



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/2014-15
Date : 26th September, 2014

Manager- Listing Department
National Stock Exchange
"Exchange Plaza,
Bandra-Kurla Complex, Bandra (E), Mumbai - 400 051.
Fax No. : 022-26598237/38

Dear Sir,

Company Code: GSPL

Sub: Voting Results of the 16th 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 16th Annual General Meeting held on 25th September, 2014 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:** 25th September, 2014
2. **Total number of shareholders on record date:** 167747
3. **No. of Shareholders present in the meeting either in person or through proxy:**
 - Promoters and Promoter Group: 1
 - Public: 68
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, 2014 and Audited Balance Sheet as on that date and Report of

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 vote s- agai nst (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	231644581	181212596	78.2287	181212596	0	100	0
Public-Others	118790101	8953568	7.5373	8953093	475	99.9946	0.0053
Total (A)	562739952	402471434		402470959	475		

Resolution 2:

Declaration of Dividend for the financial year ended 2013 - 14.

- 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 vote s- agai nst (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	231644581	197110353	85.0917	197110353	0	100	0

holders							
Public-Others	118790101	8941439	7.5271	8941239	200	99.9977	0.0022
Total (A)	562739952	418357062		418356862	200		

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 [Substituted in place of Shri D J Pandian, IAS, (DIN: 00015443)]

- 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- again st (5)	% of Votes in favour on votes polled (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	231644581	197110353	85.0917	196822148	288205	99.8537	0.1462
Public-Others	118790101	8952569	7.5365	8949200	3369	99.9623	0.0376
Total (A)	562739952	418368192		418076618	291574		

Resolution 4:

Fixing remuneration of Statutory Auditors of the Company for the Financial Year 2014 - 15 in terms of the provisions of Section 142 of the Companies Act, 2013.

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

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on	No. of Votes-in favour	No. of votes- again st	% of Votes in favour	% of Votes against
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	(1)	(2)	outstandi ng Shares (3)=[(2)/(1)] *100	(4)	t (5)	on votes polled (6)= [(4)/(2)]* 100	on votes polled (7)= [(5)/(2)] * 100
Promoter and Promoter Group	212305270	212305270	100	212305270	0	100	0
Public-Institutional holders	231644581	197110353	85.0917	197024949	85404	99.9566	0.0433
Public-Others	118790101	8941309	7.527	8940834	475	99.9946	0.0053
Total (A)	562739952	418356932		418271053	85879		

Resolution 5:

Appointment of Dr. R Vaidyanathan (DIN: 00221577) as an Independent Director.

- **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- again st (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	231644581	197110353	85.0917	196986417	123936	99.9371	0.0628
Public-Others	118790101	8952569	7.5365	8951646	923	99.9896	0.0103
Total (A)	562739952	418368192		418243333	124859		

Resolution 6:

Appointment of Prof. Yogesh Singh (DIN: 06600055) as an Independent Director.

- 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	231644581	197110353	85.0917	196986417	123936	99.9371	0.0628
Public-Others	118790101	8952569	7.5365	8950700	1869	99.9791	0.0208
Total (A)	562739952	418368192		418242387	125805		

Resolution 7:

Resolution withdrawn due to sad demise of Shri Yogesh B Sinha (DIN: 02902722), Independent Director on the Board of the Company.

Resolution 8:

Appointment of Dr. Bakul Dholakia (DIN: 00005754) as an Independent Director.

- 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)]	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
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			*100				
Promoter and Promoter Group	212305270	212305270	100	212305270	0	100	0
Public-Institutional holders	231644581	197110353	85.0917	197110353	0	100	0
Public-Others	118790101	8952419	7.5363	8950540	1879	99.979	0.0209
Total (A)	562739952	418368042		418366163	1879		

Resolution 9:

Appointment of Smt. Vilasini Ramachandran, IAS (Retd.) (DIN: 02224693) as Woman Independent Director.

- **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	231644581	197110353	85.0917	197110353	0	100	0
Public-Others	118790101	8950508	7.5347	8948689	1819	99.9796	0.0203
Total (A)	562739952	418366131		418364312	1819		

Resolution 10:

Fixing remuneration of M/s R. K. Patel, & Co., Cost Auditor of Company in terms of the provisions of Section 148 of Companies Act, 2013 for the Financial Year 2014 - 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)]* 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	231644581	197110353	85.0917	197024949	85404	99.9566	0.0433
Public-Others	118790101	8953438	7.5372	8952803	635	99.9929	0.007
Total (A)	562739952	418369061		418283022	86039		

Resolution 11:

Approving payment of remuneration to Shri M. M. Srivastava, IAS (Retd.), Chairman
[DIN: 02190050] w.e.f. 28th August, 2014.

- 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	231644581	197110353	85.0917	197110353	0	100	0
Public-Others	118790101	8952439	7.5364	8950610	1829	99.9795	0.0204
Total (A)	562739952	418368062		418366233	1829		

Resolution 12:

Approving borrowing limit under section 180 (1) (c) of the Companies Act, 2013.

- Resolution required: Special
- 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	231644581	197110353	85.0917	197110353	0	100	0
Public-Others	118790101	8953569	7.5373	8952078	1491	99.9833	0.0166
Total (A)	562739952	418369192		418367701	1491		

Resolution 13:

Approving creation of charge / security in favour of lenders under section 180(1) (a) of the Companies Act, 2013.

- Resolution required: Special
- 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	231644581	197038229	85.0606	197038229	0	100	0
Public-Others	118790101	8953569	7.5373	8952914	655	99.9926	0.0073
Total (A)	562739952	418297068		418296413	655		

This is for your record and reference.

Kindly acknowledge the same.

Thanking you,

Yours faithfully,

For Gujarat State Petronet Limited,


Sandeep Dave
DGM (S&L)

