BENPL - MUMBAI (benpl@rediffmail.com)

PETRONET LNG LIMITED

Regd. Office : 1st Floor, World Trade Centre, Babar Road, Barakhamba Lane, New Delhi- 110 001.
Tele: +91 11 23411411, 23472525 **Fax:** +91 11 23472550 **Website :** www.petronetlng.com
Email : webmaster@petronetlng.com **CIN :** L74899DL1998PLC093073

E-VOTING FORM

(To be returned to the Scrutinizer appointed by the Company)

SERIAL No._____

1. **Name(s) of Member(s)** : (Including joint holders, if any) **(in block letters)**
2. **Registered address of the sole/first named Member** :
3. **Registered folio No./ DP ID No./Client ID No.*** : (*Applicable to investors holding shares in dematerialized form)
4. **Number of shares held** :

NOTICE is hereby given that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is offering a facility to its members to cast their vote by electronic means in respect of the below mentioned businesses to be transacted at the (17th) Seventeenth Annual General Meeting to be held on Thursday, September 24, 2015 at 10.00 a.m. at FICCI, K. K. Birla Auditorium, 1, Tansen Marg, New Delhi -110001:

Sr. No.	Resolution(s)
	Ordinary Business:
1.	To receive, consider and adopt the audited Financial Statements of the Company for the year ended on 31st March , 2015.
2.	To declare a dividend for the financial year ended 31st March, 2015.
3.	To appoint a director in place of Shri S. Varadarajan (DIN 00052928) who retires by rotation and being eligible offers himself for re-appointment.
4.	To appoint a director in place of Shri Shri D. K. Sarraf (DIN 00147870) who retires by rotation and being eligible offers himself for re-appointment.
5.	To appoint a director in place of Mr. Philip Olivier (DIN 06937286) who retires by rotation and being eligible offers himself for re-appointment.
6.	To appoint Statutory Auditors, fix their remuneration.
	Special Business:
7.	To appoint Shri Debasis Sen (DIN 06862079) as director
8.	To appoint Shri Sushil Kumar Gupta (DIN 02628292) as director
9.	To appoint Shri Atanu Chakraborty (DIN 01469375) as director.
10.	To appoint Dr. Jyoti Kiran Shukla (DIN 03492315) as director.
11.	To appoint Shri K. D. Tripathi (DIN 07239755) as director.
12.	To ratify remuneration of Cost Auditors.
13.	To appoint Shri Prabhat Singh (DIN 03006541) as Managing Director & CEO
14.	Approval to enter into Related Party Transactions*.
15.	To approve issue of Non-Convertible Debentures of Rs. 1000 Crore.
16.	To increase investment limit of FIIs in equity shares of the Company upto an aggregate limit of 30% (Thirty percent) of the paid up equity share capital of the Company.

* In terms of provisions of Section 188 of Companies Act, 2013, IOCL, BPCL, GAIL, ONGC, Adani Petronet Dahej Port Pvt. Ltd. and KMPs qualify as Related Party(s), hence, they are not entitled to vote in respect of Resolution at Item No. 14.

E-voting Details

EVENT	User ID	Password
EVENT_NO	USER_ID	PWD

Note: The Company has dispatched the Annual Report including the Notice of the Annual General Meeting separately.
The said documents are also available at the Company's website viz. www.petronetlng.com

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(To be returned to the Scrutinizer appointed by the Company)

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1. Name(s) of Member(s) : (Including joint holders, if any) (in block letters)
2. Registered address of the sole/first named Member :
3. Registered folio No./ DP ID No./Client ID No.* : (*Applicable to investors holding shares in dematerialized form)
4. Number of shares held :

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Sr. No.	Resolution(s)
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3.	To appoint a director in place of Shri S. Varadarajan (DIN 00052928) who retires by rotation and being eligible offers himself for re-appointment.
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5.	To appoint a director in place of Mr. Philip Olivier (DIN 06937286) who retires by rotation and being eligible offers himself for re-appointment.
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11.	To appoint Shri K. D. Tripathi (DIN 07239755) as director.
12.	To ratify remuneration of Cost Auditors.
13.	To appoint Shri Prabhat Singh (DIN 03006541) as Managing Director & CEO
14.	Approval to enter into Related Party Transactions*.
15.	To approve issue of Non-Convertible Debentures of Rs. 1000 Crore.
16.	To increase investment limit of FIIs in equity shares of the Company upto an aggregate limit of 30% (Thirty percent) of the paid up equity share capital of the Company.

