

NOTICE

Notice is hereby given that 10th Annual General Meeting of the members of Konkan LNG Limited will be held on **Thursday, 25th September, 2025 at 12:30 p.m. at the Registered Office, GAIL Bhawan, 16, Bhikaiji Cama Place, R.K. Puram, New Delhi-110066**, to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Financial Statements for the Financial Year ended 31st March, 2025, Board's Report, Independent Auditor's Report and the comments thereupon of Comptroller & Auditor General of India (C&AG) and to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT audited Financial Statements for the financial year ended 31st March, 2025; Board's Report; Independent Auditors' Report and the comments thereon of the Comptroller & Auditor General of India be and are hereby received, considered and adopted.”

2. To appoint a director in place of Smt. Jyoti Dua (DIN-06904550), who retires by rotation, and being eligible, offers herself for re-appointment and to pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT Smt. Jyoti Dua (DIN-06904550) be and is hereby re-appointed as a Director of the Company liable to retire by rotation.”

SPECIAL BUSINESS

To consider, and if thought fit, to pass the following resolutions as an **Ordinary Resolution(s)**:

3. **To appoint Shri A K Tripathi (DIN-08531893) as a Director of the Company:**

“RESOLVED THAT pursuant to the provisions of Section 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Shri A K Tripathi (DIN-08531893) who was nominated as a Director by GAIL (India) Limited and appointed as an Additional Director by the Board of Directors of the Company w.e.f. 01.02.2025, be and is hereby appointed as a Director of the Company liable to retire by rotation and on such terms and conditions (including extension), as may be determined by GAIL (India) Limited.”

4. **To appoint Shri Prasoon Kumar (DIN-08165637) as a Director of the Company:**

“RESOLVED THAT pursuant to the provisions of Section 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Shri Prasoon Kumar (DIN-08165637) who was nominated as a Director by GAIL (India) Limited and appointed as an Additional Director by the Board of Directors of the Company w.e.f. 01.02.2025, be and is hereby appointed as a Director of the Company liable to retire by

rotation and on such terms and conditions (including extension), as may be determined by GAIL (India) Limited.”

5. To appoint Shri Pankaj Bhutani (DIN-11193276) as a Director of the Company:

“**RESOLVED THAT** pursuant to the provisions of Section 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Shri Pankaj Bhutani (DIN-11193276) who was nominated as a Director by GAIL (India) Limited and appointed as an Additional Director by the Board of Directors of the Company w.e.f. 14.07.2025, be and is hereby appointed as a Director of the Company liable to retire by rotation and on such terms and conditions (including extension), as may be determined by GAIL (India) Limited.”

6. To appoint Shri Yogesh Madhukar Gadkari (DIN-09629803) as a Director of the Company:

“**RESOLVED THAT** pursuant to the provisions of Section 152, 161(1) and other applicable provisions, if any, of the Companies Act, 2013 read with rules made thereunder, Shri Yogesh Madhukar Gadkari (DIN-09629803) who was nominated as a Director by GAIL (India) Limited and appointed as an Additional Director by the Board of Directors of the Company w.e.f. 13.08.2025, be and is hereby appointed as a Director of the Company liable to retire by rotation and on such terms and conditions (including extension), as may be determined by MSEB Holding Company Limited.”

7. Ratification of Remuneration of Cost Auditors of the Company:

“**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the remuneration payable to the Cost Auditor(s) appointed by the Board of Directors of the Company to conduct the audit of cost records of the units of the Company for the Financial Year 2024-25, amounting to Rs.1,52,700/- plus applicable taxes and out of pocket expenses etc. be and is hereby ratified and confirmed.”

By order of the Board of Directors

Sd/-
(Nidhi Gola)

Company Secretary
M. No. – ACS28525

Date: 25.08.2025
Place: New Delhi

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING (PROXY FORM IS ANNEXED HEREWITH).**

Pursuant to the provisions of section 105 of the Companies Act, 2013, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxy(ies) lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing of the intention to inspect is given to the Company.

