

Sec.3.4.1(L)

3rd June, 2022

The Secretary,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001
BSE Scrip Code : 500547

The Secretary,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot No C/1, G- Block
Bandra-Kurla Complex, Mumbai 400051
NSE Symbol : BPCL

Dear Sir/Madam,

Subject: Summary of proceedings of the meeting of equity shareholders held pursuant to Order of Ministry of Corporate Affairs


We enclose herewith the summary of the proceedings of the meeting of equity shareholders of the Company held on Friday, 3rd June, 2022 through Video-Conferencing (VC) / Other Audio Visual Means (OAVM) pursuant to Order passed by the Ministry of Corporate Affairs, Government of India.

We request you to take the same on record.

Thanking You,

Yours faithfully,
For Bharat Petroleum Corporation Limited

(V. Kala)

 Company Secretary

SUMMARY OF THE PROCEEDINGS OF THE MEETING OF EQUITY SHAREHOLDERS OF BHARAT PETROLEUM CORPORATION LIMITED (BPCL) HELD PURSUANT TO ORDER OF MINISTRY OF CORPORATE AFFAIRS (MCA), GOVERNMENT OF INDIA

The Meeting of the Equity Shareholders of the Company, in the matter of the proposed scheme of Amalgamation of Bharat Gas Resources Limited with Bharat Petroleum Corporation Limited and their respective shareholders, was held on Friday, 3rd June, 2022 at 10.00 a.m. IST through Video-Conferencing (VC) / Other Audio Visual Means (OAVM), in accordance with the circulars issued by the Ministry of Corporate affairs and pursuant to Order dated 27th October, 2021 passed by the Ministry of Corporate Affairs(MCA), Government of India.

Present:

1. Dr. Navneet Mohan Kothari, Joint Secretary (Marketing), Ministry of Petroleum and Natural Gas, Government of India, Chairman appointed by the MCA, participated the meeting from Corporate Office, Mumbai.
2. Shri Arun Kumar Singh, Chairman and Managing Director with additional charge of Director (Marketing) participated the meeting through VC from Corporate Office, Mumbai.
3. Shri Vetsa Ramakrishna Gupta, Director (Finance) and CFO with additional charge of Director (Human Resources) participated the meeting from Corporate Office, Mumbai.
4. Shri Sanjay Khanna, Director (Refineries) participated the meeting from Corporate Office, Mumbai
5. Shri Harshadkumar P. Shah, Independent Director and Chairman of the CSR Committee, Risk Management Committee, and Stakeholder Relationship Committee participated the meeting through VC from his office at Gandhinagar.
6. Shri Gopal Krishan Agarwal, Independent Director and Chairman of the Audit Committee, participated the meeting through VC from his office at Noida.
7. Prof.(Dr.) Bhagwati Prasad Saraswat, Independent Director and Chairman of Nomination and Remuneration Committee participated the meeting through VC from his residence at Ajmer.
8. Shri Ghanshyam Sher, Independent Director participated the meeting through VC from his residence at Indore.



9. Dr. (Smt.) Aiswarya Biswal, Independent Director participated the meeting through VC from her residence at Bhubaneshwar

Company Secretary:

Smt. V. Kala. participated the meeting from Corporate Office, Mumbai.

Other Participants:

Smt. Ragini Chokshi, Partner, Ragini Chokshi & Co. Company Secretaries, Scrutinizer, through VC from her office at Mumbai.

In line with MCA order, meeting was chaired by Dr. Navneet Mohan Kothari, Joint Secretary (Marketing), Ministry of Petroleum and Natural Gas, Government of India. The Company Secretary welcomed the Members and informed that the Meeting was held through VC/OAVM in compliance with the Circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India and confirmed that the requisite quorum for the Meeting was present.

The Company Secretary informed that the notice convening the meeting was emailed on 27th April 2022 to those Equity Shareholders whose email addresses were available with the Company and by speed post or registered post, as the case may be, to those shareholders whose email addresses were not available with the Company. She informed that in view of the ongoing Covid situation and as per the direction of the MCA, this meeting was convened and held through VC.

The Company Secretary further, informed that the remote e-voting was facilitated from 9.00 a.m. (IST) on Tuesday, 31st May, 2022 to 5.00 p.m. (IST) on Thursday, 2nd June, 2022 and that the Members who were participating in the Meeting and had not cast their votes through remote e-voting, were provided an opportunity to cast their votes through e-voting at the Meeting.

The Company Secretary, thereafter, introduced the, Chairman of the meeting appointed by MCA, Chairman and Managing Director of the Company and Directors attending the meeting and requested the Chairman of the meeting to commence the proceedings of Meeting.

Shri Navneet Mohan Kothari, Joint Secretary (Marketing), MOP&NG, MCA appointed Chairman of the meeting, commenced the Meeting. He informed that Shri Gudey Srinivas, Shri Suman Billa, Govt. Nominee Directors, and Shri Pradip V. Agrawal, Independent Director were not able to attend the meeting due to business exigencies. He gave a brief description of the proposed Scheme of Amalgamation of Bharat Gas Resources Limited with Bharat Petroleum Corporation Limited and their respective shareholders. He also informed that the Company had appointed Smt. Ragini



Chokshi, Partner, Ragini Chokshi & Co. Company Secretaries, as the Scrutinizer for the purpose of scrutinising the remote e-voting and e-voting during the meeting

The Chairman of the meeting, thereafter, invited comments and questions from the Members who had registered themselves as Speakers. Members raised queries in respect of need for separate extraordinary general meeting for the amalgamation of Bharat Oman Refineries Ltd with BPCL, and for the amalgamation of Bharat Gas Resources Ltd with BPCL, benefits of amalgamation to the company, changes in assumptions at the time of formation of BGRL and as on date, etc. Queries raised by the Members were answered suitably by Shri Vetsa Ramakrishna Gupta, Director (Finance) and CFO on behalf of the management of BPCL.

The Members were informed that the Consolidated Voting Results cast through remote e-voting and e-voting at the meeting on the Resolution once finalised shall be communicated to the Stock Exchanges where the securities of the Company are listed and shall also be placed on the Company's website www.bharatpetroleum.in within 48 hours of conclusion of the meeting.

The Chairman of the meeting thanked the Members, Directors and Auditors for attending the meeting and the Meeting was concluded at 1052 hours.