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E-voting Instructions

The Company has engaged the services of M/s Karvy Computershare Pvt. Ltd., to provide the e-voting facilities.

The Company has appointed **Ms. Savita Jyoti, M/s Savita Jyoti Associates, Company Secretaries, E-86, Sainikpuri, Secunderabad - 500094** as the Scrutinizer for conducting the e-voting process in a fair and transparent manner. The E-voting rights of the shareholders/ beneficiary owners shall be reckoned on the equity shares held by them as on **17th September, 2015 being the Cut-off date for the purpose.**

Shareholders of the Company holding shares either in physical or in dematerialized form, as on the Cut-off date, may cast their vote electronically.

The Shareholders shall have one vote per Equity Share held by them. The facility of e-voting would be provided once for every folio/client id, irrespective of the number of joint holders.

The instructions for E-Voting are as under:

i. To use URL https://evoting.karvy.com for e-voting.

ii. Enter the login credentials i.e., user id and password mentioned below this communication.

User-ID	For Members holding shares in Demat Form:- a). For NSDL : 8 Character DP ID followed by 8 Digits Client ID b). For CDSL : 16 digits beneficiary ID For Members holding shares in Physical Form:- Event no. followed by Folio Number registered with the Company
Password	In case of Shareholders who have not registered their email addresses, their User-Id and Password is printed below.
Captcha	Enter the Verification code' i.e., please enter the alphabets and numbers in the exact way as they are displayed for security reasons.

iii. After entering the details appropriately, click LOGIN.

iv. You will reach the Password change menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character ($,@,#). The system will prompt you to change your password and update any contact details like mobile, email etc. on first login. You may also enter the secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

v. You need to login again with the new credentials.

vi. On successful login, the system will prompt you to select the EVENT i.e. Petronet LNG Limited

vii. On the voting page, the number of shares as held by the shareholder as on the Cut-off Date will appear. If you desire to cast all the votes assenting/dissenting to the Resolution then enter all shares and click "FOR" / "AGAINST" as the case may be. You are not required to cast all your votes in the same manner. You may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned hereinabove. You may also choose the option "ABSTAIN" in case you wish to abstain from voting. If you do not indicate either "FOR" or "AGAINST" it will be treated as "ABSTAIN" and the shares held will not be counted under either head.

viii. Shareholders holding multiple folios / demat account shall choose the voting process separately for each folios / demat account.

ix. Cast your vote by selecting an appropriate option and click on SUBMIT. A confirmation box will be displayed. Click OK to confirm else CANCEL to modify. Once you confirm, you will not be allowed to modify your vote. During the voting period, shareholders can login any number of times till they have voted on the resolution.

x. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through **email: savitajyoti@yahoo.com.**

xi. Once you have cast your vote on a resolution you will not be allowed to modify it subsequently.

xii. The Portal will remain open for voting from: 10.00 a.m. on **21st September, 2015** to 5.00 p.m. on **23rd September, 2015** (both days inclusive).

xiii. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for shareholders and e-voting User Manual for shareholders available at the download section of https://evoting.karvy.com or contact Mr. S V Raju of M/s Karvy Computershare Pvt. Ltd at **040-67161569** or at **1800 345 4001 (toll free)**.

xiv. The Scrutinizer will submit his final report to Chairman of the Company within three working day after the conclusion of e-voting period.

xv. The Scrutinizer's decision on the validity of e-voting will be final.

xvi. The results along with scrutinizer's report of e-voting will be announced by the Company on its website, i.e. www.petronetlng.com and also informed to the stock exchanges latest by 27th September, 2015.

By Order of the Board
For Petronet LNG Limited

Place : New Delhi
Date : August 21, 2015

K. C. Sharma
Company Secretary

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By Order of the Board
For Petronet LNG Limited

Place : New Delhi
Date : August 21, 2015

K. C. Sharma
Company Secretary

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