



## NOTICE

Notice is hereby given that the Thirty Second Annual General Meeting of the Members of Reliance Gas Pipelines Limited will be held on Tuesday, July 12, 2022 at 11:00 a.m. through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM"), to transact the following business:

### Ordinary Business:

1. To consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2. To appoint Shri Venkata Ravikumar Prekki, who retires by rotation, as a Director and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Venkata Ravikumar Prekki (DIN: 06537524), who retires by rotation at this meeting, be and is hereby appointed as a Director of the Company."

3. To appoint Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. DTS & Associates LLP, Chartered Accountants (Firm Registration No. 142412W/W100595), be and are hereby appointed as Auditors of the Company for a term of 5 (five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the Thirty Seventh (37th) Annual General Meeting of the Company, at such remuneration as shall be fixed by the Board of Directors of the Company."

**Special Business:**

4. To ratify the remuneration of Cost Auditor for the financial year ending March 31, 2023 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration, as approved by the Board of Directors and set out in the Statement annexed to the Notice, to be paid to M/s. Sirish Vasant Mohite & Co., Cost Accountants (Membership No. 20677), the Cost Auditors, appointed by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending March 31, 2023, be and is hereby ratified.”

**By order of the Board of Directors**

**Sd/-  
(Kavina Vora)  
Company Secretary**

Date : June 17, 2022

**Registered Office:**

13<sup>th</sup> Floor, Maker Chambers IV,  
222, Nariman Point,  
Mumbai 400 021  
CIN: U60300MH1991PLC059678  
Website: <https://www.rgpl.co.in>  
Phone: +91-22-2278 5000

**Notes:**

1. Considering the continued Covid-19 situation, the Ministry of Corporate Affairs (“MCA”), has vide its circular dated May 05, 2022 read with circulars dated May 05, 2020, January 13, 2021, December 08, 2021 and December 14, 2021 (collectively referred to as ‘MCA Circulars’), permitted convening and holding of the Annual General Meeting (“AGM”/“Meeting”) through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) without the physical presence of the Members at a common venue. In compliance with the Companies Act, 2013 and MCA Circulars the Meeting of the Company is being held through VC and notice to all the Members is being sent only through electronic mode by e-mail at their address registered with the Company. The deemed venue for the Meeting shall be the Registered Office of the Company. Detailed instructions to attend, participate and vote at the meeting through VC is attached as **Annexure 1**.
2. A Statement pursuant to Section 102 of the Act, relating to the Special Business to be transacted at the Meeting is annexed hereto.
3. Pursuant to the provisions of the Companies Act 2013, a Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf at the meeting and a proxy need not be a Member of the Company. Since this meeting is being held through VC pursuant to the MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the meeting and hence the Proxy Form is not annexed hereto.
4. Corporate Members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company vide an email at [kavina.vora@ril.com](mailto:kavina.vora@ril.com), a certified true copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting before the commencement of the meeting.
5. Members / Representatives attending the meeting through VC shall be reckoned for the purpose of quorum under Section 103 of the Companies Act, 2013 and accordingly there is no requirement of attendance slip for the meeting through video-conference and hence not annexed hereto.
6. Since the Meeting will be held through VC the route map of the venue of the Meeting is not annexed hereto.
7. Members seeking any information with regard to the documents referred to in the Notice or any matter to be placed at the Meeting, are requested to write to the Company on or before July 11, 2022 through email at [kavina.vora@ril.com](mailto:kavina.vora@ril.com). The same will be replied by the Company suitably.



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8. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act and the relevant documents referred in the notice will be available electronically, for inspection by the members during the AGM. Member seeking to inspect through e-mode is required to notify the Company Secretary on or before July 11, 2022 through email at [kavina.vora@ril.com](mailto:kavina.vora@ril.com).
9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. In terms of Section 152 of the Companies Act, 2013, Shri Venkata Ravikumar Prekki (DIN: 06537524), Director, retires by rotation at the Meeting and being eligible, offered himself for re-appointment. The Board of Directors of the Company commend his re-appointment.

