year ended March 31, 2025

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

The classification depends on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held.

The Group reclassifies debt investments when and only when its business model for managing those assets changes.

Assets that are held for collection of contractual cash flows where those cash flows represent sole payment of principal and interest are measured at amortised cost.

Investments in mutual funds are primarily held for the Group's cash requirements and can be readily convertible in cash. These investments are initially recognised at fair value and carried at fair value through profit or loss (FVTPL).

A financial asset is classified as FVTOCI only if it meets both the of the following conditions and is not recognized at FVTPL.

- The asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial Asset included within the FVTOCI category are measured initially as well as at each reporting date at fair value. Fair value movements are recognized in the other comprehensive income (OCI). However, the Group recognizes interest income, impairment losses & reversals in the Statement of Profit and Loss, if any On derecognition of the asset, cumulative gain or loss previously recognised in OCI is reclassified from the equity to Statement of Profit and Loss.

**b. Initial recognition and measurement**

All financial assets are recognised initially at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial asset (other than financial asset at fair value through Profit or Loss) are added to or deducted from the fair value of the financial assets, as appropriate on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at fair value through the Statement of Profit and Loss are recognised immediately in Statement of Profit and Loss.

**c. Subsequent measurement**

All recognised financial assets are subsequently measured in their entirety at either amortized cost or 'fair value through profit or loss' or 'fair value through other comprehensive income', depending on the classification of the financial asset.

**d. Impairment of financial assets**

The group assesses on a forward looking basis the expected credit losses (ECL) associated with its assets carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, except for specifically identified cases, the Group follows a simplified approach where provision is made as per the ageing buckets which are designed based on historical facts and patterns. For refundable security deposits and reinstatement charges recoverable with government authorities, the Group recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive (i.e., all cash shortfalls), discounted at the original Effective Interest Rate (EIR).

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). This amount is reflected under the head 'other expenses' in the P&L. The balance sheet presentation for various financial instruments is described below:



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

Financial assets measured as at amortised cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

**e. De-recognition of financial assets**

A financial asset is de-recognised only when

- The Group has transferred the rights to receive cash flows from the financial asset or
- retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the Group has transferred an asset, the Group evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is de-recognised. Where the Group has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not de-recognised.

Where the Group has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is de-recognised if the Group has not retained control of the financial asset. Where the Group retains control of the financial asset, the asset is continued to be recognised to the extent of continuing involvement in the financial asset.

### 2.5.1 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, Cash and cash equivalents includes cash on hand, cash in transit and short-term deposits with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

### 2.6 Financial Liabilities

**a. Classification as debt or equity**

Debt and equity instruments issued by Group are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

**b. Measurement**

Financial liabilities are initially recorded at fair value and are subsequently measured at amortised cost using effective interest method or at FVTPL.

**c. Financial liabilities subsequently measured at amortised cost.**

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance Cost' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the gross carrying amount on initial recognition.

**d. De-recognition of financial liabilities**

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability de-recognised and the consideration paid and payable is recognised in profit or loss.

**e. Trade and other payables**

These amounts represent liabilities for goods and services received by the Group prior to the end of reporting period which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost.

### 2.7 Fair Value Measurements

The group measures financial instruments such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(a) In the principal market for the asset or liability, or

(b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date;
- Level 2 inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3- Level 3 inputs are unobservable inputs for the asset or liability.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfer have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level of input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Fair value for measurement and/or disclosure purposes in this financial information is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

### 2.8 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

### 2.9 Inventories

Stock of Natural Gas and Liquefied Natural Gas (LNG) is valued at lower of cost computed on First In First Out (FIFO) basis and estimated net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.





Inventories other than stock of gas are valued at cost, which is determined on weighted average net off provision for cost of obsolescence / slow moving inventory and other anticipated losses, wherever considered necessary.

Cost of inventories includes all other costs incurred in bringing the inventories to their present location and condition.

### 2.10 Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

The disclosures of significant accounting judgements, estimates and assumptions relating to revenue from contracts with customers are provided in Note 2.19

The group earns revenues primarily from sale of natural gas. Revenue is recognised on supply of gas to customers by metered/assessed measurements. The group has concluded that it is the principal in all its revenue arrangements since it is the primary obligor in all the revenue arrangements as it has the pricing latitude and is also exposed to credit risk.

However, sales tax/ value added tax (VAT) / Goods and Service Tax (GST) are not received by the Group on its own account. Rather, it is tax collected on value added to the commodity by the seller on behalf of the government. Accordingly, it is excluded from revenue.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and service rendered is net of variable consideration on account of trade allowances, rebates, value added tax, goods and service tax (GST) and inclusive of excise duty.

Compensation receivable from customers with respect to shortfall in minimum guaranteed Off take of gas is recognised on contractual basis. Delayed payment charges are recognised on receipt basis in view of uncertainty of collection.

### 2.11 Interest and Dividend income

Interest income from a financial asset is recognised when it is probable that the economic benefit will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Dividend income from investments is recognised when the right to receive dividend has been established.

### 2.12 Foreign currencies

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the statement of profit and loss. At the end of each reporting period, monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates prevailing at the reporting date.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

### 2.13 Income tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from "profit before tax" as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities.

**Current Tax**

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

**Deferred Tax**

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Group has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in statement of profit and loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

**Uncertain tax positions**

The management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. The Group reflects the effect of uncertainty for each uncertain tax treatment by using one of two methods, the expected value method (the sum of the probability - weighted amounts in a range of possible outcomes) or the most likely amount (single most likely amount method in a range of possible outcomes), depending on which is expected to better predict the resolution of the uncertainty. The Group applies consistent judgements and estimates if an uncertain tax treatment affects both the current and the deferred tax.

### 2.14 Borrowing costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are expensed in the period in which they are incurred.

### 2.15 Provision and Contingencies

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

### 2.16 Employee benefits

**a. Short-term obligations**

Liabilities for wages and salaries, including other monetary and non-monetary benefits that are expected to be settled wholly within 12 months after the end of the reporting period are recognised and measured at the undiscounted amounts expected to be paid when the liabilities are settled.





# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

**b. Post-employment obligations (Defined Benefit Obligations)**

The Group operates the following post-employment schemes:

- defined benefit plans - gratuity and post-retirement medical benefit scheme
- defined contribution plans such as provident fund.

**Defined Benefit Plans - Gratuity obligations and post-retirement medical benefit obligations**

The liability or asset recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss. Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet. Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in the statement of profit and loss as past service cost.

*Compensated absences*

The Group's liabilities under for long term compensated absences is determined on the basis of actuarial valuation made at the end of each financial year using the projected unit credit method except for short term compensated absences which are provided for based on estimates. The benefits are discounted using the market yields at the end of the reporting period that gave terms approximating to the terms of the related obligation. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in profit or loss.

*Defined contribution plans*

The Group pays provident fund contributions to publicly administered provident funds and National Pension Scheme (NPS) as per local regulations. Group's contribution to provident fund and NPS is recognised on accrual basis in the Statement of Profit and Loss. Group has no further payment obligations once the contributions have been paid.

**c. Other long-term employee benefit obligations**

The liabilities for long service awards and compensated absences which are not expected to be settled wholly within 12 months after the end of the reporting period are measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period, using the projected unit credit method. Re-measurements as a result of experience adjustments and changes in actuarial assumptions are recognised in the statement of profit and loss.

### 2.17 Segment reporting

The Board of Directors assesses performance of the Group as Chief Operating Decision Maker (CODM). Operating segments are reported in a manner consistent with the internal reporting provided to the CODM.

The Group has a single major operating segment that is "Sale of Natural Gas". Accordingly, the segment revenue, segment results, segment assets and segment liabilities are reflected in the financial statements as at and for the financial year ended March 31, 2025.

### 2.18 Earnings per share

Basic earnings per share is computed by dividing the profit after tax before other comprehensive income by the weighted average number of equity shares outstanding during the financial year. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity and dilutive equity equivalent shares outstanding during the year, except where the results would be anti-dilutive.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

**2.19 Critical accounting judgements and key sources of estimation uncertainty**

In the application of the Group's accounting policies, which are described in note 2, the management of the Group are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

In the following areas the management of the Group has made critical judgements and estimates

### Useful lives of property, plant and equipment

The Group reviews the useful lives and carrying amount of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

### Provision for Capital Work in Progress

The Group has a defined policy for provision of slow and non-moving capital work in progress (CWIP) based on the ageing of CWIP. The Group reviews the policy at regular intervals.

### Estimation of defined benefit obligation

The Group has defined benefit plans for its employees which are actuarially valued. Such valuation is based on many estimates and other factors, which may have a scope of causing a material adjustment to the carrying amounts of assets and liabilities.

### Recognition of deferred tax assets

Deferred tax asset is recognised for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. The management assumes that taxable profits will be available while recognising deferred tax assets.

### Provision for Inventory including Capital Inventory

The Group has a defined policy for provision of slow and non-moving inventory based on the ageing of inventory. The Group reviews the policy at regular intervals.

### Recognition and measurement of other provisions

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure so provided and included as liability.

### Recognition and measurement of unbilled gas sales revenue

In case of customers where meter reading dates for billing is not matching with reporting date, the gas sales between last meter reading date and reporting date has been accrued by the Group based on past average sales. The actual sales revenue may vary compared to accrued unbilled revenue so included in Sale of natural gas and classified under current financial assets.



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## Note - 3 : Property, Plant and Equipment, Intangible Assets, Right of Use and Capital Work in Progress

(₹ in Crore)

| Description of Assets | Gross Carrying Amount | | | | | Accumulated Depreciation/Amortisation (including Accumulated Impairement Losses) | | | | Net Carrying Amount | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | As at April 01, 2024 | Additions | Additions on Business Combination | Disposals | As at March 31, 2025 | As at April 01, 2024 | Depreciation/ Amortisation | Disposals | As at March 31, 2025 | As at March 31, 2025 | As at March 31, 2024 |
| **i. Goodwill** | | | | | | | | | | | |
| Goodwill on Consolidation | *10.92* | - | - | - | *10.92* | - | - | - | - | *10.92* | *10.92* |
| | - | - | 10.92 | - | 10.92 | - | - | - | - | 10.92 | - |
| Total - Goodwill (i) | *10.92* | - | - | - | *10.92* | - | - | - | - | *10.92* | *10.92* |
| | - | - | 10.92 | - | 10.92 | - | - | - | - | 10.92 | - |
| **ii. Property, Plant and Equipment** | | | | | | | | | | | |
| Freehold Land | *15.19* | *11.19* | - | - | *26.38* | - | - | - | - | *26.38* | *15.19* |
| | 10.31 | 1.11 | 3.77 | - | 15.19 | - | - | - | - | 15.19 | 10.31 |
| Buildings & Bunk Houses | *168.25* | *76.73* | - | *(0.27)* | *244.71* | *9.29* | *4.06* | *(0.21)* | *13.14* | *231.57* | *158.96* |
| | 139.58 | 22.43 | 6.26 | (0.02) | 168.25 | 6.43 | 2.88 | (0.02) | 9.29 | 158.96 | 133.15 |
| Roads & Fences | *12.66* | - | - | - | *12.66* | *4.63* | *1.13* | - | *5.76* | *6.90* | *8.03* |
| | 12.41 | 0.25 | - | - | 12.66 | 3.32 | 1.31 | - | 4.63 | 8.03 | 9.09 |
| Plant & Equipment - Gas Distribution System | *4,502.96* | *754.09* | - | *(6.33)* | *5,250.72* | *1,214.00* | *268.45* | *(4.63)* | *1,477.82* | *3,772.90* | *3,288.95* |
| | 3,614.74 | 673.19 | 218.98 | (3.95) | 4,502.96 | 988.61 | 225.39 | - | 1,214.00 | 3,288.95 | 2,626.13 |
| Plant & Equipment - Others | *41.14* | *14.49* | - | - | *55.63* | *16.25* | *3.08* | - | *19.33* | *36.30* | *24.89* |
| | 30.68 | 10.48 | - | (0.02) | 41.14 | 14.10 | 2.17 | (0.02) | 16.25 | 24.89 | 16.58 |
| Computers | *28.41* | *2.87* | - | *(0.66)* | *30.62* | *17.14* | *4.49* | *(0.50)* | *21.13* | *9.49* | *11.26* |
| | 23.57 | 5.40 | 0.05 | (0.61) | 28.41 | 13.51 | 3.88 | (0.25) | 17.14 | 11.26 | 10.06 |
| Electrical Installations | *27.85* | *16.66* | - | - | *44.51* | *9.48* | *2.72* | - | *12.20* | *32.31* | *18.37* |
| | 19.68 | 8.23 | - | (0.06) | 27.85 | 7.73 | 1.76 | (0.01) | 9.48 | 18.37 | 11.95 |
| Office Equipments | *37.36* | *8.76* | - | *(0.24)* | *45.88* | *16.43* | *5.80* | *(0.12)* | *22.11* | *23.77* | *20.93* |
| | 20.10 | 17.24 | 0.11 | (0.09) | 37.36 | 12.29 | 4.16 | (0.02) | 16.43 | 20.93 | 7.81 |
| Communication Systems | *2.40* | *0.53* | - | *(0.04)* | *2.89* | *1.45* | *0.40* | *(0.01)* | *1.84* | *1.05* | *0.95* |
| | 1.73 | 0.68 | - | (0.01) | 2.40 | 1.14 | 0.31 | - | 1.45 | 0.95 | 0.59 |
| Furniture and Fixtures | *14.34* | *3.34* | - | *(0.03)* | *17.65* | *5.14* | *1.63* | *(0.01)* | *6.76* | *10.89* | *9.20* |
| | 10.05 | 3.92 | 0.38 | (0.01) | 14.34 | 3.94 | 1.20 | - | 5.14 | 9.20 | 6.11 |
| Vehicles | *1.80* | *0.05* | - | - | *1.85* | *0.06* | *0.35* | - | *0.41* | *1.44* | *1.74* |
| | - | - | 1.80 | - | 1.80 | - | 0.06 | - | 0.06 | 1.74 | - |
| **Total - Property, Plant and Equipment (ii)** | *4,852.36* | *888.71* | - | *(7.56)* | *5,733.51* | *1,293.87* | *292.10* | *(5.48)* | *1,580.49* | *4,153.01* | *3,558.49* |
| | 3,882.85 | 742.93 | 231.35 | (4.77) | 4,852.36 | 1,051.07 | 243.12 | (0.32) | 1,293.87 | 3,558.49 | 2,831.78 |
| **iii. Other Intangible Assets** | | | | | | | | | | | |
| Computer Softwares / Licences (Acquired) | *23.26* | *1.07* | - | - | *24.33* | *16.24* | *1.75* | - | *17.99* | *6.34* | *7.01* |
| | 19.25 | 3.95 | 0.05 | - | 23.25 | 14.11 | 2.13 | - | 16.24 | 7.01 | 5.14 |
| Licences for Geographical Authorisations | *442.32* | - | - | - | *442.32* | *3.88* | *23.58* | - | *27.46* | *414.86* | *438.44* |
| | - | - | 442.32 | - | 442.32 | - | 3.88 | - | 3.88 | 438.44 | - |
| **Total - Other Intangible Assets (iii)** | *465.58* | *1.07* | - | - | *466.65* | *20.12* | *25.33* | - | *45.45* | *421.21* | *445.45* |
| | 19.25 | 3.95 | 442.37 | - | 465.57 | 14.11 | 6.00 | - | 20.11 | 445.45 | 5.14 |
| **iv. Right to Use Assets** | 341.05 | 88.88 | - | (5.99) | 423.94 | 120.86 | 34.62 | (0.50) | 154.98 | 268.96 | 220.20 |
| | 281.39 | 56.10 | 3.56 | - | 341.05 | 92.61 | 28.24 | - | 120.85 | 220.20 | 188.78 |
| **v. Capital work-in-progress** | | | | | | | | | | *1,068.06* | *823.39* |
| | | | | | | | | | | 823.39 | 708.62 |

**Note :**

1) The Group has not revalued its property plant and equipment (including right of use assets) or intangible assets or both during the current or previous year

2) Figures in italic represent previous year's figures.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## Note - 3 : Property, Plant and Equipment & Intangible Assets (Contd..)

**Viii) Capital-Work-in Progress (CWIP)**

Projects have been categorised based on Geographical Area (GA) and each Geographical Area includes multiple projects.

### a) Ageing of capital-work in Progress as at March 31, 2025

(₹ in Crore)

| Particulars | Amount in CWIP for a period of | | | | |
|---|---|---|---|---|---|
| | <1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| - Projects in Progress | 807.10 | 131.37 | 53.88 | 75.71 | 1,068.06 |
| | *498.58* | *146.96* | *98.11* | *79.74* | *823.39* |
| - Projects temporarily suspended | - | - | - | - | - |
| | - | - | - | - | - |
| **Total** | **807.10** | **131.37** | **53.88** | **75.71** | **1,068.06** |
| | *498.58* | *146.96* | *98.11* | *79.74* | *823.39* |

### b) CWIP, whose completion is overdue, completion schedule is as below:

(₹ in Crore)

| Particulars | To be completed in | | | | |
|---|---|---|---|---|---|
| | <1 year | 1-2 years | 2-3 years | More than 3 years | Total |
| Mumbai & Greater Mumbai | **24.22** | - | - | - | **24.22** |
| | *25.75* | - | | | *25.75* |
| Thane City & adjoining Contiguous Area | **21.47** | - | - | - | **21.47** |
| | *30.55* | *0.42* | | | *30.97* |
| Raigad District | **46.81** | - | - | - | **46.81** |
| | *31.90* | *28.69* | | | *60.59* |
| Chitradurga | - | - | - | - | - |
| | *1.13* | - | | | *1.13* |
| Latur | - | - | - | - | - |
| | *0.27* | - | | | *0.27* |
| Ratnagiri | - | - | - | - | - |
| | *7.27* | - | | | *7.27* |
| **Total** | **92.50** | - | - | - | **92.50** |
| | *96.88* | *29.11* | - | - | *125.99* |

**Notes :-**

1) Capital Work-in-Progress includes Capital inventory of ₹232.12 Crore (as at 31st March, 2024 ₹159.40 Crore)
   a) Capital inventory includes material in transit ₹NIL (Previous year ₹ 0.16 crore)
   b) As at March 31, 2025, ₹6.96 Crore (Previous year ₹7.94 Crore) has been recognised as an allowance for Capital inventory obsolescence.
   c) As at March 31, 2025, ₹8.39 Crore (Previous year ₹13.48 Crore) has been recognised as an allowance for Capital Work-in-Progress write off.
2) There are no projects as at reporting date which has exceeded cost as compared to its original approved plan. The Company follows practice of seeking approval for annual capital expenditure plan for each of the geographical/project areas.
3) Figures in italic represent previous year's figures.




