



October 21, 2023

BSE Limited
P J Towers,
Dalal Street,
Mumbai – 400001

National Stock Exchange of India Limited
Exchange plaza,
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400051

Scrip Code: 542066

Scrip Code: ATGL

Dear Sir,

Sub: Results and Scrutiniser's Report on the Postal Ballot

With reference to above, we are pleased to inform that the members of the Company have passed the Ordinary / Special Resolutions pursuant to the provisions of Companies Act, 2013, rules made thereunder and applicable provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (1) to approve the re-appointment of Mr. Naresh Kumar Nayyar as an Independent Director of the Company for a second consecutive term of one year and (2) to approve the payment of commission to the non-executive director(s) including Independent Director(s) of the Company.

The e-voting facility to Members was provided through National Securities Depository Limited. The e-voting period commenced from 9:00 am (IST) on Wednesday, September 20, 2023 till 5:00 pm (IST) on Thursday, October 19, 2023.

Result/voting of Postal Ballot along with Report of Scrutinizer is enclosed herewith pursuant to Regulation 44(3) of the SEBI Listing Regulations.

We request to kindly take the same on your records.

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, 8th 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

Result of Postal Ballot

Pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 read together with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), also read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter referred to as the "**MCA Circulars**"), the approval of shareholders was sought by postal ballot as per details furnished in the Postal Ballot Notice dated August 1, 2023 sent to all shareholders, on the proposal for passing Ordinary / Special Resolutions under Sections 149, 150, 152 and 197 of the Companies Act, 2013, rules made thereunder and applicable SEBI Listing Regulations (1) to approve the re-appointment of Mr. Naresh Kumar Nayyar as an Independent Director of the Company for a second consecutive term of one year and (2) to approve the payment of commission to the non-executive director(s) including Independent Director(s) of the Company by way of postal ballot only by voting through electronic means ("**remote e-voting**").

In accordance with the aforesaid MCA Circulars, the Notice is being sent in electronic form only. The hard copy of the Notice along with the Postal Ballot forms and prepaid business envelope were not sent to the Members for the Postal Ballot. The remote e-voting commenced from 9:00 am (IST) on Wednesday, September 20, 2023 till 5:00 pm (IST) on Thursday, October 19, 2023.

Mr. Chirag Shah, a Practicing Company Secretary who was appointed as the scrutinizer for conducting postal ballot process in a fair and transparent manner, submitted his report on the postal ballot.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, details regarding postal ballot is as under:

1.	Date of the AGM/EGM	Not Applicable
2.	Date of the Postal Ballot	Notice dated February 9, 2023
3.	Total number of shareholders on record date	504655



Gas

4.	No. of shareholders present in the meeting either in person or through proxy:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable
5.	No. of Shareholders attended the meeting through Video Conferencing:	
	Promoters and Promoter Group:	Not Applicable
	Public:	Not Applicable

On the basis of the report received from CS Chirag Shah, scrutinizer, I hereby declare the result of the postal ballot voting process for the above mentioned proposal as per Annexure I.

Since, **98.47% and 99.99%** votes are polled in favour of the aforesaid Ordinary/ Special Resolution No.1 & 3. I hereby declare the resolution **carried as Ordinary / Special Resolutions** with requisite majority.

The results of the Postal Ballot along with the Scrutinizer's Report is also posted on the website of the Company at www.adanigas.com, on the website of NSDL at www.evoting.nsdl.com and at the Registered Office of the Company.

Thanking you,
For **Adani Total Gas Limited**

Gunjan Taunk
Company Secretary
Encl: a/a

Date: October 21, 2023
Place: Ahmedabad
Time: 11.30 a.m.

Adani Total Gas Limited
(Formerly known as Adani Gas Ltd)
Heritage Building, 8th floor,
Ashram Road, Usmanpura,
Ahmedabad-380014, Gujarat, India
CIN: L40100GJ2005PLC046553

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ADANI TOTAL GAS LIMITED

Disclosure as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Resolution No. 1 : To approve the re-appointment of Mr. Naresh Kumar Nayyar as an Independent Director of the Company for a second consecutive term of one year

Resolution Required : (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			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 Promoter Group	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	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	221235496	208571492	94.28	192767752	15803740	92.42	7.58
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		208571492	94.28	192767752	15803740	92.42	7.58
Public Non Institutions	Remote E-Voting	55911107	285678	0.51	272188	13490	95.28	4.72
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		285678	0.51	272188	13490	95.28	4.72
Total		1099810083	1031520650	93.79	1015703420	15817230	98.47	1.53

ADANI TOTAL GAS LIMITED

Disclosure as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Resolution No. 2 : To approve the payment of commission to the non-executive director(s) including Independent Director(s) of the Company

Resolution Required : (Ordinary/ Special)

Ordinary Resolution

Whether promoter/ promoter group are interested in the agenda/resolution?

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
Promoter and Promoter Group	Remote E-Voting	822663480	822663480	100.00	822663480	0	100.00	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	221235496	208571492	94.28	208493294	78198	99.96	0.04
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		208571492	94.28	208493294	78198	99.96	0.04
Public Non Institutions	Remote E-Voting	55911107	284430	0.51	254979	29451	89.65	10.35
	Postal Ballot		0	0.00	0	0	0.00	0.00
	Total		284430	0.51	254979	29451	89.65	10.35
Total		1099810083	1031519402	93.79	1031411753	107649	99.99	0.01



CHIRAG SHAH & ASSOCIATES

Company Secretaries

1213, Ganesh Glory, Nr. Jagatpur Crossing,
Besides Ganesh Genesis,

Off. S.G. Highway, Ahmedabad - 382 481.

