



Directors' Report

To
The Members
Your Directors have pleasure in presenting the Twenty-first Annual Report and the Company's audited financial statements for the Financial Year ended March 31, 2020.

Physical Performance

During the year, the Company recorded sales as under:

Product	Figures in Million Standard Cubic Meters (mmscm)		
	For the Year 31 March 2020	For the Year 31 March 2019	% Growth (YoY)
Compressed Natural Gas (CNG)	1737.80	1602.81	8.42
Piped Natural Gas (PNG)	619.05	552.52	12.04
Total	2356.85	2155.33	9.35
Average Sales / per day (mmscmd)	6.44	5.91	



Shri Dharmendra Pradhan, Hon'ble Minister of Petroleum & Natural Gas and Steel, Government of India at the unveiling of India's first long range CNG bus fitted with composite cylinders along with Dr. M.M. Kutty, then Secretary, Ministry of Petroleum & Natural Gas; Shri Ashish Chatterjee, Jt. Secretary, Ministry of Petroleum & Natural Gas; Dr. D.K. Sarraf, Chairman, PNGRB; Shri Gajendra Singh, then Chairman, IGL & Director (Marketing), GAIL (India) Ltd.; Shri E.S. Ranganathan, then Managing Director, Indraprastha Gas Limited; Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited and senior officials from Ministry of Petroleum & Natural Gas; PNGRB, GAIL & IGL.

Financial Results

The Company's financial performance for the year ended March 31, 2020 is summarised below:

(Rs. in Crores)

Items	For the Year 31 March 2020	For the Year 31 March 2019
Net Sales & Other Income	6641.65	5910.99
Profit before Depreciation & Tax	1667.90	1401.08
Depreciation	252.25	201.07
Profit before tax	1415.65	1200.01
Provision for tax	279.11	413.34
Profit after tax	1136.54	786.67
Other comprehensive income	(1.50)	(0.94)
Total comprehensive income	1135.04	785.73
Retained Earnings – opening balance	3686.35	3069.40
Add : Profit for the period	1136.54	786.67
Profit available for appropriations	4822.89	3856.07
Appropriations:		
Dividends	168.00	140.00
Corporate dividend tax	34.53	28.78
Transferred to general reserve	-	-
Other comprehensive income recognised directly in retained earnings	(1.50)	(0.94)
Retained Earnings – closing balance	4618.86	3686.35

Financial Reviews

During the year, the gross turnover of the Company increased from Rs. 6336.66 Crores in FY2018-19 to Rs. 7131.29 Crores in FY2019-20 showing an increase of 12.54%.



Shri Dharmendra Pradhan, Hon'ble Minister of Petroleum & Natural Gas and Steel, Government of India at IGL's pavilion during Natural Gas Conclave organized at New Delhi along with Dr. M.M. Kutty, then Secretary, Ministry of Petroleum & Natural Gas; Shri E.S. Ranganathan, then Managing Director, Indraprastha Gas Limited; Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited and senior officials from Ministry & IGL.



The Profit After Tax (PAT) increased by 44.47 % from Rs. 786.67 Crores in FY2018-19 to Rs. 1136.54 Crores in FY2019-20.

The Company has prepared the Consolidated Financial Statements also which includes the Company's share of profit in its Associates combined on an equity method in accordance with IndAS 28 - "Investment in Associates and Joint Ventures". The consolidated PAT during FY 2019-20 is Rs. 1248.99 Crores against Rs. 842.10 Crores in the previous year.

Dividend

Your Directors are pleased to recommend a dividend of 140% (Rs. 2.80 per share). The proposed dividend would absorb Rs. 196 Crores.

The Company has Dividend Distribution Policy in terms of the requirement of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015. The Policy is available on the website of the Company under the web-link: https://www.iglonline.net/5000_media/Dividend-Distribution-Policy.pdf

Performance Highlights

Compressed Natural Gas Business

During the year, your Company showed growth of 8.4% in CNG business besides augmenting its CNG infrastructure in Delhi and NCR. The Company achieved a new milestone by setting up 550th CNG station in FY 2019-20. The Company was catering to 11.45 Lakhs vehicles in Delhi & NCR.

