

19th July, 2023

**BSE Limited** 

P J Towers, Dalal Street, Mumbai – 400001

**Scrip Code: 542066** 

Dear Sir.

National Stock Exchange of India Limited

Exchange plaza,

Bandra-Kurla Complex, Bandra (E)

Mumbai - 400051

Scrip Code: ATGL

Sub: Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Details of Voting Results at the 18<sup>th</sup> Annual General Meeting (AGM) of the Company.

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed details of voting results inclusive of remote e-voting and e-voting during AGM of the Company held on Tuesday, 18<sup>th</sup> July, 2023 (commenced at 12.05 p.m. and concluded at 01.10 p.m.) through Video Conferencing (VC) / Other Audio Video Means (OAVM).

We are also enclosing the consolidated report of the Scrutinizer, CS Ravi Kapoor, Practicing Company Secretary on remote e-voting and e-voting during the AGM.

The above are also being uploaded on the Company's website www.adanigas.com and on the website of National Securities Depository Limited, www.evoting.nsdl.com.

You are requested to kindly take the same on record.

Thanking you.

Yours faithfully, For, Adani Total Gas Limited

Gunjan Taunk Company Secretary

Encl.: As above

Adani Total Gas Limited (Formerly known as Adani Gas Ltd) Heritage Building, 8<sup>th</sup> floor, Ashram Road, Usmanpura, Ahmedabad-380014, Gujarat, India CIN: L40100GJ2005PLC046553 Tel +91 79 2754 1988 Fax +91 79 2754 2988 info@adani.com www.adanigas.com



# Details of Voting Results-18<sup>th</sup> Annual General Meeting held on 18<sup>th</sup> July, 2023

1	Date of the AGM <del>/EGM</del>	Tuesday, 18 <sup>th</sup> July, 2023
2	Total number of shareholders as on record date	4,99,311
		(As on Cut-off date i.e. 11 <sup>th</sup> July, 2023)
3	No. of Shareholders present in the meeting either in person or through proxy:  • Promoters and Promoter Group: • Public:	Not applicable
4	No. of Shareholders attended the meeting through Video Conferencing (excluding webcast):  • Promoters and Promoter Group: • Public:	04 77

	Resolutio	n / Agenda wise detail	s of voting (including	votes cast by physical	ballots and e-voting	process) are a	is under:			
Resolution No. 1: Adopt	ion of audited finan	cial statements (includ	ding consolidated fina	ncial statements) for t	ne financial year end	led March 31,	2023			
Resolution Required : (0	Ordinary/ Special)		Ordinary Resolution	Ordinary Resolution						
Whether promoter/ pro- agenda/resolution?	moter group are inte	erested in the	No							
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	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	0.00		
Promoter Group	E-voting at AGM		0	0.00	0	0	0.00	0.00		
	Postal Ballot	·	0	0.00	0	0	0.00	0.00		
	Total		822663480	100.00	822663480	0	100.00	0.00		
Public Institutions	Remote E-Voting	222232635	141468133	63.66	125675714	15792419	88.84	11.16		
	E-voting at AGM		0	0.00	0	0	0.00	0.00		
	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total		141468133	63.66	125675714	15792419	88.84	11.16		
<b>Public Non Institutions</b>	Remote E-Voting	54913968	150596	0.27	150356	240	99.84	0.16		
	E-voting at AGM		20925	0.04	20925	0	100.00	0.00		
	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total		171521	0.31	171281	240	99.86	0.14		
Total		1099810083	964303134	87.68	948510475	15792659	98.36	1.64		

	Resolution	n / Agenda wise details	of voting (including v	otes cast by physical l	ballots and e-voting	process) are	as under:	
Resolution No. 2: Decla	ration of Dividend o	n Equity Shares						
Resolution Required : (0	Ordinary/ Special)		Ordinary Resolution					
Whether promoter/ propagenda/resolution?	moter group are inte	rested in the	No					
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	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	0.00
Promoter Group	E-voting at AGM		0	0.00	0	0	0.00	0.00
	Postal Ballot	•	0	0.00	0	0	0.00	0.00
	Total	•	822663480	100.00	822663480	0	100.00	0.00
Public Institutions	Remote E-Voting	222232635	207655198	93.44	207631970	23228	99.99	0.01
	E-voting at AGM	•	0	0.00	0	0	0.00	0.00
	Postal Ballot	•	0	0.00	0	0	0.00	0.00
	Total		207655198	93.44	207631970	23228	99.99	0.01
Public Non Institutions	Remote E-Voting	54913968	149513	0.27	148262	1251	99.16	0.84
	E-voting at AGM		20925	0.04	20925	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total	•	170438	0.31	169187	1251	99.27	0.73
Total		1099810083	1030489116	93.70	1030464637	24479	100.00	0.00