Ph.: 079-40020304, 6358790040/41/42

E-mail : chi118_min@yahoo.com

Scrutinizer Report on Remote E-Voting in Respect of Resolutions Proposed through Postal Ballot
[Pursuant to Sections 108 & 110 of the Companies Act, 2013 read with Rules 20 and 22 of the
Companies (Management and Administration) Rule 2014]

To,
The Chairman
Adani Total Gas Limited
Adani Corporate House, Shantigram Near Vaishno Devi Circle,
S. G. Highway, Khodiyar Ahmedabad 382421

Dear Sir,

Re : Report of Scrutinizer on passing of resolution through Postal Ballot only by way of remote E-voting of Adani Total Gas Limited (" the Company")

1. The Board of Directors of the Company, by Resolution passed on August 1, 2023 has appointed us as Scrutinizer for conducting the postal ballot (e-voting process) for passing the resolutions as set out in the Notice of Postal Ballot dated August 1, 2023.
2. In terms of the Circular No. No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 33/2020 dated September 28, 2020, Circular No. 39/2020 dated December 31, 2020, Circular No. 10/2021 dated June 23, 2021, Circular No. 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022 (collectively referred to as the "MCA Circulars") the Company had sent this postal ballot notice in electronic form only. The hard copy of this Postal Ballot Notice along with Postal Ballot forms and pre-paid business envelopes were not sent to the members for the postal ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the members would take place through the remote evoting system only. To facilitate such members to receive this notice electronically and cast their vote electronically, the Company had made arrangement for registration of email addresses in terms of the MCA Circulars. The Notice had also been placed on website of the Company at www.adanigas.com and e-voting website at <https://www.evoting.nsdl.com/>. and was also available on the website of stock exchanges at www.bseindia.com. and www.nseindia.com

3. We submit our report as under:
4. The Notice of Postal Ballot dated August 1, 2023 alongwith the statement under Section 102 of the Companies Act, 2013 setting out all material facts in respect of the resolutions mentioned therein was sent electronically by email to the members whose names appear in the register of members/ list of beneficial owners as received from National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on September 15, 2023 in compliance with the above referred MCA Circulars.
5. The Company has completed the dispatch of Postal Ballot Notice by email on September 18, 2023. In accordance with the MCA Circulars, no physical ballot notice was dispatched to the Members . The Company has also published Newspaper Advertisement in Indian Express (English) and Jai Hind (Gujarati) respectively, regarding dispatch of Notice of Postal Ballot alongwith Remote E-voting Information and containing all the matters required under Companies Act, 2013 and relevant rules on, September 19, 2023.
6. The Company has offered E-voting through National Securities Depository Limited ("NSDL") and the report contains the details of E-voting only.
7. The facility of E-voting remained open from 9.00 a.m. on Wednesday, September 20, 2023 and ended at 5.00 p.m. on Thursday, October 19, 2023.
8. We have unblocked the votes cast through remote E-voting in the presence of Mr. Raimeen Maradiya and Ms. Charmi Shah who are not in the employment of the Company. Thereafter, the details containing, inter-alia the list of members who voted "For" or "Against" the resolutions were derived from the report generated from the evoting website of NSDL i.e. <https://www.evoting.nSDL.com/>.
9. A Summary of postal ballot through E-voting is given below

Resolution No. 1 :

Re-appointment of Mr. Naresh Kumar Nayyar as an Independent Director of the Company for a second consecutive term of one year.

Particulars		No. of Postal Ballot Forms / E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	Voting exercised through E-Voting	1871	1031520650	93.79%	100.00%
b)	E-Voting ballot with assent (favour) for the Resolution	1625	1015703420	92.35%	98.47%
c)	E-Voting ballot dissent (against) for the Resolution	246	15817230	1.44%	1.53%
d)	E-Voting ballot Abstained from voting	0	0	0.00%	0.00%
e)	Total valid votes exercised (b+c)	1871	1031520650	93.79%	100.00%
Total Ballot with ASSENT in Electronic		1625	1015703420	92.35%	98.47%
Total Ballot with DISSENT in Electronic		246	15817230	1.44%	1.53%

Since total votes polled in favour of the resolution is 98.47% and total votes polled against the resolution is 1.53%, **resolution has been passed as Special Resolution**

Resolution No. 2 :

Approve the payment of commission to the non-executive director(s) including Independent Director(s) of the Company.

Particulars		No. of Postal Ballot Forms /E-voting	No. of shares	% of Total Paid Up Equity Capital	% of total votes polled
a)	Voting exercised through E-Voting	1860	1031519402	93.79%	100.00%
b)	E-Voting ballot with assent (favour) for the Resolution	1590	1031411753	93.78%	99.99%
c)	E-Voting ballot dissent (against) for the Resolution	270	107649	0.01%	0.01%
d)	E-Voting ballot Abstained from voting	0	0	0.00%	0.00%
e)	Total valid votes exercised (b+c)	1860	1031519402	93.79%	100.00%
Total Ballot with ASSENT in Electronic		1590	1031411753	93.78%	99.99%
Total Ballot with DISSENT in Electronic		270	107649	0.01%	0.01%

Since total votes polled in favour of the resolution is 99.99% and total votes polled against the resolution is 0.01%, **resolution has been passed as Ordinary Resolution**

10. You may accordingly declare the results of the voting by postal ballot only by way remote E-voting.
11. 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 Resolutions passed by way of Postal Ballot and the same will be handed over to the Company Secretary of the Company for safe keeping.

Thanking you,
For, Chirag Shah and Associates
Company Secretaries

Counter Signed by
For Adani Total Gas Limited

Chirag Shah
Partner
FCS No.5545, CP No. 3498
Place: Ahmedabad
Date: October 21, 2023
UDIN : F005545E001406989
Peer Review Cer. No. 704/2020

Gunjan Taunk
Company Secretary
Mem. No. ACS 23346