



Transcript of Extraordinary General Meeting of Reliance Gas Pipelines Limited held on Thursday, February 23, 2023 at 12:00 noon through Video Conferencing.

Shri 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 Extraordinary General Meeting of Reliance Gas Pipelines Limited.

The Ministry of Corporate Affairs, has vide its circular issued from time to time, permitted convening and holding of the Extraordinary General Meeting through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") without the physical presence of the Shareholders at a common venue. Accordingly, the Meeting is being held through VC.

The Company has taken all feasible steps to ensure that the Shareholders of the Company are provided an opportunity to participate in the Extraordinary General Meeting. The Company has provided adequate video-conferencing facility to its Shareholders 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.

5 Shareholders, including one Shareholder through corporate representation, holding 37,29,99,998 equity shares of the Company, are present.

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

All documents referred to in the Notice convening this meeting are available and will remain accessible to the Shareholders for inspection in electronic mode, if they so desire, till the conclusion of the meeting.

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 Amit Mehta who could not attend the Meeting due to his pre-occupation.

Shri Milind Narkhede, Chief Financial Officer and Ms. Kavina Vora, Company Secretary of the Company are also present at this Meeting.



Dear Shareholders,

Notice dated February 1, 2023 convening this Meeting, has already been circulated to the Shareholders of the Company through email, pursuant to the applicable MCA Circulars. With your permission, I take the same as read.

This meeting has been convened to seek approval of the Shareholders for payment of remuneration to Shri Amit Mehta, Whole Time Director, designated as Chief Executive Officer of the Company for the balance of his tenure.

Dear Shareholders,

I now move the resolution set out in the Notice:

To approve payment of remuneration to Shri Amit Mehta, Whole Time Director, designated as Chief Executive Officer of the Company, by way of special resolution:

This item has to be transacted to ensure compliance with the provisions of Section 197 read with Schedule V and all other applicable provisions of the Companies Act, 2013.

May I request a Member to propose and another Member to second this resolution.

I, Savithri Parekh, shareholder of the Company propose this resolution.

I, Shri Raj Mullick, second this resolution.

“RESOLVED THAT further to and in partial modification of the special resolution passed by the members at the Twenty Ninth Annual General Meeting of the Company held on August 20, 2019 (“the Twenty-ninth AGM”) and in accordance with the provisions of Section 197 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”) (including any statutory modification(s) thereto or re-enactment(s) thereof, for the time being in force), approval of the members be and is hereby accorded for payment of remuneration, including the remuneration to be paid in event of loss or inadequacy of profit, on the terms and conditions as set out in the Statement annexed to the Notice convening this meeting, to Shri Amit Mehta (DIN: 05112454), Whole-time Director designated as Chief Executive Officer (“CEO”) of the Company (who was appointed at the Twenty-ninth AGM for a period of five years effective August 1, 2019), for the balance period from April 1, 2022 to July 31, 2024, with liberty to the Board of Directors (hereinafter referred to as “Board”) to alter and vary the terms and conditions of the remuneration as it may deem fit and as may be acceptable to Shri Amit Mehta in accordance with Section 197 of the Act read with Schedule V to the Act or any statutory modification(s) thereto or re-enactment(s) thereof;

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, things 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 state your name and raise your hand.”

“Those against the motion please state your name and 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 shareholder for their active participation at the meeting.

The business placed before this Meeting having been concluded, I declare the Meeting as closed.

Thank you.

Smt. Savithri Parekh: I propose a very hearty vote of thanks to the Chairman.

The meeting concluded at 12:08 p.m.