# Notes to Consolidated Financial Statements

for the year ended March 31, 2025


## 4. Trade Receivables (Refer Note No. 30.11)

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| (a) Current | | |
| Secured, Considered Good (secured against security deposits) | 50.86 | 53.61 |
| Unsecured, Considered Good | 313.20 | 242.88 |
| Unsecured, Considered doubtful | 3.32 | 3.33 |
| | **367.38** | **299.82** |
| Less : Expected credit loss allowance | 3.32 | 3.33 |
| | **364.06** | **296.49** |

### Trade Receivable ageing schedule as at March 31, 2025

(₹ in Crore)

| Particulars | Not Due | Outstanding for following periods from due date of payment | | | | | Total |
|---|---|---|---|---|---|---|---|
| | | Less than 6 months | 6 Months - 1 Year | 1-2 Years | 2-3 Years | More than 3 Years | |
| Undisputed Trade receivables - considered Good | ***183.32*** | ***142.67*** | ***3.67*** | ***7.92*** | ***22.71*** | ***3.75*** | ***364.04*** |
| | *199.03* | *62.54* | *10.85* | *23.35* | *0.25* | *0.44* | *296.46* |
| Undisputed Trade Receivables - considered doubtful | - | - | - | - | ***0.12*** | - | ***0.12*** |
| | - | - | - | - | *0.12* | - | *0.12* |
| Disputed Trade Receivables -considered good | - | - | - | - | ***0.01*** | ***0.01*** | ***0.02*** |
| | - | *0.01* | - | *0.01* | - | *0.01* | *0.03* |
| Disputed Trade Receivables - considered doubtful | - | - | - | - | - | ***3.20*** | ***3.20*** |
| | - | - | - | - | - | *3.21* | *3.21* |
| Less : Expected credit loss allowance | - | - | - | - | | | ***(3.32)*** |
| | - | - | - | - | | | *(3.33)* |
| **Total** | | | | | | | ***364.06*** |
| | | | | | | | *296.49* |

**Notes:-**

1) Figures in italic represent previous year's figures.
2) "Undisputed Trade receivables - considered Good" under age bucket 2-3 years and more than 3 years are secured against security deposits

## 5. Other Non-current Financial Assets

(₹ in Crore)

| Particulars | | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|---|
| **Security Deposits** | | | |
| Unsecured, Considered Good @ | | 118.01 | 102.92 |
| Unsecured, Considered doubtful | | 4.84 | 8.55 |
| | | **122.85** | **111.47** |
| Less: Expected credit loss allowance for Security Deposits | | 4.84 | 8.55 |
| Subtotal | (a) | **118.01** | **102.92** |
| Bank deposits with more than 12 months maturity ^ | (b) | 10.51 | 3.94 |
| **Total - Other Non-current Financial Assets (a+b)** | | **128.52** | **106.86** |

@ Includes ₹50.00 crore (Previous year ₹56.04 crore) receivable from related parties (Refer note 30.2 & 30.10(iv))

^ Includes deposits given as margin money (including accrued interest) of ₹0.16 crore (Previous year ₹0.22 crore)

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 6. Other Non-current Assets

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Capital Advances ^^ | 82.58 | 22.52 |
| **Advances other than Capital Advances** | | |
| Prepaid Expenses | 9.83 | 7.80 |
| | **92.41** | **30.32** |

^^ Includes ₹81.13 crore (Previous year ₹19.19 crore) towards transaction with related party (Refer note 30.2)

## 7. Inventories (at lower of Cost and Net Realisable Value)

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **Stock in Trade:** | | |
| Stock of Natural Gas | 1.96 | 1.93 |
| Stores and Spares | 50.35 | 40.14 |
| | **52.31** | **42.07** |

As at March 31, 2025, ₹1.23 crore (Previous year ₹1.85 crore) has been recognised as an allowance for stores and spares inventory obsolescence

## Note - 8 : Investments

**Non Current**

**A. Investments in Equity Instruments,Compulsorily Convertible Preference Shares(CCPS) Unquoted - Measured at Cost**

| Name of the Company | Face Value (₹) | Number of Shares | | Amount (₹ in crore) | |
|---|---|---|---|---|---|
| | | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| **Investment in equity shares of Associates** | | | | | |
| International Battery Company India Private Limited (fully paid up equity shares) | 10 | 43,71,065 | - | 34.97 | - |
| 3EV Industries Private Limited (CCPS) | 100 | 13,948 | 9,543 | 72.48 | - |
| 3EV Industries Private Limited (fully paid up equity shares) | 10 | 10 | 10 | 0.05 | - |
| **Total** | | | | **107.50** | **-** |

**B. Investments in Equiy instruments and Compulsorily Convertible Preference Shares (CCPS), Unquoted - Measured at Fair value through Other Comprehensive Income- (FVTOCI) - Refer foot note 1 below**

| Name of the Company | Face Value (₹) | Number of Shares | | Amount (₹ in crore) | |
|---|---|---|---|---|---|
| | | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| 3EV Industries Private Limited (CCPS) | 100.00 | - | 9,543 | - | 49.95 |
| 3EV Industries Private Limited (fully paid up equity shares) | 10.00 | - | 10 | - | 0.05 |
| **Total** | | - | | **-** | **50.00** |
| **Total Non-Current Investments (A+B)** | | | | **107.50** | **50.00** |



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## Note - 8 : Investments (Contd..)

**Notes:-**

1) On February 12, 2024, the Parent Company acquired 18.94% stake through investment of ₹50 Crore in Compulsorily Convertible Preference Shares (CCPS) in 3EV Industries Private Limited (3EV). 3EV is in the business of manufacturing of 3-wheeler cargo and passenger electric vehicles. During the year, the Parent Company has further invested ₹23 Crore in CCPS increasing the holding to 24.54% based on a strategic business decision for diversification. Accordingly, the Parent Company has reclassified its investment in 3EV from investment held at fair value through OCI to amortised cost from February 04, 2025. 3EV is considered as an associate of the Parent Company as per Ind AS 28 "Investments in Associates and Joint Ventures"

2) The Parent Company, International Battery Company, Inc ('IBC US') and International Battery Company India Private Limited ('IBC India') had entered into Share Subscription Agreement and Shareholder's Agreement both on November 07, 2024. The Parent Company has invested ₹35.36 Crore in the month of January 2025 (Shares allotted on February 03, 2025) and is holding 44% of equity share capital of IBC India, as of March 31, 2025. Thus IBC India is considered as an associate of the Parent Company as per Ind AS 28 "Investments in Associates and Joint Ventures"

**Current**

**C. Investment in Mutual Fund Carried at Fair Value through Profit or Loss**

| Name of Mutual Fund Scheme (Unquoted) (fully paid) | Face Value (₹) | Number of Units | | Amount (₹ in crore) | |
|---|---|---|---|---|---|
| | | March 31, 2025 | March 31, 2024 | March 31, 2025 | March 31, 2024 |
| Aditya Birla Sun Life Liquid Fund - Direct Plan - Growth | 100 | 11,37,341 | - | 47.62 | - |
| Baroda BNP Paribas Liquid Fund - Direct Plan - Growth | 1,000 | - | 16,632 | | 4.63 |
| Bandhan Liquid Fund - Growth - Direct Plan (erstwhile - IDFC Cash Fund - Direct Plan - Growth) | 1,000 | - | 3,72,279 | - | 108.61 |
| DSP Liquidity Fund - Direct Plan - Growth | 1,000 | 3,95,228 | - | 146.56 | - |
| Edelweiss Liquid Fund - Direct Plan - Growth | 1,000 | - | 2,59,460 | | 80.91 |
| Bandhan Banking & PSU Debt Fund - Direct Plan - Growth (Erstwhile IDFC Banking & PSU Debt Fund) | 10 | 4,80,00,985 | 5,39,39,624 | 118.99 | 123.55 |
| KOTAK Banking & PSU Debt Fund - Direct Plan - Growth | 10 | 76,93,533 | - | 51.23 | - |
| MIRAE Asset Liquid Fund(erstwhile - MIRAE Asset Cash Management Fund - Growth) | 1,000 | 5,25,955 | - | 144.09 | - |
| Nippon Banking & PSU Debt Fund - Direct Plan - Growth | 10 | 2,43,62,523 | - | 51.29 | |
| Nippon India Liquid Fund - Direct Plan - Growth | 1,000 | - | 3,33,710 | - | 197.19 |
| TATA Liquid Fund - Direct Plan - Growth | 1,000 | 2,98,570 | 5,30,180 | 122.20 | 202.01 |
| Edelweiss Arbitrage Fund - Direct Plan - Growth | 10 | 2,11,49,311 | 2,11,49,311 | 43.24 | 40.00 |
| Invesco India Arbitrage Fund - Direct Plan - Growth | 10 | 1,35,66,120 | 1,35,66,120 | 46.01 | 42.56 |
| Kotak Equity Arbitrage Fund - Direct Plan - Growth | 10 | 1,17,32,509 | 1,17,32,509 | 46.17 | 42.69 |
| Mirae Asset Arbitrage Fund - Direct Plan - Growth | 10 | 1,62,59,350 | 1,62,59,350 | 21.61 | 20.00 |
| Nippon India Arbitrage Fund - Direct Plan - Growth | 10 | 80,73,521 | 80,73,521 | 22.76 | 21.10 |
| SBI Arbitrage Opportunities Fund - Direct Plan - Growth | 10 | 1,29,80,730 | 1,29,80,730 | 45.84 | 42.49 |
| Tata Arbitrage Fund - Direct Plan - Growth | 10 | 3,10,52,178 | 3,10,52,178 | 46.08 | 42.64 |
| **Total Investment in Mutual Funds (Unquoted)** | | | | **1,054.23** | **968.38** |

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## Note - 8 : Investments (Contd..)

### D. Carried at Amortised Cost

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Fixed Deposit with Bajaj Finance Limited | - | 50.38 |
| **Total of Corporate FDs** | **-** | **50.38** |
| **Total (C+D) (Unquoted Investments)** | **1,054.23** | **1,018.76** |

## 9. Cash and Cash Equivalents

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Balances with Banks in Current Accounts | 137.20 | 99.75 |
| Balance with bank in Deposit Accounts with Original Maturity of less than 3 months | 1.03 | 20.32 |
| Cash in Transit | 13.50 | 9.28 |
| Cash on Hand | 0.02 | 0.02 |
| **Total - Cash and Cash Equivalents (Refer Statement of Cash Flow)** | **151.75** | **129.37** |

## 10. Bank Balances other than cash and cash equivalent

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Bank Deposits with original maturity of more than 3 months but less than 12 months | 175.69 | 290.04 |
| Earmarked balance with banks for fuel cards | 1.75 | 0.93 |
| Margin Money Deposits @ | 2.36 | 2.60 |
| Earmarked balances in unclaimed dividend accounts | 0.78 | 0.83 |
| Earmarked balance in unspent CSR Accounts | 0.56 | 2.35 |
| | **181.14** | **296.75** |

@ Term Deposits held as Margin Money against Bank Gurantee and other committments.

## 11. Other Current Financial Assets

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Unbilled Revenue (Refer note 30.13) (a) | **88.02** | **80.42** |
| **Security Deposits** | | |
| Unsecured, Considered Good $ | 3.31 | 10.01 |
| Unsecured, Considered doubtful | 0.42 | 1.32 |
| | **3.73** | **11.33** |
| Less: Expected credit loss allowance for Security Deposits | 0.42 | 1.32 |
| **Subtotal (b)** | **3.31** | **10.01** |
| Unsecured, Miscellaneous Receivable and Others | 18.29 | 15.37 |
| Less : Allowance for Doubtful and Expected Credit Loss on Miscellaneous Receivable | 10.56 | 9.09 |
| **Subtotal (c)** | **7.73** | **6.28** |
| Bank Deposits with Original Maturity more than 12 months but Remaining Maturity less than 12 months (d) | 16.42 | - |
| **Total - Other Current Financial Assets (a+b+c+d)** | **115.48** | **96.71** |

$ Includes ₹0.46 crore (Previous year ₹0.34 crore) receivable from related parties (Refer note 30.2)



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 12. Other Current Assets

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **Advances other than capital advances** | | |
| Prepaid Expenses | 14.99 | 18.04 |
| Advances to Vendors | 10.38 | 8.45 |
| **Subtotal (a)** | **25.37** | **26.49** |
| Balances with Government Authorities(b) | 2.03 | 0.96 |
| **Total (a+b)** | **27.40** | **27.45** |

## 13. Equity Share Capital

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **Authorised Equity Share Capital** | | |
| 13,00,00,000 (previous year 13,00,00,000) Equity Shares of ₹10/- each | 130.00 | 130.00 |
| **Issued, Subscribed and Fully Paid Equity Shares** | | |
| 9,87,77,778 (previous year 9,87,77,778) Equity Shares of ₹10/- each | 98.78 | 98.78 |

**Terms/rights attached to equity shares :**

The Parent Company has only one class of equity shares having par value at ₹10 per share, each holder of equity shares is entitled to one vote per share. The Parent Company declares and pays dividends in Indian rupees. The final dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Parent Company, the holders of equity shares will be entitled to receive remaining assets of the Parent Company, after distribution of all preferential amounts. However, no such preferential amount exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

**Details of Shareholders holding more than 5% Shares**

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **GAIL (India) Limited** | | |
| Number of Shares | 3,21,02,750 | 3,21,02,750.00 |
| Percentage | 32.50% | 32.50% |
| **Government of Maharashtra** | | |
| Number of Shares | 98,77,778 | 98,77,778.00 |
| Percentage | 10.00% | 10.00% |
| **Life Insurance Corporation of India** | | |
| Number of Shares | 65,78,954 | 75,76,510.00 |
| Percentage | 6.66% | 7.67% |
| **Details of shares held by promoters** | | |
| GAIL (India) Limited | - | - |
| No. of shares at the beginning of the year | 3,21,02,750 | 3,21,02,750.00 |
| No. of shares at the end of the year | 3,21,02,750 | 3,21,02,750.00 |
| Change during the year | - | - |
| Percentage of total shares | 32.50% | 32.50% |
| Percentage change during the year | - | - |

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

### 14. Other Equity (Refer Statement of Changes in Equity (SOCIE))

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| General Reserve | 211.84 | 211.84 |
| Retained Earnings | 5,575.92 | 4,831.79 |
| Other Comprehensive Income | (6.36) | (4.00) |
| | **5,781.40** | **5,039.63** |

**Description of nature and purpose of each reserve :**

**General Reserve -** General reserve is created from time to time by way of transfer of profits from retained earnings for appropriation purposes. General reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income.

**Retained earnings -** This represents surplus of profit and loss account.

**Other Comprehensive Income -** This represents the cumulative gains and losses arising on the remeasurement of defined benefit plans in accordance with Ind AS 19 - "Employee Benefits" that have been recognised in other comprehensive income.

### 15. Lease Liabilities (Refer note 30.6)

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Non Current Lease Liabilities | 165.46 | 117.83 |
| Current Lease Liabilities | 35.57 | 23.60 |
| | **201.03** | **141.43** |

### 16. Non Current - Other Financial Liabilities

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Retention Money (Suppliers) | 2.65 | 2.66 |
| | **2.65** | **2.66** |

### 17. Provisions

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **a. Non-current (Refer note 30.3)** | | |
| Compenseted absences | 30.11 | 27.85 |
| Post Retirement Medical Benefits | 19.35 | 13.80 |
| Other Employee Benefits Obligations ** | 5.79 | 3.85 |
| | **55.25** | **45.50** |



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

### 17. Provisions (Contd..)

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **b. Current (Refer note 30.3)** | | |
| Compenseted absences | 12.64 | 11.10 |
| Post Retirement Medical Benefits | 0.24 | 0.19 |
| Gratuity | 6.26 | 2.49 |
| Other Employee Benefits Obligations ** | 0.65 | 0.51 |
| **Total (b)** | **19.79** | **14.29** |
| **Total Provisions (a+b)** | **75.04** | **59.79** |

** Represents long service award and death relief benefits.

### 18. Deferred Tax Liabilities (Net) (Refer note 30.7)

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Deferred Tax Liabilities | 349.04 | 298.65 |
| Less : Deferred Tax Assets | 71.92 | 54.33 |
| | **277.12** | **244.32** |

### 18A. Non-current Tax Assets (net)

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Advance payment of Income Tax (net) | 73.25 | 100.17 |
| | **73.25** | **100.17** |

### 18B. Current Tax Liabilities (net)

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Provision for Income Tax (net) | 3.17 | 2.97 |
| | **3.17** | **2.97** |

### 19. Trade Payables

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Micro and Small Enterprises (MSME) (Refer Note 30.11) | 14.57 | 24.21 |
| Other Trade Payables | 232.09 | 186.75 |
| | **246.66** | **210.96** |
| To Related Parties (Refer note 30.2) | 184.62 | 136.89 |
| | **431.28** | **347.85** |

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 19. Trade Payables (Contd..)

