



MAHANAGAR  
GAS

# MAHANAGAR GAS LIMITED

Our Company was incorporated on May 8, 1995 at Mumbai as Mahanagar Gas Limited, a public limited company under the Companies Act, 1956. Our Company obtained a certificate of commencement of business on July 4, 1995. **Corporate Identification Number:** U40200MH1995PLC088133

**Registered Office and Corporate Office:** MGL House, G-33 Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051. For details of change in registered office of our Company, see the section "History and Certain Corporate Matters" on page 131 of the Red Herring Prospectus dated June 10, 2016 ("RHP")

**Contact Person:** Mr. Alok Mishra, Company Secretary and Compliance Officer; **Tel:** +91 (22) 6695 2941, **Fax:** +91 (22) 6675 6491

**Email:** mgl ipo@mahanagargas.com; **Website:** www.mahanagargas.com

## PROMOTERS OF OUR COMPANY: GAIL (INDIA) LIMITED AND BG ASIA PACIFIC HOLDINGS PTE LIMITED

INITIAL PUBLIC OFFER OF UP TO 24,694,500 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF MAHANAGAR GAS LIMITED ("COMPANY" OR "ISSUER") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE ("OFFER PRICE") THROUGH AN OFFER FOR SALE OF UP TO 12,347,250 EQUITY SHARES BY GAIL (INDIA) LIMITED AND UP TO 12,347,250 EQUITY SHARES BY BG ASIA PACIFIC HOLDINGS PTE LIMITED ("SELLING SHAREHOLDERS") AGGREGATING UP TO ₹ [•] MILLION ("OFFER"). THE OFFER INCLUDES A RESERVATION OF UP TO 200,000 EQUITY SHARES, AGGREGATING UP TO ₹ [•] MILLION, FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (AS DEFINED HEREINAFTER) ON A COMPETITIVE BASIS ("EMPLOYEE RESERVATION PORTION"). THE OFFER LESS THE EMPLOYEE RESERVATION PORTION IS HEREINAFTER REFERRED TO AS THE "NET OFFER". THE OFFER AND THE NET OFFER WILL CONSTITUTE 25.00 % AND 24.80 %, RESPECTIVELY, OF THE POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY. OUR COMPANY AND THE SELLING SHAREHOLDERS MAY, IN CONSULTATION WITH THE BOOK RUNNING LEAD MANAGERS, OFFER A DISCOUNT OF ₹ 38 PER EQUITY SHARE ON THE OFFER PRICE TO ELIGIBLE EMPLOYEE ("EMPLOYEE DISCOUNT").

## ASBA \*

### Simple, Safe, Smart way of making an Application - Make use of it!!!

\*Applications supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.

Mandatory in public issue from January 1, 2016. No cheque will be accepted.

**APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** Investors have to apply through the ASBA process. ASBA has to be availed by all the investors except Anchor Investors. For details on the ASBA process, please refer to the details given in the ASBA Form and Abridged Prospectus and also please refer to "Offer Procedure" on page 295 of the RHP. ASBA Forms can also be downloaded from the websites of BSE and NSE. ASBA Forms can be obtained from the list of banks that is available on the website of SEBI at [www.sebi.gov.in](http://www.sebi.gov.in). ASBA Form can be obtained from Syndicate, SCSBs, Registered Brokers, RTAs and CDPs, the list of which is available on the website of SEBI at <http://www.sebi.gov.in/sebiweb/home/5/33/0/0/Recognised-Intermediaries>.

## CORRIGENDUM - NOTICE TO INVESTORS

This is with reference to the Red Herring Prospectus dated June 10, 2016 ("Red Herring Prospectus") filed and/or submitted with the Registrar of Companies, Mumbai (the "RoC") and the Securities and Exchange Board of India ("SEBI") and the Abridged Prospectus dated June 10, 2016 issued in relation to the Offer. All capitalized terms used in this notice shall, unless the context otherwise requires, have the meanings ascribed in the Red Herring Prospectus.

Investors should note that on page number 68 of the Red Herring Prospectus, in Table I on "Summary of Statement holding of specified securities", the shareholders mentioned under row numbered (C) (the "Non - Promoter Non - Public" category) stands modified so as to be named under row numbered (B) (the "Public" category). Similarly, on page 6 of the Abridged Prospectus, in Table on "Shareholding Pattern", the details relating to "Pre Issue number of shares" and "% Holding of Pre Issue" mentioned under row number (2) (the "Non-Promoter - Non-Public") stands modified to be mentioned under the row number (3) (the "Public").

Accordingly, relevant changes shall be reflected in the Prospectus to be filed with the RoC.

**The Red Herring Prospectus, the Bid cum Application Forms and the Abridged Prospectus shall be read in conjunction with this notice. The information in this notice supplements the Red Herring Prospectus and the Abridged Prospectus and supersedes the information in the Red Herring Prospectus and the Abridged Prospectus to the extent inconsistent with the information in the Red Herring Prospectus and the Abridged Prospectus.**

For **MAHANAGAR GAS LIMITED**

On behalf of the Board of Directors

Sd/-

Alok Mishra

Company Secretary & Compliance Officer

Place: Mumbai

Date: June 18, 2016

**MAHANAGAR GAS LIMITED** is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offering of its equity shares ("Equity Shares") and has filed the Red Herring Prospectus dated June 10, 2016 with the Registrar of Companies, Mumbai ("RHP"). The RHP is available on the website of the SEBI at [www.sebi.gov.in](http://www.sebi.gov.in), the websites of the Book Running Lead Managers at <http://investmentbank.kotak.com> and <http://www.online.citibank.co.in/rhtm/citigroupglobalbscreen1.htm> and the websites of the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com). Any potential investor should note that investment in Equity Shares involves a high degree of risk, for details, potential investors should refer to the section titled "Risk Factors" in the RHP. Investors should not refer to the DRHP filed with SEBI for making any investment decision. This announcement has been prepared for publication in India and may not be released in the United States. This announcement is not an offer to sell or a solicitation of any offer to buy securities of our Company in the United States. The Equity Shares have not been and will not be registered under the Securities Act or any state securities laws in the United States, and unless so registered, may not be offered or sold within the United States except pursuant to an exemption from or in a transaction not subject to, the registration requirements of the Securities Act and applicable state securities laws. Accordingly, the Equity Shares are being offered and sold only outside the United States in offshore transactions in reliance on Regulation S under the Securities Act and the applicable laws of the jurisdictions where those offers and sales occur.