The Company had introduced prepaid card for its CNG customers in order to promote digital payments. Till now



Shri AK Jana, Managing Director and Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited inaugurating IGL's 7th CNG station in Gurugram, Haryana.

more than 90,000 cards are under circulation catering to 110,000 vehicles. Company has taken more initiatives in Digital Payments at CNG stations for the benefit of customers, wherein UPI payment was introduced at CNG stations through wallet payments mode. Also, the company has tied up with Bhim UPI for enabling UPI payments collection from all modes of payment. The combined effort towards digital payment collection has helped in a growth of 33% in digital payment collection this year vis-à-vis last year.

Company has conducted joint promotion activities with Maruti, Bajaj, Mahindra, Ford and Hyundai at the CNG stations. Due to constant follow up with the car manufacturers, they have launched Company fitted CNG variants, which are becoming very popular among the customers and thus boosting the sales of CNG.

Piped Natural Gas Business

PNG - Domestic Connections

PNG continued to be focus area of the Company during FY 2019-20. Total more than 2.72 Lakhs new connections were provided which is the highest number of connections in a single financial year in the history of the Company. In order to create the PNG awareness further amongst target customers, a successful integrated campaign was run during the year.

Your Company increased its steel pipeline network from 1006 kms in FY 2018-19 to 1150 kms in FY 2019-20 and its MDPE network from 12,022 kms in FY 2018-19 to 13,455 kms in FY 2019-20.



Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited briefing Shri Dharmendra Pradhan, Hon'ble Minister for Petroleum & Natural Gas and Steel, Government of India during his visit at IGL's Integrated Command & Control Centre located at Kaka Nagar, New Delhi.

The Company has taken many new initiatives such as digital marketing, 360-degree PNG publicity drive including launch of Mobile Promotional Vehicle & increasing customer contact channels through Mobile App, QR Code, IGL Website etc., and successfully running many attractive customer schemes to increase the PNG customer base.

Your Company has futuristic customer centric approach and aims to be the best in the CGD sector. The year has witnessed launch of various digital initiatives which has also attributed to strengthen Customer Relationship Management. Special focus has been made to strengthen the meter reading, billing and bill delivery processes, which has led to the enhanced customer satisfaction. Path breaking self-billing option via IGL CONNECT mobile application has proven to be extremely useful and widely acknowledged in unprecedented pandemic situations like Covid-19.

The Company had total 13.74 Lakh connections in Delhi & other geographical areas as on March 31, 2020.

PNG – Commercial & Industrial

During the financial year, your Company continued its thrust on the Commercial & Industrial segment which is one of the potential growth areas in the coming years. Your Company achieved a growth of around 22% in sales volume in Industrial Segment & around 8% in Commercial Segment during financial year 2019-2020. In terms of number of customers, the industrial customer base increased from 1,770 in March, 2019 to 2,435 in March, 2020 and Commercial customer base increased from 2,506 in March 2019 to 3,143 in March, 2020.

In Delhi, Delhi Pollution Control Committee (DPCC) has banned all other industrial fuels except PNG and has advised all industrial customers (wherever PNG is available) to switchover to PNG. Your Company has efficiently co-ordinated to implement the mandate given by DPCC by facilitating industrial customer for smooth switchover to PNG supply. In this regard, your company has been able to convert ~90% of Industrial Customers located in NCT of Delhi on to PNG Supply. In order to curb down air-pollution levels and to increase natural gas volumes, your Company has targeted diesel Genset segment, wherein PNG would replace use of diesel in Gensets. Similarly, with the ban of Furnace Oil (FO) and Petcoke in NCR by Hon'ble Supreme Court, PNG is emerging as the key energy source for Commercial & Industrial users, offering immense opportunities for growth. IGL's PNG network is widely available among various Industrial clusters of Delhi and NCR towns of Ghaziabad, Gautam Budh Nagar & Rewari, your company is working with a focused approach to further expand/ strengthen pipeline network by providing last mile connectivity to the Industrial establishments.

