

Number	Item Name	Quantity	UOM	Ashu Gupta & Co	JMC & Associates	Mehhta and Mehta	Santosh Kumar Pradhan	Kumar Naresh Sirha & Associates	VAP & Associates	Akhil Rohtagi & Co.
3	Price Bid Envelope									
3.1	Lump sum Price for One Year for Appt. of Secretarial Auditor	5	EA							
	Price/Unit (Excluding GST)			INR 58,900.00	INR 48,000.00	INR 1,31,250.00	INR 75,000.00	INR 40,000.00	INR 41,490.00	INR 34,000.00
	GST %			18%	18%	18%	18%	18%	18%	18%
	Extended Price			INR 2,94,500.00	INR 2,40,000.00	INR 6,56,250.00	INR 3,75,000.00	INR 2,00,000.00	INR 2,07,450.00	INR 1,70,000.00
	Total Cost including GST			INR 3,47,510.00	INR 2,83,200.00	INR 7,74,375.00	INR 4,42,500.00	INR 2,36,000.00	INR 2,44,791.00	INR 2,00,600.00

Ruchi Aggarwal
Ruchi Aggarwal
 Chief Manager (Secretarial)

Neha Khosla
Neha Khosla
 Manager (F&A)

Vishu Arora
Vishu Arora
 Manager (C&P)

Annexure-I

PETRONET LNG LIMITED
NEW DELHI

Ref. No.: 01:SEC: SecAud2025-29
Dated: 02.07.2025

Sub: Administrative approval for appointment of Secretarial Auditor of the Company for a period of five years commencing from the financial year 2025-26 onwards

1. Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, every listed Company is required to undertake Secretarial Audit and annex with its Board Report made in terms of sub-section (3) of Section 134, a Secretarial Audit Report, given by a company secretary in practice in Form MR-3. Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) also requires that every listed entity and its material unlisted subsidiaries incorporated in India shall undertake secretarial audit and the report is required to be annexed with the annual report of the listed entity.

2. SEBI LODR Regulations, through notification dated 13.12.2024, made certain amendments, which, inter-alia, included amendments in Regulation 24A relating to Secretarial Audit and Secretarial Compliance Report.

Further, SEBI, through circular dated 31.12.2024, specified disqualifications for appointment or continuation of a Secretarial Auditor and the services that a Secretarial Auditor cannot render to the listed entity.

Relevant excerpts of Regulation 24A of SEBI LODR Regulations is at 'A', SEBI circular dated 31.12.2024 is at 'B' and FAQs by SEBI dated 23.04.2025 is at 'C'.

3. In pursuance of the provisions of the Companies Act, 2013 and SEBI LODR Regulations, SEBI circular and FAQs, a listed entity can appoint an individual or secretarial audit firm duly registered with the Institute of Company Secretaries of India as secretarial auditor for not more than one term of five consecutive years or for not more than two terms of five consecutive years respectively.

4. Further, the tenure of appointment of Secretarial Auditor cannot be for a period less than five years. The appointment of secretarial auditor shall require the approval of the shareholders in the company's Annual General Meeting.

5. For the financial year 2025-26 and upto 2029-30, the Company is required to appoint a Secretarial Auditor in terms of Section 204 of the Companies Act, 2013. In the past, apart from secretarial audit being conducted by the Secretarial Auditor, the following services were also obtained from the same firm of secretarial auditor:



- (i) Annual Certificate of non-disqualification of directors under clause C(10)(i) of Schedule V of SEBI (LODR) Regulations, 2015;
- (ii) Annual Secretarial Compliance Report under clause 24A of chapter IV of SEBI (LODR) Regulations, 2015;
- (iii) Form MGT-8 (Certificate) under section 92(2) of Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014

Further, the above services do not fall within the ambit of services which are restricted to be rendered by the secretarial auditor as prescribed by SEBI through circular dated 31.12.2024.

6. It is proposed to appoint the secretarial auditor of the Company for the financial year 2025-26 and upto 2029-30 through limited tendering process in terms of the mandate of the Board.
7. For this purpose, list of company secretary in practice (CSP) who were appointed as Secretarial Auditors of the Maharatna and Navratna companies for the FY 2023-24 is at 'D'. Out of these CSPs, the individuals/ firms which are based in NCR regions are as follows:

Sl. No.	Name of the Company	Secretarial Auditor for FY 2023-24
Maharatna Companies		
1.	BHEL	M/s Akhil Rohitagi & Co.
2.	CIL, IOCL	M/s Mehta and Mehta
3.	GAIL, PFC, REC, SAIL	M/s Agarwal S. & Associates
4.	HPCL	M/s Ragini Chokshi & Co.
5.	NTPC, OIL	M/s Amit Agrawal & Associates
6.	ONGC	M/s JMC & Associates
7.	PGCIL	M/s Kumar Naresh Sinha & Associates
Navratna Companies		
8.	CONTAINER CORPORATION OF INDIA	M/s Amit Agrawal & Associates
9.	EIL, IRCON, HUDCO	M/s VAP & Associates
10.	MTNL	M/s R. P. Sehgal & Associates
11.	NBCC, IREDA	M/s P C Jain & Co.
12.	RINL, SCI	M/s Mehta & Mehta
13.	RVNL, NFL, NHPC, IRCTC	M/s. Kumar Naresh Sinha & Associates
14.	OVL, SECI	M/s Ashu Gupta & Co.
15.	RISES, IRFC	M/s Akhil Rohitagi & Co.
16.	Mazagon	M/s Ragini Chokshi & Co.
17.	RAILTEL	M/s T. Chatterjee & Associates
18.	SJVN	Mr. Santosh Kumar Pradhan

8. From the above list, M/s Agarwal S. & Associates, CSP may not be considered as the firm had been associated in rendering other services to PLL, i.e. certifying forms to be

(Signature)

filed with ROC-MCA, scrutiniser at general meetings, IEPF forms services etc. and thus cooling period may be considered. After the end of tenure of contract with M/s Agarwal S. & Associates, contract of services of certifying forms to be filed with ROC-MCA, scrutiniser at general meetings, IEPF forms services etc has been awarded to M/s Ragini Chokshi & Co., CSP. Therefore, M/s Ragini Chokshi & Co., CSP may not be considered for the said limited tender.

