



Petronet LNG Limited

World Trade Centre, 1st Floor, Babar Road,
Barakhamba Lane, New Delhi – 110 001 (INDIA)
Tel.: 23411411, 23472525 Fax: 23709114
Website: www.petronetlng.com
CIN: L74899DL1998PLC093073

CS/BOD/APP/DIR/2015

31st March, 2015

Dr. Jyoti Kiran Shukla
5-JHA-28, Jawahar Nagar
Jaipur – 302004

Dear Sir,

We are pleased to inform you that Board of Directors of Petronet LNG Limited (PLL) has approved your appointment as Director on the Board of PLL effective from 31st March, 2015 for a period of three years subject to the following terms and conditions :-

1. The Board expects active and constructive participation in Board Meeting as well as Committee Meeting in which she will serve as a Member.
2. You will comply with the Guidelines for Professional Conduct, Role and Functions, fiduciary duties and liabilities as specified in Code of Conduct for Independent Director i.e. Schedule IV of the Companies Act, 2013 as well as Code of Conduct for Board members and Senior Management Official of PLL (Copy enclosed).
3. Company provides Director's Liability insurance.
4. You shall be paid sitting fee for attending Board as well as Committee Meetings, as decided by the Board of Directors from time to time. Further Company shall reimburse the expenses incurred in connection with attending the Board as well as Committee Meeting and also Commission on profit, if approved by the Board.
5. You are requested to send us the General Notice of interest in the prescribed format i.e. **Form MBP-1 (Annexure-I)** as required under Section 184(1) of the Companies Act, 2013. This general notice of interest is to be given every year. However, if there is any change during the year, the same may also be informed to us for information of the Board of Director in its next meeting.
6. You are also requested to provide the details of Membership / Chairmanship held by you in Committees of the Board of other Companies in which you are Director (**Annexure II**).
7. You are also requested to fill and sign **Form DIR-8 (Annexure III)** pursuant to Section 164(2) of Companies Act, 2013.
8. You are also requested to provide details of shareholding in PLL (**Annexure IV**) pursuant to Code of Internal Procedures and Conduct for prohibition of Insider Trading in dealing with shares of PLL.

9. You are also requested to fill and sign (**Annexure V**) pursuant to Code of Conduct for Board members and Senior Management Official of PLL.

We heartily welcome you on the Board of PLL. We shall be obliged, if you will kindly return the **Annexure-I, II, III, IV, and V** duly filled and signed, at the earliest.

We are also enclosing herewith the following documents for your information and record:-

- Memorandum & Articles of Association of the Company.
- Code of Internal Procedures and Conduct for prohibition of Insider Trading in dealing with shares of PLL.
- Code of Conduct for Board members and Senior Management Official of PLL.
- Code of Conduct for Independent Director i.e. Schedule IV of the Companies Act, 2013.

Yours faithfully,



(K. C. Sharma)
Company Secretary

Encl.: as above.