



Gujarat State Petronet Ltd.

GSPL Bhavan,
E-18, GIDC Electronics Estate, Nr. K-7 Circle,
Sector-26, Gandhinagar-382028.
Tel.: +91-79-23268500/600 Fax : +91-79-23268506
Web site : www.gspcgroup.com

Ref : GSPL/S&L/2015-16
Date : 24th September, 2015

Listing Department
Bombay Stock Exchange
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Dear Sir,

Company Code: 532702

Sub: Voting Results of the 17th Annual General Meeting of the Members of the Company.

This is to inform you that shareholders of the Company have approved the businesses set out in the Notice of the 17th Annual General Meeting held on 24th September, 2015 at 3.00 P.M. at Assembly Hall, GSPC Bhavan, Sector - 11, Gandhinagar.

Please find below the results as required under Clause 35A of the Listing Agreement on the Resolutions passed by the Shareholders on E-voting and on Poll:

1. **Date of the AGM:** 24th September, 2015
2. **Total number of shareholders on record date:** 139740
3. **No. of Shareholders present in the meeting either in person or through proxy:**
 - Promoters and Promoter Group: 1
 - Public: 50
4. **No. of Shareholders attended the meeting through Video Conferencing:** NA
Promoters and Promoter Group: NA
Public: NA

Please note that all the below mentioned resolutions were passed by the shareholders with requisite majority.

Details on each item of AGM Notice:

Resolution 1:

Adoption of Audited Profit & Loss Account of the Company for the financial year ended 31st March, 2015 and Audited Balance Sheet as on that date and Report of

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Auditors' and Directors' thereon along with the Report of Comptroller and Auditor General of India.

- **Resolution required:** Ordinary
- **Mode of voting:** E-voting/Poll

| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favou r on votes polle d (6)= [(4)/(2)] * 100 | % of Votes again st on votes polled (7)= [(5)/(2)] * 100 |
|-------------------------------------|---------------------------------|----------------------------------|-----------------------------------------------------------------------------------|-------------------------------------|------------------------------------|----------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public- Institutional holders | 255196438 | 172413288 | 67.561 | 172413288 | 0 | 100 | 0 |
| Public-Others | 95598973 | 28125561 | 29.4204 | 28125361 | 200 | 99.9992 | 0 |
| Total (A) | 563100681 | 412844119 | | 412843919 | 200 | | |

The Resolution No. 1 was passed with requisite majority.

Resolution 2:

Declaration of Dividend for the financial year ended 2014 - 15.

- **Resolution required:** Ordinary
- **Mode of voting:** E-voting/Poll

| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favou r on votes polle d (6)= [(4)/(2)] * 100 | % of Votes again st on votes polled (7)= [(5)/(2)] * 100 |
|---------------------|---------------------------------|----------------------------------|-----------------------------------------------------------------------------------|-------------------------------------|------------------------------------|----------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
|---------------------|---------------------------------|----------------------------------|-----------------------------------------------------------------------------------|-------------------------------------|------------------------------------|----------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|

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|------------------------------|------------------|------------------|---------|------------------|----------|-----|---|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public-Institutional holders | 255196438 | 186245442 | 72.9812 | 186245442 | 0 | 100 | 0 |
| Public-Others | 95598973 | 28125585 | 29.4204 | 28125585 | 0 | 100 | 0 |
| Total (A) | 563100681 | 426676297 | | 426676297 | 0 | | |

The Resolution No. 2 was passed with requisite majority.

Resolution 3:

Re-appointment of Director in place of Shri M M Srivastava, IAS (Retd.), Director and Chairman (DIN: 02190050) who retires by rotation and being eligible offers himself for re-appointment.

- Resolution required: Ordinary
- Mode of voting: E-voting/Poll

| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)] * 100 | % of Votes against on votes polled (7)= [(5)/(2)]* 100 |
|------------------------------|---------------------------------|----------------------------------|-----------------------------------------------------------------------------------------|-------------------------------------|------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public-Institutional holders | 255196438 | 186245442 | 72.9812 | 145592091 | 40653351 | 78.1721 | 21.8278 |
| Public-Others | 95598973 | 28125192 | 29.42 | 28124566 | 626 | 99.9977 | 0.0022 |
| Total (A) | 563100681 | 426675904 | | 386021927 | 40653977 | | |

The Resolution No. 3 was passed with requisite majority.

Resolution 4:

Fixing remuneration of Statutory Auditors of the Company for the Financial Year 2015 - 16 in terms of the provisions of Section 142 of the Companies Act, 2013.

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- Resolution required: Ordinary
- Mode of voting: E-voting/Poll

| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)] * 100 | % of Votes against on votes polled (7)= [(5)/(2)]* 100 |
|-------------------------------------|---------------------------------|----------------------------------|-----------------------------------------------------------------------------------|-------------------------------------|------------------------------------|-----------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public- Institutional holders | 255196438 | 186245442 | 72.9812 | 186188699 | 56743 | 99.9695 | 0.0304 |
| Public-Others | 95598973 | 28125571 | 29.4204 | 28124820 | 751 | 99.9973 | 0.0026 |
| Total (A) | 563100681 | 426676283 | | 426618789 | 57494 | | |

The Resolution No. 4 was passed with requisite majority.