### Trade Payables ageing schedule as at March 31, 2025

(₹ in Crore)

| Particulars | Unbilled | Not due | Outstanding for following periods from due date of payment** | | | | Total |
|---|---|---|---|---|---|---|---|
| | | | Upto 1 year | 1-2 Years | 2-3 Years | More than 3 Years | |
| MSME | **0.01** | **13.18** | **1.38** | **-** | **-** | **-** | **14.57** |
| | *0.18* | *23.29* | *0.74* | - | - | - | *24.21* |
| Others | **1.19** | **404.85** | **9.78** | **0.23** | **0.65** | **0.01** | **416.71** |
| | *1.26* | *309.46* | *12.87* | *0.04* | *0.01* | - | *323.64* |
| Disputed Dues – MSME | **-** | **-** | **-** | **-** | **-** | **-** | **-** |
| | - | - | - | - | - | - | - |
| Disputed Dues – Others | **-** | **-** | **-** | **-** | **-** | **-** | **-** |
| | - | - | - | - | - | - | - |
| **Total** | **1.20** | **418.03** | **11.16** | **0.23** | **0.65** | **0.01** | **431.28** |
| | *1.44* | *332.75* | *13.61* | *0.04* | *0.01* | - | *347.85* |

** Figures in italic represent previous year's figures.

## 20. Current Financial Liabilities - Others

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Security Deposits from customers | 1,025.40 | 928.40 |
| Retention Money (Suppliers) | 24.24 | 17.61 |
| Unpaid Dividends * | 0.78 | 0.83 |
| Payables for purchase of property, plant and equipment | 149.75 | 134.48 |
| Others^ | 120.33 | 171.60 |
| | **1,320.50** | **1,252.92** |

* There is no amount due and outstanding to be transferred to the Investor Education and Protection Fund (IEPF) by the Parent. Unclaimed Dividend, if any, shall be transferred to IEPF as and when they become due.

^ Includes provision for Unspent CSR of ₹0.55 crore (previous year ₹5.53 crore)

^Includes provision towards Oil Manufacturing Company (OMC) Trade margins. (Refer note 30.10 (vi))

## 21. Other Liabilities

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **Current** | | |
| Statutory dues Payables ** | 24.39 | 24.66 |
| Advances from Customers (Refer note 30.13) | 40.27 | 33.49 |
| | **64.66** | **58.15** |

** Includes Excise Duty, Value Added Tax, Tax Deducted at Source, etc



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 22. Revenue from Operations (Refer note 30.13)

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Sale of Natural Gas (Including Excise Duty) | 7,934.97 | 6,885.12 |
| Sale of Pipes, Fittings and Other Materials | 7.71 | 6.04 |
| Other Operating Income | 36.29 | 23.19 |
| | **7,978.97** | **6,914.35** |

## 23. Other Income

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **a. Interest Income earned on financial assets measured at amortised cost** | | |
| Bank Deposits | 21.69 | 13.35 |
| Other interest income^^ | 13.52 | 24.68 |
| | **35.21** | **38.03** |
| ^^ Includes interest received on income tax refund of ₹8.96 crore, (previous year - ₹NIL) and corporate deposits of ₹3.78 crore (previous year - ₹24.09 crore) | | |
| **b. Other Gains and Losses** | | |
| Gain/(Loss) on units of Mutual Funds (Debt Instruments) designated at FVTPL * | 90.06 | 103.11 |
| | **90.06** | **103.11** |
| * Includes unrealised increase/(decrease) in fair value of units of Mutual Funds ₹37.02 crore (previous year - ₹29.87 crore) | | |
| **c. Other Non-operating Income~** | 41.32 | 33.73 |
| ~Includes Delayed Payment Charges of ₹19.25 crore (previous year ₹20.32 crore) and Bill Printing Charges of ₹9.41 crore(previous year ₹5.85 crore) from PNG Customers | | |
| **Total Other Income (a+b+c)** | **166.59** | **174.87** |

## 24. Cost of Material Consumed

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Cost of Natural Gas (Refer note 30.2) | 4,687.13 | 3,651.49 |
| Less: Captive Consumption | 13.73 | 11.22 |
| | **4,673.40** | **3,640.27** |
| Purchase of Pipes and Fittings | 6.90 | 5.16 |
| | **4,680.30** | **3,645.43** |

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 25. Changes in Inventories

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Changes in Stock of Natural Gas: | | |
| Opening Stock | 1.34 | 1.51 |
| Closing Stock | 1.96 | 1.34 |
| **(Increase)/'Decrease in Stock** | **(0.62)** | **0.17** |

## 26. Employee Benefits Expense

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Salaries, Wages and Allowances | 154.75 | 130.69 |
| Contribution to Provident Fund and Other Funds (Refer note 30.3) | 15.98 | 9.90 |
| Staff Welfare * | 10.82 | 8.36 |
| Secondment Charges (Refer note 30.2) | 2.54 | 2.40 |
| | **184.09** | **151.35** |
| Less: Transfer to Capital Work-in-Progress | 37.28 | 31.94 |
| | **146.81** | **119.41** |

* Includes Post Retirement Medical Benefits (Refer note 30.3)

## 27. Finance Costs

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Interest on Borrowings | - | 2.22 |
| Interest on lease liabilities (Refer note 30.6) | 14.50 | 10.63 |
| Other Interest Expense | 0.39 | 0.45 |
| | **14.89** | **13.30** |
| Less: Transfer to Capital Work-in-Progress | 0.83 | - |
| | **14.06** | **13.30** |

## 28. Other Expenses

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Power and Fuel | 198.81 | 157.52 |
| CNG Dispensing Charges (Refer note 30.6) | 121.28 | 75.79 |
| Consumption of Stores and Spares | 39.95 | 34.82 |
| Insurance | 7.45 | 6.22 |
| Rent Expense (Refer note 30.6) | 31.50 | 23.30 |
| Rates and Taxes | 8.51 | 7.52 |
| Repairs to Buildings | 3.08 | 7.87 |
| Repairs to Plant and Machinery | 137.43 | 102.97 |
| Write-off, Allowance and Loss on Disposal of CWIP and Property, Plant and Equipment | 4.20 | 6.76 |
| Financial Assets Written-off | 1.57 | 3.92 |
| Expected credit loss allowance for Financial Assets (Net) | (3.13) | 6.07 |



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 28. Other Expenses (Contd..)

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Allowance for inventory obsolescence | 0.96 | 3.47 |
| Corporate Social Responsibility Expenditure | 23.66 | 17.55 |
| Miscellaneous Expenses | 296.30 | 230.76 |
| | **871.57** | **684.54** |
| Less: Transfer to Capital Work-in-Progress | 4.23 | 3.35 |
| | **867.34** | **681.19** |

## 29. OCI - Items that will not be reclassified to profit or loss

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| (Losses) on Remeasurements of the Defined Benefit Plans (Refer note 30.3) | (3.15) | (5.15) |
| Less : Income Tax on Remeasurements of the Defined Benefit Plans | 0.79 | 1.29 |
| **OCI - Items that will not be reclassified to profit or loss (Net of Income Tax)** | **(2.36)** | **(3.86)** |

## 30. Disclosures under Indian Accounting Standards:

**30.1 The Consolidated Financial Statements represent consolidation of accounts of the Company, its Subsidiaries and Associates as detailed below along with other disclosure requirements under Ind - AS 112:**

**A. Group Information:**

| Sl. No. | Name of Companies | Principal Activity | Relation | Proportion of ownership as on March 31, 2025 | Proportion of ownership as on March 31, 2024 |
|---|---|---|---|---|---|
| 1 | Unison Enviro Private Limited (UEPL) | City Gas Distribution | Subsidiary w.e.f. February 01, 2024 | 100% | 100% |
| 2 | Mahanagar LNG Private Limited (MLPL) | Supply of LNG to Vehicles | Subsidiary w.e.f. December 26, 2023 | 51% | 51% |
| 3 | 3EV Industries Private Limited | Electric vehicle Original Equipment Manufacturer | Associate w.e.f. February 04, 2025 | 24.54% | 18.94% |
| 4 | International Battery Company India Private Limited | Supply of Lithium-ion battery | Associate w.e.f. February 03, 2025 | 44% | - |

**B.** The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Parent Company, i.e., year ended on March 31, 2025.

**C.** The unaudited financial information of 3EV Industries Private Limited and International Battery Company India Private Limited as approved by the management is considered in consolidated financial statements from the respective date of investment.

**D.** Out of the total investment of the Parent Company in the shares of Unison Enviro Private Limited (UEPL), 51% shares (6,90,68,586 shares) are pledged with PNB Investment Services Limited (Security Trustee), for security against the non-fund based facility for Unison Enviro Private Limited("WOS") (UEPL). The Parent Company had also issued Corporate Guarantees of ₹566.00 crore in financial year 2023-24 on behalf of UEPL. The facility of Rupee term loans was cancelled during current financial year and non-fund based limits continued during the Financial Year 2024-25.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

**E. Disclosure of additional information pertaining to the Parent Company and subsidiaries as per schedule III of the Companies Act, 2013:**

(₹ in Crore)

| Name of the Company | Net Assets (Total Assets - Total Liabilities) | | Profit / (Loss) | | OCI | | TOCI | |
|---|---|---|---|---|---|---|---|---|
| | Net Assets | As % of Consolidated Net Assets | Profit / (Loss) | As % of Consolidated Profit / (Loss) | OCI | As % of Consolidated Profit / (Loss) | TOCI | As % of Consolidated Profit / (Loss) |
| **Parent Company** | | | | | | | | |
| Mahanagar Gas Limited | 5,889.31 | 99.91% | 1,044.89 | 100.43% | (2.11) | 89.41% | 1,042.78 | 100.45% |
| Subsidiaries | | | | | | | | |
| Unison Enviro Private Limited | 97.73 | 1.66% | 21.57 | 2.07% | (0.25) | 10.59% | 21.32 | 2.05% |
| Mahanagar LNG Private Limited | 15.17 | 0.26% | (0.12) | -0.01% | - | 0.00% | (0.12) | -0.01% |
| **Minority Interest** | 14.58 | 0.25% | (0.12) | -0.01% | - | 0.00% | (0.12) | -0.01% |
| **Consolidation adjustments** | (122.03) | -2.07% | (25.77) | -2.48% | - | 0.00% | (25.77) | -2.48% |
| **Total** | **5,894.76** | **100.00%** | **1,040.45** | **100.00%** | **(2.36)** | **100.00%** | **1,038.09** | **100.00%** |

### 30.2 Related Party Transactions:

| Sl. No. | Name of the Related Party | Relationship |
|---|---|---|
| 1 | GAIL (India) Limited | Enterprise having significant influence |
| 2 | Petronet LNG Limited | Joint Venture Company of GAIL (India) Limited |
| 3 | The Boston Consulting Group | Relative of director having significant influence |
| 4 | 3EV Industries Private Limited | Associate w.e.f. February 04, 2025 |
| 5 | International Battery Company India Private Limited | Associate w.e.f. February 03, 2025 |

Following is the list of Key Managerial Personnel (KMP's) as per Ind AS 24:

a. Mr. Sandeep Kumar Gupta, Non-Executive Director (Chairman) (w.e.f. October 31, 2023) - GAIL Nominee ~

b. Mr. Mahesh Vishwanathan Iyer, Non-Executive Director (Chairman) (up to October 31, 2023) - GAIL Nominee ~

c. Mr. Ashu Shinghal, Managing Director (MD) - GAIL Nominee

d. Mr. Sanjay Shende, Whole Time Director (DMD) - GAIL Nominee

e. Dr. Harshadeep Shriram Kamble, Nominee Director (upto January 06, 2025) - Government of Maharashtra Nominee ~

f. Dr. P. Anbalagan, Nominee Director (from January 28, 2025) - Government of Maharashtra Nominee#

g. Mr. Syed S. Hussain, Independent Director

h. Mrs. Malvika Sinha, Independent Director

i. Mr. S. Venkatraman, Independent Director (upto August 23, 2024)





# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

j. Mr. Rajeev Bhaskar Sahi, Independent Director (upto August 23, 2024)

k. Mr. Mahesh Kumar Gupta, Independent Director (from August 24, 2024)

l. Mr. Harish Kumar Agarwal, Independent Director (from August 24, 2024)

~ No remuneration paid to nominee directors.

**Details of transactions of Group during the year with GAIL (India) Limited:**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Purchase of Natural Gas | 3,580.79 | 2,935.14 |
| Purchase of Liquified Natural Gas | 7.54 | 2.09 |
| Secondment Charges (also included in KMP's remuneration, Refer table below) | 2.48 | 2.40 |
| Hooking up charges | 62.12 | 2.28 |
| Other Expense | 0.16 | 0.06 |
| Capital Expense | 0.19 | 0.05 |
| Capital Advance received back | - | 1.65 |
| Security Deposit given/(refund) (net) | 1.26 | (0.08) |
| Dividend paid | 96.31 | 89.89 |

**Details of transactions of Group during the year with other related parties:**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Consultancy Services received from The Boston Consulting Group | - | 12.91 |
| Services received from Petronet LNG Limited for Employees Training | - | 0.18 |
| Investment in CCPS 3EV Industries Private Limited | 23.00 | - |
| Investment in equity shares of International Battery Company India Private Limited | 35.36 | - |

**Details of KMPs' remuneration including director's sitting fee:**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| KMP's remuneration including secondment charges paid to related entities. | 2.84 | 2.40 |
| Commission to Non Executive and Independent Directors | 0.45 | 0.45 |
| Director's sitting fees | 0.27 | 0.08 |
| Reimbursement of expenses to KMP's | 0.06 | 0.04 |

**Outstanding balance of Group with GAIL (India) Limited:**

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Trade Payables * | 184.62 | 136.89 |
| Capital Advances Given | 81.13 | 19.19 |
| Other Receivable | 0.47 | # |
| Security Deposits (Receivable) – Refer Note 30.10(iv) | 57.80 | 56.38 |

* Mainly on account of gas purchases (secured by Stand by Letter of Credit) to be settled as per contract within 4 days, from receipt of invoices, being general terms of payment for such transactions.

# Notes to Consolidated Financial Statements
for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

### Outstanding balances with other related parties:

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Payable against consultancy Services received from The Boston Consulting Group | - | 0.49 |

### 30.3 Employee Benefit Obligations:

**i) Defined Contribution Plans**

The Group makes Provident Fund and National Pension Scheme (NPS) contributions, which are defined contribution plans, for qualifying employees. Group has no further payment obligations once the contributions have been paid. Under the Provident Fund Schemes and NPS, the Group is required to contribute a specified percentage of the payroll costs to fund the benefits. The contributions payable to these plans by the Group are in compliance with the rates specified in the rules of the schemes. The Group recognised ₹9.66 crore (previous year ₹7.94 crore) as an expense and included in Note 26 – Employee Benefits Expense "Contribution to Provident Fund and Other Funds" in the Statement of Profit and Loss.

**ii) Defined Benefit Plans**

The Group offers the following defined benefit schemes to its employees:

- Gratuity (Refer note 26): The Group's gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the Act, Employee who has completed five years of service is entitled to specific benefit, the plan is funded.

- Post-Retirement Medical Benefit Plan (PRMB) (Refer note 26): The Parent Company has provided Post-Retirement Medical Scheme. Under the scheme eligible retired employees of the Parent Company and their spouse are provided medical claims for hospitalisation through insurance policy coverage.

The following table sets out the funded/unfunded status of the defined benefit schemes and the amount recognised in the financial statements:

**Amount recognised in Statement of Profit and Loss:**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | | For the year ended March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| Current Service Cost | 2.75 | 1.29 | 1.53 | 0.77 |
| Past Service Cost | 3.15 | - | - | - |
| Interest Cost (Net) | 0.42 | 1.01 | 0.43 | 0.61 |
| **Total Expense recognised in the Statement of Profit and Loss** | **6.32** | **2.30** | **1.96** | **1.38** |



# Notes to Consolidated Financial Statements
for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

**Amount recognised in Other Comprehensive Income:**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | | For the year ended March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| (Gain)/Loss Due to change in Demographic Assumptions | 0.32 | (0.01) | (0.30) | (0.19) |
| (Gain)/Loss Due to change in Financial Assumptions | 0.02 | 1.27 | 0.83 | 0.49 |
| (Gain)/Loss Due to Experience | (0.72) | 2.27 | (0.02) | 4.33 |
| Return on Plan Assets (excluding amounts included in net interest expense) | - | - | 0.01 | - |
| **Total Remeasurement (gains)/losses recognised in OCI** | **(0.38)** | **3.53** | **0.52** | **4.63** |

**Net Asset/ (Liability) recognised in the Balance Sheet:**

(₹ in Crore)

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| Present value of Defined Benefit Obligation | (36.89) | (19.59) | (30.03) | (13.99) |
| Fair value of Plan Assets | 30.63 | - | 27.54 | - |
| **Net Asset/ (Liability) recognised in the Balance Sheet** | **(6.26)** | **(19.59)** | **(2.49)** | **(13.99)** |

**Change in Defined Benefit Obligation (DBO) during the year:**

(₹ in Crore)

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| Present value of DBO at beginning | 30.03 | 13.99 | 26.28 | 8.11 |
| Current Service Cost | 2.75 | 1.29 | 1.53 | 0.77 |
| Past Service Cost | 3.15 | - | - | - |
| Transfer in / Transfer out | - | - | 0.34 | - |
| Interest Cost | 2.39 | 1.01 | 1.98 | 0.61 |
| Remeasurement (gain)/loss | (0.38) | 3.53 | 0.51 | 4.63 |
| Benefits paid | (1.05) | (0.23) | (0.61) | (0.13) |
| **Present value of DBO at the end** | **36.89** | **19.59** | **30.03** | **13.99** |

**Change in the fair value of Asset during the year – Gratuity (Funded):**

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Plan Assets at beginning | 27.54 | 20.57 |
| Interest Income | 1.98 | 1.55 |
| Return on Plan Assets (excluding amounts included in net interest expense) | # | (0.01) |
| Employer contribution | 2.34 | 6.04 |
| Benefits paid | (1.23) | (0.61) |
| **Plan Assets as at the end *** | **30.63** | **27.54** |
| Actual return on Plan Assets | 1.96 | 1.54 |

* Category-wise composition of the plan assets is not available with the Group since the fund is managed by LIC.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

**Principal Actuarial assumptions:**

(₹ in Crore)

| Particulars | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) | Gratuity (Funded) | PRMB (Unfunded) |
| Discount rate | 6.79% to 6.79% | 6.79% | 7.20% to 7.23% | 7.23% |
| Expected rate of escalation in salary | 8.16% to 15.00% | NA | 7.00% to 9.02% | NA |
| Attrition | 4.58% to 15.00% | 4.58% | 4.63% to 15.00% | 4.63% |
| Medical Cost Inflation | NA | 3.00% | NA | 3.00% |
| Mortality tables | Indian Assured Lives Mortality (2012-14) Urban / Ultimate | | | |
| Estimate of amount of contribution in the immediate next year (₹ in Crore) | 5.64 | NA | 3.76 | NA |
| Normal Retirement Age | 58-60 years | 60 years | 58-60 years | 60 years |

**Maturity analysis of Projected Benefit Obligation:**

(₹ in Crore)

| Particulars | As at March 31, 2025 | |
|---|---|---|
| | Gratuity (Funded) | PRMB (Unfunded) |
| 1st Following Year | 2.85 | 1.63 |
| 2nd Following Year | 2.52 | 1.43 |
| 3rd Following Year | 3.75 | 1.93 |
| 4th Following Year | 4.20 | 0.99 |
| 5th Following Year | 3.10 | 0.92 |
| Sum of Years 6 To 10 | 17.71 | 5.58 |
| Sum of Years 11 and above | 36.01 | |

These plans typically expose the Group to actuarial risks such as:

Investment risk - The present value of the defined benefit plan liability is calculated using a discount rate determined by reference to market yields at the end of the reporting period on government bond yields; if the return on plan asset is below this rate, it will create a plan deficit.

