



**Transcript of 31<sup>st</sup> Annual General Meeting of Reliance Gas Pipelines Limited held on Wednesday, September 22, 2021 at 12.00 Noon through Video Conferencing.**

Mr. Sudhakar Saraswatula, the Chairman of the Board of Directors of the Company, occupied the Chair and presided over the meeting.

Ladies and Gentlemen, Good Afternoon!

It is 12:00 noon and time to start the Meeting.

I welcome all of you to the Thirty First Annual General Meeting of Reliance Gas Pipelines Limited.

Considering the continuing Covid - 19 pandemic, the Ministry of Corporate Affairs, has vide its circular dated January 13, 2021 read with circulars dated April 8, 2020, April 13, 2020 and May 5, 2020, permitted convening and holding of the Annual General Meeting through Video Conferencing / Other Audio Visual Means without the physical presence of the Members at a common venue.

The Company has taken all feasible steps to ensure that the Members of the Company are provided an opportunity to participate in the Annual General Meeting. The Company has provided adequate video-conferencing facility to its Members to participate in this meeting and vote.

Shareholders / Representatives attending the meeting through VC would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013.

The following members are present:

- i. Smt. Savithri Parekh – Representative of Reliance Industries Limited
- ii. Shri. K. Sethuraman
- iii. Shri. S. Sudhakar
- iv. Shri Rohit Shah
- v. Shri. Raj Mullick

The requisite quorum is present and therefore, I call the Meeting to order.

The requisite statutory registers are available and will remain accessible to the Members for inspection in electronic mode, if they so desire, till the conclusion of the meeting.

The Chairman further confirmed that the Company has not received any query from the shareholders on the designated email address mentioned in the Notice calling this meeting.

All the Directors of the Company are present in this Meeting except Shri Venkata Ravikumar Prekki, who could not attend the meeting due to his pre-occupation.



Shri Milind Narkhede, Chief Financial Officer, Ms. Kavina Vora, Company Secretary and representatives of the Statutory Auditors, Cost Auditors and Secretarial Auditor are also present at this Meeting.

Ladies and Gentlemen,

Notice dated August 31, 2021 convening this Annual General Meeting, along with a copy of the Annual Report for the financial year ended March 31, 2021 has already been circulated to the Members of the Company through email, pursuant to the applicable MCA Circulars. With your permission, I take the same as read.

The Auditors' Report on the financial statement and the Secretarial Audit Report of the Company for the financial year ended March 31, 2021 do not contain any qualification, reservation, adverse remark or disclaimer. Accordingly, these Reports are not required to be read out, as provided in the Companies Act, 2013.

Dear Shareholders,

I now move the resolution for item number 1 of the Notice:

ITEM NO. 1: Consideration and adoption of audited Financial Statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2021, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 129(2) and Section 102(2) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Proposed by : Smt. Savithri Parekh

Seconded by : Shri Rohit Shah

The Shareholders may seek clarification pertaining to this item of business.

**“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2021 and the reports of the Board of Directors and Auditors thereon circulated to the Members before this meeting, be and are hereby considered and adopted.”

Now, I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”



Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I now move the resolution for item number 2 of the Notice.

ITEM NO. 2: Re-Appointment of Shri Amit Mehta, who retires by rotation, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 152(6) and Section 102(2) of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Proposed by : Shri Rohit Shah

Seconded by : Shri K. Sethuraman

**“RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Amit Mehta (DIN: 05112454), who retires by rotation at this Annual General Meeting and being eligible has offered himself for re-appointment, be and is hereby appointed as a Director of the Company.”

Now, I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I now move the resolution for item number 3 of the Notice.

ITEM NO. 3: Appointment of Ms. Jayashri Rajesh, as a Director, by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 149, 152 and 160 of the Companies Act, 2013.

May I request a shareholder to propose and another shareholder to second the same.

Proposed by : Shri K. Sethuraman

Seconded by : Shri Rohit Shah



**“RESOLVED THAT** in accordance with the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“the Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Ms. Jayashri Rajesh (DIN 07559698), who was appointed as an Additional Director by the Board of Directors of the Company in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company and who holds office up to the date of this meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Now, I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

I now move the resolution for item number 4 of the Notice.

ITEM NO.4: Ratification of remuneration of M/s Sirish Vasant Mohite & Co., Cost Accountants (Membership No. 20677), the cost auditors of the Company, appointed by the Board of Directors for the financial year ending March 31, 2022 by way of an ordinary resolution:

This item has to be transacted to ensure compliance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of Companies (Audit and Auditors) Rules, 2014.

May I request a shareholder to propose and another shareholder to second the same.

Proposed by : Shri Rohit Shah

Seconded by : Smt. Savithri Parekh



**“RESOLVED THAT** in accordance with the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) 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 of the Company, to conduct the audit of cost records of the Company for the financial year ending March 31, 2022, be and is hereby ratified.”

Now, I put the resolution to vote.

“Those in favor of the motion please raise your hand.”

“Those against the motion please raise your hand.”

Since the resolution was approved unanimously, I declare the resolution passed unanimously.

On behalf of the Board, I would like to thank each and every member for their active participation at the meeting.

All the business placed before this Meeting having been concluded, I declare the meeting closed.

Thank you.

Smt. Savithri Parekh proposed vote of thanks to the Chair.

The meeting concluded at 12:20 p.m.