



गेल (इंडिया) लिमिटेड

(भारत सरकार का उपक्रम – महारत्न कंपनी)

GAIL (India) Limited

(A Government of India Undertaking - A Maharatna Company)

गेल भवन,
16 भीकाएजी कामा प्लेस
नई दिल्ली-110066, भारत

GAIL BHAWAN,
16 BHIKAJIJI CAMA PLACE
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ND/GAIL/SECTT/2023

August 24, 2023

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 Scrip Code: GAIL-EQ	2. Listing Compliance BSE Limited Floor 1, Phiroze Jeejeebhoy Tower Dalal Street Mumbai – 400001 Scrip Code: 532155
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Sub: Regulation 44 of SEBI LODR Regulations, 2015 – Voting Results of 39th AGM held on 23.08.2023

Dear Sir/ Madam,

We would like to inform that 39th Annual General Meeting of the Company was held on **Wednesday, the 23rd day of August, 2023** at 11:30 a.m. through Video Conferencing Mode (VC) /Other Audio-Visual Means (OAVM). The summary of Voting results (Remote e-voting and e-voting during AGM) are given below:

S. No.	Description	Particulars
A	Date of the AGM	23.08.2023
B	Cut-off Date for Voting eligibility for AGM	16.08.2023
C	Total number of shareholders as on Cut-off date	9,47,472
D	No. of Shareholders attended AGM through Video Conferencing :	
	a. Promoter and Promoter Group*	1
	b. Public	177
	Total (a+b)	178

* President of India was present through his authorized representative.

The Agenda wise details of the Voting Results in the prescribed format (**Annexure –A**) and Report of the Serutinizer (**Annexure –B**) are attached herewith.



Outcome of the 39th Annual General Meeting of the Members of the Company

The mode of voting was by way of remote e-voting and e-voting during the AGM. Remote e-voting facility was made available to the shareholders from **Saturday, 19th August, 2023 (9:00 am) (IST) and ended on Tuesday, 22nd August, 2023 (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 but had not casted their votes through remote e-voting.

The Company appointed Shri Sachin Agarwal, Practicing Company Secretary, New Delhi as the Scrutinizer to scrutinize the voting process in a fair and transparent manner. The Scrutinizer has submitted his Report on remote e-voting result, Report on e-voting during AGM and Report on consolidated results of remote e-voting & e-voting during AGM to the Company.

This is to inform that based on the Consolidated result of remote e-voting and e-voting during AGM, all the items of business enlisted in Notice of 39th AGM held on **23th August, 2023** were approved by the shareholders with requisite majority.

This is in compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You
Yours faithfully

(Mahesh Kumar Agarwal)
Company Secretary

Encl.: As above

Copy to:

- 1 Deutsche Bank AG, Filiale Mumbai
TSS & Global Equity Services
The Capital, 14th Floor
C-70, G Block, Bandra Kurla Complex
Mumbai -400051
K/A – Ms. Aparna Salunke
- 2 London Stock Exchange,
Regulatory News Service Department (RNS),
10, Paternoster Square,
London EC4M7LS
AVS No.- 332288
- 3 Central Depository Services (India) Limited
17th Floor, Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001
- 4 National Securities Depository Limited
Trade World, A wing, 4th & 5th Floors



Kamala Mills Compound
Senapati Bapat Marg, Lower Parel
Mumbai – 400013

5 MCS STA Limited, R&TA
New Delhi

K/A – Shri Ajay Dalal

6 Beacon Trusteeship Limited
4 C and D Siddhivinayak Chambers,
Gandhi Nagar, Opposite MIG Cricket Club,
Bandra East, Mumbai -400051

K/A- Mr. Kaustubh Kulkarni



RESOLUTION NO. 1

To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements for the Financial year ended 31st March, 2023, Board's Report, Independent Auditors' Report and the comments thereon of the Comptroller & Auditor General of India

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1917722532	88.05	1908078324	9644208	99.50	0.50
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1917722532	88.05	1908078324	9644208	99.50
Public- Non Institutions	E-Voting	1009412278	519097609	51.43	519089526	8083	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519097609	51.43	519089526	8083	100.00
Total		6575099643	5824400188	88.58	5814747897	9652291	99.83	0.17



RESOLUTION NO. 2

To confirm the payment of Interim dividend @ 40% (Rs.4.00/- per equity share) on the paid-up equity share capital of the Company already paid in the month of March, 2023