Interest rate risk - A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments. The expected rate of return on plan assets is determined after considering several applicable factors such as the composition of the plan assets, investment strategy, market scenario, etc.

Demographic risk - This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, medical cost inflation, discount rate and vesting criteria.

Salary risk - The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Asset Liability Matching (ALM) Risk: The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Mortality risk: Since the benefits under the plan is not payable for lifetime and payable till retirement age only, plan does not have any longevity risk.



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

Concentration Risk: Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low as insurance companies have to follow stringent regulatory guidelines which mitigate risk.

In order to protect the capital and optimise returns within acceptable risk parameters, the plan assets are well diversified. The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

*Sensitivity*

Sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(₹ in Crore)

| Particulars | Change in Assumption | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|---|
| | | Increase by ₹ Crore | Decrease by ₹ Crore | Increase by ₹ Crore | Decrease by ₹ Crore |
| Discount rate | +/- 1% | 5.99 | (5.45) | 4.01 | (4.79) |
| Expected rate of escalation in salary | +/- 1% | (3.97) | 4.96 | (3.26) | 2.86 |
| Attrition rate | +/- 1% | 0.40 | 1.26 | (0.49) | 0.56 |

Positive figures represent decrease in obligation and negative figures represents increase obligation.

The sensitivity analysis presented above may not be representative of the actual change in the defined benefit obligation as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated. Furthermore, in presenting the above sensitivity analysis, the present value of the incined benefit obligation has been calculated using the projected unit credit method at the end of the reporting period, which is the same as that applied in calculating the defined benefit obligation liability recognised in the balance sheet.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

### iii) Other Long-term Employee Benefits

Compensated absences which are accumulated and not expected to be availed within twelve months after the end of the reporting period in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the balance sheet date. Long Service Awards are recognised as a liability based on actuarial valuation of the defined benefit obligation as at the balance sheet date.

An amount of ₹6.18 crore (previous year ₹7.66 crore) and ₹2.69 crore (previous year ₹1.59 crore) has been charged to the Statement of Profit and Loss towards Compensated absences and Long service awards respectively.

**Actuarial assumptions for long-term compensated absences:**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Discount rate | 6.79% to 7.20% | 7.20% to 7.23% |
| Salary escalation | 8.16% to 15.00% | 7.00% to 9.02% |
| Attrition | 4.58% to 15.00% | 4.63% to 15.00% |

The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

**30.4** The Group has various financial assets and liabilities. The disclosures regarding the classification, fair value hierarchy, capital management, markets risk, credit risks and liquidity risks are as follows:

**Classification of Financial Assets and Liabilities:**

(₹ in Crore)

| Particulars | Note | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|---|
| **A. Financial Assets** | | | |
| **I. Measured at Fair Value Through Profit or Loss (FVTPL)** | | | |
| (i) Investments | 8 | 1,054.23 | 968.38 |
| **II. Measured at Fair Value Through Other Comprehensive Income (FVOCI)** | | | |
| (i) Other Investment | 8 | - | 50.00 |
| **III. Measured at Amortised Cost** | | | |
| (i) Investments: Corporate Fixed Deposits | 8 | - | 50.38 |
| (ii) Trade Receivables | 4 | 364.06 | 296.49 |
| (iii) Investment in Associates | 8 | 107.50 | - |
| (iv) Cash and Cash Equivalents | 9 | 151.75 | 129.37 |
| (v) Bank balances other than (iv) above | 10 | 181.14 | 296.75 |
| (vi) Other Financial Assets (current and non current) | 5,11 | 244.00 | 203.57 |
| **Total (A)** | | **2,102.68** | **1,994.94** |
| **B. Financial Liabilities** | | | |
| **I. Measured at Amortised Cost** | | | |
| (i) Trade Payables | 19 | 431.28 | 347.85 |
| (ii) Lease Liabilities | 15 | 201.03 | 141.43 |
| (iii) Other Financial Liabilities | 20 | 1,323.15 | 1,255.58 |
| **Total (B)** | | **1955.46** | **1,744.86** |

**a. Fair Value Hierarchy of Financial Assets and Liabilities:**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (i) recognised and measured at fair value and (ii) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, Group has classified its financial instruments into three levels prescribed under the accounting standards below:

Level 1: Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2: Level 2 inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Level 3 inputs are unobservable inputs for the asset or liability.
Group's policy is to recognise transfers into and transfers out of fair value hierarchy levels as at the end of the reporting period. There is no Level 1 and Level 3 type Financial Assets or Financials Liabilities as on March 31, 2025.

*(i) Measured at Fair Value Through Profit or Loss (FVTPL):*

The Group has investments in debt mutual funds which are not quoted in the active market. These debt mutual funds are subsequently measured at FVTPL as per the closing NAV statement provided by the mutual fund house. The corresponding unrealized gain or loss on fair valuation is recorded in profit and loss account under other income.



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

Accordingly, such debt mutual funds fall under fair value hierarchy level 2. The fair value of these mutual funds as at March 31, 2025 is ₹1,054.23 crore (previous year ₹968.38 crore).

*(ii) Measured at Fair Value Through Other Comprehensive Income (FVOCI):*

The Group has investments in Compulsorily Convertible Preference Shares (CCPS) which are not quoted in the active market. These CCPS are subsequently measured at FVOCI on the basis of fair valuation on the reporting date. The corresponding unrealized gain or loss on fair valuation is recorded in OCI. The fair value of these CCPS as at March 31, 2025 is ₹Nil (previous year ₹50.00 crore).

*(iii) Measured at Amortised Cost for which Fair Value is disclosed:*

The fair values of all current financial assets and liabilities including trade receivables and unbilled revenue, cash and cash equivalents, bank balances, bank fixed deposits, corporate fixed deposits, security deposits, trade payables, lease liabilities, payables for purchase of property, plant and equipment and other current financial assets are considered to be the same as their carrying values, due to their short term nature. The fair values of all non-current financial assets and liabilities including security deposits, trade receivables and lease liabilities and other non-current financial assets and liabilities are considered to be the same as their carrying values, as the impact of fair valuation is not material.

**b. Capital Management**

Total equity as shown in the balance sheet includes equity share capital, general reserves and retained earnings. There are no interest-bearing loans and borrowings by the Group.

The Group aims to manage its capital efficiently to safeguard its ability to continue as a going concern and to optimise returns to its shareholders.

The Group's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Group will take appropriate steps in order to maintain, or if necessary, adjust its capital structure. The management monitors the return on capital as well as the level of dividends to shareholders.

**c. Financial risk management**

Group's activities expose it to credit risk, liquidity risk and market risk. This note explains the sources of risk which the Group is exposed to and how the Group manages the risk and its impact on the financial statements.

*(i) Credit Risk*

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to the Group. The credit risk arises from trade receivables, security deposits, cash and cash equivalents and deposits with banks and corporates.

*Trade receivables*

The Group has a diversified business portfolio. It supplies natural gas to customers. Group also supplies Liquefied Natural Gas (LNG) to vehicles, providing services of compressing gas for the purpose of transportation using its compression facility and sale of pipes and fittings required for construction of pipeline infrastructure.

Concentrations of credit risk with respect to trade receivables are limited as majority credit sales are made to high credit worthy entities and balance credit sales are against securities in the form of customer security deposits, bank guarantees and letter of credit. All trade receivables are reviewed and assessed for default on regular basis. Our historical experience of collecting receivables, supported by the level of default, is that credit risk is low.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

For trade receivables, except for specifically identified cases, Group follows a simplified approach where provision is made as per the ageing buckets which are designed based on historical facts and patterns.

*Reconciliation of loss allowance for trade receivables:*

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Loss allowance at the beginning of the year | 3.32 | 3.52 |
| Changes in loss allowance | - | (0.20) |
| Loss allowance at the end of the year | 3.32 | 3.32 |

*Other financial assets*

The Group maintains exposure in security deposits, reinstatement charges receivable, cash and cash equivalents and term deposits with banks and corporates.

In the case of security deposits and reinstatement charges, the majority of which are given to Municipal authorities (which are government-controlled entities) towards pipeline laying activity, the credit risk is low. However, historically the Group has experienced a delay/ non receipt of these amounts and hence allowances have been taken into account for the expected credit losses of these security deposits and reinstatement charges.

In the case of bank/corporate fixed deposits regular quotations for interest rate are invited and based on best offered rate the bank deposits are placed with banks/corporates having reasonably high net worth. Exposures of deposit placed are restricted to limits per bank/corporate as per policy and limits are actively monitored by the Group. We understand that the credit risk is very low to moderate for such deposits.

The Group's maximum exposure to credit risk is the carrying value of each class of financial assets as disclosed in note 4, 5, 8, 9, 10 and 11.

*Reconciliation of expected credit loss allowance for Security Deposits*

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Loss allowance at the beginning of the year | 9.87 | 7.65 |
| Changes in loss allowance | (4.60) | 2.31 |
| Loss allowance at the end of the year | 5.27 | 9.87 |

*(ii) Liquidity Risk*

Liquidity risk is the risk that the Group will find it difficult in meeting its obligations associated with its financial liabilities on time.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due and to close out market positions. Due to the dynamic nature of the underlying business, Group's treasury maintains flexibility in funding by maintaining availability under cash and cash equivalents, bank fixed deposits, corporate fixed deposits and mutual funds.

Management monitors rolling forecasts of the Group's liquidity position and cash and cash equivalents on the basis of expected cash flows.



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

The tables below analyses the Group's financial liabilities into relevant maturity groupings based on their contractual maturities.

**As at March 31, 2025**

(₹ in Crore)

| Particulars | Upto 1 year | More than 1 year | Total |
|---|---|---|---|
| Trade Payables | 431.28 | - | 431.28 |
| Lease Liabilities | 35.57 | 165.46 | 201.03 |
| Other Financial Liabilities | 1,320.50 | 2.65 | 1,323.15 |
| **Total** | **1,787.35** | **168.11** | **1,955.46** |

**As at March 31, 2024**

(₹ in Crore)

| Particulars | Upto 1 year | More than 1 year | Total |
|---|---|---|---|
| Trade Payables | 347.85 | - | 347.85 |
| Lease Liabilities | 23.60 | 117.83 | 141.43 |
| Other Financial Liabilities | 1,252.92 | 2.66 | 1,255.58 |
| **Total** | **1,624.37** | **120.49** | **1,744.86** |

*(iii) Market Risk*

*Foreign Exchange Risk*

Group is exposed to foreign exchange risk arising from direct transactions in foreign currency and also indirectly through transactions denominated in foreign currency though settled in functional currency (INR), primarily with respect to the US Dollar (USD). Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities denominated in a currency that is not the Group's functional currency (INR).

The risk is measured through a forecast of highly probable foreign currency cash flows. As per the risk management policy, the foreign currency exposure is unhedged, however managed partially through natural hedge under gas sales contracts and balance through adjustment in sales prices.

The table below shows the unhedged currency exposure of financial liabilities:

| Particulars | Currency | As at March 31, 2025 | | As at March 31, 2024 | |
|---|---|---|---|---|---|
| | | Forex | (₹ in Crore) | Forex | (₹ in Crore) |
| Capital Imports | USD | 75,501.73 | 0.65 | 79,671.73 | 0.66 |
| Capital Imports | EUR | - | - | 2,11,860.00 | 1.91 |
| Import of Goods & Services | USD | 30,617.00 | 0.26 | 30,617.00 | 0.26 |

The sensitivity of profit or loss and equity to changes in the exchange rates that arise from foreign currency denominated financial instruments mentioned above is as below:

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| **USD Sensitivity:** | | |
| Increase by 5% | 0.03 | 0.05 |
| Decrease by 5% | 0.02 | 0.05 |
| **EUR Sensitivity:** | | |
| Increase by 5% | N.A | 0.10 |
| Decrease by 5% | N.A | 0.10 |

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

*(iv) Interest Rate Risk:*

There are no interest bearing borrowings as at March 31, 2025 and hence Group is not exposed to interest rate risk presently. The Group's investments in fixed deposits with banks/corporates and liquid debt mutual funds are for short durations, and therefore do not expose the Group to significant interest rates risk.

### 30.5 Segment Information

**a. Description of segments and principal activities**

The Group is primarily engaged in a single operating segment that is "Sale of Natural Gas". Accordingly, the segment revenue, segment results, segment assets and segment liabilities are reflected by the financial statements themselves as at and for the financial year ended March 31, 2025.

**b. Entity wide disclosures**

**Information about products and services:**

The Group is primarily in a single line of business of "Sale of Natural Gas".

**Geographical Information:**

The Group operates presently in the business of city gas distribution in India. Accordingly, revenue from customers earned and non-current assets are located in one geography i.e. India.

**Information about major customers:**

Three customers who contributed more than 10% of the revenue during the year ended March 31, 2025, is ₹3,140.42 crore (previous year ₹2,938.35 crore).

### 30.6 Leases – Ind AS 116:

**Group as a Lessee**

The Group has various operating lease arrangements for hiring of vehicles, equipment, offices, stores premises and land. Operating leases relate to land with lease term ranging from 5 to 116 years. The Group does not have an option to purchase at the end of the lease term.

The following are the practical expedients availed by the Group:

- Right-to-use assets and liabilities for leases not recognised for leases with lease tenure less than 12 months from transition date.

**1. Disclosure w.r.t. leases are shown as follows in the Group's Balance Sheet and Statement of Profit & Loss:**

*Following are the changes in the carrying value of Right of Use Assets:*

**For the year ended March 31, 2025:**

(₹ in Crore)

| Particulars | Land | Building | Plant & Machinery | Vehicles | Total |
|---|---|---|---|---|---|
| **Balance as at April 01, 2024** | **131.27** | **18.46** | **69.35** | **1.12** | **220.20** |
| Additions | 5.72 | 18.15 | 64.62 | 0.39 | 88.88 |
| Depreciation for the year | 5.55 | 9.07 | 19.27 | 0.72 | 34.62 |
| Deletion | 5.50 | - | - | - | 5.50 |
| **Balance as at March 31, 2025** | **125.94** | **27.54** | **114.70** | **0.79** | **268.96** |



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

**For the year ended March 31, 2024:**

(₹ in Crore)

| Particulars | Land | Building | Plant & Machinery | Vehicles | Total |
|---|---|---|---|---|---|
| **Balance as at April 01, 2023** | **111.87** | **8.25** | **66.39** | **2.27** | **188.78** |
| Acquisitions | 3.30 | 0.18 | - | - | 3.48 |
| Additions | 20.76 | 18.19 | 17.08 | 0.15 | 56.18 |
| Depreciation for the year | 4.66 | 8.16 | 14.12 | 1.30 | 28.24 |
| Deletion | - | - | - | - | - |
| **Balance as at March 31, 2024** | **131.27** | **18.46** | **69.35** | **1.12** | **220.20** |

*The following is the break-up of current and Non-Current Lease Liabilities:*

(₹ in Crore)

| Lease liabilities | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| Non-current Lease liabilities | 165.46 | 117.83 |
| Current Lease liabilities | 35.57 | 23.60 |
| **Total lease liabilities** | **201.03** | **141.43** |

*The table below provides details regarding the contractual maturities of Lease Liabilities: -*

**As at March 31, 2025 on an undiscounted basis:**

(₹ in Crore)

| Maturity analysis of contractual undiscounted cash flow | Less than 1 year | 1 - 5 years | 6 - 10 years | More than 10 years | Total |
|---|---|---|---|---|---|
| Land | 1.47 | 3.89 | 24.06 | - | 29.42 |
| Building | 7.36 | 13.01 | 1.81 | - | 22.18 |
| Plant & Machinery | 28.44 | 68.88 | 13.01 | - | 110.33 |
| Vehicles | 0.26 | 0.19 | - | - | 0.45 |
| **Total undiscounted lease liabilities** | **37.53** | **85.97** | **38.88** | **-** | **162.38** |

**As at March 31, 2024 on an undiscounted basis:**

(₹ in Crore)

| Maturity analysis of contractual undiscounted cash flow | Less than 1 year | 1 - 5 years | 6 - 10 years | More than 10 years | Total |
|---|---|---|---|---|---|
| Land | 1.53 | 48.14 | 26.20 | 9.79 | 85.66 |
| Building | 2.42 | 20.50 | - | - | 22.92 |
| Plant & Machinery | 4.76 | 79.57 | 5.48 | - | 89.81 |
| Vehicles | 0.25 | 1.07 | - | - | 1.32 |
| **Total undiscounted lease liabilities** | **8.96** | **149.28** | **31.68** | **9.79** | **199.71** |

Some of the leases contain extension and termination options. Such options are taken into account in the determination of the lease term only if extension or non-termination can be assumed with reasonable certainty. On this basis, there were no such amounts included in the measurement of lease liabilities as at March 31, 2025 and as at March 31, 2024.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

2. **Amounts recognized in the Statement of Profit and Loss:**

(₹ in Crore)

| Amounts recognized in the Statement of Profit and Loss | 2024-2025 | 2023-2024 |
|---|---|---|
| **Other expenses** | | |
| Short-term lease rent expense | 3.24 | 3.36 |
| Low value asset lease rent expense | 0.18 | 0.11 |
| Variable lease rent expense (CNG Dispensing Charges) | 121.09 | 75.79 |
| **Depreciation and Amortisation Expenses** | | |
| Depreciation of right of use lease asset | 34.45 | 28.25 |
| **Finance cost** | | |
| Interest expense on lease liability | 14.50 | 10.63 |