2. The following is annexed with the Notice:
 - i) Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act) read with Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India (ICSI) and approved as such by Government of India in respect of the Special Business is annexed with the notice.
 - ii) Information pertaining to the Director(s) proposed for appointment as per Secretarial Standards on General Meetings issued by the ICSI is also forming part of Explanatory Statement. For the purpose of determination of the Committee positions, Membership/Chairmanship is reckoned considering Audit Committee and Stakeholders Relationship Committee only pertaining to Companies incorporated under the Companies Act, 2013.
3. As per the provisions of the Companies Act, 2013 Additional Director(s) of the Company are not liable to retire by rotation. Further as per the Article of Association (AOA) of the Company, Chairman of the Company is not liable to retire by rotation.
4. Documents referred in the accompanying Notice and Explanatory Statement thereto, are open for inspection by Members, at Registered Office of the Company during office hours i.e. between 11:00 a.m. and 1:00 p.m., on all working days, except Saturday(s)/Sunday(s)/Holiday(s) and other Holidays declared in the Company, till the date of AGM.
5. Corporate members intending to send their authorized representative(s) to attend the meeting are required to send a duly certified copy of the Board Resolution/Power of

Attorney authorizing their representative to attend and vote on their behalf at the meeting as stipulated in Section 113 of the Act.

6. Based on disclosures received from concerned Director(s), they are inter-se not related to each other and also with any Key Managerial Personnel (KMP) of the Company.
7. As per the provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, Company may give notice etc. through electronic mode i.e. by e-mail as a text or as an attachment to e-mail or as a notification providing electronic link. The Notice of the General Meeting etc. is being sent by electronic mode to all the Members, whose email addresses are available with the Company, unless any Member has requested for a physical copy of the same.

Members who have not yet registered their e-mail id or who want to change their e-mail id are requested to approach their respective DP (for electronic holding) or Company (for physical holding), so as to receive all communications electronically including annual report, notices, circulars, etc. sent by the Company from time to time.

8. Pursuant to Section 139(5) of the Companies Act, 2013, the Auditors of a Government Company or any other company owned or controlled, directly or indirectly, by the Central Government is appointed or re-appointed by the Comptroller and Auditor General of India (C&AG) and in pursuant to the provisions of Section 142 of the Companies Act, 2013, their remuneration has to be fixed by the Company in the Annual General Meeting or in such manner as the Company in General Meeting may determine.

The Members of the Company, in their 4th Annual General Meeting held on 03.09.2019, authorised the Board of Directors to fix the remuneration of Statutory Auditors for the Financial Year 2019-20 and onwards from time to time. Accordingly, the Board of Directors in its 54th Board Meeting held on 12th September, 2022 fixed audit fee of Rs. 7,00,000/- (GST, TA/DA and out of pocket expenses extra as per actuals) for the Financial Year 2022-23.

9. The Company has been maintaining, inter alia, the following statutory registers:
 - Register of Contracts or Arrangements in which directors are interested under section 189 of the Act.
 - Register of Directors and Key Managerial Personnel and their shareholding under section 170 of the Act.

In accordance with the MCA circulars, the said Registers will be made accessible for inspection through electronic mode and shall remain open and be accessible to any member during the continuance of the meeting.

10. Route Map to the venue of the Annual General Meeting is enclosed.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH SECRETARIAL STANDARD ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA (ICSI)

ITEM NO. 3

GAIL (India) Limited (a Promoter Company) vide its letter dated 20th January, 2025 nominated Shri A K Tripathi, ED (Projects), GAIL as a Director(s) on the Board of the Company. He was appointed as an additional Director by the Board in its 72nd Board Meeting held on 22nd January, 2025 as per the provisions of Section 161(1) and other applicable provisions of the Companies Act, 2013 up to the date of this Annual General Meeting. He assumed the charge as a Director w.e.f 01.02.2025.

The Board recommends that Shri A K Tripathi may be appointed as a Director of the Company, liable to retire by rotation.

The provision of section 160(1) in respect of proposing the candidature along with deposit of Rs. One Lakh is not applicable.

Shri A K Tripathi is interested in this resolution to the extent of his appointment as a director. None of the other Directors, Key Managerial Personnel and/or their relatives, is/are interested or concerned, financially or otherwise in the resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any.

The Board of Directors of the Company recommends the Resolution(s) as set out in the accompanied Notice for approval of the shareholders.