Your company is also working in a collaborative and participatory approach with state pollution control boards, so as to work out an action plan to convert all industrial units to PNG (wherever IGL's PNG network is available). In a milestone to further expand its footprint, your company has been able to execute Gas Sale Agreements (GSA) with Industrial Customers in Karnal Geographical Area (GA) which would facilitate increase in consumption of Natural Gas (NG) volumes.



Shri E.S. Ranganathan, then Managing Director and Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited launching Mobile Health Van as a part of IGL Swasth Saarthi, a CSR programme of IGL for preventive health care of Auto & Taxi drivers in Delhi & NCR in the presence of senior officials from IGL and St. Stephens Hospital.



Associate Companies

Central U. P. Gas Limited (CUGL)

CUGL is engaged in City Gas Distribution in the cities of Kanpur, Bareilly, Jhansi and Unnao in Uttar Pradesh. Your Company holds 50% of the paid-up equity share capital of CUGL.

CUGL achieved a gross turnover of Rs. 345.33 Crores and Profit After Tax of Rs. 73.64 Crores for the financial year ended March 31, 2020.

Maharashtra Natural Gas Limited (MNGL)

MNGL is in City Gas Distribution business in Pune, Pimpri, Chinchwad, Chakan, Talegaon and Hinjewadi, Nasik GA (Nasik, Dhule & part of Valsad), Sindhudurg GA in the state of Maharashtra and Ramanagara GA in the state of Karnataka. Your Company holds 50% of paid-up equity share capital of MNGL.

MNGL achieved a gross turnover of Rs. 1074.45 Crores and Profit After Tax of Rs. 223.33 Crores for the financial year ended March 31, 2020.

The statement containing the salient features of the financial statements of Company's Associates pursuant to the first proviso to sub-section (3) of Section 129, is appended as Annexure 1 to this Report.

Future Outlook

Your Company has been looking for organic as well as inorganic growth as part of its corporate strategy.



Shri Vinay Pratap Singh, then Deputy Commissioner, Karnal inaugurating the regional office of Indraprastha Gas Limited at Karnal in the presence of Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited and senior IGL officials.



Shri E.S. Ranganathan, then Managing Director, Indraprastha Gas Limited addressing various vendors of IGL, during a Vendor's Meet organized by the company in the presence of Shri Amit Garg, Director (Commercial) and other senior officials from IGL.

During the current financial year 2020-21, overall sales volume of the company has been impacted due to pandemic COVID-19 and countrywide lockdown. The sales volume are now picking with the ease down of lockdown situation and expected to improve further in the coming months. Project execution activities which came to a standstill earlier have now started gaining momentum.

Despite all challenges posed by COVID-19, your company is making concerted efforts to expand its business in existing areas of operations and to start operations in new geographical areas.

The matter of taking over the entire CGD activities in Gurugram district from Haryana City Gas Distribution Pvt. Ltd. is sub-judice in the Hon'ble Supreme court of India.

In its areas of operations, there are growth drivers which shall contribute to the sales volume in all segments of the Company's business.

It is expected that the price differential of CNG and liquid fuel will continue to drive the conversion of petrol-driven private vehicles to CNG mode. DTC and DIMTS have plans to add 1000 and 400 new CNG buses respectively in their fleet which would add to CNG sales of the Company. With the spread of CNG in new geographical areas, car manufacturers are coming out with new CNG variants cars.

Your company is participating substantially under SATAT (Sustainable Alternate towards Affordable Transportation)



Prof. K. Vijay Raghavan, Principal Scientific Adviser to Govt. of India; Dr. R K Tiwari, Principal Commissioner (Hort.), DDA; Shri A K Jana, Managing Director, IGL and Shri Amit Garg, Director (Comm.), IGL during signing of tri-partite MoU between Indraprastha Gas Limited, Delhi Development Authority and Office of Principal Scientific Adviser to Govt. of India for development of a Carbon Sink at Barapullah Drain near Sarai Kale Khan, Delhi.

initiative of MoPNG by issuing Letter of Intent(s) to facilitate waste management and promote use of Bio-Gas. The Company is also collaborating with IOCL to set up a pilot project of HCNG station at Rajghat for DTC buses. To promote inter-city public transport, IGL has recently launched Type IV cylinder long-haul buses.