9. Therefore, the list of prospective firms of CSP is as under:

Sl. No.	Name of the prospective CSP
1.	M/s Akhil Rohragi & Co.
2.	M/s Mehta and Mehta
3.	M/s Amit Agrawal & Associates
4.	M/s JMC & Associates
5.	M/s Kumar Naresh Sinha & Associates
6.	M/s VAP & Associates
7.	M/s R.P. Sehgal & Associates
8.	M/s P C Jain & Co.
9.	M/s Ashu Gupta & Co.
10.	M/s T. Chatterjee & Associates
11.	Mr. Santosh Kumar Pradhan

10. For the financial year 2024-25, M/s JMC & Associates, CSP was appointed as Secretarial Auditor along with other services as mentioned in para 5 above at a quoted professional fee of Rs. 49,000/- plus applicable taxes against estimated value of the then proposed contract of Rs. 1,25,000/- (exclusive of OPEs and applicable taxes).

However, in view of the stature of the above firms, it is proposed that the budgetary estimate for the scope of work may be kept at the same rates i.e Rs. 1,25,000 plus applicable taxes per year. The OPEs shall be restricted to 5% of the contract value plus applicable taxes.

11. Accordingly, the following approvals may be accorded in connection with appointment of Secretarial Auditor of the Company and for rendering the other services as at para 4 above for a period of five years commencing from the FY 2025-26 upto the FY 2029-30:

- (i) Administrative approval for the subject job under Clause 6.1.1 (iii) of DoA for opting limited tendering (domestic) process.
- (ii) Waiver of bidding time by shortening the bidding time to 10 days i.e upto 13.06.2025 in case of limited tender (domestic) under Clause 9 of Section II of the Contracts and Procurement manual, in order to put up the recommendation to the Board in its forthcoming meeting scheduled on 25.07.2025.
- (iii) Estimated financial implication of the job shall be Rs. 1,31,250/- (including 5% OPEs on the base value of Rs. 1,25,000/-) p.a. exclusive of applicable taxes. The total financial implication of the job for a period of five years shall be Rs.

Ragini

6,56,250/- (inclusive of 5% OPEs on the base value of Rs. 6,25,000) plus applicable taxes.

- (iv) A tender committee shall be formed comprising officials from CS, Finance and C&P department who may be nominated by respective HoDs.
- (v) PR in SAP shall be created initially for a period of three years due to limitations in SAP. The PR for remaining two years shall be created after completion of three years.
- (vi) The work order shall be issued by C&P department after the approval of the Shareholders in the ensuing Annual General Meeting on the recommendation of the Board of Directors.

Submitted for approval please.

Ruchi Aggarwal
Ruchi Aggarwal
03/07/2025
Chief Manager (Secretarial)

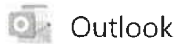
General Manager (F&A) *K. S. Sarda*
03/07/2025

GGM & President - Company Secretary *Ruchi Aggarwal*
03/07/2025
Chief Manager (Secretarial)

→ C&P & VP (C&P) - For arranging needful please on urgent basis.
→ Please nominate official for tender committee.
→ Please also arrange nomination for F&A by HoD-(F&A).

Mr. Vikas Arora
03/07/2025

HO D - GGM & President (F&A) For Nomination of TC Member
Ms Neel Khosla
Mgt (F&A)
03/07/2025



Annexure - III

Re: Confirmation on scope of Work on tender for the Appointment of Secretarial Auditor for Petronet LNG Ltd for 5 years

From akhil rohatgi <rohatgi_co_secy@yahoo.co.in>

Date Tue 15-07-2025 16:57

To Contracts and Procurement <cnp@petronetlng.in>

Cc Ruchi Aggarwal <ruchiaggarwal@petronetlng.in>; Neha Khosla <nehakhosla@petronetlng.in>; Rajan Kapur <rajankapur@petronetlng.in>

CAUTION: This email originated from outside of the organization. Do not click links or open attachments unless you recognize the sender and know the content is safe.

Dear Sir/Madam,

We confirm that:

1. WE confirm that we have gone through the complete tender document and understood the Scope of Work (SoW).
2. WE confirm that we shall be able to execute the work as per the terms & conditions of the tender document, if awarded

Thanks & Regards
Akhil Rohatgi
Partner
Akhil Rohatgi & co

On Tuesday 15 July, 2025 at 03:38:03 pm IST, Contracts and Procurement <cnp@petronetlng.in> wrote:

Dear Sir,

Please refer to the discussion held today regarding the subject tender.

As mentioned during the discussion you are once again requested to confirm the following to process the evaluation at our end:

Sl. No.	Description	Confirmation by the bidder
1.	Bidder to confirm that they have gone through the complete tender document and understood the Scope of Work (SoW).	
2.	Bidder shall be able to execute the work as per the terms & conditions of the tender document, if awarded	

Please provide your confirmation by today.

7/15/25, 5:00 PM

Mail - Contracts and Procurement - Outlook

Regards
Vishu Arora

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