Resolution 5:

To regularize appointment of Dr. J N Singh, IAS [DIN: 00955107] as a Director of the Company, liable to retire by rotation.

- Resolution required: Ordinary
- Mode of voting: E-voting/Poll

| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)] * 100 | % of Votes again st on votes polle d (7)= [(5)/(2)]* 100 |
|--------------------------------|---------------------------------|----------------------------------|-----------------------------------------------------------------------------------|-------------------------------------|------------------------------------|-----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public- | 255196438 | 186245442 | 72.9812 | 145590005 | 40655437 | 78.171 | 21.828 |

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|-----------------------|------------------|------------------|-------|------------------|-----------------|---------|--------|
| Institutional holders | | | | | | | 9 |
| Public-Others | 95598973 | 28125192 | 29.42 | 28124441 | 751 | 99.9973 | 0.0026 |
| Total (A) | 563100681 | 426675904 | | 386019716 | 40656188 | | |

The Resolution No. 5 was passed with requisite majority.

Resolution 6:

To regularize appointment of Shri L Chuaungo, IAS [DIN: 00032867] as a Director of the Company, liable to retire by rotation.

- Resolution required: Ordinary
- Mode of voting: E-voting/Poll

| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)] * 100 | % of Votes against on votes polled (7)= [(5)/(2)] * 100 |
|-------------------------------------|---------------------------------|----------------------------------|-----------------------------------------------------------------------------------------|-------------------------------------|------------------------------------|-----------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public- Institutional holders | 255196438 | 186245442 | 72.9812 | 145969436 | 40276006 | 78.3747 | 21.6252 |
| Public-Others | 95598973 | 28125192 | 29.42 | 28124441 | 751 | 99.9973 | 0.0026 |
| Total (A) | 563100681 | 426675904 | | 386399147 | 40276757 | | |

The Resolution No. 6 was passed with requisite majority.

Resolution 7:

To regularize appointment of Smt. Shridevi Shukla [DIN: 02028225] as a Woman Director of the Company, liable to retire by rotation.

- Resolution required: Ordinary
- Mode of voting: E-voting/Poll

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| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)] * 100 | % of Votes against on votes polled (7)= [(5)/(2)] * 100 |
|-------------------------------------|---------------------------------|----------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------|------------------------------------|-----------------------------------------------------------------------------------------|------------------------------------------------------------------------------------|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public- Institutional holders | 255196438 | 186245442 | 72.9812 | 145971522 | 40273920 | 78.3758 | 21.6241 |
| Public-Others | 95598973 | 28125192 | 29.42 | 28124566 | 626 | 99.9977 | 0.0022 |
| Total (A) | 563100681 | 426675904 | | 386401358 | 40274546 | | |

The Resolution No. 7 was passed with requisite majority.

Resolution 8:

To fix remuneration of M/s R K Patel & Co., Cost Auditor of the Company in terms of the provisions of Section 148 of the Companies Act, 2013 for the Financial Year 2015 - 2016.

- Resolution required: Ordinary
- Mode of voting: E-voting/Poll

| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)] * 100 | % of Votes again t on votes polled (7)= [(5)/(2)]]* 100 |
|-------------------------------------|---------------------------------|----------------------------------|---------------------------------------------------------------------------------------------|-------------------------------------|------------------------------------|-----------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public- Institutional holders | 255196438 | 186245442 | 72.9812 | 186188699 | 56743 | 99.9695 | 0.0304 |

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| | | | | | | | |
|------------------|------------------|------------------|---------|------------------|--------------|---------|--------|
| Public-Others | 95598973 | 28125580 | 29.4204 | 28124967 | 613 | 99.9978 | 0.0021 |
| Total (A) | 563100681 | 426676292 | | 426618936 | 57356 | | |

The Resolution No. 8 was passed with requisite majority.

Resolution 9:

To approve payment of remuneration to Shri M M Srivastava, IAS (Retd.), Chairman [DIN: 02190050] w.e.f. 28th August, 2015.

- **Resolution required:** Ordinary
- **Mode of voting:** E-voting/Poll

| Promoter/ Public | No. of Shares held (1) | No. of votes polled (2) | % of Votes polled on outstandi ng Shares (3)=[(2)/(1)] *100 | No. of Votes-in favour (4) | No. of votes- against (5) | % of Votes in favour on votes polled (6)= [(4)/(2)] * | % of Votes against on votes polled (7)= [(5)/(2)] * |
|-------------------------------------|---------------------------------|----------------------------------|-----------------------------------------------------------------------------------------|-------------------------------------|------------------------------------|----------------------------------------------------------------------------------|-----------------------------------------------------------------------------|
| Promoter and Promoter Group | 212305270 | 212305270 | 100 | 212305270 | 0 | 100 | 0 |
| Public- Institutional holders | 255196438 | 186245442 | 72.9812 | 186245442 | 0 | 100 | 0 |
| Public-Others | 95598973 | 28121406 | 29.416 | 28120780 | 626 | 99.9977 | 0.0022 |
| Total (A) | 563100681 | 426672118 | | 426671492 | 626 | | |

The Resolution No. 9 was passed with requisite majority.

This is for your record and reference.

Kindly acknowledge the same.

Thanking you,

Yours faithfully,

For Gujarat State Petronet Limited,

Reena Desai

Reena Desai

Company Secretary