



GSPL TRANSMISSION LIMITED

Regd. Office : GTL Bhavan, E-18,
GIDC Electronics Estate, Nr. K-7 Circle, Sector-26,
Gandhinagar – 382028, Gujarat, India
Tel : +91-79-23268500/600
Website: www.gspltrans.com

GTL/S&L/2026-27
29th September, 2026

To
The Manager (Listing)
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalai Street, Mumbai - 400 001
Scrip Code: 544801

To
The Manager (Listing)
The National Stock Exchange of India Ltd.
"Exchange Plaza", Bandra-Kurla
Complex, Bandra (E), Mumbai - 400 051
Company Symbol: GSPLTRANS

Dear Sir/Madam,

**Subject: Intimation of proceedings of the 2nd Annual General Meeting (AGM) of
the Company held on Tuesday, 29th September, 2026**

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the proceedings of 2nd Annual General Meeting of the Company held on 29th September, 2026.

Kindly take the same on record.

Thanking you.

Yours Faithfully,
For GSPL Transmission Limited,

Rajeshwari Sharma
Company Secretary



Enclosure: As above.

PROCEEDINGS OF THE 2ND ANNUAL GENERAL MEETING OF GSPL TRANSMISSION LIMITED HELD ON TUESDAY, 29TH SEPTEMBER, 2026, THROUGH ("VC")/ OTHER AUDIO VISUAL MEANS ("OAVM") AT 4.00 P.M. AND CONCLUDED AT 4.58 P.M.

The 2nd Annual General Meeting of the Members of GSPL Transmission Limited was held on 29th September, 2026 at 4:00 P.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The Meeting commenced at 4:00 P.M. Smt. Avantika Singh Aulakh, IAS, Vice Chairperson of the Company was requested to chair the Meeting as Shri Manoj Kumar Das, IAS, Chairman could not attend the Meeting due to unavoidable circumstances. Smt. Avantika Singh Aulakh, IAS, Vice Chairperson of the Company chaired the Meeting. The Quorum required under the Companies Act, 2013 was present throughout the Meeting. Smt. Rajeshwari Sharma, Company Secretary informed that the Meeting was held through VC/ OAVM in compliance with the Circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and by Securities and Exchange Board of India ("SEBI Circulars"). Thereafter, the Company Secretary informed the Members about the procedural and technical points on conducting the Meeting through VC/OAVM as per the Circulars issued by MCA and SEBI in this regard. The Company Secretary further informed that the Company has appointed M/s K K Patel & Associates, Practising Company Secretaries to act as Scrutinizer for the purpose of scrutinizing the entire E-voting process (i.e. Remote E-voting and E-voting during the AGM) in transparent manner. The Chairperson delivered the Speech. Speaker Shareholders shared their views during the meeting which were responded by Chairperson of the Meeting.

The following items of business as set out in the Notice convening the meeting were proposed:

Ordinary Business:

Ordinary Resolution No. 1:

Receiving, considering and adopting the Audited Financial Statements (*Standalone & Consolidated*) of the Company for the Financial Year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon.

"RESOLVED THAT the Audited Financial Statements (*Standalone & Consolidated*) for the Financial Year ended 31st March, 2026 and the Reports of the Board of Directors and Auditors thereon along with Report of Comptroller and Auditor General of India of the Company, be and are hereby adopted".



Ordinary Resolution No. 2:

Declaration of Dividend on Equity Shares.

"RESOLVED THAT pursuant to the recommendation of the Board of Directors of the Company, Dividend for the Financial Year 2025 - 26 @ 50% (i.e. Rs. 5 per Share) on 31,27,43,617 Equity Shares, having face value of Rs. 10 each, of the Company be and is hereby approved."

"RESOLVED FURTHER THAT Dividend be paid to the,

1. Beneficial owners as at the close of business hours on Friday, 11th September, 2026, as per the list to be furnished by the Depositories in respect of the Shares held in electronic form.
2. Members in the Register of Members of the Company as on Friday, 11th September, 2026, after giving effect to all valid share transfer in physical form received as at the close of business hours on Friday, 11th September, 2026."

Ordinary Resolution No. 3:

Re-appointment of Dr. T. Natarajan, IAS [DIN: 00396367], who retires by rotation and being eligible offers himself for re-appointment.

"RESOLVED THAT Dr. T. Natarajan, IAS [DIN: 00396367] who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

Ordinary Resolution No. 4:

Re-appointment of Shri Ashwini Kumar, IAS [DIN: 06581753], who retires by rotation and being eligible offers himself for re-appointment.

"RESOLVED THAT Shri Ashwini Kumar, IAS [DIN: 06581753] who retires by rotation and being eligible offers himself for re-appointment, be and is hereby re-appointed as Director of the Company, liable to retire by rotation."