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1921563781	88.22	1917096673	4467108	99.77	0.23
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1921563781	88.22	1917096673	4467108	99.77
Public- Non Institutions	E-Voting	1009412278	519107091	51.43	519100499	6592	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519107091	51.43	519100499	6592	100.00
	Total	6575099643	5828250919	88.64	5823777219	4473700	99.92	0.08



RESOLUTION NO. 3

To appoint a Director in place of Shri Rakesh Kumar Jain, Director (Finance) (DIN 08788595), who retires by rotation, and being eligible, offers himself for re-appointment

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1921563781	88.22	1305997803	615565978	67.97	32.03
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1921563781	88.22	1305997803	615565978	67.97
Public- Non Institutions	E-Voting	1009412278	519096274	51.43	518992011	104263	99.98	0.02
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519096274	51.43	518992011	104263	99.98
	Total	6575099643	5828240102	88.64	5212569861	615670241	89.44	10.56



RESOLUTION NO. 4

To appoint a Director in place of Shri Deepak Gupta, Director (Projects) (DIN 09503339), who retires by rotation, and being eligible, offers himself for re-appointment

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	No. of votes – in favour (4)	No. of votes – against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1921563781	88.22	1310171153	611392628	68.18	31.82
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1921563781	88.22	1310171153	611392628	68.18
Public- Non Institutions	E-Voting	1009412278	519096246	51.43	518991074	105172	99.98	0.02
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519096246	51.43	518991074	105172	99.98
Total		6575099643	5828240074	88.64	5216742274	611497800	89.51	10.49



RESOLUTION NO.5

Authorization to the Board of Directors to fix the remuneration of the Statutory Auditor(s) of the Company for the FY 2023-24 and for the future years effective from Financial Year 2024-25

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1919215478	88.11	1815867303	103348175	94.62	5.38
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1919215478	88.11	1815867303	103348175	94.62
Public- Non Institutions	E-Voting	1009412278	519095891	51.43	519051241	44650	99.99	0.01
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519095891	51.43	519051241	44650	99.99
	Total	6575099643	5825891416	88.61	5722498591	103392825	98.23	1.77



RESOLUTION NO.6**Approval for appointment of Shri Praveen Mal Khanooja (DIN 09746472) as a Government Nominee Director of the Company**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1919215480	88.11	1169294029	749921451	60.93	39.07
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1919215480	88.11	1169294029	749921451	60.93
Public- Non Institutions	E-Voting	1009412278	519096085	51.43	519005636	90449	99.98	0.02
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519096085	51.43	519005636	90449	99.98
Total		6575099643	5825891612	88.61	5075879712	750011900	87.13	12.87



RESOLUTION NO.7**Approval for appointment of Shri Kushagra Mittal (DIN 09026246) as a Government Nominee Director of the Company**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1919215480	88.11	1105503557	813711923	57.60	42.40
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1919215480	88.11	1105503557	813711923	57.60
Public- Non Institutions	E-Voting	1009412278	519095957	51.43	519003238	92719	99.98	0.02
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519095957	51.43	519003238	92719	99.98
	Total	6575099643	5825891484	88.61	5012086842	813804642	86.03	13.97



RESOLUTION NO.8**Approval for appointment of Shri Sanjay Kumar (DIN 08346704) as a Director (Marketing) of the Company**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1130422268	790377013	58.85	41.15
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1130422268	790377013	58.85
Public- Non Institutions	E-Voting	1009412278	519095730	51.43	519014939	80791	99.98	0.02
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519095730	51.43	519014939	80791	99.98
	Total	6575099643	5827475058	88.63	5037017254	790457804	86.44	13.56



RESOLUTION NO.9**Ratification of remuneration of Cost Auditors of the Company**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1921563781	88.22	1921563781	0	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1921563781	88.22	1921563781	0	100.00
Public- Non Institutions	E-Voting	1009412278	519096731	51.43	519061325	35406	99.99	0.01
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519096731	51.43	519061325	35406	99.99
	Total	6575099643	5828240559	88.64	5828205153	35406	100.00	0.00



RESOLUTION NO.10**Approval for Material Related Party Transactions with Petronet LNG Limited**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281	0	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1920799281	0	100.00
Public- Non Institutions	E-Voting	1009412278	519080072	51.42	519066908	13164	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519080072	51.42	519066908	13164	100.00
Total		6575099643	5827459400	88.63	5827446236	13164	100.00	0.00



