

Voting Results with Scrutinizers Report  
of voting at General Body Meeting

**Neville Fernandes**

**COMPANY SECRETARY**

Flat No. S-2/B, 'Virgincar Residency', Nr. Govt. Middle School, Ambaji, P.O. Fatorda, Margao, Goa 403 602  
Tel: 2742874 Mobile:9890755693

ACS-6477

CP-4542

To

The Chairman

THE SOUTHERN GAS LIMITED

Goa

Dear Sir,

I, CS NEVILLE FERNANDES, a Company Secretary in practice, have been appointed as a scrutinizer by the Board of Directors of The Southern Gas Limited (the Company) for the purpose of:

(i) Scrutinizing the e-voting process (remote e-voting) under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and

(ii) Poll through Polling under the provisions of Section 109 of the 2013 Act read with Rule 21 of the Rules, on the resolutions contained in the Notice to the 51<sup>st</sup> Annual General Meeting (AGM) of the Shareholders of the Company, held on Thursday 24<sup>th</sup> September, 2013 at **Meera Classic, Phase II, Gogol, Borda, Margao, Goa 403602.**

The management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means ( i.e. by remote e-voting and voting by poll at the AGM) for the resolutions contained in the Notice to the 51<sup>st</sup> AGM of the Shareholders of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and Polling at AGM) is restricted to make a consolidated scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated by CDSL, the Agency authorised under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means.

My Report dated 24<sup>th</sup> September, 2015 is attached herewith.

The electronic data and all other relevant records relating to e-voting is under my safe custody and will be handed over to the Compliance Officer for preserving safely after the Chairman considers, approves and sign the minutes of the AGM.

Thanking you

Yours faithfully,



CS NEVILLE FERNANDES

Company Secretary

ACS6477

PCS4542

Dated: 24<sup>th</sup> September, 2015

Place : Margao, Goa.

## SCRUTINIZER'S REPORT

NAME OF THE COMPANY	THE SOUTHERN GAS LIMITED
MEETING	51 <sup>st</sup> Annual General Meeting
DATE & TIME	Thursday, 24 <sup>th</sup> September, 2015 at 10.30 a.m.
VENUE	Meera Classic, Phase II, Gogol, Borda, Margao, Goa 403602

1. **Appointment as Scrutinizer:**

I was appointed as the Scrutinizer for the remote e-Voting including through Ballot Form as well as the voting conducted at the 51<sup>st</sup> Annual General Meeting (51<sup>st</sup> AGM) of **THE SOUTHERN GAS LIMITED** hereinafter referred to as **the Company** held on Thursday, 24<sup>th</sup> September, 2015 at 10.30 a.m. at Meera Classic, Phase II, Gogol, Borda, Margao, Goa 403602.

2. **Dispatch of Notice convening the Meeting**

The Company has informed that, on the basis of the Register of Members, maintained by it, the Company completed dispatch of the Annual Report which inter alia contains the Notice of the AGM on 29<sup>th</sup> August, 2015

3. **Cut-off Date**

The Voting rights were reckoned as on Thursday, 17<sup>th</sup> September, 2015, being the cut-off date for the purpose of deciding the entitlements of members at the remote e-Voting and voting at the Meeting.

4. **Remote e-Voting**

**Agency:**

The Company had appointed **Central Depository Services (India) Limited (CDSL)** as the agency for providing the remote e-Voting platform.

**Remote e-Voting:**

Remote e-Voting platform was open from **10.00 a.m. on Monday, 21<sup>st</sup> September, 2015 to 5.00 p.m. on Wednesday, 23<sup>rd</sup> September, 2015** and members were required to cast their votes electronically conveying their assent or dissent in respect of the Ordinary and/or Special Resolution, on the e-Voting platform provided by CDSL.

5. **Voting at the AGM:**

As prescribed under Rule 20 (4)(xiii) of the Companies (Management and Administration) Amendment Rules, 2015, for the purpose of ensuring that members who have cast their votes through remote e-Voting do not vote again at the general meeting, the Scrutinizer shall have access after closure of period of remote e-Voting and before the start of the Annual General Meeting, to only such details relating to the members who have cast their votes through remote e-Voting, such as their names, folios, number of shares held but not the manner in which they have voted.