ITEM NO. 4

GAIL (India) Limited (a Promoter Company) vide its letter dated 20th January, 2025 nominated Shri Prasoon Kumar, ED (PD), GAIL as a Director(s) on the Board of the Company. He was appointed as an additional Director by the Board in its 72nd Board Meeting held on 22nd January, 2025 as per the provisions of Section 161(1) and other applicable provisions of the Companies Act, 2013 up to the date of this Annual General Meeting. He assumed the charge as a Director w.e.f 01.02.2025.

The Board recommends that Shri Prasoon Kumar may be appointed as a Director of the Company, liable to retire by rotation.

The provision of section 160(1) in respect of proposing the candidature along with deposit of Rs. One Lakh is not applicable.

Shri Prasoon Kumar is interested in this resolution to the extent of his appointment as a director. None of the other Directors, Key Managerial Personnel and/or their relatives, is/are interested or concerned, financially or otherwise in the resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any.

The Board of Directors of the Company recommends the Resolution(s) as set out in the accompanied Notice for approval of the shareholders.

ITEM NO. 5

GAIL (India) Limited (a Promoter Company) vide its letter dated 4th July, 2025 nominated Shri Pankaj Bhutani, CGM (F&A-Marketing), GAIL as a Director(s) on the Board of the Company. He was appointed as an additional Director by the Board through resolution passed by circulation on 14th July, 2025 as per the provisions of Section 161(1) and other applicable provisions of the Companies Act, 2013 up to the date of this Annual General Meeting.

The Board recommends that Shri Pankaj Bhutani may be appointed as a Director of the Company, liable to retire by rotation.

The provision of section 160(1) in respect of proposing the candidature along with deposit of Rs. One Lakh is not applicable.

Shri Pankaj Bhutani is interested in this resolution to the extent of his appointment as a director. None of the other Directors, Key Managerial Personnel and/or their relatives, is/are interested or concerned, financially or otherwise in the resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any.

The Board of Directors of the Company recommends the Resolution(s) as set out in the accompanied Notice for approval of the shareholders.

ITEM NO. 6

MSEB Holding Company Limited (MSEB) vide its letter No. MSEBHCL/CS/574 dated 06.08.2025 nominated Shri Yogesh Madhukar Gadkari, Director (Commercial), Maharashtra State Electricity Distribution Company Ltd. (MSEDCL) on the Board of the Company.

He was appointed as an additional Director by the Board through resolution passed by circulation on 13th August, 2025 as per the provisions of Section 161(1) and other applicable provisions of the Companies Act, 2013 up to the date of this Annual General Meeting.

The Board recommends that Shri Yogesh Madhukar Gadkari may be appointed as a Director of the Company, liable to retire by rotation.

The provision of section 160(1) in respect of proposing the candidature along with deposit of Rs. One Lakh is not applicable.

Shri Yogesh Madhukar Gadkari is interested in this resolution to the extent of his appointment as a director. None of the other Directors, Key Managerial Personnel and/or their relatives, is/are interested or concerned, financially or otherwise in the resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any.

The Board of Directors of the Company recommends the Resolution(s) as set out in the accompanied Notice for approval of the shareholders.

