



IndianOil

Indian Oil Corporation Limited

[CIN - L23201MH1959GOI011388]

Regd. Office: 'IndianOil Bhavan', G-9, Ali Yavar Jung Marg, Bandra (E),
Mumbai - 400051 Tel: 022-26447616 Fax: 022-26447961
Email Id: investors@indianoil.in Website: www.iocl.com

NOTICE OF 59th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 59th Annual General Meeting (AGM) of the members of INDIAN OIL CORPORATION LIMITED will be held at Nehru Centre Auditorium, Dr. Annie Besant Road, Worli, Mumbai – 400018 on Wednesday, the 29th August, 2018 at 1030 hrs.

The Notice setting out the business to be transacted at the AGM together with the Annual Report of the Company for the financial year 2017-18 has been dispatched to those members whose email id is not registered with the Company and also to those who have requested for physical copy of Annual Report, at their registered address. The notice of AGM and the Annual Report has been sent electronically to those members who have an email address and have not opted to receive the documents in physical form.

The Annual Report is also hosted on the website of the Company www.iocl.com. Any member who has not received the Annual Report or who has become a member of the Company after the dispatch of Annual Report and wishes to have a physical copy of the Annual Report may write to the Company and the same would be provided free of cost.

Proxy - A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on behalf of member. Such a proxy need not be a member of the Company. Proxies, in order to be valid and effective, must be delivered at the registered office of the Company duly filled, stamped & signed not later than 48 hours before the commencement of the meeting.

Book Closure and Payment of Dividend - Notice is also hereby given that pursuant to Section 91 of the Companies Act 2013, Rule 10 of the Companies (Management and Administration) Rules 2014 and Regulation 42 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 "(LODR)", the register of members and share transfer book of the Company will remain closed from Thursday, 23rd August, 2018 to Wednesday, 29th August, 2018 (both days inclusive) to determine eligibility of the members for payment of final dividend for the financial year 2017-18. Final Dividend @ Rs. 2/- per share, after declaration at the AGM, would be paid to those members whose name appears in the Register of Members / BENPOS as at the close of working hours on Wednesday, 22nd August, 2018.

E-voting: Pursuant to Regulation 44 of LODR and Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended, the company has engaged the services of Karvy Computershare Pvt. Ltd. ("Karvy") to provide e-voting facility to the members. The details are as under:

- The company has fixed 22nd August 2018 as the 'Cut Off' date to ascertain the eligibility of members for e-voting.
- The members, whose names appear in the register of the Members / list of Beneficial Owners as on the cut-off date i.e. 22nd August 2018 are entitled to avail facility of remote e-voting / voting in the AGM. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holds shares as on the cut-off date, may obtain the User ID and password by sending a request at evoting@karvy.com by mentioning folio no. / DP ID and Client Id no. If the member is already registered with Karvy for e-voting, then existing User ID and password can be used for casting the vote.
- The remote e-voting would commence on Friday, August 24, 2018 at 9:30 A.M. (IST) and end on Tuesday, August 28, 2018 at 05.00 P.M. (IST), during which period the members may cast their vote electronically. Thereafter, the e-voting module shall be disabled by Karvy.
- Voting at AGM venue shall also be made available to those members who attend the AGM and have not already cast their vote through remote e-voting. Members who cast their votes through remote e-voting should not vote again at the AGM. However, in case a member, who has cast his vote through remote e-voting as well as at AGM, the vote cast at AGM will be ignored.

Scrutinizer - The Company has appointed Shri Nrupang Dholakia of Dholakia & Associates LLP, a practicing Company Secretary, as Scrutinizer and in his absence Shri B. V. Dholakia of Dholakia & Associates LLP, a practicing Company Secretary to scrutinize the process of remote e-voting & voting at AGM in a fair and transparent manner.

Results - The Results on resolutions shall be declared within 2 days of the conclusion of the AGM of the Company. The results declared along with the scrutinizer's report shall be placed on the Company's website (www.iocl.com) and on the website of Karvy (<https://evoting.karvy.com>) and would also be communicated to the Stock Exchanges.

SEBI notification related to physical share transfer- SEBI vide notification dated June 8, 2018 has amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, mandating transfer of securities only in dematerialized form. Accordingly, the company would not be able to accept requests for transfer of securities unless the securities are held in Dematerialised form with effect from December 5, 2018.

Contact details - In case of any queries / grievances relating to e-voting, members may contact at the following address: Shri M. S. Madhusudhan, General Manager, Karvy Computershare Pvt. Ltd., Unit: Indian Oil Corporation Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli Financial District, Nanakramguda, Hyderabad – 500 032. Tel. No.: (040) 67162222; E-mail: evoting@karvy.com;

This public notice is also available on the Company's website (www.iocl.com) and on the website of Karvy (<https://evoting.karvy.com>).

For Indian Oil Corporation Limited

Sd/-

(Kamal Kumar Gwalani)

Company Secretary

M. No. A13737

Place : Mumbai

Dated : 1st August 2018