Sec.3.4.1(L)

3rd June 2022

The Secretary,
BSE Ltd.,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
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: Announcement of Results of Voting for meeting of Unsecured Creditors

Further to our letter dated 3rd June 2022 forwarding summary of the proceedings of the Meeting of Unsecured Creditors held on 3rd June 2022, we submit herewith a copy of the Consolidated Scrutinizer's Report which would also be available on the website of the Company www.bharatpetroleum.in

Based on the report submitted by the scrutinizer, we inform you that the Resolution proposed at the meeting of the Unsecured Creditors was passed with requisite majority.

We request you to kindly take the above on record.

Thanking You,

Yours faithfully,
For Bharat Petroleum Corporation Limited

(V. Kala)
Company Secretary

Encl.: a/a.

cc to:
i) National Securities Depository Limited (NSDL): Request for placing enclosed report on your website www.evoting.nsdl.com

ii) Singapore Stock Exchange

Designated Partners
CS Vishvesh Girishchandra Bhagat
B.Com; LL.B(Gen); ACS; FIII
CS Nrupang B Dholakia
B.Com.,FCS., M.B.L., LL.B., D.C.L., EP.CORP

DHOLAKIA
& ASSOCIATES LLP
COMPANY SECRETARIES

Combined Report of Scrutinizer for remote e-voting and e-voting at the meeting of Unsecured Creditors

[Pursuant to directions of the Ministry of Corporate Affairs, Government of India ("MCA") vide its Order dated 27th October, 2021]

To,
Dr. Navneet Mohan Kothari,
Joint Secretary (Marketing), Ministry of Petroleum and Natural Gas, Government of India,
The Chairman for the meeting of Unsecured Creditors of Bharat Petroleum Corporation Limited ("Company")

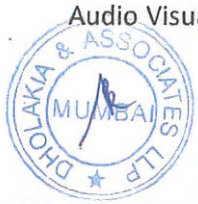
Dear Sir,

Re: Meeting of the Unsecured Creditors of Bharat Petroleum Corporation Limited convened pursuant to Ministry of Corporate Affairs ("MCA") Order and held on Friday, 3rd June, 2022 at 1.30 p.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means ("OVAM").

1. MCA vide its Order dated 27th October, 2021 ("MCA Order") has inter-alia directed Bharat Petroleum Corporation Limited ("Transferee Company") to hold a meeting of its Unsecured Creditors to consider and, if thought fit, to approve, with or without modification(s) the proposed Scheme of Amalgamation of Bharat Gas Resources Limited ("Transferor Company") with Bharat Petroleum Corporation Limited ("Transferee Company") and their respective shareholders ("Scheme"). The Scheme provides for amalgamation of the Transferor Company and the Transferee Company under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 ("the Act").

2. As per the directions of the MCA vide its order dated 27th October, 2021:

   a. The meeting of the Unsecured Creditors of the Transferee Company was convened and held on Friday, 3rd June, 2022 at 1.30 p.m. (IST) through Video Conferencing (VC)/ Other Audio Visual Means ("OVAM").



Regd Office : MHB-11, A-302, Sarvodaya Co.Op.Hsg.Soc.Ltd., Near Bhavishya Nidhi Building, Kher Nagar, Service Road, Bandra (E), Mumbai - 400 051. Tel.: + 91 22 35501554 Email : info@dholakia-associates.com LLPIN : AAC-9552

b. Notice of the Meeting dated 22nd April, 2022 ("Notice") along with the accompanying documents was sent to those Unsecured Creditors whose debt is of a value more than Rupees 10 lakhs ; (a) through electronic mode in cases where email ids are available with the Applicant Company/Depository Participants/RTA and (b) by registered post and speed post, as the case maybe, to those Unsecured Creditors of the Applicant Company whose email addresses are not available with the Applicant Company /Depository Participants/RTA.

c. The said Notice was also placed on the website of the Transferee Company at www.bharatpetroleum.in and on the website of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of Singapore Exchange Limited at www.sgx.com and on the website of NSDL (www.evoting.nsdl.com), being the agency appointed by the Company for providing the facility of remote e-voting and e-voting at the Meeting.

d. Notice of the meeting of the Unsecured Creditors of the Transferee Company was published on 30th April, 2022 in 'Economic Times' in English language having nationwide circulation and in 'Maharashtra Times' in Marathi language having circulation in Maharashtra, respectively.