RESOLUTION NO.11**Approval for Material Related Party Transactions with Ramagundam Fertilizers and Chemicals Limited**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281	0	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1920799281	0	100.00
Public- Non Institutions	E-Voting	1009412278	519079489	51.42	519065641	13848	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519079489	51.42	519065641	13848	100.00
	Total	6575099643	5827458817	88.63	5827444969	13848	100.00	0.00



RESOLUTION NO.12**Approval for Material Related Party Transactions with Talcher Fertilizers Limited**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total							
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281	0	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total							
Public- Non Institutions	E-Voting	1009412278	519079348	51.42	519063671	15677	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total							
Total		6575099643	5827458676	88.63	5827442999	15677	100.00	0.00



RESOLUTION NO.13**Approval for Material Related Party Transactions with Indraprastha Gas Limited**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281	0	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1920799281	0	100.00
Public- Non Institutions	E-Voting	1009412278	519078005	51.42	519054926	23079	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519078005	51.42	519054926	23079	100.00
Total		6575099643	5827457333	88.63	5827434254	23079	100.00	0.00



RESOLUTION NO.14**Approval for Material Related Party Transactions with Mahanagar Gas Limited**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281	0	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1920799281	0	100.00
Public- Non Institutions	E-Voting	1009412278	519078875	51.42	519054987	23888	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519078875	51.42	519054987	23888	100.00
Total		6575099643	5827458203	88.63	5827434315	23888	100.00	0.00



RESOLUTION NO.15**Approval for Material Related Party Transactions with Maharashtra Natural Gas Limited**

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281		100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1920799281	0	100.00
Public- Non Institutions	E-Voting	1009412278	519078195	51.42	519056244	21951	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519078195	51.42	519056244	21951	100.00
	Total	6575099643	5827457523	88.63	5827435572	21951	100.00	0.00



RESOLUTION NO.16

Approval for Material Related Party Transactions with Aavantika Gas Limited

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281	0	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1920799281	0	100.00
Public- Non Institutions	E-Voting	1009412278	519077801	51.42	519063287	14514	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519077801	51.42	519063287	14514	100.00
Total		6575099643	5827457129	88.63	5827442615	14514	100.00	0.00



RESOLUTION NO.17

Approval for Material Related Party Transactions with Central U.P. Gas Limited

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281		100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1920799281	0	100.00
Public- Non Institutions	E-Voting	1009412278	519079114	51.42	519059412	19702	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519079114	51.42	519059412	19702	100.00
	Total	6575099643	5827458442	88.63	5827438740	19702	100.00	0.00



RESOLUTION NO.18

Approval for Material Related Party Transactions with Green Gas Limited

Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3387580047	3387580047	100.00	3387580047	0	100.00	0.00
	Poll			0.00		0	0.00	0.00
	Postal Ballot (if applicable)			0.00		0	0.00	0.00
	Total		3387580047	3387580047	100.00	3387580047	0	100.00
Public- Institutions	E-Voting	2178107318	1920799281	88.19	1920799281		100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		2178107318	1920799281	88.19	1920799281	0	100.00
Public- Non Institutions	E-Voting	1009412278	519078995	51.42	519066832	12163	100.00	0.00
	Poll			0.00			0.00	0.00
	Postal Ballot (if applicable)			0.00			0.00	0.00
	Total		1009412278	519078995	51.42	519066832	12163	100.00
Total		6575099643	5827458323	88.63	5827446160	12163	100.00	0.00





CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with
Rule 20(3) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman and Managing Director
GAIL (India) Limited
16, Bhikaiji Cama Place, R.K. Puram,
New Delhi – 110066

Reg.: 39th Annual General Meeting of the members of GAIL (India) Limited held on Wednesday, 23rd day of August, 2023 at 11.30 a.m. through Video Conferencing ("VC")/Other Audio-Visual Means ("OAVM")

Sub: Consolidated Scrutinizer's Report on voting through electronic means (remote e-voting) and e-voting during the AGM held through VC process conducted pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014