In PNG domestic segment also, the Company is working aggressively to meet the high target. Also, thrust will be given on bringing all services on a single digital platform for customers. All types of customer request will be entertained via mobile application. Your company is trying to make effective use of Artificial Intelligence to smoothen the process of customer interaction with IGL at various touchpoints.

Company has bagged bulk order from Armed Forces to convert their canteens, jawan langars, officers' mess and other such establishments from LPG to PNG. Ministry of Defence, Government of India (GoI) has facilitated this shift from LPG to PNG by bringing suitable policy changes. This will add to the gas volumes in commercial & exempted category in PNG segment in Delhi - NCR.

In the coming years, it is expected that other State Pollution Control Boards mainly in NCR would also mandate use of PNG by Industrial Customers in line with DPCC direction, thereby giving further boost to Natural Gas volumes.

The Company is also looking for expanding its operation through merger or acquisition of stakes in other CGD Companies in the country.

The Company has earmarked Rs. 1370 Crores for FY 2020-21 for capital expenditure.

Information Technology

Your company has always appreciated the need to strengthen the core infrastructure of IGL IT landscape, which remains the foundation of all the business and customer centric applications supporting various growth and expansion initiatives. Aligned with business strategy, IGL's technological initiatives are implemented in such a manner that they keep pace with the business growth and changing requirement. With geographical expansion through acquiring new GAs, your company has also extended the network connectivity to these locations for facilitating the seamless running of IT operations.

Besides the network connectivity, the hardware infrastructure hosting the critical customer centric application viz. Customer Relationship Management (CRM) was augmented to provide more resources for ensuring best performance and optimal running of applications. This, in turn, helps in extending seamless services to customers. Your company is aware of the significance of strengthening security infrastructure to safeguard the sensitive data and information from any loss or breach amid rapid deployment of portal based applications for interaction with customers, vendors and employees. Your company has implemented Cisco Umbrella as cloud based DNS solution, Cisco Web content filtering and, Symantec End-point Detection and Remediation (EDR) solution for securing



IGL cyber systems against any cyber-attacks. Implementation of enterprise class Firewall at corporate office and remote sites was also carried out to further strengthen the security infrastructure.

Your company has been continuously striving to achieve enhanced service levels to customers by extending best in class applications through leveraging latest technology and best industry practices. These applications include various Apps and Portals interfacing with employees as well as customers. Various enhancements to IGL community App for employees, i.e. IGLOO, were performed with respect to user interface and new functionalities. IGL's customer App – IGL Connect also witnessed revamp of the user interface as well as enhancement/improvisation including self-billing and spot billing features. A new chat-bot feature was also introduced in customer app and website for providing a virtual assistant, as additional mode for interacting with customers. Your Company has also extended the SAP and CRM functionalities to integrate with third party prepaid meter vendors for efficient billing of prepaid customers in new GAs.

Your company has taken all possible measures to fight Covid-19 pandemic and has leveraged latest technology to ensure business continuity and unhindered customer services in these difficult times. Your company rolled out MS Teams collaboration platform at the very onset of Covid-19 lockdown, along with various other measures including contact less attendance punching through mobile app.

Your company is well placed to leverage the latest developments in the technological field towards objectives such as business process optimisation, more efficient operations and enhanced experience for all the stakeholders.

Human Resources

IGL values its human resources and is always committed in providing them an environment of learning and growth. Various welfare measures, employee oriented policies drive the human resources to deliver their best in achieving the organizational performance. So, the Company is taking care of its employees through different interventions viz. Development Centre for Manager & above level, Psychometric Assessment tool for below Manager level. The Company reviews from time to time HR Policies / benefits of its employees to make them more competitive and aligned with best industry practices.