3. **Amount recognized in statement of cash flow:**

(₹ in Crore)

| Amount recognized in statement of cash flow | 2024-2025 | 2023-2024 |
|---|---|---|
| **Total cash outflow for leases** | **43.22** | **35.08** |

### 30.7 Income Tax:

a. **Components and movements of Deferred Tax Liability (Net)**

(₹ in Crore)

| Particulars | Balance sheet | | Statement of Profit and Loss | |
|---|---|---|---|---|
| | As on March 31, 2025 | As on March 31, 2024 | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
| **i. Items of Deferred Tax Liabilities:** | | | | |
| Property, Plant and Equipment and Intangible Assets | (292.63) | (253.98) | (38.65) | (30.37) |
| Right of Use Assets (Net) | (37.57) | (32.27) | (5.30) | (5.58) |
| Financial Assets Fair Value through profit or loss | (18.84) | (12.40) | (6.45) | (5.97) |
| **Total** | **(349.04)** | **(298.65)** | **(50.40)** | **(41.92)** |
| **ii. Items of Deferred Tax Assets:** | | | | |
| Lease Liability | 41.35 | 30.57 | 10.78 | 1.73 |
| Allowance for doubtful trade receivables and deposits and other balances | 2.16 | 3.31 | (1.15) | 0.50 |
| Dis-allowance under Section 43B of the Income Tax Act, 1961 | 23.82 | 18.26 | 5.55 | 3.70 |
| Others | 4.59 | 2.19 | 2.39 | 0.78 |
| **Total** | **71.92** | **54.33** | **17.57** | **6.71** |
| **Deferred tax expense / (income)** | | | **(32.83)** | **(35.21)** |
| **Net Deferred Tax assets /(liability)** | **(277.12)** | **(244.32)** | | |





# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

b. **Components of Income Tax Expense**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **Income tax recognised in Profit or Loss** | | |
| **i. Current Tax** | | |
| Current Tax on Profits for the year | 312.18 | 406.92 |
| (Excess) / Short Tax Provision of earlier years | (16.66) | - |
| **Total (i)** | **295.52** | **406.92** |
| **ii. Deferred Tax** | | |
| Decrease / (Increase) in Deferred Tax Assets | (17.50) | (5.69) |
| Increase / (Decrease) in Deferred Tax Liability | 51.12 | 42.19 |
| **Total (ii)** | **33.62** | **36.50** |
| **Total Income tax Expense recognised in Profit or Loss (i+ii)** | **329.14** | **443.42** |
| **Income tax recognised in Other Comprehensive Income (OCI)** | | |
| **Deferred Tax** | | |
| Income tax (expense) / benefit on remeasurement of defined benefit plans | 0.79 | 1.29 |
| **Total Income tax Expense recognised in OCI** | **0.79** | **1.29** |

c. **Reconciliation of Income Tax Expense with Accounting Profit:**

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| **i. Profit Before Tax** | **1,369.59** | **1,728.11** |
| **ii. Tax at Indian Tax Rate of 25.168% (Previous Year 25.168%)** | **345.83** | **432.40** |
| **iii. Tax effect of Permanent Differences:** | | |
| a. Effect of Long Term Capital Gain | (0.42) | (0.32) |
| b. Effect of expenses not deductible for tax purposes | (11.14) | 7.33 |
| **Total Tax effect of Permanent Differences (a+b)** | **(11.56)** | **7.01** |
| **iv. Others** | (5.13) | 4.01 |
| **v. Income Tax Expense as per Statement of Profit and Loss (ii+iii+iv)** | **329.14** | **443.42** |

### 30.8 Earnings per Share (EPS):

Basic EPS amounts are calculated by dividing the profits for the year by the weighted average number of equity shares outstanding during the year. There are no dilutive potential equity shares as at the respective dates. The following data has been used for calculating basic and diluted EPS.

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| a) Net profit after tax attributable to equity shareholders (₹ Crore) | 1,040.45 | 1,284.69 |
| b) Weighted Average Number of Equity Shares for basic and diluted EPS | 9,87,77,778 | 9,87,77,778 |
| c) EPS (₹) [Basic and Diluted (a/b)] (Face value per share ₹ 10) | 105.33 | 130.06 |

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

### 30.9 Capital and other commitments:

a. Estimated amount of contracts to be executed for project execution including labour and purchase of material relating to construction of pipeline network and CNG outlets not provided for (net of advances) ₹872.74 crore (previous year ₹ 681.17 crore).

b. All term contracts for purchase of natural gas with suppliers, has contractual obligation of "take or pay" for shortfall in contracted Minimum Guaranteed Quantity (MGQ) as specified in individual contracts. Estimation of these MGQ commitments is dependent on nomination of quantity by suppliers and actual purchase by the Group. As both the factors "quantity nomination by supplier" and "quantity to be purchased by the Group", are not predictable, MGQ commitment is not quantifiable.

### 30.10 Contingent Liabilities (to the extent not provided for):

Claims against the Group not acknowledged as debts in respect of which the Group does not expect outflow of resources ₹432.10 crore (previous year ₹364.41 crore), includes:

i) Claims disputed by the Group relating to issues of applicability aggregating to ₹96.03 crore (previous year ₹27.74 crore) as detailed below:

(₹ in Crore)

| Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|
| a) Excise Duty | 6.02 | 9.36 |
| b) Service Tax | 12.55 | 11.26 |
| c) Income Tax | 13.11 | 7.12 |
| d) Goods and Service Tax (Refer Note ii) | 64.35 | |
| **Total** | **96.03** | **27.74** |

Future cash outflows in respect of above matters are determinable only on receipt of judgments / decisions pending at various forums / authorities.

ii) On January 09, 2025, The Joint Commissioner CGST and Central Excise Mumbai East Commissionerate, has passed an order (received by the Parent Company on January 18, 2025) demanding GST liability under Reverse Charge Mechanism (RCM) towards road re-instatement ("Rasta Nuksan Bharpai") charges paid to the Local Authorities by the Parent Company while laying underground pipelines, amounting to ₹54.33 Crore plus applicable penalty and interest under Section 74 (1) of CGST Act, 2017.

The Parent Company had filed an appeal with First Appellate, Commissioner Appeal against the said order and the decision from the hearing held on April 30, 2025, is currently pending. Based on the legal opinion obtained, the Parent Company believes that it has a strong case and does not expect any outflow of economic resources.

iii) Central/State/Local Authority property taxes, lease rents, pipeline related re-instatement charges etc. claims disputed by the Parent Company relating to issues of applicability and determination aggregating to ₹3.80 crore (previous year ₹4.37 crore).

iv) GAIL (India) Limited (GAIL) raised demand in April 2014 for transportation tariff with respect to ONGC's Uran Trombay Natural Gas Pipeline (UTNGPL) pursuant to demand on them by Oil and Natural Gas Corporation Limited (ONGC), based on the Petroleum and Natural Gas Regulatory Board (PNGRB) order dated December 30, 2013, determining tariff for ONGC's UTNGPL as a common carrier. The total demand raised by GAIL for the period from November 2008 till July 2021 was ₹ 331.80 Crore. The Parent Company disputed the demand with GAIL based on contractual provisions and since the transportation charges are to be paid by a third-party user for utilisation of UTNGPL to ONGC as common carrier and not for transportation of its own gas by ONGC.



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

The Parent Company filed an appeal with the PNGRB in February 2015, the same was dismissed in October 2015. The Parent Company filed a writ petition, in November 2015, with the Hon'ble High Court of Delhi. The Court advised the Parent Company to file an appeal with Appellate Tribunal for Electricity (APTEL) being Appellate Authority of the PNGRB in November 2016. The matter was heard by APTEL and remanded back to the PNGRB on technical grounds in September 2019. PNGRB in March 2020, had passed an Order which directed the Parent Company and GAIL to pay the disputed transportation tariff to ONGC. The Parent Company filed an Appeal before APTEL against the PNGRB order in April 2020. The matter was heard by APTEL in October 2020. APTEL remanded back the case in July 2021 to PNGRB for proper adjudication. The matter was heard by PNGRB in April 2022 and an order was passed in September 2022 directing the Parent Company to pay the disputed transportation tariff for the period 2014 to 2021 as per the transportation tariff fixed by PNGRB for UTNGPL. The Parent Company had filed a writ before the Hon'ble High Court of Delhi challenging the PNGRB's September 2022 order. The Hon'ble High Court of Delhi vide its order dated December 13, 2022 has stayed the recovery against the PNGRB order and has directed the Parent Company to deposit a sum of ₹50 Crore with GAIL by February 15, 2023, which was deposited with GAIL on February 14, 2023. The Hon'ble High Court has rescheduled the next hearing to July 10,2025.

Based on the legal opinions obtained, the Parent Company believes that it has a strong case and does not expect any outflow of resources. Hence, no provision has been recognised.

v) Claims from consumers are not acknowledged as debts ₹0.47 crore (previous year ₹0.49 crore).

vi) Negotiation with respect to the revision of trade margin with the Oil Marketing Companies (OMCs) is pending from April 2019 to March 2023 for Mumbai Metro region and provision towards liability has been considered appropriately by the Parent Company, pending final settlement.

### 30.11 Disclosure required under Micro, Small and Medium Enterprises Development Act, 2006 (the Act) are as follows:

(₹ in Crore)

| Sr. No. | Particulars | As on March 31, 2025 | As on March 31, 2024 |
|---|---|---|---|
| (i) | Principal amount remaining unpaid to any supplier as at the end of the accounting year | | |
| | a) Trade Payables | 14.57 | 24.21 |
| | b) Payable towards capital expenditure | 48.85 | 59.43 |
| (ii) | Interest due thereon remaining unpaid to any supplier as at the end of the accounting year | - | - |
| (iii) | The amount of interest paid by the Group in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year | - | - |
| (iv) | The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006 | - | - |
| (v) | The amount of interest accrued and remaining unpaid at the end of the accounting year | - | - |
| (vi) | The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006 | - | - |

The above information regarding Micro enterprises and Small enterprises has been determined based on information available with the Group. This has been relied upon by the auditors.

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

**30.12** The Parent Company had acquired 100% stake in Unison Enviro Private Limited (UEPL) on February 01, 2024. In the previous year, the purchase consideration for the above acquisition was allocated to identifiable assets, liabilities and goodwill as per Ind AS 103 on provisional basis, pending determination of fair values of the same. During the year, before the end of measurement period, as per Ind AS 103, the Parent Company has adjusted the values of items reported in the previous year on provisional basis to reflect the fair values arrived as per valuation carried out by an independent valuer.

The final determination of fair values of assets and liabilities Unison Enviro Private Limited as at the date of acquisition and purchase consideration is as below:

(₹ in Crore)

| Particulars | Provisional PPA | Final PPA |
|---|---|---|
| Fixed Assets (including CWIP) | 282.10 | 281.19 |
| Right-of-use assets (Ind AS 116) | 3.52 | 3.56 |
| Lease liability (Ind AS 116) | (2.25) | (2.25) |
| Intangible assets (including Authorisation) | 515.20 | 442.37 |
| Security Deposits from Customers | (4.87) | (4.87) |
| Net Current Assets | 26.41 | 26.18 |
| Deferred Tax Liability (net) | 3.24 | (0.50) |
| Deferred Tax liability (on account of difference between FV and Book Value) | (137.94) | - |
| Goodwill (balancing figure) | 71.41 | 10.92 |
| Income Tax Asset (Net) | 0.06 | 0.29 |
| Long term borrowings | (194.80) | (194.80) |
| **Total purchase consideration** | **562.09** | **562.09** |

As a result of final Purchase Price Allocation, being completed during the current year, the Parent Company has retrospectively adjusted the provisional amounts recognised at the acquisition date and revised comparative information for the previous year.

### 30.13 Revenue from contracts with customers:

#### Disaggregated revenue information

Set out below is the disaggregation of the Group's revenue from contracts with customers (Refer note 22):

(₹ in Crore)

| Type of goods or service | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Sale of Natural Gas (Including Excise Duty) | 7,934.97 | 6,885.12 |
| Sale of Pipes, Fittings and Other Materials | 7.71 | 6.04 |
| Other Operating Income | 36.29 | 23.19 |
| **Total revenue from Contract with Customers** | **7,978.97** | **6,914.35** |

Sale of Natural gas is the main activity of city gas distribution business and other operating income is incidental to sale of natural gas. Other Operating Income significantly includes the compensation towards minimum contracted quantity for the respective billing period and application fee collected from customers. Sale of pipes, fittings and other material is revenue incidental to the activity of construction of pipeline network for own use for the purpose of sale and distribution of natural gas to customers. The Group sells and distributes natural gas in India.

Sale of natural gas includes excise duty but excludes VAT collected from the customers on behalf of the Government.



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

## 30. Disclosures under Indian Accounting Standards: (Contd..)

All the revenue mentioned above are earned by transfer of goods or services at a point of time.

(₹ in Crore)

| Contract Balances | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Trade Receivables (Refer note 4) | 364.06 | 296.49 |
| Unbilled Revenue (Refer note 11) | 88.02 | 80.42 |
| Contract Liabilities (Refer note 21) | 40.27 | 33.49 |

Trade receivables are non-interest bearing and are generally on terms of 7 to 60 days. Contract liabilities are the advances paid by the customers against which supply of natural gas is to happen after the reporting date.

Revenue recognised out of amounts included in contract liabilities at the beginning of the year is ₹7.96 crore (previous year ₹6.57 crore). No amount recognised as revenue out of performance obligations satisfied fully or partially in previous year.

Reconciliation of the amount of revenue recognised in the statement of profit and loss with the contracted price:

(₹ in Crore)

| Particulars | For the year ended March 31, 2025 | For the year ended March 31, 2024 |
|---|---|---|
| Revenue as per Contracted Price # | 7,979.12 | 6,914.51 |
| ECS Discount | 0.15 | 0.16 |
| Revenue from Contract with Customers (Refer note 22) | 7,978.97 | 6,914.35 |

# The revision of trade discount to Oil Marketing Companies (OMCs) is pending from earlier years, however subsequent to the year end, negotiations for certain geographical areas have been concluded. Accordingly, ₹63.35 Crore recognised in this regard in earlier year(s) / period has been reversed in accordance with IND AS 115 – "Revenue from Contracts with Customers".

#### Performance obligations

The Group earns revenues primarily from sale of natural gas. Revenue is recognised on supply of gas to customers by metered/ assessed measurements. There are no goods return rights attached to the sale and hence no right of return liability or asset exists.

There are no performance obligations remaining to be satisfied as at reporting date for which transaction price has been allocated.

### 30.14 Other Statutory Information:

i. Title deeds of all immovable property are in the name of the Group.

ii. The Group does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

iii. The following table summarises the transactions with the struck off companies under section 248 of the Companies Act, 2013.

| Name of the Entity | Name of struck off Company | Nature of transaction with struck off Company | Amount off Transactions | Balance outstanding as at March 31, 2025 | Balance outstanding as at March 31, 2024 | Relationship with the Struck off Company |
|---|---|---|---|---|---|---|
| Mahanagar Gas Limited | Micro Technosoft Limited | AMC-vehicle tracking system Assembly | - | # | # | Service Provider |
| Mahanagar Gas Limited | Vasant Construction Pvt Ltd | Sale of PNG - Commercial A | # | # | # | Customer |

# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

### 30. Disclosures under Indian Accounting Standards: (Contd..)

| Name of the Entity | Name of struck off Company | Nature of transaction with struck off Company | Amount off Transactions | Balance outstanding as at March 31, 2025 | Balance outstanding as at March 31, 2024 | Relationship with the Struck off Company |
|---|---|---|---|---|---|---|
| Mahanagar Gas Limited | Beams (India) Limited | Sale of PNG - Commercial A | 0.01 | # | - | Customer |
| Mahanagar Gas Limited | Sbi Commercial And International Bank Limited | Sale of PNG - Commercial A | # | # | - | Customer |
| Mahanagar Gas Limited | Cosmos Hospitalities & Infravestt Private Limited | Sale of PNG - Commercial A | 0.05 | - | - | Customer |

# Amount is less than ₹50,000/-

iv. The Group does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

v. The Group have not traded or invested in Crypto currency or Virtual Currency during the financial year.

vi. The Group have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

a. Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or

b. Provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

vii. The Group have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

a. Directly or indirectly lend or invest in other person(s) or entity(ies), identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

b. Provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

viii. The Group has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

ix. The Parent and Subsidiaries have not been declared willful defaulter by any bank or financial institution or other lender or government or any government authority.

x. The Parent and Subsidiaries have complied with the requirement with respect to number of layers as prescribed under Section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on number of layers) Rules, 2017.

**30.15** The Code on Social Security 2020 has been notified in the Official Gazette on September 29, 2020. However, the date on which the code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Group will



# Notes to Consolidated Financial Statements

for the year ended March 31, 2025

### 30. Disclosures under Indian Accounting Standards: (Contd..)

assess the impact of the code when it comes into effect and will record any related impact in the period the code becomes effective. Based on a preliminary assessment, the entity believes the impact of the change will not be significant.

**30.16** A Scheme of Amalgamation of Unison Enviro Private Limited (a wholly owned subsidiary) with the Parent Company (the "Scheme") was approved by the Board of Directors of the Parent Company at their meeting held on October 24, 2024, with effect from the appointed date of February 01, 2024. The Parent Company has initiated proceedings for various approvals including application to the Hon'ble National Company Law Tribunal ("NCLT") and is currently awaiting the same.

**30.17** Events after the reporting period - The Group has evaluated subsequent events from the balance sheet date through May 06, 2025, the date at which the financial statements were available to be issued and determined that there are no material items to disclose other than those disclosed above.

**30.18** The Board of Directors, at its meeting held on May 06, 2025, has proposed a final dividend of ₹18.00 per equity share of face value ₹10.00 each for the financial year ended March 31, 2025. This is in addition to the interim dividend of ₹12.00 per equity share paid during the year. With this, the total dividend for the year is ₹30.00 per equity share of face value ₹10.00 each. The proposal is subject to the approval of shareholders at the Annual General Meeting to be held and if approved would result in a final dividend cash outflow of approximately ₹177.80 crore.