Dear Sir,

I, Sachin Agarwal, Partner, Agarwal S. & Associates, Company Secretaries, having office at D-427, 2nd Floor, Palam Extn., Ramphal Chowk, Sector 7, Dwarka, New Delhi-110075 had been appointed as the Scrutinizer by the Board of Directors of GAIL (India) Limited ("**the Company**") having its registered office at 16, Bhikaiji Cama Place, R.K. Puram, New Delhi – 110066 in its meeting held on 18.05.2023, pursuant to the provisions of section 108 and any other applicable Provision of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (**as amended**) read with Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021, Circular No. 19/2021 dated December 08, 2021, Circular No. 21/2021 dated December 14, 2021, Circular No. 02/2022 dated May 05, 2022 and Circular No. 10/2022 dated December 28, 2022 (MCA Circulars) and Securities and Exchange Board of India ('SEBI') vide Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD1/P/CIR/2021/602 dated July 23, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/001 dated January 5, 2023 and SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 (SEBI Circulars) to conduct the remote e-voting process and to scrutinize e-voting at the AGM through VC or OAVM process by the Shareholders in respect of the below mentioned resolution(s) passed at 39th Annual General Meeting of the Company held on Wednesday, the 23rd day of August, 2023.

The notice dated 10th July, 2023 for convening 39th AGM of the Company was sent to all the Shareholders in accordance with the provision of the Companies Act, 2013 read with Rules made thereunder together with the MCA and SEBI circulars.

The Company has provided the facility for voting through electronic means (remote e-voting) facility offered by "**Central Depository Services (India) Limited**" (CDSL) for Shareholder's participation in the e-voting process of 39th AGM.

The shareholders of the Company holding shares as on the "**Cut – Off**" date i.e. Wednesday, 16th August, 2023 were entitled to vote on the proposed resolutions as set out at item nos. 1 to 18 in the notice convening 39th Annual General Meeting of the Company.

Pursuant to the applicable provision of MCA circulars and Pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the company had published the newspaper advertisement in The Economic Times (English) and Dainik Jagaran (Hindi) dated 29.07.2023.

Management's Responsibility:

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

Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favor" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on verification of data and reports generated from the voting system provided by Central Depository Services (India) Limited ("CDSL"), the Depository Participant of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and papers/ documents furnished to me electronically till the time fixed for closing of the voting process i.e. **till 5 p.m. (IST) on 22nd August, 2023.**

The voting period for remote e-Voting commenced on Saturday, 19th August, 2023 at 09:00 am (IST) till Tuesday, 22nd August, 2023 at 5.00 pm (IST) and the remote e-Voting platform was blocked thereafter.

The facility to vote electronically was provided to those members who attended the meeting through VC/OAVM but could not participate in the remote e-voting process to cast their vote on Wednesday, 23rd August, 2023.

After the closure of e-voting during Annual General Meeting held on 23rd August, 2023, data was downloaded in the presence of two independent witnesses Ms. Anjali and Mr. Shailendra Singh, who are not in employment of the Company. The votes casted by the members were reconciled with the record maintained by the Registrar and Transfer Agent of the Company.

The voting pattern was unlocked by us on **23rd day of August, 2023** in the presence of:

Independent Witness:

Digitally signed by
Anjali
Date: 2023.08.24
14:02:33 +05'30'

(Ms. Anjali)

Digitally signed by
Shailendra Singh
Date: 2023.08.24
14:04:13 +05'30'

(Mr. Shailendra Singh)

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

Based on the details made available to us, 3091 members have casted their vote on the e-voting platform till 22.08.2023 and 31 members have casted their vote during AGM through e-voting.

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

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

Restriction on Use

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

Thanking You,
Yours Faithfully,

For Agarwal S. & Associates,
Company Secretaries,
Peer Review Certificate No. 272S/2022

SACHIN Digitally signed by
AGARWAL SACHIN AGARWAL
Date: 2023.08.24
14:16:46 +05'30'

CS Sachin Agarwal
Partner
FCS: 5774
COP: 5910
UDIN: F005774E000854776

Date: 24.08.2023
Place: New Delhi

MAHESH Digitally signed by
KUMAR MAHESH KUMAR
AGARWAL AGARWAL
Date: 2023.08.24
14:41:37 +05'30'

Mahesh Kumar Agarwal
Company Secretary
GAIL (India) Limited
16, Bhikaiji Cama Place,
R.K.Puram, New Delhi -110066