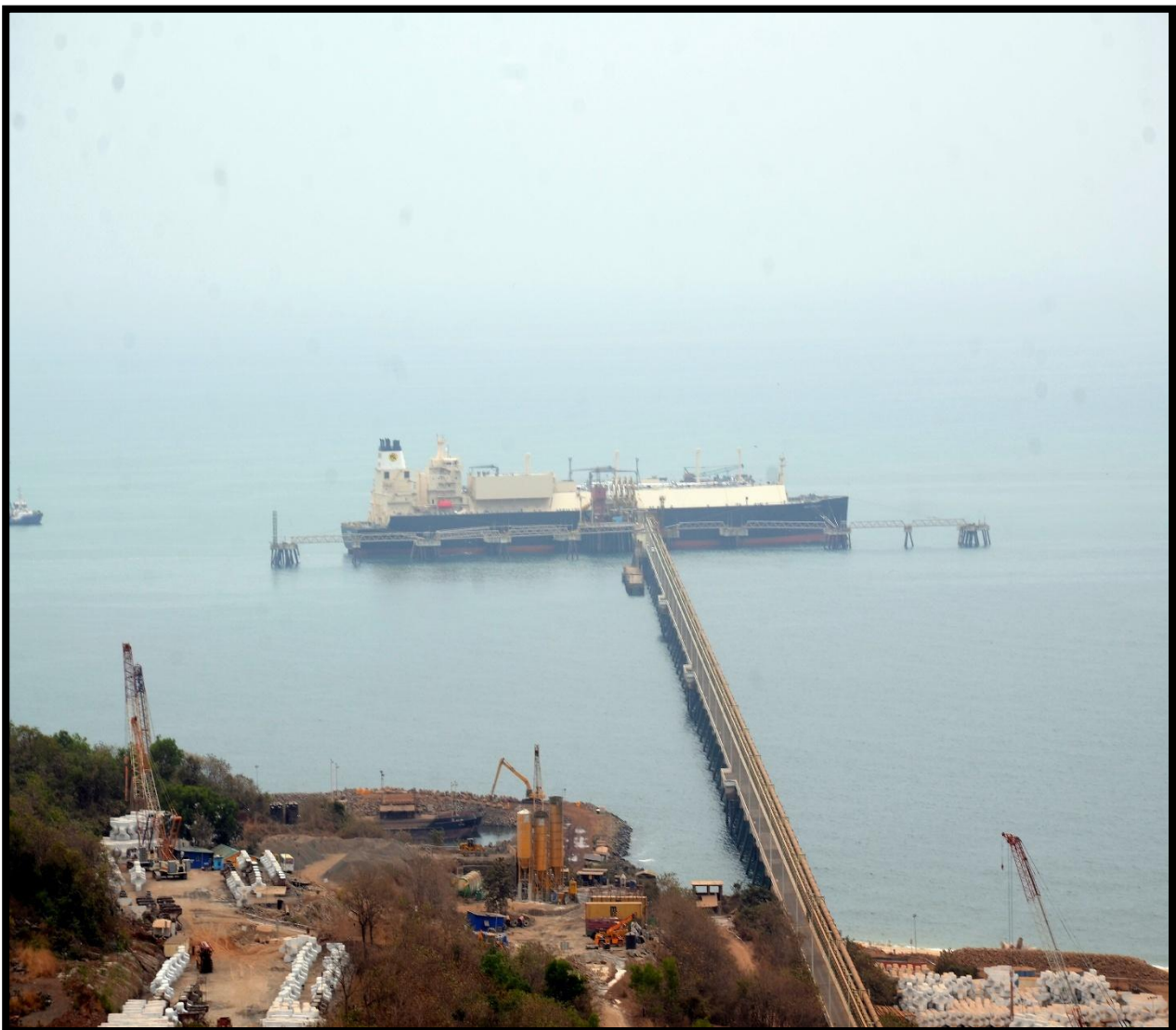
ITEM NO. 7

The Board of Directors of your Company approved the appointment and remuneration of M/s Mani & Co., Cost Accountants, New Delhi as Cost Auditors to conduct the audit of the cost records of the Company for the Financial Year 2024-25.

As per the provisions of section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors is required to be ratified by the members of the Company. Accordingly, the Members are requested to ratify the remuneration as approved by the Board, to the Cost Auditors during the financial year 2024-25 for the services rendered by them.

No Directors, Key Managerial Personnel and/or their relatives, is/are interested or concerned, financially or otherwise in the resolution except may be deemed to be concerned or interested in the proposed resolution to the extent of their shareholding in the Company, if any.

The Board of Directors of the Company recommends the Resolution(s) as set out in the accompanied Notice for approval of the shareholders.



**BRIEF RESUME OF THE DIRECTORS, PROPOSED FOR APPOINTMENT/
RE-APPOINTMENT AS PER SECRETARIAL STANDARD ON GENERAL MEETINGS
(SS-2)**

ITEM NO. 2

Smt. Jyoti Dua (59 years) is a qualified Chartered Accountant, from The Institute of Chartered Accountants of India (ICAI). She has completed MBA(Finance) from Karnataka State University (2014) & B.Com (Hons) from University of Delhi (1987). She was awarded as “CA Professional Achiever – Woman” award from ICAI in the year 2015.

Smt. Dua has joined GAIL (India) Ltd., a Government of India Undertaking - in the year 1990 and have 35 years of experience in the field of Finance and Accounts and have handled numerous responsibilities which included heading Corporate Taxation. She has also handled affairs of Exploration & Production Processing Transmission Distribution and Marketing and its related services.