Learning and Development of employees forms an integral part of the Company's Policy towards accomplishing organizational goal. The continual imparting of training, both technical and non-technical, is necessary for the growth of employees. During the year, employees were provided with the best of trainings viz. young achievers program, effective communication for Senior Management and outdoor team building exercises.



Sadhvi Niranjana Jyoti, Hon'ble Minister of State for Rural Development, Government of India inaugurating City Gas Distribution project of Indraprastha Gas Limited in district Fatehpur, Uttar Pradesh.

During the year, employees were encouraged to participate in various events like Cyclothon, Delhi Half Marathon, IGL Fit Movement, Preventive Health Check-ups and Yoga / Stress Management Sessions to take care of employee's health & fitness.

During the year, the Company inducted various young talented professionals at entry level to infuse knowledge and talent in the professional sphere. The comprehensive Induction Trainings has also been imparted to these new entry level professionals. Your Company has maintained harmonious, cordial and healthy relations among its employees.

Your Company recognizes the contribution of its employees in its growth.

Health Safety and Environment (HSE)

Being in the sector of city gas distribution, Safety is accorded the top priority by your company at every stage of its business and good safety culture is maintained throughout its operations.

It is matter of great pride that your Company has crossed 184 Million Man Hours accident free till March 31, 2020. This has been possible through consistent hard work by every individual working directly or indirectly for the company.

To ensure safety at our operations, safety trainings are regularly imparted to all employees and contract staff working for the company. Safety awareness programs are regularly conducted for CNG and PNG consumers through fully equipped mobile training van. Safety clinics are organized to check conditions of vehicle's CNG kits routinely. Also, safety information is broadcasted regularly through FM Radio for awareness of CNG/PNG customers and general public.

During this Covid-19 pandemic, your company has ensured 24X7 uninterrupted gas supply to its customers ensuring all safety precautions & sensitization of man, machine & customers. Social distancing and Covid-19 prevention awareness programs were conducted for the employees, staff and customers. Digital platforms are being used to conduct online meetings and interactions to ensure all safety precautions.

All activities and operations are carried out through Standard Operating Procedures and Permit to Work system to ensure safety at sites.

In line with your company's HSE policy, safety audits and other statutory compliances are done to ensure safety at all facets of IGL's operations.

Emergency Control Centres (ECC) are functional at strategic locations across Delhi & other geographical areas and are manned round the clock to respond fast to any gas leak or emergency situation. Mock drills are carried out regularly to check preparedness to control emergencies and during FY 2019-20, IGL participated in Level 3 Emergency Mock drill conducted by National Disaster Management Authority.



Fire & Safety training at a residential colony in New Delhi.

Your Company has been conferred Safety Innovation Award by Institute of Engineers and Certificate of Appreciation from National Safety Council to recognize the excellence in the field of Fire & Safety management during FY 2019-20.

Corporate Social Responsibility

Your Company is fully conscious of its Corporate Social Responsibility (CSR). In addition to carrying forward various CSR projects started in the earlier year, many new ones were also initiated in FY 2019-20.

Your Company has strategically aligned many of its CSR activities to create value for the society. Your Company has identified health, education, empowerment of women & underprivileged and skill development as its major focus areas, on which most of the CSR programmes are targeted.

The Company realizes that good health of public transport drivers is paramount to ensure safety on the roads. Therefore, your Company carried forward "IGL Swasth Saarthi" – a comprehensive health management programme for auto and taxi drivers in Delhi and NCR, wherein a series of comprehensive Health camps are being organized at various CNG stations, through a well-known hospital. Further, a group accident insurance cover is being provided to all drivers of CNG run commercial/ public transport vehicles in Delhi, Noida, Greater Noida & Ghaziabad under "IGL Suraksha Yojna". Your company has also conducted preventive healthcare camps for commercial drivers in its new Geographical Area of Karnal.

"Building Bonds through Gender Sensitization", a key CSR project of your company is a training programme for taxi, bus and auto drivers in Delhi, Noida & Gurugram aimed at making commute in public transport safe for the women. Under its CSR programme "Move Without Fear", your company has provided self-defence training to the adolescent girl students of government schools through an NGO. Special training as advanced sewing machine operators has been provided to rural women & men from villages in Noida & Greater Noida to empower them to earn on their own. Further, as part of project "Vidya Vahini" your company provided transport facilities in form of buses for college going girls in its new Geographical area of Kaithal.



Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited presenting course completion certificates to the rural women trained as Advanced Sewing Machine Operators under a CSR programme of IGL in the presence of Shri E.S. Ranganathan, then Managing Director, Indraprastha Gas Limited and senior officials from IGL and Amity Humanity Foundation.



Your Company has been supporting meritorious students from under-privileged strata of society for specialized coaching for engineering entrance examination, through a scheme run by an NGO for the last ten years. Your company has also been supporting several Municipal schools in Delhi through its remedial education and library based education programmes through NGOs.

Considering the ever growing demand for skilled manpower across sectors as a result of 'Make in India' programme, your Company is contributing towards Skill Development programmes for unemployed youth, in the fields of gas plumbing and welding, by providing technical oriented quality training. A Gas Plumbing Training Centre set up by your Company in a government run ITI has been running a special module for providing specialised skills to ITI students related to gas plumbing. Your company has also been providing skill development training to several underprivileged youths to enhance employability in multiple fields such as gas plumbing, mobile phone hardware repair technician, CCTV installation technician, assistant beauty therapist, home appliances technicians, and automotive service technician & tailoring at Delhi, Ghaziabad and Rewari.

Your company has also been contributing towards Nation's fight against the pandemic Covid-19 in form of relief material such as food, dry ration and hand sanitizers to the needy people across Delhi & NCR. Your company continues to be one of the stakeholders of Road Safety Cell of Delhi Traffic Police and actively supports all Road Safety Campaigns of Delhi Traffic Police.

The annual report on CSR activities in accordance with the Companies (Corporate Social Responsibility Policy) Rules, 2014, is appended as Annexure 2 to this report.

Your company received following awards for its CSR activities during FY 2019-20, some of which are mentioned below:

1. Project Roshni, the preventive health care programme for Government school children was awarded at CSR Community Initiative Awards, 2019 during CSR Leadership Summit.
2. 'Move Without Fear, the self-defence training programme for school girls was recognized at National CSR Summit & Awards, 2019 organized at New Delhi.
3. 'Project Roshni', was awarded at 4th Social Imprints North East CSR Awards & Summit.
4. 'Project Roshni' was also awarded under the category 'Swasthya Kalyan' at 'Social and Business Enterprise Responsible Awards, 2019'.
5. Two of IGL's key CSR programmes "Move Without Fear" and "IGL Swasth Saarthi" were recognized at 3rd Social Imprints CSR Awards and Summit 2019.

Directors Responsibility Statement

Pursuant to the provisions of Section 134(5) of the Companies Act, 2013, your Directors hereby confirm that:

- i. In the preparation of Annual Accounts for the financial year ended March 31, 2020, the applicable accounting standards have been followed;
- ii. they have selected such accounting policies and applied them consistently except where otherwise stated in the Notes to Accounts and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- iii. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. They have prepared the Annual Accounts for the Financial Year ended March 31, 2020 on a going concern basis;
- v. They have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- vi. They had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Directors

Smt. Renu Sharma, nominee of Govt. of NCT of Delhi, was appointed as an Additional Director of the Company in place of Shri Rajeev Verma w.e.f. December 1, 2019.

Shri A. K. Jana, nominee of Gail (India) Limited (GAIL), was appointed as the Managing Director of the Company in place of Shri E.S. Ranganathan w.e.f. June 16, 2020.

Shri P. K. Gupta, nominee of Gail (India) Limited (GAIL), was appointed as a Chairman w.e.f. July 01, 2020 and Shri Gajendra Singh ceased to be Director of the Company.

Smt. Manisha Saxena, nominee of Govt. of NCT of Delhi, was appointed as an Additional Director of the Company in place of Smt. Renu Sharma w.e.f. July 21, 2020.

