



Petronet LNG Limited

Regd. Office: World Trade Centre, Babar Road, Barakhamba Lane, New Delhi – 110001
Phone: 011-23411411, Fax: 011- 23472550, CIN: L74899DL1998PLC093073
Email: investors@petronetlng.com, Company's website: www.petronetlng.com
PAN: AAACP8148D GST: 07AAACP8148D1ZI

ND/PLL/SECTT/REG. 44(3)/2021

16th March 2021

The Manager
The Bombay Stock Exchange Ltd
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

The Manager
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex
Bandra East, Mumbai – 400 051

Subject: Proceedings of 9th Extra-Ordinary General Meeting of the Company

Dear Sir/Madam,

In terms of provisions of Part A of Schedule III of Regulation 30 of SEBI (LODR) Regulations, 2015, we enclose herewith summary of proceedings of 9th Extra Ordinary General Meeting of the Company held on Monday, 15th March 2021 at 2:00 p.m. through Video Conference (VC)/ Other Audio Visual Means (OAVM).

The same is for your kind information and record please.

Thanking you.

Yours faithfully,

(Rajan Kapur)
CGM & VP-Company Secretary

Encl: As above

Dahej LNG Terminal:
GIDC Industrial Estate, Plot No. 7/A, Dahej
Taluka Vagra, Distt. Bharuch - 392130 (Gujarat)
Tel.: 02641-257249 Fax: 02641-257252

Kochi LNG Terminal:
Survey No. 347, Puthuvypu
P.O. 682508, Kochi
Tel.: 0484-2502268



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PROCEEDINGS OF 9TH EXTRA ORDINARY GENERAL MEETING OF PETRONET LNG LIMITED.

The 9th Extra Ordinary General Meeting of the Members of the Petronet LNG Limited was held on Monday, the 15th day of March 2021 at 2:00 p.m. via Video Conference (VC)/Other Audio Visual Means (OAVM).

The Company Secretary informed the members that due to certain unavoidable reasons; the Chairman would be joining in some time. Therefore, as per the statutory provisions, Shri Vinod Kumar Mishra, Director (Finance), was elected as the Chairman of the meeting till the Chairman joined and assumed the Chair. The Company Secretary confirmed that quorum was present. 57 Members, through VC/ OAVM, representing 75,00,47,848 equity shares, marked their attendance. These included the nominees of Indian Oil Corporation Limited, Bharat Petroleum Corporation Limited, Oil and Natural Gas Corporation and GAIL (India) Limited holding 50% of shares of the Company. After declaring the presence of quorum, the Chairman of the meeting called the Meeting in order. He then welcomed all the Members to the 9th Extra Ordinary General Meeting of the Company. Thereafter, Company Secretary introduced the Chairman of the meeting and Directors on the dais, Auditors and Scrutinizer present in the meeting.

With the consent of the Members present, Notice dated 16th February, 2021 convening the meeting was taken as read.

On the instructions of the Chairman of the meeting, the Company Secretary informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided the remote e-voting facility to its Members to exercise their vote for the items transacted at the said Extra Ordinary General Meeting. The shareholders holding shares as on cut-off date i.e. 8th March 2021 were entitled to vote on the proposed resolutions of this Extra Ordinary General Meeting. The remote e-voting period remained open from 11.03.2021 (9.00 a.m. IST) to 14.03.2021 (5.00 p.m. IST) (both days inclusive). He then informed that in order to provide similar voting rights to the Members present in the Meeting through VC, opportunity to vote was provided to them in proportion to the shares held by Members as on the cut-off date i.e. 8th March 2021. Those who had already cast their votes through E-Voting were not allowed to vote again as per the statutory provisions.

The Company Secretary further informed the Members that the Board of Directors have appointed Shri Sachin Agarwal, from M/s Agarwal S. & Associates, Practising Company Secretaries (C. P. No. 5910 and M. No. 5774) as Scrutinizer for scrutinizing the remote e-voting and e-voting process at the 9th Extra Ordinary General Meeting.

