



# Petronet LNG Limited

Regd. Office: Fourth Floor, Tower-I, World Trade Centre, Nauroji Nagar, New Delhi – 110029

Phone: 011-71233525, CIN: L74899DL1998PLC093073

Email: [investors@petronetlng.in](mailto:investors@petronetlng.in), Company's website: [www.petronetlng.in](http://www.petronetlng.in)

ND/PLL/SECTT/REG. 24A/2026

26<sup>th</sup> May 2026

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

**Sub: Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulations, 2015 for the year ended 31<sup>st</sup> March 2026**

Dear Sir/ Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with circulars issued by SEBI, please find attached herewith the Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March 2026 issued by M/s Akhil Rohtagi & Co., Company Secretaries (FCS –1600 and CP No. – 2317).

This is for your kind information and records please.

Thanking You,

Yours faithfully,

**(Rajan Kapur)**  
**GGM & President - Company Secretary**

**Encl: as above**

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

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



**AKHIL ROHATGI & COMPANY**

**Company Secretaries**

21, Shamnath Marg, Civil Lines, Delhi – 110054.

Phone : 9810690633, 8527087435

Email : rohatgi\_co\_secy@yahoo.co.in

csdelhi84@gmail.com

GST No: 07ABTFA2714K1Z7

**ANNUAL SECRETARIAL COMPLIANCE REPORT  
OF  
PETRONET LNG LIMITED  
FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2026**

We, **Akhil Rohatgi & Co., Practicing Company Secretaries**, have examined:

- (a) all the documents and records made available to us and explanation provided by Petronet LNG Limited (CIN: L74899DL1998PLC093073) (“the listed entity” or “company”),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31<sup>st</sup> March, 2026** (“Review Period”) in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; [Not applicable on the company during review period]
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; [Not applicable on the company during review period]
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; [Not applicable on the company during review period]
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; [Not applicable on the company during review period]
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories & Participants) Regulations, 2018; and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

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ROHATGI

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(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:

Sr. No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	The listed entity shall have an optimum combination of executive and non-executive directors and not less than 50% comprising of non-executive directors. Where the chairperson of the board of directors is a non executive director, at least one third of the board of directors shall comprise of independent directors	Regulation 17 (1) of the Securities & Exchange Board of India (Listing Obligations & Disclosure Requirements, 2015)	The Company did not have requisite number of Independent Directors during the period (i) 24.11.2025 to 23.12.2025 (ii) 16.01.2026 to 28.02.2026 and (iii) 18.03.2026 to 31.03.2026	National Stock Exchange of India Limited ("NSE") & BSE Limited ("BSE")	Fine	The Company did not have requisite number of Independent Directors during the period (i) 24.11.2025 to 23.12.2025 (ii) 16.01.2026 to 28.02.2026 and (iii) 18.03.2026 to 31.03.2026	NSE & BSE each levied a fine of Rs. 1,77,000 (including GST) for the quarter ended 31.12.2025. *No fine has yet been levied for the quarter ended 31.03.2026	Non-compliance with Regulation 17 (1) of the SEBI (Listing Obligations & Disclosure Requirements, 2015 as the Company did not have requisite number of independent directors on its Board during the period (i) 24.11.2025 to 23.12.2025 (ii) 16.01.2026 to 28.02.2026 and (iii) 18.03.2026 to 31.03.2026	The Company is in the process of management of the appointment of Independent Director on its Board.	As informed by the Company, Company is in the process of appointment of Independent Directors on its Board.

(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation/ deviations and action taken/ penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
						Nil

(c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	None
2.	<u>Adoption and timely update of the Policies:</u> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/ circulars/ guidelines issued by SEBI</li> </ul>	Yes Yes	None None
3.	<u>Maintenance and disclosures on Websites:</u> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> </ul>	Yes	None

	<ul style="list-style-type: none"> <li>Timely dissemination of the documents/ information under a separate section on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li> </ul>	<p>Yes</p> <p>Yes</p>	<p>None</p> <p>None</p>
4.	<p><u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	<p>Yes</p>	<p>None</p>
5	<p><u>Details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	<p>NA</p> <p>NA</p>	<p>The Company did not have any material subsidiary during FY 2025-2026.</p> <p>Company has 3 wholly owned subsidiaries, namely Petronet LNG Foundation (Section 8 Company), Petronet Energy Limited (both incorporated under the Companies Act,2013) and Petronet LNG Singapore Pte. Ltd. (incorporated under the Companies Act, 1967 of Singapore).</p> <p>Disclosures in respect of subsidiaries and Joint Ventures/ Associates have been made as per the statutory requirements, wherever required.</p>
6.	<p><u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under the LODR Regulations</p>	<p>Yes</p>	<p>None</p>
7.	<p><u>Performance of Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI regulations.</p>	<p>Yes</p>	<p>None</p>

8.	<p><u>Related Party Transactions:</u>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions  (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee</p>	<p>Yes  NA</p>	<p>None  Not applicable in view of 8 (a) above</p>
9.	<p><u>Disclosure of events or information:</u>  The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the LODR Regulations within the time limits prescribed thereunder</p>	<p>Yes</p>	<p>None</p>
10.	<p><u>Prohibition of Insider Trading:</u>  The listed entity is in compliance with Regulation 3(5) &amp; 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	<p>Yes</p>	<p>None</p>
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u>  No actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or) except as specified in the last column</p>	<p>Yes</p>	<p>Mentioned in table (a) above.</p>
12.	<p><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u>  In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/ or its material subsidiary(ies) has/ have complied with</p>	<p>NA</p>	<p>None</p>

	paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities		
13.	No additional non-compliances observed: No additional non-compliance observed for any of the SEBI regulation/ circular/ guidance note etc. except as reported above	Yes	None

**Assumptions & Limitation of scope and review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**For Akhil Rohatgi & Co.  
Company Secretaries  
Peer Review Cert. No. 7777/2026**

AKHIL  
ROHATGI

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**CS Akhil Rohatgi  
FCS: 1600, COP: 2317  
Firm Regn. No: P1995DE072900  
UDIN No: F001600H000482487**

**Place: New Delhi  
Date: 26.05.2026**