**30.19** Figures for the previous year have been regrouped/reclassified to conform to the figures of the current year.

For and on behalf of the Board of Directors of
**Mahanagar Gas Limited**
(CIN: L40200MH1995PLC088133)

**Ashu Shinghal**
Managing Director
DIN: 08268176

**Sanjay Shende**
Deputy Managing Director
DIN: 09172642

**Rajesh Patel**
Chief Financial Officer
FCA No:048326

**Atul Prabhu**
Company Secretary
ACS No:64051

**Place : Mumbai**
**Date : May 06, 2025**

# NOTICE

## MAHANAGAR GAS LIMITED

**CIN:** L40200MH1995PLC088133
**Regd. Off:** MGL House, Block No: G-33, Bandra-Kurla Complex, Bandra (E), Mumbai -400051
**E-mail:** agm@mahanagargas.com | investorrelations@mahanagargas.com |
**Website:** www.mahanagargas.com | **Tel No:** +91 22 6678 5000 | **Ext:** 7301/7307/7310/7311

**NOTICE** is hereby given that the **Thirtieth Annual General Meeting ('AGM')** of the Members of Mahanagar Gas Limited will be held on Friday, August 22, 2025 at 03:00 p.m. (IST) through Video Conferencing (**'VC'**) / Other Audio Visual Means (**'OAVM'**), to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors' and Auditors' thereon.
2. To confirm the Interim Dividend of ₹ 12/- per equity share, paid during the financial year ended March 31, 2025 and to declare the Final Dividend of ₹ 18/- per equity share for the financial year ended on March 31, 2025.
3. To appoint a Director in place of Mr. Ashu Shinghal (DIN: 08268176), who retires by rotation and being eligible, offers himself for re-appointment.

### SPECIAL BUSINESS:

4. **Appointment of M/s. M P Sanghavi & Associates LLP as Secretarial Auditors**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with the provisions of Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and as per the recommendations of the Audit Committee and Board of Directors of the Company, consent of the Members be and is hereby accorded for appointment of M/s. M P Sanghavi & Associates LLP, Company Secretaries (Firm Registration No. L2020MH007000 and Peer Review No. 2972/2023) as Secretarial Auditors of the Company for a period of five consecutive years commencing from the financial year 2025-26 upto the financial year 2029-30, on such terms and conditions, including remuneration as may be determined by the Board of Directors (hereinafter referred to as the 'Board' which expression shall include any Committee thereof or person(s) authorized by the Board).

   **RESOLVED FURTHER THAT** approval of the Members be and is hereby accorded to the Board to avail or obtain from the Secretarial Auditor, such other services or certificates or reports which the Secretarial Auditor is eligible to provide or issue under the applicable laws at a remuneration to be determined by the Board.

   **RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution and for matters connected therewith or incidental thereto."

5. **Ratification of remuneration of Cost Auditors for the financial year ending March 31, 2026**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of the Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including statutory amendments, modifications, variations or re-enactments thereof for the time being in force), the Members of the Company do hereby ratify the remuneration of ₹ 2,50,000/- (Rupees Two Lakh Fifty Thousand only) (excluding out of pocket expenses, to be reimbursed up to 5% of basic fee) plus taxes as applicable, payable to M/s. ABK & Associates, Cost Accountants (Firm Registration No. 000036), as approved by the Board of Directors of the Company, on the recommendation of Audit Committee for conducting audit of the cost records of the Company for the financial year ending March 31, 2026.

   **RESOLVED FURTHER THAT** the Board of Directors and/ or any person authorised by the Board, be and is hereby severally authorized to do all acts and take all such steps, as may be necessary, proper or expedient to give effect to the above resolution."

6. **Approval of Material Related Party Transactions of the Company with GAIL (India) Limited**

   To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

   "**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time **('Listing Regulations')**, the applicable provisions of the Companies Act, 2013 read with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company's Policy on Related Party Transactions and basis the approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the members of the Company be and is hereby accorded to the Company to enter into and / or continue the related party transaction(s) / contract(s) / arrangement(s) /agreement(s) as more specifically set out in the explanatory statement to this resolution, whether by way of an individual transaction or transactions taken together or a series of transactions or otherwise with GAIL (India) Limited, a related party of the Company, during the financial year 2026-27 exceeding 10% of the annual consolidated turnover of the Company as per the audited financial statements for the financial year 2024-25 or such other threshold limits as may be specified in Listing Regulations from time to time.

   **RESOLVED FURTHER THAT** the Board of Directors and/ or any person authorised by the Board of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit as may be necessary, desirable or expedient to give effect to this resolution."

By Order of the Board of Directors
For **Mahanagar Gas Limited**

**Atul Prabhu**
Company Secretary and Compliance Officer
Place: Mumbai
Date: June 03, 2025

**Registered Office:**
MGL House, Block No. G-33,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051
CIN: L40200MH1995PLC088133
Website: www.mahanagargas.com
E-mail: investorrelations@mahanagargas.com
Tel.: +91 22 6678 5000

## Notes:

1. The Ministry of Corporate Affairs ('**MCA**') has, vide its General Circular dated September 19, 2024, read together with circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 (collectively referred to as '**MCA Circulars**'), permitted convening the Annual General Meeting ('**AGM**' / '**Meeting**') through Video Conferencing ('**VC**') or Other Audio Visual Means ('**OAVM**'), without physical presence of the members at a common venue. In accordance with the MCA Circulars and applicable provisions of the Companies Act, 2013 ('**Act**') read with Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations**') vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 03, 2024 and other circulars issued in this regard ('**SEBI Circulars**'), the AGM of the Company is being held through VC / OAVM.

2. The Company has availed the services of Central Depository Services (India) Limited ('**CDSL**') for conducting the AGM through VC/OAVM and enabling participation of Members at the meeting thereto and for providing facility to the Members to cast their votes using an electronic voting system from any place before the meeting ('**Remote e-voting**') and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM and completing remote e-voting and e-voting during the AGM is explained in the notes below.

3. The Company's Registrar and Transfer Agent for its Share Registry Work (Physical and Electronic) is MUFG Intime India Private Limited, C 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai – 400 083 ('**RTA / MUFG Intime**').

4. Pursuant to the above-mentioned MCA Circulars, physical attendance of the Members is not required at the AGM and attendance of the Members through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.

5. Pursuant to the applicable MCA Circulars and SEBI Circular, since the AGM is being conducted through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of Proxy by the Members is not available for this AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

6. Institutional / Corporate Members / Governor of State are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM on their behalf and cast their votes through remote e-voting or at the AGM. Institutional / Corporate Members / Governor of a State are requested to send a certified scanned copy of (PDF / JEPG format) of the Board Resolution to the Scrutinizer at cssantoshsingh@gmail.com and to the Company at agm@mahanagargas.com authorizing its representatives to attend and vote during the AGM, pursuant to Sections 112 and 113 of the Act.

7. In case of joint holders, the Member whose name appear as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

8. In accordance with the Secretarial Standard – 2 on General Meetings issued by the Institute of Company Secretaries of India proceedings of the AGM shall be deemed to be conducted at 18th Floor, Parinee Crescenzo, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400 051 which shall be the deemed venue of the AGM.

9. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 4, 5 and 6 of the Notice is annexed hereto.

10. The relevant Statutory Registers and any other documents referred to in the accompanying Notice and Explanatory Statement, shall be made available for inspection electronically by the Members in accordance with the applicable statutory requirements based on the requests received by the Company at agm@mahanagargas.com. Additionally, such documents shall be made available for inspection at the Registered Office of the Company during business hours on all working days upto the date of AGM i.e. August 22, 2025.

11. The Board of Directors, in its meeting held on January 28, 2025, had declared an Interim Dividend of ₹ 12/- per equity share of face value of ₹ 10/- each, on the paid-up equity share capital of the Company for the financial year 2024-25 and was paid to those shareholders whose names appeared in the Register of Members / List if Beneficial Owners as on record date i.e. February 03, 2025.

12. The final dividend, as recommended by the Board of Directors, if approved at the AGM, would be paid subject to deduction of tax at source, as may be applicable, after August 22, 2025 through various modes, to those persons or their mandates:

    (a) whose names appear as Beneficial Owners in respect of shares held in dematerialized form as at the end of the business hours on Thursday, August 14, 2025 in the list to be made available by National Securities Depository Limited ('**NSDL**') and CDSL collectively referred to as '**Depositories**' and

    (b) whose names appear as Members in respect of shares held in physical form in the Register of Members of the Company, as at the end of the business hours on Thursday, August 14, 2025 after giving effect to valid transmission or transposition requests logged with the Company.

**13. Payment of Dividend**

The Securities and Exchange Board of India **('SEBI')** has made it mandatory for all Companies to use the bank account details furnished by the Depositories and the bank account details maintained by the RTA for payment of dividend to Members electronically. The Company has extended the facility of electronic credit of dividend directly to the respective bank accounts of the Members through the National Electronic Clearing Service **('NECS')** / National Electronic Fund Transfer **('NEFT')** / Real Time Gross Settlement **('RTGS')** / Direct Credit, etc.

Members holding shares in physical/demat form are hereby informed that the bank particulars registered with RTA or their respective DP, as the case may be, will be considered by the Company for payment of final dividend. Members holding shares in physical/demat form are required to submit or update their bank account details, if not already registered, as mandated by the SEBI.

Further, the Shareholders holding shares in physical form may kindly note that SEBI, vide its various circulars has mandated that dividend shall be paid only through electronic mode with effect from April 01, 2024. Such payment shall be made only if the folio is KYC compliant i.e., the details of Permanent Account Number ('**PAN**'), nomination, contact details, mobile number, complete bank details and specimen signatures are registered. In case of non-updation of any of these details in respect of physical folios, dividend shall be paid only upon furnishing of all the aforesaid details in entirety.

The Members are requested to update their details with Company / MUFG Intime by submitting ISR forms available on website of the Company i.e. https://www.mahanagargas.com/MGL-corporate/investors/investor-guide or on the website of MUFG Intime at https://web.in.mpms.mufg.com/KYC-downloads.html to avoid delay in receipt of dividend.

As directed by SEBI, the Members holding shares in physical form are requested to submit particulars of their bank account in Form ISR-1 alongwith the original cancelled cheque bearing the name of the Member to MUFG Intime / the Company to update their bank account details.

Shareholders are requested to ensure that their bank account details in their respective demat accounts are updated to enable the Company to provide timely credit of dividend in their bank accounts.

**14. TDS on Dividend**

Pursuant to Finance Act, 2020 dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. The shareholders are requested to update their PAN with the Company/ MUFG Intime (in case of shares held in physical mode) and depositories (in case of shares held in dematerialized mode).

The Tax Deducted at Source **('TDS')** rate may vary depending on the residential status of the Shareholder and the documents submitted to the Company in accordance with the applicable provisions of the Act. The TDS for various categories of Shareholders along with required documents are provided in Table 1 and 2 below:

### Table 1: Resident Shareholders

| Category of Shareholder | Tax Deduction Rate | Exemption applicability / Documentation requirement |
|---|---|---|
| Any resident Shareholder<br>(**Note iv and v**) | 10% | Update valid PAN, if not already done, with depositories. No taxes will be deducted in the following cases -<br>• If dividend income to a resident Individual Shareholder during FY 2025-26 does not exceed ₹ 10,000/- (**Note ii**)<br>• If Shareholder is exempted from TDS provisions through any circular(s) or notification(s) and provides an attested copy of the PAN along with the documentary evidence in relation to the same (**Note iii**) |
| Submitting Form 15G/ Form 15H | NIL | Resident Individual Shareholder providing Form 15G (applicable to individuals) / Form 15H (applicable to an individual whose age is 60 years or more during FY 2025-26) provided that all the conditions are met. Please note that all fields are mandatory to be filled up and the Company may at its sole discretion reject the form if it does not fulfil the requirement of law. Blank Form 15G and 15H can be downloaded from the link given at the end of this communication (**Note vi**) |
| Order under section 197 of Income Tax Act, 1961 | Rate provided in the order | Lower/NIL withholding tax certificate obtained from Income Tax authorities. |
| Insurance Companies: Public & Other Insurance Companies | NIL | Documentary evidence that the provisions of section 194 of the Income Tax Act, 1961 are not applicable<br>(**Note vii**) |
| Corporation established by or under a Central Act which is, under any law for the time being in force, exempt from income-tax on its income | NIL | Declaration that it is a corporation established by or under a Central Act whereby income-tax is exempt on the income and accordingly, is covered under section 196 of the Income Tax Act, 1961, along with self-attested copy of registration certificate and relevant extract of the section whereby the income is exempt from tax. |
| Mutual Funds specified under clause (23D) of section 10 of the Income Tax Act, 1961 | NIL | Declaration that it is a Mutual Fund specified under section 10(23D) of the Act and accordingly, is covered under section 196 of the Income Tax Act, 1961, along with self-attested copy of registration certificate or notification, as the case may be. |
| Alternative Investment Fund (AIF) | NIL | Declaration that AIF income is exempt under section 10(23FBA) of the Income Tax Act, 1961 as it has been granted a certificate of registration as a Category I or Category II AIF under the SEBI (AIF) Regulations, 2012 or under the International Financial Services Centre Authority Act, 2019. Also, to provide copy of registration document (self-attested). |
| New Pension System (NPS) Trust | NIL | Declaration that NPS Trust income is exempt under section 10(44) of the Income Tax Act, 1961. Self-attested copy of registration document for establishment of said trust under the Indian Trust Act, 1882 along with self-attested copy of PAN card. |
| Other resident Shareholder without PAN or having Invalid PAN<br>**(Note viii and ix)** | 20% | |

### Table 2: Non-resident Shareholders

| Category of Shareholder | Tax Deduction Rate | Exemption applicability/ Documentation Requirement |
|---|---|---|
| Any non-resident Shareholder<br>**(Note xi)** | 20% (plus applicable surcharge and cess) or Tax Treaty rate, whichever is beneficial | Non-resident Shareholders may opt for tax rate under Double Taxation Avoidance Agreement **('Tax Treaty')**. In case of shareholder being tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidence demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement (DTAA). It is recommended that shareholders should independently satisfy its eligibility to claim Double Tax Avoidance Treaty benefit including meeting of all conditions laid down by Double Tax Avoidance Treaty.<br>The Tax Treaty rate shall be applied for tax deduction at source on submission of following documents to the Company:<br>a) Copy of PAN Card, if any, allotted by the Indian authorities.<br>b) Self-attested copy of Tax Residency Certificate **(TRC)** valid as on the Record Date, obtained from the tax authorities of the Country of which the Shareholder is resident.<br>c) Electronically Filed Form 10F on Income Tax Portal as per Notification No. 03/2022 dated July 16 2022 issued by the Income Tax Department Self-declaration confirming not having a Permanent Establishment in India and eligibility to Tax Treaty benefit.<br>d) Self-declaration regarding 'Principle Purpose Test' (if any) as applicable to respective Treaty.<br>e) Self-declaration as regards beneficial ownership.<br>In case of Foreign Institutional Investors, Foreign Portfolio Investors (FII, FPI), Self-attested copy of certificate of registration accorded under the relevant regulations of the SEBI.<br>TDS shall be deducted at 20% (plus applicable surcharge and cess), if any, if the above-mentioned documents are not provided. |
| Submitting Order under section 197 of the Income Tax Act, 1961. | Rate provided in the Order | Lower/NIL withholding tax certificate obtained from Income Tax authorities. |

Kindly note that the documents as mentioned in the Table 1 and 2 above are required to be uploaded at https://web.in.mpms.mufg.com/formsreg/submission-of-form-15g-15h.html.

**No communication on the tax determination / deduction shall be considered after Thursday, August 14, 2025 by 11:59 p.m. (IST) in order to enable the Company to determine and deduct appropriate TDS / withholding tax rate.**

**Notes:**

(i) In due compliance of the applicable provisions of the Act, the Company will be issuing certificate for TDS in Form 16A. The credit for TDS can also be verified by the Shareholder by verifying Form 26AS, after the statement of TDS is furnished by the Company and thereafter Annual Information Statement (Form 26AS) is updated.

(ii) In case of any further dividend which is paid in the financial year 2025-26 and considering the amount of dividend payments made earlier, if the aggregate dividend pay-out exceeds ₹ 10,000/-, then, from the subsequent payment of dividend, the tax on the current as well as on earlier amount of dividend will be deducted and accordingly, the balance amount of dividend will be paid to the concerned Individual Shareholder.

(iii) Reference is drawn to Circular No. 18/2017 dated May 29, 2017 issued by the Government of India, Ministry of Finance, Department of Revenue, Central Board of Direct Taxes as regards requirement of TDS in case of entities whose income is exempt under section 10 of the Act.

(iv) In case dividend income under the provisions of the Act is chargeable to tax in hands of any other person other than the Registered Shareholder, then, a declaration to that effect is required to be submitted in terms of Section 199 of the Act read with Rule 37BA of the Income Tax Rules, 1962. On such submission, the Company will deduct tax in the name of such person, which would be due compliance of law on the part of the Company.

(v) The Shareholders holding shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts.

(vi) The Company, in compliance with the provisions of the Act, will allot unique identification number and the declarations will be furnished along with the statement of deduction of tax to the income tax.

(vii) Insurance Companies: The Life Insurance Corporation of India, The General Insurance Corporation of India, The National Insurance Company Limited, The New India Assurance Company Limited, The Oriental Insurance Company Limited, The United India Insurance Company Limited and any other insurer as per section 2(28BB) of the Act. In case of any other insurer self-attested copy of registration is to be furnished. If shares are not owned but have full beneficial interest, then, a declaration to that effect.

(viii) Needless to mention, PAN will be mandatorily required. In absence of PAN / Valid PAN, tax will be deducted at a higher rate of 20% as per Section 206AA of the Act.

(ix) As per section 139AA of the Income-tax Act read with Rule 114AAA, it is mandatory to link Aadhaar number with PAN within the prescribed timeline. If the PAN is found inoperative as per the Income Tax Department's reporting portal due to non-linking of Aadhaar, tax shall be deducted at a higher rate of 20% in accordance with section 206AA of the Act. Shareholders are therefore advised to ensure that their Aadhaar number is linked with their PAN to avoid higher tax deduction.