On the request of the Chairman, the Company Secretary read out the two resolutions/agenda items proposed to be passed at the meeting. These resolutions were put to vote by e-voting process. The Company Secretary briefly informed the e-voting process and procedure for

A handwritten signature in blue ink, appearing to be "Sachin Agarwal", written over a faint circular stamp.



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asking the questions during conduct of the Meeting. Thereafter, the Company Secretary requested members to participate in the e-voting process in respect of the two resolutions.

Shri Sachin Agarwal, Scrutinizer conducted the voting process through e-voting.

The Chairman of the meeting then invited the Members to raise queries, if any, on the business covered in the Notice of the Meeting. The queries asked by the Members were then replied to. Further, the Members, in general, expressed their confidence in the Board of Directors and appreciated the Management and working of the Company.

Thereafter, Shri Tarun Kapoor, Chairman of the Company joined the 9th Extra- ordinary General Meeting and assumed the Chair. The Company Secretary briefed the Chairman regarding the proceeding held till he joined the meeting.

Thereafter, Chairman requested Company Secretary to brief about the manner of declaration of results of voting and also to propose vote of thanks. The Company Secretary briefed about the manner in which the results of e-voting would be compiled and declared. He stated that the results of voting on each resolution would be determined by adding the votes in favour or against a resolution cast in the remote e-voting process with e-voting process during conduct of EGM. He further stated that on submission of the Scrutinizer's report on the e-voting conducted to the Chairman, the results of voting would be declared on or before 17th March 2021. The results to be declared for each resolution would indicate separately the votes through electronic voting and would be immediately intimated to the BSE and NSE. He further informed that the results would also be uploaded on the Company's website, CDSL's website (E-voting agency) and Notice Board of the Company at its registered office with the respective reports of the scrutinizer for electronic voting.

The Chairman informed the members that requisite quorum was present throughout the meeting.

The proceedings concluded at 2.35 p.m. with Shri Rajan Kapur, Company Secretary proposing a vote of thanks.

The combined e-voting results have been submitted by the Scrutinizer to the Chairman, PLL and accordingly details of the Resolutions passed at the 9th Extra Ordinary General Meeting of Petronet LNG Limited held on 15th March 2021 are provided below:

SPECIAL BUSINESS:

Item No. 1 To consider and approve Material Related Party Transactions

The following resolution was passed as an Ordinary Resolution with requisite majority:

"RESOLVED THAT pursuant to the provisions of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Companies Act, 2013 and Rules made thereunder (including any



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statutory modification(s) thereof for the time being in force) and the Related Party Transactions Policy of the Company, approval of the Members of the Company be and is hereby accorded to the Board of Directors for contracts/arrangements/ transactions entered/ to be entered into with GAIL (India) Limited, Indian Oil Corporation Limited, Oil and Natural Gas Corporation Limited (ONGC), Bharat Petroleum Corporation Limited and their affiliates, Related Parties under the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year 2021-22 for supply of goods or availing or rendering of any services in the ordinary course of business and on arm's length basis, which may exceed the materiality threshold limit i.e. exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, matters, deeds and things and give all such directions as it may deem necessary, expedient or desirable, in order to give effect to this resolution."

Item No. 2 To re-appoint Shri Sidhartha Pradhan (DIN: 06938830), as Independent Director of the Company

The following resolution was passed as Special Resolution with requisite majority:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), approval of Members of the Company be and is hereby accorded for re-appointment of Shri Sidhartha Pradhan (DIN: 06938830), who was re-appointed as Independent Director by the Board in its Meeting held on 11.02.2021, for a period of three years w.e.f 16.5.2021 after the date of completion of his existing tenure on 15.05.2021, not liable to retire by rotation."

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, 2013 and the rules notified thereunder and Secretarial Standards issued by ICSI in this regard.

(Vinod Kumar Mishra)
Director (Finance)

Place: New Delhi
Date : 16.03.2021