Details of Shri Venkata Ravikumar Prekki, as required to be provided pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:

Particulars	Mr. Venkata Ravikumar Prekki
Age	51 years
Qualifications	B.E. (Mechanical)
Experience	Shri Venkata Ravikumar Prekki is a B.E. (Mechanical) and is an alumni of leadership program at IIM Bangalore. Shri Prekki has been associated with Reliance Group from 1997 and has diverse experience in Reliance Industries Limited which spans Petrochemicals, Refinery and Exploration and Production.
Terms and conditions of appointment/ re-appointment	Liable to retire by rotation
Remuneration drawn in the Company for the F.Y. 2021 – 22	Sitting Fees of Rs.15,000/- paid for attending Board Meetings for the financial year 2021-22
Remuneration proposed to be paid	Fee for attending meetings of the Board of Directors or Committee thereof or for any other purpose as may be decided by the Board.
Date of first appointment on the Board	April 04, 2013
Shareholding in the Company	Nil

<b>Particulars</b>	<b>Mr. Venkata Ravikumar Prekki</b>
Relation with any Director, Key Managerial Personnel of the Company	Nil
No. of Meetings of the Board attended during the F.Y. 2021-22	3
Directorship in other Companies	Nil
Chairmanship/ Membership of Board Committees of the other Companies	Nil

Shri **Venkata Ravikumar Prekki** is interested in the Ordinary Resolution set out at Item No. 2 of this Notice with regard to his re-appointment. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Resolutions set out under Item Nos. 1 to 3 of the Notice.



**STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)**

**Item No. 4**

The Board of Directors have approved the appointment and remuneration of M/s. Sirish Vasant Mohite & Co., Cost Accountants (Membership No. 20677), as Cost Auditor of the Company to conduct the audit of the cost records of the Company for the financial year ending March 31, 2023 at a remuneration of Rs. 24,000/- (Rupees Twenty Four Thousand only) plus applicable taxes and reimbursement of out of pocket expenses, if any.

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board, has to be ratified by the Members of the Company.

Accordingly, ratification by the Members is sought for the remuneration payable to the Cost Auditor for the financial year ending March 31, 2023 by passing an Ordinary Resolution as set out at Item No. 4 of the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the Members.

**By order of the Board of Directors**

**Sd/-  
(Kavina Vora)  
Company Secretary**

Date : June 17, 2022

Registered Office

13<sup>th</sup> Floor, Maker Chambers IV  
222, Nariman Point, Mumbai 400 021  
CIN: U60300MH1991PLC059678  
Phone: 22-2278 5000

## **Annexure 1**

Members are requested to note the following in accordance with MCA circulars:

1. The meeting through VC, would be conducted through “Microsoft Teams” which enables two-way audio and VC. Members are requested to join the Meeting using the following link:

[Click here to join the meeting](#)

Detailed instructions on installing Microsoft Teams is attached as Annexure 2

2. The link to join the meeting shall be activated 15 minutes before the meeting.
3. E-mail address of the Company Secretary of the Company, Ms. Kavina vora i.e. [kavina.vora@ril.com](mailto:kavina.vora@ril.com) is designated for correspondences / voting and all other purposes related to the meeting.
4. The voting may be conducted by a show of hands, unless demand for poll is made in accordance with Section 109 of the Act.
5. In the event of demand for poll at the meeting, members shall send their votes by email from their email address which is registered with the company and shall only be sent to the designated email address mentioned in point no. 3 above.
6. For any assistance before or during the meeting, members may contact, Ms. Kavina Vora on +91-8879434953.

## **Annexure 2**

### **The instruction for participating in the meeting through VC:**

1. Members would have received an email from the Company to participate in the Meeting through VC on your email address registered with the Company.
2. In case you already have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, click on “Join Microsoft Teams Meeting” option from the email. You will connect to the meeting.
3. In case you do not have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

#### **Option 1**

For participating through **Windows / Apple powered Laptops / Computer devices:**

Open the email invitation using **Google Chrome** browser



Simply click on “**Join Microsoft Teams Meeting**” option from the email invitation / your calendar events.



A new Browser window would open. Select “**Join on the web instead**”. Once you reach to the “**Enter Name**” prompt, enter your name and click “**Join as a Guest**”



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.

#### **Option 2**

For installing Microsoft Teams on your **iPad / apple devices / iPad / Android devices:**

Click on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events



System will prompt you to download Microsoft Teams



Download and Install Microsoft teams. Please do not try to login.







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Once installed, click on invitation once again on “**Join Microsoft Teams Meeting**” from the email invitation/calendar events



You will be prompted to Microsoft Teams application



Click on “**Join as a Guest**” option



**Type your Name** and once again click on “**Join as a Guest**”



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “Mute” when not speaking.