Currently she holds the position of Executive Director and working as Head of Internal Audit Department, handling centrally Technical and Commercial Audits for all locations.

She has also handled the responsibility of Chief Finance Officer (CFO) from April'2012 to May'2017 and held the position of non-executive Director from March'2020 to May'2023 in GAIL Gas Limited, subsidiary of GAIL (India) Limited.

Further, she was nominated as a Member to Board of Governors (BOG) of The Institute of Internal Auditors, Delhi Chapter (IIA DC) & Advisor to the IIA DC Women's Circle Committee.

No. of Board meetings of the Company attended during FY 2024-25	6 out of 7
No. of Shares held in the Company (self and as a beneficial owner)	Nil
Inter-se with other Director(s) and KMP(s) of the Company	Nil

Directorship and Chairpersonship/Membership of the Committee(s) in other Companies

S. No.	Name of the Company	Name of the Committee	Position held
Nil			

ITEM NO. 3

Shri A K Tripathi (56 years) is a versatile energy expert and result-driven business leader with B. Tech from IIT-BHU, MBA in HR and Marketing, bringing over 34 years of comprehensive experience in the oil & gas value chain and future energy sectors. His expertise spans over strategic planning, business development, project management, and implementation of large-scale pipeline projects, petrochemical, gas processing units & LNG terminal break water project.

He has demonstrated strong leadership in stakeholder management, NGG pipeline project execution & operations, petrochemical operations & maintenance, sustainability and risk

management at GAIL. As a head of the project execution team he has executed around 3,200 km of pipeline projects across the length & breadth of the country.

He has also spearheaded the corporate strategy planning and advocacy function, securing Final Investment Decisions (FIDs) for key projects that positioned GAIL for sustained growth over the next decade.

Along with Konkan LNG Limited, he is currently serving as a Board member of Bengal Gas Company Ltd., Kolkata providing strategic guidance on governance, policy, and growth. Previously he held board positions at Bhagynagar Gas Ltd. Hyderabad.

He has also led the corporate strategy review exercise to integrate energy transition opportunities with GAIL's net-zero aspirations, driving the adoption of green hydrogen, compressed biogas, and renewable energy. Proven expertise in aligning corporate growth strategies with sustainable and innovative energy solutions, ensuring long-term value creation and industry leadership.

No. of Board meetings of the Company attended during FY 2024-25	1 out of 1
No. of Shares held in the Company (self and as a beneficial owner)	Nil
Inter-se with other Director(s) and KMP(s) of the Company	Nil

Directorship and Chairpersonship/Membership of the Committee(s) in other Companies

S. No.	Name of the Company	Name of the Committee	Position held
1	Bengal Gas Company Limited	--	--

ITEM NO. 4

Shri Prasoon Kumar (58 years) has joined GAIL in 1988, after graduating from IIT Kharagpur in Electrical Engineering in the same year. He has over 37 years of rich experience in the domain of Pipeline Project activities, O&M, Human Resources and Project development.

As a Project Manager, he has executed projects of national importance such as the Urja Ganga project (JHBDPL) which connected Eastern India with the National Gas Grid. Also, as OIC of several sites in GAIL, he has ensured uninterrupted operations of the installations and has ensured the running of the gas network without any disruption.

In the past, he has served on the Boards of M/s Avantika Gas Limited (AGL) as the Chairman, and as a Director in M/s Ratnagiri Gas and Power Private Ltd. (RGPPL). Beside Konkan LNG Limited (KLL) he is serving as the Director on the Board of M/s ONGC Petro additions Ltd (OPaL) and M/s Coal Gas India Limited (CGIL).

As an Executive Director (Project Development), he has conceptualized and ensured investment approval of cross-country pipelines of Natural Gas and LPG, Gas processing plants, and renewable projects including Green Hydrogen and floating solar.

ANNUAL REPORT 2024-25

No. of Board meetings of the Company attended during FY 2024-25	1 out of 1
No. of Shares held in the Company (self and as a beneficial owner)	Nil
Inter-se with other Director(s) and KMP(s) of the Company	Nil

Directorship and Chairpersonship/Membership of the Committee(s) in other Companies

S. No.	Name of the Company	Name of the Committee	Position held
1	ONGC Petro-additions Limited	Stakeholders Relationship Committee	Member
2	Coal Gas India Limited	--	--

ITEM NO. 5

Shri Pankaj Bhutani (55 years) is a Chartered Accountant, Cost Accountant, Company secretary Inter with a 1st class B. Com (Hons) degree from one of the most prestigious colleges of Delhi University. He is having more than 30 years of rich experience in Oil and gas at different positions of finance & accounts, commercial and internal in India and Singapore.