(x) The provisions of the tax treaty rate shall be applied even if tax is deductible under section 196D. Therefore, under both sections i.e. section 195/196D, the treaty provisions can be applied, subject to submissions of documents as mentioned above. However, the Company is not obligated to apply the Tax Treaty rates at the time of tax deduction/ withholding on dividend amounts, if the completeness of documents submitted by the non-resident Shareholder is not to the satisfaction of the Company, including not in accordance with the provisions of the Act. The Company, in compliance of section 195 of the Act, will furnish information relating to the payment of dividend and deduction of tax at source thereon in Form 15CA by the Company and 15CB by a Chartered Accountant, as applicable.

(xi) In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details / documents, the concerned Shareholder would still have the option of claiming refund of the excess tax deducted at the time of filing the income tax return. No claim shall lie against the Company for such taxes deducted.

(xii) The above is only to facilitate the Shareholder so that appropriate TDS is deducted on the dividend amount in accordance with the applicable provisions of the Act.

(xiii) Shareholders may have already noted the tax implications in case their PAN is not registered with the Company/RTA/ Depository Participants including non-linking of Aadhaar. Further, it may be noted that:

- In terms of section 139A of the Act, it is mandatory to quote PAN if tax is deductible on the dividend amount at source under section 194 of the Act. Such non-quoting shall attract penalty of ₹ 10,000/- under section 272B of the Act.
- SEBI has mandated the submission of PAN by every participant in the securities market.

Accordingly, Shareholders are once again requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts, in case of holding in electronic form.

**15. Investor Education and Protection Fund ('IEPF')**

Pursuant to Section 124 and other applicable provisions, if any, of the Act, all dividend remaining unpaid and unclaimed for a period of seven years from the date of declaration will be transferred to IEPF, established by the Central Government. Accordingly, unpaid and unclaimed final dividend for the financial year 2015-16, unpaid and unclaimed interim dividend for the financial year 2016-17, unpaid and unclaimed final dividend for the financial year 2016-17 and unpaid and unclaimed interim dividend for the financial year 2017-18 have been transferred to the IEPF.

In terms of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('**IEPF Rules**'), equity shares in respect of which dividend has not been paid or claimed for seven consecutive years or more from the date of declaration for the aforesaid years will also be transferred to IEPF, operated by the IEPF Authority, pursuant to the IEPF Rules. In compliance with the aforesaid Rules, the Company has transferred equity shares pertaining to the aforesaid financial years i.e. 2015-16, 2016-17 and 2017-18 to the IEPF, after providing necessary intimations to the relevant Members.

Details of unpaid / unclaimed dividend and equity shares for the financial years 2015-16, 2016-17, 2017-18 are uploaded on the website of the Company, as well as that of MCA (IEPF) and can be accessed through the link: www.iepf.gov.in. No claim shall lie against the Company in respect of unclaimed dividend amount and equity shares transferred to the IEPF, pursuant to the IEPF Rules.

In view of this, Members / Claimants are requested to claim their unpaid/unclaimed final dividend for the financial year 2017-18, on or before November 16, 2025. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may write to the Company/ MUFG Intime for advising the procedure for claiming the shares / dividend from IEPF Authorities and can submit Form IEP-5 and other required documents as mentioned at www.iepf.gov.in and claim their shares from IEPF Authority. For details, please refer to the Corporate Governance Report which is a part of this Annual Report.

16. Members can avail nomination facility in respect of shares held by them in physical form pursuant to the provisions of Section 72 of the Act. Members desiring to avail this facility may send their nomination in the prescribed Form No. SH-13 duly filled in to MUFG Intime at the above-mentioned address. Members holding shares in electronic form may contact their respective DPs for availing this facility.

17. In terms of Regulation 40 of the Listing Regulations, securities of listed companies can be transferred only in dematerialized form with effect from April 01, 2019 except in case of transmission or transposition of securities. Further, SEBI vide its Master Circular dated May 07, 2024 has mandated that securities shall be issued only in dematerialized mode while processing duplicate / unclaimed suspense / renewal / exchange / endorsement / sub-division / consolidation / transmission / transposition services requests received from physical securities holders. In view of the above and to eliminate risk associated with physical shares and to avail various benefits of dematerialization, Members are advised to dematerialize their shares held in physical form.

18. Members may kindly note that the Company has made arrangement of dematerialization of its equity shares and the ISIN allotted for the same is INE002S01010. The shareholders holding shares in physical form are advised to get the shares in dematerialized form as the transfer of shares are mandated in dematerialized form only. The investors are requested to contact MUFG Intime in order to complete the process.

19. Members are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone / mobile numbers, PAN, mandates, nominations, power of attorney, bank details, viz. name of bank and branch details, bank account number, MICR code, IFSC code, etc. to their DPs in case of shares held in electronic form and to the RTA in case of shares held in physical form.

**20. Electronic dispatch of Annual Report and process of registration of email Id**

In accordance with MCA Circulars and the SEBI Circular, Annual Report for the financial year 2024-25 which inter-alia comprises of the Audited Financial Statements alongwith the Reports of the Board of Directors' and Auditors' thereon and documents required to be attached for the financial year ended March 31, 2025 pursuant to Section 136 of the Act and Notice calling 30th AGM pursuant to Section 101 of the Act read with Rules framed thereunder, are being sent in electronic mode to Members whose e-mail addresses are registered with the Company or MUFG Intime or the DPs.

The Notice of AGM alongwith Annual Report for the financial year 2024-25 is available on the website of the Company at www.mahanagargas.com, website of stock exchanges i.e. BSE Limited and the National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of CDSL at www.evotingindia.com

Members who have not registered their e-mail address are requested to register the same in the following manner:

| | |
|---|---|
| **For shares held in the Physical form** | By submitting their query(ies) by clicking on 'Service Request' option under 'Investor Services' tab available on the website of MUFG Intime at https://in.mpms.mufg.com/home.html |
| **For shares held in Dematerialized form** | By contacting the concerned DP |

21. Process for registering e-mail addresses to receive this 30th AGM alongwith Annual Report electronically and cast votes electronically

**A. Registration of e-mail addresses with MUFG Intime:**

The Company has made special arrangements with MUFG Intime for registration of email addresses of those Members (holding shares either in electronic or physical form) who wish to receive this Notice electronically and cast votes electronically. Eligible Members whose email addresses are not registered with the Company / DPs are required to provide the same to MUFG Intime on or before 5:00 p.m. IST on Thursday, August 14, 2025.

Process to be followed for registration of email address is as follows:

(a) Click on the URL:

https://web.in.mpms.mufg.com/helpdesk/Service_Request.html

(b) Enter e-mail ID and click on submit button.

(c) The system generated One Time Password ('**OTP**') will be sent on e-mail ID.

(d) Enter OTP received on e-mail ID.

(e) Click on Submit button.

(f) Select the Name of the Company from dropdown: **Mahanagar Gas Limited**

(g) Enter DP and Client ID (if shares held in electronic form)/Folio number (if shares held in physical form).

(h) Enter Mobile number.

(i) Select KYC details > Registration/ Updation of Email Id.

(j) On completing the above process your request will be accepted and request ID will be generated. The system will then confirm the email address for receiving this AGM Notice.

**B. Registration of e-mail addresses permanently with Company / DPs**

(a) For members holding shares in physical mode: Members are requested provide necessary details like Folio No., Name of Member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email or submit Form ISR-1 to MUFG Intime at https://web.in.mpms.mufg.com/KYC/index.html

(b) For members holding shares in dematerialized mode: Members are requested to register their email addresses with their concerned DPs.

(c) For Individual Demat shareholders – Please update your email id and mobile no. with your respective DPs which is mandatory while e-voting and joining virtual meetings through Depositories.

Further, those Members who have already registered their e-mail addresses are requested to keep their e-mail addresses validated / updated with their DPs / MUFG Intime to enable servicing of notices / documents / Annual Reports and other communications electronically to their e-mail address in future.

22. The Board of Directors has appointed Mr. Santosh Singh & Associates, Practicing Company Secretary (Membership No. ACS 15964) as the Scrutinizer to scrutinize the voting at the meeting and remote e-voting process in a fair and transparent manner.

## INSTRUCTIONS FOR E-VOTING AND JOINING VIRTUAL MEETINGS

23. In compliance with the provisions of section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the Secretarial Standards on General Meetings issued by the Institute of the Company Secretaries of India and the provisions of Regulation 44 of the Listing Regulations read the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with CDSL for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

24. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1,000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

25. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Act.

26. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

27. **PROCEDURE FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:**

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) The voting period commences from **9:00 a.m. IST** on **Tuesday, August 19, 2025** and ends at **5:00 p.m. IST** on **Thursday, August 21, 2025**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. **Thursday, August 14, 2025** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.

(iii) Pursuant to SEBI Circular and Regulation 44 of Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers **('ESPs')** providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1 :** Access through Depositories CDSL/NSDL e-voting system in case of individual shareholders holding shares in demat mode.

(iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

| Type of shareholders | Login Method |
|---|---|
| Individual Shareholders holding securities in Demat mode with **CDSL** | 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab.<br>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.<br>3) If the user is not registered for Easi/Easiest, option to register is available at cdsl website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.<br>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers. |
| Individual Shareholders holding securities in demat mode with **NSDL** | 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.<br>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp<br>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting |
| Individual Shareholders (holding securities in demat mode) login through their **Depository Participants** | You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. |

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL**

| Login type | Helpdesk details |
|---|---|
| Individual Shareholders holding securities in Demat mode with **CDSL** | Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911 |
| Individual Shareholders holding securities in Demat mode with **NSDL** | Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 |

**Step 2 :** Access through CDSL e-voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(v) Login method for e-voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

1) The shareholders should log on to the e-voting website www.evotingindia.com.
2) Click on "Shareholders" module.
3) Now enter your User ID
    a. For CDSL: 16 digits beneficiary ID,
    b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
4) Next enter the Image Verification as displayed and Click on Login.
5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
6) If you are a first-time user follow the steps given below:

| For Physical shareholders and other than individual shareholders holding shares in Demat. | |
|---|---|
| PAN | Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)<br>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA. |
| Dividend Bank Details **OR** Date of Birth (DOB) | Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.<br>• If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field. |

(vi) After entering these details appropriately, click on “SUBMIT” tab.

(vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.

(x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

(xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.

(xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

(xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

(xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvi) There is also an optional provision to upload BR/ POA if any uploaded, which will be made available to scrutinizer for verification.

(xvii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; agm@mahanagargas.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**28. INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:**

i. The procedure for attending meeting and e-voting during the AGM is same as the instructions mentioned above for e-voting.

ii. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

iii. Shareholders who have voted through Remote e-voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

iv. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

v. Further shareholders will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.

vi. Please note that participants connecting from mobile devices or tablets or through laptop connecting via mobile hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

vii. Shareholders who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast two days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at agm@mahanagargas.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance two days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at agm@mahanagargas.com. These queries will be replied to by the Company suitably by email.

viii. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

ix. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

x. If any votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

29. If you have any queries or issues regarding attending AGM and e-voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

30. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager (CDSL), Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call toll free no. 1800 21 09911.

**31. Voting Results**

The Scrutiniser will, after the conclusion of e-voting at the Meeting, scrutinise the votes cast at the Meeting at the AGM and votes cast through remote e-voting, make a consolidated Scrutiniser’s Report and submit the same to the Managing Director of the Company or any person authorized by him. The results of e-voting will be announced on or before Tuesday, August 26, 2025 and the same, along with the consolidated Scrutiniser’s Report, will be placed on the website of the Company: www.mahanagargas.com. The result will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company. Subject to receipt of requisite number of votes, the Resolutions proposed in this Notice shall be deemed to have been passed on the date of the Meeting, i.e., Friday, August 22, 2025.

## Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

### Item No. 4

The Board of Directors, at its meeting held on May 6, 2025, based on recommendation of the Audit Committee, has approved the appointment of M/s. M P Sanghavi & Associates LLP, Company Secretaries, (Firm Registration No. L2020MH007000 and Peer Review No. 2972/2023), subject to approval of members of the Company, as the Secretarial Auditors of the Company, in accordance with the provisions of Section 204 of the Companies Act, 2013, and Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**'Listing Regulations'**), for a term of five consecutive years commencing from the financial year 2025-26 upto financial year 2029-30.

The details required to be disclosed under provisions of Regulation 36(5) of the Listing Regulations are as under:

| Sl. No. | Particulars | Details |
|---|---|---|
| 1 | Proposed Secretarial Auditors | M/s. M P Sanghavi & Associates LLP, Practicing Company Secretaries. |
| 2 | Basis of Recommendation | M/s. M P Sanghavi & Associates LLP, Company Secretaries, Mumbai, is a Peer reviewed firm by ICSI with over more than two decades of presence in corporate law compliance services. They are engaged in providing professional services in entire gamut of Corporate Law Compliance. The designated partners of the LLP, CS Mita Sanghavi and CS Pushpal Sanghavi have combined experience of over four decades in corporate law compliance.<br>The Board is confident that the expertise of M/s. M P Sanghavi & Associates LLP in conducting Secretarial Audits for listed and large companies, combined with their in-depth knowledge of the legal and regulatory framework, will be instrumental in ensuring the Company's ongoing compliance with the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992, and other applicable laws.<br>The recommendation to appoint M/s. M P Sanghavi & Associates LLP as Secretarial Auditor is based on their proven track record and their ability to deliver high-quality secretarial audit services to companies of similar size and complexity. |
| 3 | Credentials of Proposed Secretarial Auditor | M/s. M P Sanghavi & Associates LLP is a firm of Company Secretaries in Practice and holding Peer Review Certificate No. 2972/2023 issued by the Peer Review Board of the Institute of Company Secretaries of India. |
| 4 | Term of Appointment | Five consecutive years commencing from the financial year 2025-26 and financial year 2029-30 |
| 5 | Proposed Fees | ₹ 1,00,000/- (Rupees One Lakh only) per annum plus applicable taxes (excluding out of pocket expenses, to be reimbursed up to 5% of basic fee) in connection with the Secretarial audit for financial year 2025-26.<br>The proposed fee is based on knowledge, expertise, industry experience, time and efforts required to be put in by the Secretarial Auditor, which is in line with the industry benchmark. The payment for services in the nature of certifications and other professional work will be in addition to the Secretarial audit fee and shall be determined by the Audit Committee and/or the Board of Directors. Further, there is no material change in the fees payable to M/s. M P Sanghavi & Associates LLP from that has been paid to the former Secretarial Auditor of the Company.<br>**Fee for subsequent year(s):** As determined by the Audit Committee and/or the Board of Directors. |

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested financially or otherwise in the said resolution at Item No. 4 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 4 of this Notice for approval of the Members.

### Item No. 5

The Board of Directors of the Company at its meeting held on May 6, 2025 approved the appointment of M/s. ABK & Associates, Cost Accountants (Firm Registration No. 000036), on the recommendation of Audit Committee, to conduct audit of cost records of the Company for the financial year 2025-26 at a remuneration as provided in the resolution.

In accordance with the provision of Section 148(3) of the Companies Act, 2013 (**'Act'**) read with Rule 14 of Companies (Audit and Auditor) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. M/s. ABK & Associates has the necessary experience in the field of cost audit and accordingly, approval of the members is being sought for the proposal of ratification of remuneration payable to the Cost Auditors, as set out in Item no. 5 of the Notice.

None of the Directors and/or Key Managerial Personnel of the Company and/or their relatives are, in any way, concerned or interested financially or otherwise in the said resolution at Item No. 5 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 5 of this Notice for approval of the Members.

### Item No. 6

In terms of provisions of Regulation 23 of the Listing Regulations, prior approval of the shareholders is required for related party transactions exceeding the threshold limit of lower of ₹ 1,000 crores or 10% of the annual consolidated turnover as per the last audited financial statements of the listed entity, either individually or taken together with previous transactions during a financial year, or for any subsequent material modifications thereto. The approval is required even if the transactions are in the ordinary course of business and at an arm's length basis.

The Company enters into various contracts, agreements, arrangements etc. (including procurement of substantial requirement of the natural gas) with GAIL (India) Limited (**'GAIL'**) in its ordinary course of business and at arm's length price. GAIL supplies domestic gas allotment provided by Ministry of Petroleum and Natural Gas (**'MOPNG'**) to the Company at a price determined pursuant to MOPNG guidelines.

Further, the Company procures SPOT RLNG for additional requirement through an approved competitive bidding mechanism from various gas suppliers including GAIL. Accordingly, the Company has entered into various agreements/ terms sheet with the gas distribution companies for purchase and transportation of gas.

The estimated value of transactions for purchase and transportation of gas with GAIL is likely to exceed the prescribed thresholds under the Listing Regulations during the financial year 2026-27 and hence, the transactions are material in nature per se.

Further, the Company may also to enter into various other agreements / contracts arrangements for meeting natural gas requirements from time to time and for other ancillary business activities, such as gas sale / purchase / transportation agreements / extension to the existing agreements / hooking up agreements / pipeline connectivity / CGS capacity enhancement related agreements / or any other business-related transactions. The Company also reimburses secondment charges to GAIL pertaining to remuneration payable to the Managing Director and Deputy Managing Director who are GAIL nominated directors.

The Company estimates that the monetary value of the aforesaid transactions with GAIL taken together during the financial year 2026-27 to be upto ₹ 6,500 crores which will exceed the materiality threshold and hence will require prior approval of shareholders of the Company by way of ordinary resolution in a general meeting. Accordingly, it is proposed to obtain approval of shareholders for entering into aforesaid related party transactions with GAIL during the financial year 2026-27.

