



गैल (इंडिया) लिमिटेड

(भारत सरकार का उपक्रम – महारत्न कंपनी)

GAIL (India) Limited

(A Government of India Undertaking - A Maharatna Company)

गैल भवन,  
16 भीकाएजी कामा प्लेस  
नई दिल्ली-110066, भारत  
GAIL BHAWAN,  
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ND/GAIL/SECTT/2020

September 22, 2020

1. Listing Compliance National Stock Exchange of India Limited Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East) Mumbai – 400051 <b>Scrip Code: GAIL-EQ</b>	2. Listing Compliance BSE Limited Floor 1, Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400001 <b>Scrip Code: 532155</b>
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**Sub.: Proceedings of 36<sup>th</sup> Annual General Meeting of the Company held on 22.09.2020**

Dear Sir/Madam,

As per the requirement of Regulation 30 (2) read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the summary of the proceedings of 36<sup>th</sup> Annual General Meeting of the Company held on Tuesday, the 22<sup>nd</sup> day of September, 2020 at 11:30 a.m. through Video Conferencing Mode (VC) /Other Audio Visual Means (OAVM) at the Registered office of the Company situated at 16, Bhikaiji Cama Place, R K Puram, New Delhi-110066.

The above is for information and records please.

Thanking you,

Yours faithfully

  
(A.K. Jha)  
Company Secretary



**GAIL (INDIA) LIMITED**  
**(A Government of India Undertaking)**

**Registered Office:** 16, Bhikaiji Cama Place, R.K. Puram, New Delhi – 110066  
**CIN:** L40200DL19840GOI018976 **Website:** www.gailonline.com **E-mail:** shareholders@gail.co.in  
**Phone:** 011-26182955, **Fax:** 011-26185941

**PROCEEDINGS OF 36<sup>TH</sup> ANNUAL GENERAL MEETING OF THE COMPANY**

**Thirty-Sixth Annual General Meeting (AGM)** of the members of **GAIL (India) Limited** was held on **Tuesday, the 22<sup>nd</sup> day of September, 2020** through Video Conferencing Mode (VC) /Other Audio Visual Means (OAVM). The meeting commenced at 11.30 a.m. and concluded at 12:40 p.m.

**Summary of Proceedings:**

- Shri Manoj Jain, Chairman & Managing Director chaired the meeting.
- The Chairman informed that the Meeting was convened through VC/ OAVM in compliance with the Circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.
- The Chairman then requested Company Secretary to explain the process of remote e-voting followed by the Company. The Company Secretary briefed Members the process of e-voting.
- The Company also provided live **Webcast** of the proceedings of the AGM.
- The requisite quorum being present, the Chairman called the Meeting to order.
- The Chairman also informed about the presence of other Board members, Statutory Auditor(s) and Secretarial Auditor(s).
- Chairman delivered the speech. With the consent of all the Members present, the Directors' Report, Auditor's Report, Audited Financial Statement etc. were taken as read.
- Company Secretary informed the Members that pursuant to the Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; the Company offered remote e-voting facility to its members to exercise their right to vote by electronic means from Friday, 18<sup>th</sup> September, 2020 (9:00 am) (IST) to Monday, 21<sup>st</sup> September, 2020 (5:00 pm) (IST). Further, the facility for e-voting on the resolutions was also provided during the AGM and 15 minutes after conclusion of AGM to the members who participated in the AGM and had not casted their votes through remote e-voting. Shri Sachin Agarwal, Practicing Company Secretary was appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

- The Company Secretary informed the items proposed for approval of shareholders and CMD explained the objective and implications, if any, of the resolutions enlisted in the AGM notice. The business items discussed during the AGM were as under:

S. No.	Business Items Transacted during 36 <sup>th</sup> AGM	Type of Resolution
	<b>Ordinary Business</b>	
1	Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31 <sup>st</sup> March, 2020 and Report of the Board of Directors and Auditors	Ordinary Resolution
2	To confirm the payment of Interim Dividend already paid in February, 2020	Ordinary Resolution
3	Appointment of Shri Ashish Chatterjee, who retires by rotation, and being eligible, offers himself for re-appointment	Ordinary Resolution
4	Appointment of Shri A K Tiwari, who retires by rotation, and being eligible, offers himself for re-appointment	Ordinary Resolution
5	Authorization to the Board of Directors to fix the remuneration of the Joint Statutory Auditors for FY 2020-21	Ordinary Resolution
	<b>Special Business</b>	
6	Approval for appointment of Shri E S Ranganathan as Director (Marketing ), liable to retire by rotation	Ordinary Resolution
7	Approval for ratification of remuneration of Cost Auditors for FY 2019-20	Ordinary Resolution
8	Approval for Material Related Party Transactions with Petronet LNG Limited	Ordinary Resolution

- CMD invited Shareholders for discussion/queries on the items of business, which were suitably addressed. Further he informed that Company will separately intimate the results of e-voting to the stock exchanges and the same will also be host the same on the website of CDSL and the Company as per the statutory requirement. The results will also be displayed on the Notice Board of the Company at its Registered Office.
- Director (HR) offered vote of thanks to the Shareholders.

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013; the rules notified thereunder, SEBI LODR Regulations, 2015 and Secretarial Standards issued by the ICSI.

  
 (A.K. Jha)  
 Company Secretary