In terms of Section 152 of the Companies Act, 2013, Shri R. P. Natekar, Director of the Company, is liable to retire by rotation at the ensuing Annual General Meeting and being eligible has offered himself for re-appointment.



Shri E.S. Ranganathan, then Managing Director and Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited presenting dividend cheque for FY 2018-19 to Shri Anil Bajjal, Hon'ble Lieutenant Governor of NCT of Delhi, in presence of senior IGL officials.

The Board takes this opportunity to place on record its appreciation for valuable contribution made by Shri Gajendra Singh, Shri E. S. Ranganathan, Shri Rajeev Verma and Smt. Renu Sharma during their tenure as the Directors of the Company.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as provided under section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (hereinafter referred to as the "Listing Regulations").

The details of programmes for familiarization of Independent Directors with the Company are put up on the website of the Company, i.e., http://www.iglonline.net/english/5000_media/Investor_Relations/Familiarization-Programmes-for-Independent-Directors.pdf.

The Nomination & Remuneration Committee considers various criteria such as age, qualification, expertise, diversity in composition of Board and likely contribution to the Company while recommending the name of the Independent Directors.

The Board of Directors carried out the evaluation of every Director, Committees of Board and the Board as a whole, based on the laid down criteria of performance evaluation.

In the opinion of the Board of Directors, independent directors appointed during the year have required integrity, expertise and experience.

Corporate Governance

As per the requirement of the Listing Regulations, a detailed Report on Corporate Governance and certificates regarding compliance of conditions of Corporate Governance are annexed as part of the Annual Report.

Remarks referred to in the Auditors' Certificate on Corporate Governance for FY 2019-20 of M/s V. K. Sharma & Co., Practicing Company Secretaries are self-explanatory and do not call for any further comments.

Business Responsibility Report

As per the requirement of the Listing Regulations, a detailed Report on Business Responsibility is annexed as part of the Annual Report.



Deposits

During the financial year 2019-20, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read together with the Companies (Acceptance of Deposits) Rules, 2014..

Particulars of Loans, Guarantees or Investments

During the financial year 2019-20, your Company has not granted loans nor given guarantee nor made any investments.

Amount which the Company proposes to carry to any Reserves, if any

For the financial year 2019-20, your Company has not transferred any amount to the general reserve of the Company.

Number of Meetings of the Board and Audit Committee

The details of the number of meetings of the Board and Audit Committee held during the financial year ended March 31, 2020 and composition of Audit Committee are given in Corporate Governance Report.

Related Party Transactions

Policy on materiality of Related Party Transactions and on dealing with Related Party Transactions has been disclosed on the website of the Company at - https://www.iglonline.net/english/5000_media/About_us/Related-Party-Policy.pdf

Details of transactions with related parties are being disclosed separately in the Annual Report. One contract with GAIL qualify as material transactions under Listing Regulations, the same is being placed for shareholders' approval in the ensuing Annual General Meeting (AGM).

Prevention of Sexual Harassment at Workplace

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder, your Company has constituted Internal Complaints Committee (ICC). During the financial year 2019-20, no complaint with allegation of sexual harassment was received by the Company.



Shri E.S. Ranganathan, then Managing Director, Indraprastha Gas Limited presenting dividend cheque for FY 2018-19 to Dr. Ashutosh Karnatak, then Chairman & Managing Director, GAIL (India) Ltd. in the presence of Shri Amit Garg, Director (Commercial), Indraprastha Gas Limited and senior officials from IGL & GAIL.

Risk Management and Internal Financial Control Adequacy

Your Company has Risk Management System in place including the Risk Policy & identification of the Risks which are reviewed periodically. The Company has also Risk Management Committee as per the requirement of the Listing Regulations.

Your Company has laid down a set of standards, processes and structure for internal financial control across the organization and ensures that the same are adequate and operating effectively.

Vigil Mechanism

The Company has a well-defined Vigilance framework which provides a platform to the employees, directors, vendors, suppliers and other stakeholders of the Company to come forward and raise their genuine concerns without any fear of retaliation and victimization. The Company has engaged an independent third party service provider for complaint management under the whistle-blower platform. The details of the Whistle Blower Policy are available on the website of the Company: www.iglonline.net. Besides Whistle Blower Policy, the Company has also framed Vigil Mechanism policy under which the stakeholders can lodge their complaint(s) to Chief Ethics Officer of the Company.