He is also having a strong 5 years of experience leading the commercial and finance team of PNGRB, regulator of Oil and Gas in India and carried out major reforms during this period for the development of gas-based economy in India.

No. of Board meetings of the Company attended during FY 2024-25	NA
No. of Shares held in the Company (self and as a beneficial owner)	Nil
Inter-se with other Director(s) and KMP(s) of the Company	Nil

Directorship and Chairpersonship/Membership of the Committee(s) in other Companies

S. No.	Name of the Company	Name of the Committee	Position held
Nil			

ITEM NO. 6

Shri Yogesh Madhukar Gadkari (**55 Years**) has completed his BE (Computer Engineering) from an Engineering College from Amravati.

Currently he is holding the post of Director (Commercial) Maharashtra State Electricity Distribution Company Ltd. Earlier he was working as an Executive Director (Billing & Revenue). Shri. Yogesh Gadkari has a reputation as a very knowledgeable executive in the Power Sector. Also, Shri. Gadkari has brought about a radical change in the Central Billing System of MSEDCL, thereby reducing customer complaints.

ANNUAL REPORT 2024-25

No. of Board meetings of the Company attended during FY 2024-25	NA
No. of Shares held in the Company (self and as a beneficial owner)	Nil
Inter-se with other Director(s) and KMP(s) of the Company	Nil

Directorship and Chairpersonship/Membership of the Committee(s) in other Companies

S. No.	Name of the Company	Name of the Committee	Position held
1	Aurangabad Power Company Limited	---	---
2	Maharashtra State Electricity Distribution Company Ltd.	---	---
3	Ratnagiri Gas Power Private Limited	---	---

KONKAN LNG LIMITED

Registered Office: 16, Bhikaiji Cama Place, R.K. Puram, New Delhi – 110066

CIN: U11100DL2015GOI288147, **Website:** www.konkanlng.in, **E-mail:** nidhigola@gail.co.in

Tel.: 0120-2424375

Proxy Form

Name of the shareholder(s):

Folio No./DP ID & Client ID:

Registered address:

E-mail ID:

I/We, being the member(s) of shares of the Konkan LNG Limited, hereby appoint:

- 1)ofhaving e-mail idor failing him
- 2)ofhaving e-mail idor failing him

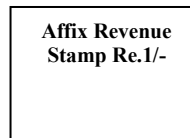
and whose signature(s) are appended below, as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 10th Annual General Meeting of the Company to be held Thursday, 25th September, 2025 at 12:30 P.M. at the registered office of the Company at GAIL Corporate Office, 16, Bhikaiji Cama Place, R.K. Puram, New Delhi – 110066 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolution	Vote	
		For	Against
ORDINARY BUSINESS			
1	Adoption of audited Financial Statements of the Company for the year ended 31 st March, 2025 and Report of the Board of Directors and Auditors, CAG comments.		
2	Re-appointment of Smt. Jyoti Dua, who retires by rotation, and being eligible, offers herself for re-appointment.		

ANNUAL REPORT
2024-25

SPECIAL BUSINESS			
3	Approval for appointment of Shri A K Tripathi as Director liable to retire by rotation.		
4	Approval for appointment of Shri Prasoon Kumar as Director, liable to retire by rotation.		
5	Approval for appointment of Shri Pankaj Bhutani as Director, liable to retire by rotation.		
6	Approval for appointment of Shri Yogesh Madhukar Gadkari as Director, liable to retire by rotation.		
7	Approval for ratification of remuneration of the Cost Auditors for FY 2024-25.		

Signed this..... day of..... 2025



Signature of shareholder

Signature of Proxy holder(s) First Second Third

NOTES:

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. The Proxy Form should be signed across the stamp as per specimen signature registered with the Company.
3. Please put 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Appointing a proxy does not prevent a member from attending the meeting in person if he/ she so wishes.
5. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