**The details of transactions as required under Regulation 23(4) of the Listing Regulations read with Section III-B of the SEBI Master Circular bearing reference no. SEBI/HO/CFD/PoD2/CIR/P/015 dated November 11, 2024 ('SEBI Master Circular') are set forth below:**

| | | |
|---|---|---|
| 1 | Name of the related party and its relationship with listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise) | **Name of Related Party -** GAIL (India) Limited (**'GAIL'**)<br>**Relationship** – GAIL is the Promoter of the Company and holds 32.50% of paid-up equity share capital of the Company. |
| 2 | Name of the Director or Key Managerial Personnel, who is related | None |
| 3 | Nature of the proposed contract and particulars | The Company is in business of City Gas Distribution. It purchases a substantial requirement of natural gas from GAIL. The Company purchases domestic gas through the Government allocation of domestic gas for CNG and Domestic PNG customers. The Company purchases SPOT RLNG through board approved process of competitive bidding system. Accordingly, the Company has entered into various agreements with GAIL for the procurement and transportation of natural gas.<br>**A. Details of existing long-term contracts entered with GAIL are as follows:**<br>1. APM Agreement (for GAs of the Company)- for use in CNG and D-PNG segments.<br>2. Non-APM (for GAs of the Company) - for use in CNG and D-PNG segments.<br>3. New Well Gas Agreement (for GAs of the Company)- for use in CNG and D-PNG segments.<br>4. Supplementary Agreements – (for GAs of the Company).<br>5. Gas Sale Agreement (Term gas)<br>5.1 GSA dated 04.03.2022<br>5.2 GSA dated 14.06.2023<br>5.3 GSA dated 22.12.2023<br>5.4 GSA dated 19.07.2024<br>6. Gas Transmission Agreement.<br>7. LNG Sale Agreement dated 17.04.2023<br>8. SPOT RLNG Contracts (Spot Gas Sale Agreement).<br>**B. Other Contracts/ Transactions/ Agreements:**<br>Further, to meet additional gas requirements and support ancillary business activities, the Company may enter into various Agreements (e.g. Gas Sale / Purchase / Transportation Agreements / Extension to the existing agreements / Hooking up Agreements / pipeline connectivity / CGS capacity enhancement related agreement / any other business-related transactions as approved by the Senior Management Group) and reimbursment of secondment charges pertaining to remuneration payable to GAIL nominated directors. In addition to the transactions listed above, approval of Members of the Company is also being sought for any other transactions between the Company and GAIL, for transfer of resources, services and obligations in ordinary course of business and at arm's length basis, in compliance with applicable laws. |
| 4 | Estimated Value of Transactions (for which approval sought) | ₹ 6,500 Crores (for the FY ending on March 31, 2027)* |
| 5 | Tenure of the Related Party Transactions | Ongoing transactions (year on year), however, approval is being sought for one year i.e. financial year 2026-27 |
| 6 | Material terms | • Purchase and transportation of Domestic Gas/Pooled gas from GAIL is through Gas allocation by MoPNG.<br>• Purchase and transportation of Term gas from GAIL<br>• Purchase of SPOT RLNG is through a Board approved process of Competitive bidding in the ordinary course of business and at an arm's length basis.<br>• Purchase of Gas/LNG from GAIL is as per the terms of the agreement/ term sheet.<br>• Transportation of HPHT/SPOT/Term gas through Gail pipeline network. |
| 7 | Percentage of the MGL's annual consolidated turnover for FY 2024-25, that is represented by the value of the proposed transactions | 81.46% based on annual audited consolidated turnover for the financial year 2024-25 (i.e. ₹ 7,978.97 crores) |
| 8 | Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary | Not Applicable |
| 9 | Justification as to why the RPT is in the interest of the Company / Benefits of the proposed transactions | • GAIL is Nominee of Government of India for supply of APM/NAPM/ Pooled Gas/New Well Gas to CGD companies.<br>• Long term RLNG contract is executed with GAIL for optimization of gas sourcing portfolio, to reduce price volatility and provide stability & security of gas supply. |
| 10 | A copy of the valuation or other external party report, if any such report has been relied upon | Not Applicable |
| 11 | Any advance paid or received for the contract or arrangement, if any | Nil |
| 12 | The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the contract | **1. APM (for GAs of the Company) - for use in CNG and D-PNG segments:**<br>As per Article 13 of APM GSTA, subsequent in CGD policy Guidelines issued by MoPNG and Pricing orders/amendments from PPAC/MoPNG.<br>**2. Non-APM (for GAs of the Company) - for use in CNG and D-PNG segments:**<br>As per Article 13 of NAPM GSTA, subsequent in CGD policy Guidelines issued by MoPNG and Pricing orders/amendments from PPAC/MoPNG.<br>**3. New Well Gas (for GAs of the Company) - for use in CNG and D-PNG segments:**<br>As per Article 17 of NWG Term Sheet, subsequent in CGD policy Guidelines issued by MoPNG and Pricing orders/amendments from PPAC/MoPNG<br>**4. Supplementary Agreements – (for GAs of the Company) - for use in CNG and D-PNG segments:**<br>CGD policy Guidelines issued by MoPNG and Pricing orders/amendments from PPAC/ MoPNG<br>**5. Gas Sale Agreement (Term Gas):**<br>As per Article 11 of GSA<br>**6. LNG Sale Agreement:**<br>As per Article 12 of LSA<br>**7. GTA:**<br>According to the tariff orders of PNGRB<br>**8. SPOT RLNG Contracts (Spot Gas Sale Agreement):**<br>As per Article 9 of Spot GSA. |

| | | |
|---|---|---|
| 13 | Whether all factors relevant to the contract have been considered, if not, the details of factors not considered with the rationale for not considering those factors; and | Yes |
| 14 | Any other information relevant or important for the Board to take a decision on the proposed transaction. | -- |

*Note: - The estimated value of transaction is derived from board approved Business Plan with reasonable escalation, considering uncertainties that may prevail in various parameters during the transaction period like Exchange Rate, Spot RLNG price, Government of India Domestic Gas Allocation / Domestic Gas Pricing guidelines, any other transactions for erection of gas supply facilities like tap-off, pipeline connectivity for MGL, downstream customers etc.

The above proposal was approved by the Audit Committee and the Board of Directors vide resolution passed at their respective meetings held on May 06, 2025.

Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said transactions.

Pursuant to Regulation 23 of the Listing Regulations, members may also note that no related party of the Company shall vote to approve the Ordinary Resolution set out at Item No. 6 whether the entity is a related party to the particular transaction or not.

The Board recommends the Ordinary Resolution set out at Item No. 6 of this Notice for approval of the Members.

By Order of the Board of Directors
For **Mahanagar Gas Limited**

**Atul Prabhu**
Company Secretary and Compliance Officer
Place: Mumbai
Date: June 03, 2025

**Registered Office:**
MGL House, Block No. G-33,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400 051
CIN: L40200MH1995PLC088133
Website: www.mahanagargas.com
E-mail: investorrelations@mahanagargas.com
Tel.: +91 22 6678 5000

# ANNEXURE

**Information required under Regulation 36(3) of the Listing Regulations and Secretarial Standards – 2 on General Meetings with respect to Director's retiring by rotation at the Meeting**

| | |
|---|---|
| Name of the Director | Mr. Ashu Shinghal |
| Designation | Managing Director |
| Director Identification Number | 08268176 |
| Age (in years) | 55 Years |
| Date of first appointment | December 23, 2022 |
| Qualification | 1. Bachelor's degree in (Mechanical Engineering) from NIT, Silchar<br>2. Master's degree in Business Administration (MBA) with specialization in Operation Management. |
| Nature of expertise and specific functional areas | Mr. Ashu Shinghal has been appointed as Managing Director on the Board of Mahanagar Gas Limited with effect from December 23, 2022.<br>Mr. Shinghal has rich experience of more than 31 years in hydrocarbon sector covering diverse functional areas which includes Corporate Strategy, large scale Project Execution including cross country Gas Pipelines, Petrochemical and LNG.<br>He has worked in close association with top management in strategic decision making of GAIL, has been a key liaison point for stakeholder engagement initiatives under natural gas advocacy program with various multilateral organizations, industry associations' committees and think tanks. In the capacity of Chief Risk and Strategy Officer of GAIL - he has successfully managed price risk, index risk (HH, Brent), and currency risk under LNG contracts which impact the bottom-line.<br>Mr. Ashu Shinghal also represented the Indian industrial delegation in prestigious International Visitor Leadership program by US Government. |
| Terms and Conditions of reappointment | Re-appointment in terms of Section 152(6) of the Companies Act, 2013. Other terms and conditions remain same as his appointment as Managing Director of the Company. |
| Relationship with other Directors and Key Managerial Personnel | None |
| Directorship in other Companies | 1. Unison Enviro Private Limited<br>2. Mahanagar LNG Private Limited<br>3. International Battery Company India Private Limited |
| Number of meetings of the Board attended | 8 out of 8 |
| Name of the entity in which the Director holds Committee Membership and Chairmanship (excluding foreign companies) | **Mahanagar Gas Limited**<br>• Audit Committee- Member<br>• Stakeholders Relationship Committee- Member<br>• Risk Management Committee- Member<br>• Corporate Social Responsibility Committee- Member |
| Listed entities from which the Director has resigned in past 3 years | NIL |
| Shareholding in the Company as on the date of this Notice | NIL |
| Details of remuneration last drawn | Please refer to the Corporate Governance Report forming part of this Annual Report |
| Remuneration proposed to be paid | As per existing approved terms of appointment |

# Abbreviations

**3ev** : 3 EV Industries Private Limited
**AIF** : Alternative Investment Fund
**AMR** : Automated Meter Reading
**APM** : Administered Price Mechanism
**BaaS** : Battery-as-a-Service
**BCG** : Boston Consulting Group
**BCP** : Business Continuity Plan
**BLNG** : Baidyanath LNG Private Limited
**CAGR** : Compound Annual Growth Rate
**CBG** : Compressed Biogas
**CGD** : City Gas Distribution
**CGS** : City Gate Station
**CPGRAMS** : Centralized Public Grievance Redressal and Monitoring System
**CRM** : Customer Relationship Management
**CTV** : CNG Transportation Vehicle
**CWIP** : Capital Work in progress
**DC** : Designated Consumer
**DPDP** : Digital Personal Data Protection Act
**D-PNG** : Domestic Piped Natural Gas
**DRS** : District Regulating Station
**EMDE** : Emerging Market and Developing Economies
**EPR** : Extended Producer Responsibility
**ERDMP** : Emergency Response and Disaster Management Plan
**ERM** : Enterprise Risk Management
**ESP** : E-Voting Service Provider
**FIPI** : Federation of Indian Petroleum Industry
**FLIR** : Forward Looking Infrared
**FTC** : Fixed Term Contract
**GA** : Geographical Area
**GHG** : Greenhouse gas
**GIS** : Geographical Information System
**GSA** : Gas Sales Agreement
**GSPN** : Gas Sales & Purchase Notice
**GTA** : Gas Transmission Agreement
**GW** : Gigawatts
**HAZOP** : Hazard Operability Procedure
**HIRA** : Hazard Identification and Risk Assessment
**HPHT gas** : High Pressure, High Temperature
**HSD** : High Speed Diesel
**I&C** : Industrial and Commercial
**ICC** : Internal Complaint Committee
**ICCC** : Integrated Command and Control Centre
**ICRA** : Investment Information and Credit Rating Agency
**IGBT** : Insulated Gate Bipolar Transistor
**IoT** : Internet of Things
**ISIN** : International Securities Identification Number
**ISMS** : Information Security Management System
**ISO** : Indian Standard Organization
**Kw** : Kilowatt
**LDO** : Light Diesel Oil
**LNG** : Liquefied Natural Gas
**LoI** : Letter of Intent
**LP** : Low Pressure
**LSR** : Life Saving Rule
**LTIF** : Lost Time Injury Frequency
**LTIFR** : Lost Time Injury Frequency Rate
**MARG** : Mutual Aid Response Group
**MDP** : Market Determined Price
**MLC** : Multi Layered Composite
**MLPL** : Mahanagar LNG Private Limited
**MMBTU** : Metric Million British Thermal Unit
**MMR** : Mumbai Metropolitan Region
**MMRDA** : Mumbai Metropolitan Regional Development Authority
**MMSCMD** : Million Metric Standard Cubic Meters per Day
**MOC** : Management of Change
**MoPNG** : Ministry of Petroleum & Natural Gas
**MP** : Medium Pressure
**MS** : Motor Spirit
**MSW** : Municipal Solid Waste
**NDT** : Non Destructive Testing
**NECS** : National Electronic Clearing Service
**NGRBC** : National Guidelines for Responsible Business Conduct
**NGS** : Natural Gas Society
**NMIA** : Navi Mumbai International Airport
**NPS** : New Pension System
**NRO** : Non routine Operation
**OAVM** : Other Audio Visual Means
**OEM** : Original Equipment Manufacturers
**OHSAS** : Occupational Health and Safety Assessment Series
**PE** : Poly- Ethylene
**PHA** : Process Hazard Analysis
**PM** : Particulate Matter
**PNGRB** : Petroleum and Natural Gas Regulatory Board
**POL** : Petroleum, Oils and Lubricants
**PPAC** : Petroleum Planning & Analysis Cell
**PPP** : Purchasing Power Parity
**QRA** : Qualitative Risk Assessment
**RE** : Reasonable Endeavour
**RE** : Renewable Energy
**RLNG** : Regassified Liquified Natural Gas
**RO** : Retail Outlets
**RPA** : Robotic Process Automation
**SATAT** : Sustainable Alternative towards Affordable Transportation
**SCMD** : Standard Cubic Meters Per Day
**SDG** : Sustainable Development Goals
**SHEQ** : Safety, Health, Environment and Quality
**SHG** : Self Help Group
**SIA** : Social Impact Assessment
**SMG** : Strategic Management Group
**SMT** : Senior Management Tour
**SPA** – Share Purchase Agreement
**SRC** : Stakeholders Relationship Committee
**SSA** : Share Subscription Agreement
**STC** : Safety and Technical Competency
**STU** : State Transport Utility
**TAT** : Turnaround time
**TPD** : Tons per day
**WAF** : Web Application Firewall

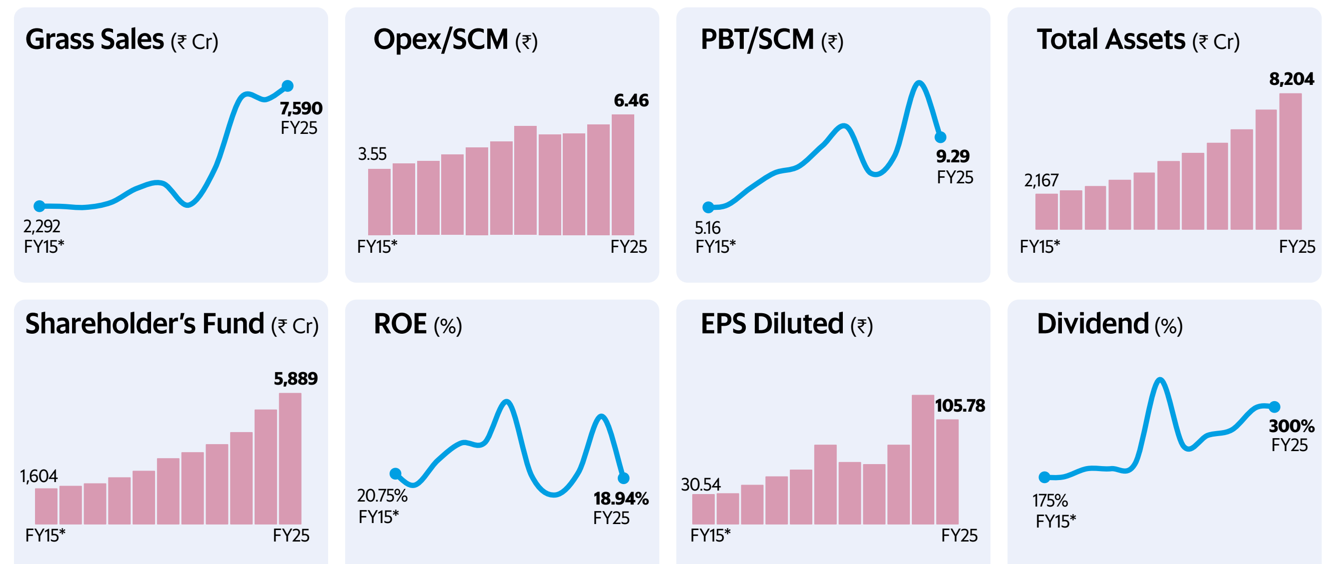
## Notes

# Decade at a Glance

## Financial performance

| FY ending March 31 | FY15* | FY16* | FY17 | FY18 | FY19 | FY20 | FY21 | FY22 | FY23 | FY24 | FY25 |
|---|---|---|---|---|---|---|---|---|---|---|---|
| Gross Sale (₹ cr) | 2,292 | 2,285 | 2,239 | 2,453 | 3,057 | 3,264 | 2,338 | 3,885 | 6,921 | 6,862 | **7,590** |
| Opex/SCM (₹) | 3.55 | 3.82 | 3.96 | 4.30 | 4.70 | 5.00 | 5.84 | 5.39 | 5.44 | 5.93 | **6.46** |
| PBT/SCM (₹) | 5.16 | 5.30 | 6.40 | 7.37 | 7.77 | 9.11 | 10.33 | 7.36 | 8.45 | 13.12 | **9.29** |
| Total assets (₹ Cr) | 2,167 | 2,370 | 2,624 | 3,010 | 3,441 | 4,128 | 4,601 | 5,234 | 6,032 | 7,226 | **8,204** |
| Share holders fund (₹ cr) | 1,604 | 1,728 | 1,840 | 2,095 | 2,399 | 2,953 | 3,232 | 3,597 | 4,134 | 5,143 | **5,889** |
| ROE (%) | 20.75% | 18.76% | 22.01% | 24.28% | 24.32% | 29.66% | 20.03% | 17.48% | 20.44% | 27.79% | **18.94%** |
| EPS Diluted (₹) | 30.54 | 31.36 | 39.83 | 48.38 | 55.30 | 80.33 | 62.72 | 60.43 | 79.98 | 130.50 | **105.78** |
| Dividend (%) | 175% | 175% | 190% | 190% | 200% | 350% | 230% | 250% | 260% | 300% | **300%** |

"*Adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules," 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP).
Note: ROE = Profit After Tax / Average Net Worth (Share Capital + Reserves and Surplus) for the current year and previous year



MAHANAGAR GAS

BSE - 539957 | NSE - MGL
CIN - L40200MH1995PLC088133

## Registered Office

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Bandra (East), Mumbai - 400 051
Tel: +91 22 6678 5000
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