	Resolution	n / Agenda wise details	of voting (including v	otes cast by physical l	ballots and e-voting (	process) are	as under:			
Resolution No. 3: Re-ap	pointment of Mr. Pr	anav V Adani (DIN: 00	008457), as a Directo	r of the Company who	retires by rotation					
Resolution Required : (0	Ordinary/ Special)		Ordinary Resolution	Ordinary Resolution						
Whether promoter/ proagenda/resolution?	moter group are inte	rested in the	No							
Category	Mode of Voting	No. of shares held	No. of votes polled	olled % 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	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	0.00		
Promoter Group	E-voting at AGM		0	0.00	0	0	0.00	0.00		
	Postal Ballot	•	0	0.00	0	0	0.00	0.00		
	Total		822663480	100.00	822663480	0	100.00	0.00		
Public Institutions	Remote E-Voting	222232635	207655198	93.44	206255870	1399328	99.33	0.67		
	E-voting at AGM	•	0	0.00	0	0	0.00	0.00		
	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total		207655198	93.44	206255870	1399328	99.33	0.67		
Public Non Institutions	Remote E-Voting	54913968	149730	0.27	145031	4699	96.86	3.14		
	E-voting at AGM	•	20925	0.04	20925	0	100.00	0.00		
	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total		170655	0.31	165956	4699	97.25	2.75		
Total		1099810083	1030489333	93.70	1029085306	1404027	99.86	0.14		

	Resolutio	n / Agenda wise detail	s of voting (including v	votes cast by physical	ballots and e-voting	process) are a	s under:			
Resolution No. 4: Appoi	ntment of M/s. Wall	ker Chandiok & Co. LLF	P, as the Statutory Au	ditors of the Company	for a first term of f	ive year				
Resolution Required : (0	Ordinary/ Special)		Ordinary Resolution	Ordinary Resolution						
Whether promoter/ prodagenda/resolution?	moter group are inte	rested in the	No							
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	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	0.00		
Promoter Group	E-voting at AGM		0	0.00	0	0	0.00	0.00		
	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total		822663480	100.00	822663480	0	100.00	0.00		
Public Institutions	Remote E-Voting	222232635	207655198	93.44	207608270	46928	99.98	0.02		
	E-voting at AGM		0	0.00	0	0	0.00	0.00		
	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total		207655198	93.44	207608270	46928	99.98	0.02		
Public Non Institutions	Remote E-Voting	54913968	149716	0.27	148473	1243	99.17	0.83		
	E-voting at AGM		20930	0.04	20925	5	99.98	0.02		
	Postal Ballot		0	0.00	0	0	0.00	0.00		
	Total		170646	0.31	169398	1248	99.27	0.73		
Total		1099810083	1030489324	93.70	1030441148	48176	100.00	0.00		

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			of voting (including v					
Resolution No. 5: Ratifi		eration payable to M/	1	Accountants, Cost Au	ditors of the Compa	ny for the fir	iancial year ending 31	lst March, 2024
Resolution Required : (0	Ordinary/ Special)		Ordinary Resolution					
Whether promoter/ pro	moter group are inte	rested in the	No					
agenda/resolution?								
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	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	0.00
Promoter Group	E-voting at AGM	•	0	0.00	0	0	0.00	0.00
	Postal Ballot	•	0	0.00	0	0	0.00	0.00
	Total	•	822663480	100.00	822663480	0	100.00	0.00
Public Institutions	Remote E-Voting	222232635	207643189	93.44	207643189	0	100.00	0.00
	E-voting at AGM	•	0	0.00	0	0	0.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		207643189	93.44	207643189	0	100.00	0.00
Public Non Institutions	Remote E-Voting	54913968	149188	0.27	145679	3509	97.65	2.35
	E-voting at AGM		20925	0.04	20925	0	100.00	0.00
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		170113	0.31	166604	3509	97.94	2.06
Total		1099810083	1030476782	93.70	1030473273	3509	100.00	0.00



Consolidated Scrutinizer's Report
[Pursuant to Section 108 of the Companies Act, 2013 and rule 20(xi) of the Companies
(Management and Administration) Rules, 2014]

The Chairman

18<sup>th</sup> Annual General Meeting of the Equity Shareholders of
Adani Total Gas Limited (Formally known as Adani Gas Limited)

"Adani Corporate House", Shantigram, Near Vaishno Devi Circle, S. G. Highway, Khodiyar,
Ahmedabad – 382 421.