Cost Auditors

Your Company had appointed M/s Ramanath Iyer & Co., New Delhi as Cost Auditors for the FY 2019-20.

As per Section 148 read with Companies (Audit & Auditors) Rules, 2014 and other applicable provisions, if any, of the Companies Act, 2013, the Board of Directors of your Company has re-appointed M/s Ramanath Iyer & Co., New Delhi, Cost Accountants, as the Cost Auditors of the Company for the FY 2020-21. The remuneration proposed to be paid to the Cost Auditors is subject to the ratification by the members at the ensuing Annual General Meeting of the Company.

Your Company is maintaining cost records as specified by the Central Government under Section 148 of the Companies Act, 2013.

Secretarial Auditors and Secretarial Audit Report

Pursuant to Section 204 of the Companies Act, 2013, your Company had appointed M/s V. K. Sharma & Co., Practicing Company Secretaries, Noida, as its Secretarial Auditors

to conduct the Secretarial Audit of the Company for the FY 2019-20. The Report of Secretarial Auditor for the FY 2019-20 is appended as Annexure 3 to this report.

Remarks referred to in the Secretarial Auditors' Report for FY 2019-20 of M/s V. K. Sharma & Co., Practicing Company Secretaries are self-explanatory and do not call for any further comments.

Disclosures Regarding Remuneration

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) and 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is appended as Annexure 4 to this report.

Extract of Annual Return

Extract of Annual Return of the Company is appended as Annexure 5 to this report.

Statutory Auditors

In exercise of powers conferred by Section 139 of the Companies Act, 2013, the Comptroller and Auditor General of India (CAG) vide its letter dated August 7, 2020 has appointed M/s Datta Singla & Co., Chartered Accountants as Statutory Auditors of the Company for the FY 2020-21.

The Notes on financial statements referred to in the Auditors' Report for FY 2019-20 of M/s Walker Chandiook & Co. LLP, Chartered Accountants are self-explanatory and do not call for any further comments.

Review and Comments of CAG, on Standalone and Consolidated financial statements for the FY 2019-20 form part of financial statements of the Company.

Conservation of Energy and Technology Absorption, Foreign Exchange Earnings and Outgo

The information in accordance with the provisions of Section 134 (3) (m) of the Companies Act, 2013 read with Rule (8) of the Companies (Accounts) Rules, 2014 is appended as Annexure 6 to this report.



Acknowledgements

Your Directors express their gratitude to the Ministry of Petroleum & Natural Gas, State Governments of NCT of Delhi, Uttar Pradesh, Haryana & Rajasthan, Petroleum and Natural Gas Regulatory Board, and Promoter Companies (GAIL & BPCL) for their continuous guidance & support throughout the year.

The Directors also acknowledge the support of all Statutory & Local Authorities, Bankers, Media, Station Operators & their employees, contractors, vendors and suppliers.

The Directors place on record their deep appreciation towards IGL's valued customers for their continued patronage support and look forward to the continuance of this relationship in future also.

The Directors wish to express their gratitude to all the shareholders for their continued trust and support.

The Directors also sincerely acknowledge the contributions made by all the employees of IGL for their dedicated services to the Company.

For and on behalf of Board of Directors

Sd/-
A. K. Jana
Managing Director

Sd/-
Amit Garg
Director (Commercial)

Place: New Delhi
Date : August 26, 2020



Shri Dharmendra Pradhan, Hon'ble Minister for Petroleum & Natural Gas and Steel, Government of India presenting 'City Gas Distribution – Established Company of the Year Award' to Indraprastha Gas Limited. Shri E.S. Ranganathan, then Managing Director, IGL receiving the award in presence of Shri Amit Garg, Director (Commercial), IGL and senior IGL officials at Oil & Gas Summit & Awards 2019 organized by Federation of Indian Petroleum Industry (FIPI).