

**FOLLOWING AGENDA ITEMS WERE APPROVED WITH REQUISITE MAJORITY BASED ON RESULTS OF E-VOTING AND VOTING BY POLL IN THE 15<sup>TH</sup> ANNUAL GENERAL MEETING (AGM) OF INDRAPRASTHA GAS LIMITED HELD ON 12<sup>TH</sup> SEPTEMBER 2014 AT AIR FORCE AUDITORIUM, SUBROTO PARK, NEW DELHI-110 010.**

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1. Adoption of Audited Balance Sheet as at March 31, 2014, statement of Profit & Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. Declaration of Dividend @ 55% (Rs.5.50/- per share) on equity shares.
3. Re-appointment of Shri K.K. Gupta as a Director, who retired by rotation.
4. Appointment of M/s Deloitte Haskins & Sells, Chartered Accountants (ICAI Registration No. 015125N) as Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting at remuneration to be decided by the Board of Directors.
5. Appointment of Shri Gyanesh Bharti as a Director of the Company, liable to retire by rotation.
6. Appointment of Shri S.S. Rao as an Independent Director of the Company with effect from September 12, 2014 to September 11, 2017.
7. Appointment of Shri Santosh Kumar Bajpai as an Independent Director of the Company with effect from September 12, 2014 to September 11, 2017.
8. Appointment of Prof. V. Ranganathan as an Independent Director of the Company with effect from September 12, 2014 to September 11, 2017.
9. Ratification of the remuneration payable to Cost Auditors of the Company for the financial year ending 31st March, 2015.
10. Payment and distribution of a sum not exceeding 0.5% per annum of the net profits of the Company, calculated in accordance with the provisions of Section 198 of the Companies Act, 2013 by way of Commission on profit to Directors.