Ordinary Resolution No. 5:

Authorizing Board of Directors to fix remuneration of Statutory Auditors of the Company for the Financial Year 2026 - 27 in terms of the provisions of Section 142 of the Companies Act, 2013.



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"RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration of Statutory Auditor(s) of the Company appointed by Comptroller and Auditor General of India for the Financial Year 2026 - 27."

Special Business:

Ordinary Resolution No. 6:

Ratify the remuneration payable to M/s N. D. Birla & Co., as Cost Auditors of the Company for the Financial Year ending 31st March, 2027.

"RESOLVED THAT pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies [Audit and Auditors] Rules, 2014 [including any statutory modification(s) or re-enactment thereof, for the time being in force], M/s N. D. Birla & Co., Cost Accountants, the Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2027, be paid the remuneration of Rs. 45,000/- plus taxes and out of pocket expenses incurred by them during the course of Audit.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to take such actions as may be necessary for implementing the above Resolution."

Ordinary Resolution No. 7:

Approving Material Related Party Transaction with GSPL India Gasnet Limited ("GIGL").

"RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013, read with the related rules framed thereunder, the applicable Indian Accounting Standards (in particular Ind AS 24), and in terms of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 and the Industry Standards on 'Minimum information to be provided to the Audit Committee and Members for approval of RPTs' ('Industry Standards on RPT'), and other applicable laws/ statutory provisions, if any, (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions as amended, the consent of the Members of the Company be and is hereby accorded to the Board of

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Directors of the Company (herein after referred to as the "Board", which term shall be deemed to include any duly authorised Committee constituted/empowered/to be constituted by the Board, from time to time, to exercise the powers conferred by this resolution), to enter into and/or execute new contracts/arrangements/transactions and/or to continue and/or extend and/or renew and/or modify the existing contracts/arrangements/transactions or otherwise, whether individually or in a series of transactions or taken together or otherwise, as detailed in the Explanatory Statement of this Notice with GSPL India Gasnet Limited ("GIGL"), a Subsidiary company of the Company, being a related party as per the SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between the Company and GIGL, for the related party transaction of investment in the equity shares of GIGL for the aggregate value up to Rs. 71 crores notwithstanding that the value of such transaction(s) may exceed the materiality threshold specified in SEBI Listing Regulations or under applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised, severally and jointly, to negotiate, finalise and execute such agreements, deeds, documents, undertakings, indemnities and writings as may be required to give effect to the aforesaid transaction, to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to this resolution, to delegate all or any of the powers herein conferred to any committee of directors and/or one or more directors and/or one or more officials and/or authorised representative(s) of the Company, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all acts, deeds and things already done by the Board, Audit Committee or any authorized officer of the Company in connection with the above transaction be and are hereby noted, ratified and confirmed in all respects."

Ordinary Resolution No. 8:

Approving Material Related Party Transaction(s) between GSPL India Gasnet Limited ("GIGL"/ "Subsidiary of the Company") and its Related Parties.

"RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013, read with the related rules framed thereunder, the applicable Indian Accounting Standards (in particular Ind AS 24), and in terms of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 and the Industry Standards on 'Minimum



information to be provided to the Audit Committee and Members for approval of RPTs' ('Industry Standards on RPT'), and other applicable laws/ statutory provisions, if any, (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions as amended, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (herein after referred to as the "Board", which term shall be deemed to include any duly authorised Committee constituted/empowered/to be constituted by the Board, from time to time, to exercise the powers conferred by this resolution), to enter into and/or execute new contracts/arrangements/transactions and/or to continue and/or extend and/or renew and/or modify the existing contracts/arrangements/transactions or otherwise, whether individually or in a series of transactions or taken together or otherwise, as detailed in the Explanatory Statement, between the subsidiary of the Company, i.e. GSPL India Gasnet Limited (GIGL) and its Promoters entities i.e. with Indian Oil Corporation Limited (IOCL) for an aggregate value up to INR 36 Crore, Bharat Petroleum Corporation Limited (BPCL) for an aggregate value up to INR 15 Crore and Hindustan Petroleum Corporation Limited (HPCL) for an aggregate value up to INR 15 Crore, being related parties of GIGL, under SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between the parties notwithstanding that the value of such transaction(s) may exceed the materiality threshold specified in SEBI Listing Regulations or under applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised, severally and jointly, to negotiate, finalise and execute such agreements, deeds, documents, undertakings, indemnities and writings as may be required to give effect to the aforesaid transaction, to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to this resolution, to delegate all or any of the powers herein conferred to any committee of directors and/or one or more directors and/or one or more officials and/or authorised representative(s) of the Company, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all acts, deeds and things already done by the Board, Audit Committee or any authorized officer of the Company in connection with the above transaction be and are hereby noted, ratified and confirmed in all respects."