Dear Sir,

Subject:

provided to the Equity Shareholders during the 18th Annual General Meeting (AGM) of Adani Total Gas Limited (Formally known as Adani Gas Limited) held on Tuesday, July 18, 2023 at 12:05 P.M. through Video Conferencing/ Other Audio Visual Means in respect of the resolutions (businesses) contained in the Notice dated May 2, 2023 conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20(xi) of the Companies (Management and Administration) Rules, 2014, and General Circular No. 14/2020, dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020,

17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular no. 21/2021 dated December 14, 2021, General Circular no. 02/2022 dated May 05, 2022 and General

Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility

Circular no. 11/2022 dated December 28, 2022.

1. I, Ravi Kapoor, Practicing Company Secretary, appointed by the Board of Directors of Adani Total Gas Limited (Formally known as Adani Gas Limited), ("the Company") as Scrutinizer for the purpose of the Voting through Remote E-voting and E-voting facility provided to the equity shareholders during the AGM conducted through Video Conferencing/ Other Audio Visual Means ("VC/OAVM") on the below mentioned resolution(s), passed at the 18th AGM of the Members of the Company held on Tuesday, July 18, 2023 at 12:05 P.M., submit my report as under:

- 2. The Management of the Company is responsible to ensure compliance with the requirements of the relevant provisions of (i) The Companies Act, 2013 and the Rules made thereunder; (ii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (iii) Secretarial Standard-2 on General Meetings issued by The Institute of Company Secretaries of India, relating to the E-voting facility to the shareholders during the AGM and Remote E-voting. My responsibilities as a Scrutinizer is restricted to give a consolidated report on the Votes cast by the members for the resolutions (Businesses) contained in the Notice dated May 2, 2023, through Remote E-Voting and E-voting facility provided to the Shareholders during the AGM.
  - After the time fixed for E-voting facility provided to the shareholders during the AGM, E -voting system for Voting was stopped.



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- b) The Company had appointed National Securities Depository Limited (NSDL) as the Agency for providing remote e voting and e-voting facility to the shareholders. Shareholders who did not cast their vote earlier through remote e-voting facility were provided option to vote during the AGM.
- c) We have not found any invalid/incomplete vote in the E-voting system during the AGM.
- d) The remote e-voting period remained open from Friday, July 14, 2023 at 9.00 a.m. to Monday, July 17, 2023 at 5.00 p.m.
- e) The shareholders holding shares as on the "cut off" date i.e. Tuesday, July 11, 2023 were entitled to vote on the proposed resolutions (Items No. 1 to 5 as set out in the Notice of the 18th Annual General Meeting of the Company).
- f) The votes were unblocked on July 18, 2023 at around 1.30 p.m. in the presence of two witnesses who are not in the employment of Adani Total Gas Limited.

The result of the scrutiny of voting by Remote E-Voting and through E-voting facility provided during the AGM, in respect of resolutions (businesses) contained in notice dated May 2, 2023 are as under:

#### Item No. 1 - Ordinary Resolution

To receive, consider and adopt the -

- audited financial statements of the Company for the financial year ended on 31st March,
   2023 together with the Reports of the Board of Directors and Auditors thereon; and
- audited consolidated financial statements of the Company for the financial year ended on 31st March, 2023 together with the report of Auditors thereon.
- (I) Voted in favour of resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	22	20925	100
Remote E- voting	829	948489550	98.36
Total	851	948510475	98.36





## (II) Voted against the resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	NIL	NIL	NIL
Remote E- voting	137	15792659	1.64
Total	137	15792659	1.64

#### (III) Less Voted

Voting Description	Number of Members who Voted less	Number of shares for which less voted.
E-voting by Shareholders through VC/OAVM	NIL	NIL.
Remote E- voting	1	341594
Total	1	341594

