



HPCL LNG LIMITED

(100% subsidiary of Hindustan Petroleum Corporation Limited)

Registered office: HPCL Regional Office, Petroleum House, Behind Memnagar Fire Station, Navrangpura, Ahmedabad - 380009.

CIN No: U40101GJ2013GOI077228

Corporate Office: Fifth Floor, A Wing, Priyadarshini Building, Sion-Trombay Road, Sion, Mumbai - 400022.

Tel.: 022 6279 6666 Website: www.hplng.in

NOTICE

Shorter Notice is hereby given that the 11th Annual General Meeting of the Members of HPCL LNG Limited, will be held on Tuesday, September 24, 2024, at 11.00 a.m., Petroleum House, 17, Jamshedji Tata Road, Churchgate, Mumbai- 400020.

ORDINARY BUSINESS:

1. To receive, audited Balance Sheet as at March 31, 2024, Statement of Profit and Loss, Statement of Cash Flow and Statement of Changes in Equity and Notes forming part thereof, for the year ended on that date and the Reports of the Board of Directors and Auditors' thereon and in this regard, pass, with or without modification(s), the following resolution(s) as an **Ordinary Resolution**:

“**RESOLVED THAT** the audited Balance Sheet as at March 31, 2024, Statement of Profit and Loss, Statement of Cash Flow and Statement of Changes in Equity and Notes forming part thereof, for the year ended on that date and the Reports of the Board of Directors and Auditors thereon as circulated to the shareholders and presented before this meeting, be and are hereby considered and adopted.”

2. To appoint a director in place of Ms. Sujata Londhe (DIN-09027824), who retires by rotation and being eligible offers herself for re-appointment and in this regard, pass, with or without modification(s), the following resolution(s) as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of section 152 of the Companies Act, 2013, Ms. Sujata Londhe (DIN-09027824), who retires by rotation at this meeting and being eligible offers herself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS:

3. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the rules framed thereunder and pursuant to the recommendation of the Board, Mr. Sreenivasa Rao Kota (DIN: 10335631), who was appointed as an Additional Director with effect from October 01, 2023, in terms of section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing under Section 160 of the Companies Act, 2013, proposing candidature of Mr. Sreenivasa Rao Kota, for the office of a Director, be and is hereby appointed as a director of the company whose period of office will be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT any one of the Directors/CEO/CFO/CS of the Company, be and is hereby authorized to do all the acts, deeds and things which are necessary to give effect to the above said resolution.”





4. To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the rules framed thereunder and pursuant to the recommendation of the Board, Mr. Amit Garg (DIN: 08515246), who was appointed as an Additional Director with effect from September 06, 2024, in terms of section 161 of the Companies Act, 2013 and who holds office up to the date of this Annual General Meeting, and in respect of whom a notice has been received from a member in writing under Section 160 of the Companies Act, 2013, proposing candidature of Mr. Amit Garg, for the office of a Director, be and is hereby appointed as a director of the company whose period of office will be liable to determination by retirement of directors by rotation.

RESOLVED FURTHER THAT any one of the Directors/CEO/CFO/CS of the Company, be and is hereby authorized to do all the acts, deeds and things which are necessary to give effect to the above said resolution.”

By order of the Board of Directors
For HPCL LNG Limited

Pranali Chavan
Company Secretary
ACS: 32279



Place: Mumbai
Date: September 23, 2024

Notes:

- A Member entitled to attend and vote at the Annual General Meeting (“the Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. The instrument appointing proxy should, however, be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable.
- Corporate Shareholders intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.
- Attendance Sheet, Proxy Form and Route map showing directions for the venue of Annual General Meeting is attached. Shareholders/ Proxies should bring their Attendance Slip duly filled in for attending the Meeting.
- The Registers and relevant documents referred to in this Notice and explanatory statements will be available electronically for inspection by the Members during the AGM. All documents referred to in this Notice will also be available for electronic inspection without any fee by the Members from the date of circulation of this Notice upto the date of AGM. Members seeking to inspect such documents can send an email from their registered email ID to cs@hplng.in.



ANNEXURE TO NOTICE

Explanatory Statement under Section 102 of the Companies Act, 2013

Item No. 3

Mr. Sreenivasa Rao Kota., was appointed as an Additional Director of the Company w.e.f. October 01, 2023, in accordance with the provisions of Section 161 of the Companies Act, 2013 and the Article of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013 the above Director holds office up to the date of the ensuing Annual General Meeting. In this regard, the Company has received a request in writing from a member of the company, proposing candidature of Mr. Sreenivasa Rao Kota for appointment as Director in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Mr. Sreenivasa Rao Kota, on the Board is desirable and would be beneficial to the Company and hence recommend resolution No. 3 for adoption.

Brief information of Mr. Sreenivasa Rao Kota, is given in the Annexure attached to the Notice.

None of the Directors, except Mr. Sreenivasa Rao Kota and/or Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends resolution under Item No. 3 to be passed as an ordinary resolution.

Item No. 4

Mr. Amit Garg., was appointed as an Additional Director of the Company w.e.f. September 06, 2024, in accordance with the provisions of Section 161 of the Companies Act, 2013 and the Article of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013 the above Director holds office up to the date of the ensuing Annual General Meeting. In this regard, the Company has received a request in writing from a member of the company, proposing candidature of Mr. Amit Garg for appointment as Director in accordance with the provisions of Section 160 and all other applicable provisions of the Companies Act, 2013. The Board feels that presence of Mr. Amit Garg, on the Board is desirable and would be beneficial to the Company and hence recommend resolution No. 3 for adoption.