Ordinary Resolution No. 9:

Approving Material Related Party Transaction with GSPL India Gasnet Limited ("GIGL").



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"RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013, read with the related rules framed thereunder, the applicable Indian Accounting Standards (in particular Ind AS 24), and in terms of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 and the Industry Standards on 'Minimum information to be provided to the Audit Committee and Members for approval of RPTs' ('Industry Standards on RPT'), and other applicable laws/ statutory provisions, if any, (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions as amended, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (herein after referred to as the "Board", which term shall be deemed to include any duly authorised Committee constituted/empowered/to be constituted by the Board, from time to time, to exercise the powers conferred by this resolution), to enter into and/or execute new contracts/arrangements/transactions and/or to continue and/or extend and/or renew and/or modify the existing contracts/arrangements/transactions or otherwise, whether individually or in a series of transactions or taken together or otherwise, as detailed in the Explanatory Statement of this Notice with GSPL India Gasnet Limited ("GIGL"), a Subsidiary company of the Company for Investment in the Redeemable Cumulative Preference Shares of GSPL India Gasnet Limited for an aggregate value up to Rs. 120.26 crores, on such terms and conditions as may be mutually agreed between the Company and GIGL notwithstanding that the value of such transaction(s) may exceed the materiality threshold specified in SEBI Listing Regulations or under applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised, severally and jointly, to negotiate, finalise and execute such agreements, deeds, documents, undertakings, indemnities and writings as may be required to give effect to the aforesaid transaction, to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to this resolution, to delegate all or any of the powers herein conferred to any committee of directors and/or one or more directors and/or one or more officials and/or authorised representative(s) of the Company, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all acts, deeds and things already done by the Board, Audit Committee or any authorized officer of the Company in connection with the above transaction be and are hereby noted, ratified and confirmed in all respects."



Ordinary Resolution No. 10:

Approving Material Related Party Transaction(s) between GSPL India Gasnet Limited ("GIGL"/"Subsidiary of the Company") and its Related Parties

"RESOLVED THAT pursuant to applicable provisions of the Companies Act, 2013, read with the related rules framed thereunder, the applicable Indian Accounting Standards (in particular Ind AS 24), and in terms of Regulation 23(4) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 and the Industry Standards on 'Minimum information to be provided to the Audit Committee and Members for approval of RPTs' ('Industry Standards on RPT'), and other applicable laws/ statutory provisions, if any, (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force) and Company's Policy on Materiality of Related Party Transactions and on dealing with Related Party Transactions as amended, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (herein after referred to as the "Board", which term shall be deemed to include any duly authorised Committee constituted/empowered/to be constituted by the Board, from time to time, to exercise the powers conferred by this resolution), to enter into and/or execute new contracts/arrangements/transactions and/or to continue and/or extend and/or renew and/or modify the existing contracts/arrangements/transactions or otherwise, whether individually or in a series of transactions or taken together or otherwise, as detailed in the Explanatory Statement of this Notice, for issuance of Redeemable Cumulative Preference Shares by GSPL India Gasnet Limited, a Subsidiary company of the Company to Bharat Petroleum Corporation Limited (BPCL) for an aggregate value up to INR 33.19 Crore and to Hindustan Petroleum Corporation Limited (HPCL) for an aggregate value up to INR 11.30 Crore, being a related party of GIGL, under SEBI Listing Regulations, on such terms and conditions as may be mutually agreed between the parties notwithstanding that the value of such transaction(s) may exceed the materiality threshold specified in SEBI Listing Regulations or under applicable laws.

RESOLVED FURTHER THAT the Board be and is hereby authorised, severally and jointly, to negotiate, finalise and execute such agreements, deeds, documents, undertakings, indemnities and writings as may be required to give effect to the aforesaid transaction, to do all such acts, deeds, matters and things as may be considered necessary, proper or expedient to give effect to this resolution, to delegate all or any of the powers herein conferred to any committee of directors and/or one or more directors and/or one or more officials and/or authorised representative(s) of the Company, and to settle any question, difficulty or doubt that may arise in this regard, without being required to seek any further consent or approval of the Members or



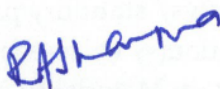
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otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all acts, deeds and things already done by the Board, Audit Committee or any authorized officer of the Company in connection with the above transaction be and are hereby noted, ratified and confirmed in all respects."

The Meeting concluded at 4.58 P.M. with vote of thanks to Chairperson. Thereafter, the e-voting facility was kept open for next 15 minutes after conclusion of AGM to enable the Members to cast their votes.

For GSPL Transmission Limited


Rajeshwari Sharma
Company Secretary