## (IV) Invalid Votes

Voting Description	Number of Members who Voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	NIL	NIL
Remote E- voting	Nil	Nil
Total	Nil	Nil

## Item No. 2 - Ordinary Resolution

# $To\ declare\ dividend\ on\ Equity\ Shares\ for\ the\ financial\ year\ 2022-23.$

## (I) Voted in favour of resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	22	20925	100
Remote E- voting	934	1030443712	100
Total	956	1030464637	100





## (II) Voted against the resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	NIL	NIL	NIL
Remote E- voting	27	24479	Negligible
Total	27	24479	Negligible

#### (III) Less Voted

Voting Description	Number of Members who Voted Less	Number of shares for which less voted	
E-voting by Shareholders through VC/OAVM	NIL	NIL	
Remote E- voting	1	341594	
Total	1	341594	

#### (IV) Invalid Votes

Voting Description	Number of Members who Voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	NIL	NIL
Remote E- voting	Nil	Nil
Total	Nil	Nil

## Item No. 3 - Ordinary Resolution

To appoint a director in place of Mr. Pranav V Adani (DIN: 00008457), who retires by rotation and being eligible offers, himself for re-appointment.

## (I) Voted in favour of resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	22	20925	100
Remote E- voting	882	1029064381	99.86
Total	904	1029085306	99.86

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# (II) Voted against the resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	NIL	NIL	NIL
Remote E- voting	80	1404027	0.14
Total	80	1404027	0.14

## (III) Less Voted

Voting Description	Number of Members who Voted Less	Number of shares for which less voted
E-voting by Shareholders through VC/OAVM	NIL	NIL
Remote E- voting	3	341608
Total	3	341608

## (IV) Invalid Votes

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	
E-voting by Shareholders through VC/OAVM	NIL	NIL	
Remote E- voting	NIL	NIL	
Total	NIL	NIL ,	





## Item No. 4 - Ordinary Resolution

To approve the appointment of M/s. Walker Chandiok & Co. LLP as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of  $23^{\rm rd}$  AGM of the Company to be held in the year 2028.

## (I) Voted in favour of resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	22	20925	100
Remote E- voting	916	1030420223	100
Total	938	1030441148	100

## (II) Voted against the resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	1	5	Negligible
Remote E- voting	44	48171	Negligible
Total	45	48176	Negligible

#### (III) Less Voted

Voting Description	Number of Members who Voted Less	Number of shares for which less voted
E-voting by Shareholders through VC/OAVM	NIL	NIL
Remote E- voting	4	341607
Total	4	341607





## (IV) Invalid Votes

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	
E-voting by Shareholders through VC/OAVM	NIL	NIL	
Remote E- voting	NIL	NIL	
Total	NIL	NIL	

# Item No. 5- Ordinary Resolution

To approve the remuneration payable to M/s. N D Birla & Co., Practising Cost Accountants as the cost auditors for the financial year 2023-24.

## (I) Voted in favour of resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	22	20925	100
Remote E- voting	907	1030452348	100
Total	929	1030473273	100

## (II) Voted against the resolution:

Voting Description	Number of Members who Voted	Number of shares for which votes casted.	% of total number of valid votes casted
E-voting by Shareholders through VC/OAVM	NIL	NII.	NIL
Remote E- voting	49	3509	Negligible
Total	49	3509	Negligible

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#### (III) Less Voted

Voting Description	Number of Members who Voted Less	Number of shares for which less voted
E-voting by Shareholders through VC/OAVM	NIL	NII.
Remote E- voting	2	341596
Total	2	341596

#### (IV) Invalid Votes

Voting Description	Number of Members who Voted	Number of shares for which votes casted.
E-voting by Shareholders through VC/OAVM	NIL	NII.
Remote E- voting	NIL	NII.
Total	NIL	NIL *

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

COP-2407

any Secretaries

Thanking you

Yours faithfully,

(Ravi Kapoor) Practicing Company Secretary - Scrutinize

FCS: 2587; COP: 2407

Date: July 18, 2023 Place: Ahmedabad

UDIN: F002587E000628971

Counter Signed by

Gunjan Taunk, Company Secretary AHMEDABAD A

Adani Total Gas Limited (Formally known as Adani Gas Limited) (M.No. A23346)