Brief information of Mr. Amit Garg is given in the Annexure attached to the Notice.

None of the Directors, except Mr. Amit Garg and/or Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Board recommends resolution under Item No. 4 to be passed as an ordinary resolution.

**By order of the Board of Directors
For HPCL LNG Limited**


Pranali Chavan
Company Secretary
ACS: 32279



Place: Mumbai
Date: September 23, 2024

**HPLNG****DETAILS OF DIRECTOR SEEKING APPOINTMENT AT THIS ANNUAL GENERAL MEETING**

Name of the Director	Mr. Sreenivasa Rao Kota	Mr. Amit Garg
DIN	10335631	08515246
Date of Birth	29/01/1965	02/03/1967
Date of Appointment	01/01/2023	06/09/2024
Qualification / Expertise in specific functional areas	<p>Mr. Sreenivasa Rao Kota is a graduate in Mechanical Engineering.</p> <p>He joined HPCL in the year 1988 and handled many critical managerial positions over the years. Prior to his present assignment, he was the Chief Executive Officer of HPCL LNG Limited.</p> <p>Mr. Rao has varied experience in oil and gas industry ranging from execution of major Projects, operations & maintenance of major Petroleum installations, Pipelines and Retailing of Petroleum Products.</p>	<p>Mr. Amit Garg is Director (Marketing) of Hindustan Petroleum Corporation Limited since December 27, 2022. Prior to joining HPCL as Director (Marketing), Mr. Garg was Executive Director (Aviation) in Bharat Petroleum Corporation Limited (BPCL). He has been appointed as Director on the Board of the company effective 6th September, 2024.</p> <p>Mr. Garg is a Postgraduate in Electronics & Management and has over 37 years of diverse experience in the oil and gas industry including sourcing, storage, logistics and sales across various functions. He oversees the comprehensive performance of all downstream verticals and also leads the rapid expansion of HPCL's marketing infrastructure, with a strong focus on enhancing market reach, operational efficiency, and cost optimization.</p>
No. of Meetings of the Board attended during F.Y. 2023-24.	01 (One)	Nil
List of Public Limited Companies (in India) in which he is a Directorship	<ul style="list-style-type: none">• HPCL LNG Limited• Aavantika Gas Limited• GSPL India Transco Limited• GSPL India Gasnet Limited	<ul style="list-style-type: none">• Hindustan Petroleum Corporation Limited• HPCL Rajasthan Refinery Limited• HPCL Renewable & Green Energy Limited• Bhagyanagar Gas Limited• HPCL Mittal Energy Limited
List of Private Limited Companies (in India) in which he is a Directorship	<ul style="list-style-type: none">• HPOIL Gas Private Limited• Godavari Gas Private Limited	None
Chairman/ Member of the Committee(s) of Board of Directors of other Companies in which he/ she is a Director.	<ul style="list-style-type: none">• Chairman of CSR Committee of Aavantika Gas Limited.• Member of Audit and Allotment Committee of HPCL LNG Limited.	<ul style="list-style-type: none">• Member of Risk Management Committee of Hindustan Petroleum Corporation Limited.• Member of Corporate Social Responsibility Committee of Hindustan Petroleum Corporation Limited.
Shareholding in the Company	200 Equity share as a nominee of HPCL	Nil
Relationship with other Directors, Manager or Key Managerial Personnel, if any	None	None



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ATTENDANCE SLIP

Regd. Folio No.....

**DP ID.....
**Client ID.....

ELEVENTH ANNUAL GENERAL MEETING – 24TH SEPTEMBER, 2024

I certify that I am a shareholder/proxy for the shareholder of the Company.

I hereby record my presence at the **Eleventh Annual General Meeting** of the Company held on Tuesday, 24th September 2024, at 11.00 a.m. at Petroleum House, 17, Jamshedji Tata Road, Churchgate, Mumbai-400020.

* Shareholder's/Proxy's Name in Block Letters

*Shareholder's/Proxy's Signature

Note:

1. Shareholder/Proxy must bring the Attendance slip to the Meeting and hand it over, duly signed, at the registration counter.
2. A copy of the Notice may please be brought to the Meeting Hall.

*** Strike out whichever is not applicable**

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HPCL LNG Limited
CIN: U40101GJ2013GOI077228

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PROXY FORM

Regd. Folio No.....

**DP ID.....
**Client ID.....

ELEVENTH ANNUAL GENERAL MEETING – 24TH SEPTEMBER, 2024

I/We _____,
of _____,
being a shareholder/shareholders of HPCL LNG Limited, hereby appoint
of _____
or failing him/her _____
of _____

as my/our Proxy to attend and vote for me/us on my/our behalf at the **Eleventh Annual General Meeting** of the Company to be held on Tuesday at 24th September, 2024, at 11.00 a.m. at Petroleum House, 17, Jamshedji Tata Road, Churchgate, Mumbai- 400020 at any adjournment thereof.

Signed this day of 2024

Note:

1. Proxy need not be a shareholder

Proxy form, complete in all respects, should reach the Company's Corporate Office at Mumbai before the scheduled time of the meeting.

Signature _____



** Applicable only in case of investors holding shares in Electronic form.