CDSL, the e-Voting Agency provided me with the names, folio numbers and shareholding of the members who had cast their votes through remote e-Voting.



## 6. Counting Process

After the Chairman announced the commencement of voting, one ballot box kept for polling was locked in my presence.

On completion of voting at the Meeting, the Company provided me with the List of members who had cast their votes through Poll, with their holding details and details of vote on each of the Resolutions.

The poll Papers were reconciled with the records maintained by the Company with respect to authorisations/ proxies lodged with the Company.

I unblocked the remote e-Voting results on the CDSL e-Voting platform before Mr. Santosh J. Naik and Mr. G.V. Kamat and downloaded the e-Voting results.

## 7. Results

I observed that

- a) 6 members had cast their votes at the AGM and all were found to be valid after scrutiny;
- b) 2 members had cast their votes through remote e-Voting and all were found to be valid after scrutiny;

The Consolidated Results with respect to each items on the Agenda as set out in the Notice of the 51<sup>st</sup> AGM dated 21<sup>st</sup> May, 2015 is enclosed

Based on the aforesaid Results, the **four Ordinary Resolutions** as contained in **Item No 1 to Item No 4** of the Notice dated 21<sup>st</sup> May, 2015 have been **passed with requisite majority**.



CS NEVILLE FERNANDES

Date: 24<sup>th</sup> September, 2015

Place: Margao, Goa

## CONSOLIDATED RESULTS

Item No 1: Adoption of Financial Statements for the Financial Year ended 31<sup>st</sup> March, 2015

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	2	20	6	13521	8	13541	60.18
Dissent							
Abstain							
<b>Total</b>	<b>2</b>	<b>20</b>	<b>6</b>	<b>13521</b>	<b>8</b>	<b>13541</b>	<b>60.18</b>

Based on the aforesaid results, Ordinary Resolution as contained in Item No 1 of the Notice dated 21<sup>st</sup> May, 2015, has been passed with requisite majority.



CS NEVILLE FERNANDES  
Date: 24<sup>th</sup> September, 2015  
Place: Margao, Goa

Item No 2: Declaration of Dividend

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	2	20	6	13521	8	13541	60.18
Dissent							
Abstain							
<b>Total</b>	<b>2</b>	<b>20</b>	<b>6</b>	<b>13521</b>	<b>8</b>	<b>13541</b>	<b>60.18</b>

Based on the aforesaid results, Ordinary Resolution as contained in Item No 2 of the Notice dated 21<sup>st</sup> May, 2015, has been passed with requisite majority.



CS NEVILLE FERNANDES  
Date: 24<sup>th</sup> September, 2015  
Place: Margao, Goa

Item No 3: To appoint a Director in place of Mrs Yogita Gautam Pai Cacode (DIN: 01587954) who retires by rotation and being eligible offers herself for reappointment

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	2	20	6	13521	8	13541	60.18
Dissent							
Abstain							
Total	2	20	6	13521	8	13541	60.18

Based on the aforesaid results, Ordinary Resolution as contained in Item No 3 of the Notice dated 21<sup>st</sup> May, 2015, has been passed with requisite majority.



CS NEVILLE FERNANDES  
Date: 24<sup>th</sup> September, 2015  
Place: Margao, Goa

Item No 4: To appoint M/s Varma & Varma, Chartered Accountants, (Firm Registration No 004532S) as Statutory Auditors of the Company.

Particulars	Remote e-Votes		Voting at AGM		Total		Percentage
	Number	Votes	Number	Votes	Number	Votes	
Assent	2	20	6	13521	8	13541	60.18
Dissent							
Abstain							
Total	2	20	6	13521	8	13541	60.18

Based on the aforesaid results, Ordinary Resolution as contained in Item No 4 of the Notice dated 21<sup>st</sup> May, 2015, has been passed with requisite majority.



CS NEVILLE FERNANDES  
Date: 24<sup>th</sup> September, 2015  
Place: Margao, Goa