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

To receive, consider and adopt the Audited Standalone as well as Consolidated Financial Statements for the Financial year ended 31st March, 2023, Board's Report, Independent Auditors' Report and the comments thereon of the Comptroller & Auditor General of India.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3114	5824400188	3072	5814747897	99.83	42	9652291	0.17

Resolution No.2: Ordinary Resolution

To confirm the payment of Interim dividend @ 40% (Rs.4.00/- per equity share) on the paid-up equity share capital of the Company already paid in the month of March, 2023.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3120	5828250919	3073	5823777219	99.92	47	4473700	0.08

Resolution No.3: Ordinary Resolution

To appoint a Director in place of Shri Rakesh Kumar Jain, Director (Finance) (DIN 08788595), who retires by rotation, and being eligible, offers himself for re-appointment.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3114	5828240102	2595	5212569861	89.44	519	615670241	10.56

Resolution No.4: Ordinary Resolution

To appoint a Director in place of Shri Deepak Gupta, Director (Projects) (DIN 09503339), who retires by rotation, and being eligible, offers himself for re-appointment.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3112	5828240074	2589	5216742274	89.51	523	611497800	10.49

Resolution No.5: Ordinary Resolution

To authorize Board of Directors of the Company to fix remuneration of the Statutory Auditor(s) of the Company for the FY 2023-24 and for the future years effective from Financial Year 2024-25 in terms of the provisions of section 142 of the Companies Act, 2013.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3108	5825891416	2953	5722498591	98.23	155	103392825	1.77

SPECIAL BUSINESS

Resolution No.6: Ordinary Resolution

Approval for appointment of Shri Praveen Mal Khanooja (DIN 09746472) as a Government Nominee Director of the Company.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3108	5825891612	2522	5075879712	87.13	586	750011900	12.87

Resolution No.7: Ordinary Resolution

Approval for appointment of Shri Kushagra Mittal (DIN 09026246) as a Government Nominee Director of the Company.

Mode	Total Valid Votes		Votes in favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3104	5825891484	2453	5012086842	86.03	651	813804642	13.97

Resolution No.8: Ordinary Resolution

Approval for appointment of Shri Sanjay Kumar (DIN 08346704) as a Director (Marketing) of the Company.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3096	5827475058	2456	5037017254	86.44	640	790457804	13.56

Resolution No.9: Ordinary Resolution

Ratification of remuneration of Cost Auditors of the Company.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3104	5828240559	3011	5828205153	100	93	35406	0

Resolution No.10: Ordinary Resolution

Material Related Party Transactions with Petronet LNG Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3099	5827459400	3040	5827446236	100	59	13164	0

Resolution No.11: Ordinary Resolution

Material Related Party Transactions with Ramagundam Fertilizers and Chemicals Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3097	5827458817	3039	5827444969	100	58	13848	0

Resolution No.12: Ordinary Resolution

Material Related Party Transactions with Talcher Fertilizers Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3096	5827458676	3031	5827442999	100	65	15677	0

Resolution No.13: Ordinary Resolution

Material Related Party Transactions with Indraprastha Gas Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3095	5827457333	3044	5827434254	100	51	23079	0

Resolution No.14: Ordinary Resolution

Material Related Party Transactions with Mahanagar Gas Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3098	5827458203	3042	5827434315	100	56	23888	0

Resolution No.15: Ordinary Resolution

Material Related Party Transactions with Maharashtra Natural Gas Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3094	5827457523	3043	5827435572	100	51	21951	0

Resolution No.16: Ordinary Resolution

Material Related Party Transactions with Aavantika Gas Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3097	5827457129	3036	5827442615	100	61	14514	0

Resolution No.17: Ordinary Resolution

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

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3096	5827458442	3033	5827438740	100	63	19702	0

Resolution No.18: Ordinary Resolution

Material Related Party Transactions with Green Gas Limited.

Mode	Total Valid Votes		Votes in Favor			Votes Against		
	Voters	No. of Votes	Voters	No. of Votes	Voting %	Voters	No. of Votes	Voting %
E-Voting Facility	3097	5827458323	3043	5827446160	100	54	12163	0

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

For Agarwal S. & Associates,
Company Secretaries,
Peer Review Certificate No. 2725/2022

SACHIN
AGARWAL

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SACHIN AGARWAL
Date: 2023.08.24
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CS Sachin Agarwal
Partner
FCS: 5774
COP: 5910
UDIN: F005774E000854776

Date: 24.08.2023
Place: New Delhi