CS Nrupang B. Dholakia, Designated Partner (C.P. No. 12884) and in his absence, Mr. Vishvesh Bhagat (C.P. No. 25387) from Dholakia & Associates LLP, Practising Company Secretaries, **("the firm")** were appointed as the Scrutinizer by the Board of Directors of **Bharat Petroleum Corporation Limited ("Company")** pursuant to Section 108 of the Companies Act, 2013 read with Rules made there under to scrutinize the electronic voting (Remote e-Voting) and the electronic voting during the meeting of Unsecured Creditors for the Resolution as set out in the Notice.

I, **CS Nrupang B. Dholakia, Designated Partner of the firm**, submit combined report as under:

1. The meeting of Unsecured Creditors through Video Conferencing (VC)/Other Audio-Visual Means (OVAM) was held in compliance with the MCA Circulars and SEBI Circulars without the physical presence of the Unsecured Creditors at a common venue.

2. Compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to Voting (which includes remote e-Voting and the electronic voting during the meeting) to the Unsecured Creditors on the Resolution proposed in the Notice convening the meeting of the Unsecured Creditors was the responsibility of the management. Our responsibility as a scrutinizer was to ensure that the voting process is conducted in a fair and

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transparent manner and render a combined scrutinizer's report on the voting to the Chairman on the Resolution.

3. Both the voting facilities i.e. e-voting prior to the meeting of Unsecured Creditors (remote e-voting) and electronic voting during the meeting (e-voting) were provided by National Securities Depository Limited ('NSDL').

4. The Unsecured Creditors of the Company as on the "cut-off" date i.e. Thursday, 31st December, 2020 were entitled to vote on the Resolution.

5. The remote e-voting period commenced on Tuesday, 31st May, 2022 at 9:00 a.m. (IST) and ended on Thursday, 2nd June, 2022 at 5:00 p.m. (IST).

6. The e-voting during the meeting was conducted online on the website of NSDL i.e. www.evoting.nsdl.com

7. The facility to vote through electronic voting system as stated under point 6 above had been provided to facilitate voting for those Unsecured Creditors who were present during the Meeting through VC/OAVM and had not cast their votes through Remote e-Voting.

8. On the closure of the e-voting after 15 minutes of conclusion of meeting, the votes cast through e-voting during the meeting and through remote e-voting prior to the date of meeting were unblocked from the website of NSDL i.e. www.evoting.nsdl.com on Friday, 3rd June, 2022 in the presence of two witnesses who are not in the employment of the Company.

9. I hereby submit a combined scrutinizer's report pursuant to Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 on the Resolution as set out in the Notice of the aforesaid meeting of Unsecured Creditors based on the scrutiny of remote e-voting and the electronic voting during the meeting and votes cast therein and on the basis of the data downloaded from the electronic voting system of NSDL.

10. Unsecured Creditors who had exercised their vote through Remote e-Voting were not allowed to vote during the meeting in compliance with Rule 20 (4) (xi) of the Companies (Management and Administration) Rules, 2014.

11. The Resolution as set out in the notice calling the Meeting of Unsecured Creditors (Resolution) is reproduced below:

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Ministry of Corporate Affairs, Government of India ("MCA") and subject to such other approvals, permissions and sanctions of regulatory and other authorities or bodies, as may be necessary and subject to such conditions and modifications as may be deemed appropriate by the Parties to the Scheme, at any time and for any reason whatsoever, or which may otherwise be considered necessary, desirable or as may be prescribed or imposed by the MCA or by any regulatory or other authorities, while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall be deemed to mean and include one or more Committee(s) constituted/ to be constituted by the Board or any other person authorised by it to exercise its powers including the powers conferred by this Resolution), the arrangement embodied in the Scheme of Amalgamation of Bharat Gas Resources Limited with Bharat Petroleum Corporation Limited and their respective shareholders ("Scheme"), be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this Resolution and effectively implement the arrangement embodied in the Scheme and to make any modifications or amendments to the Scheme at any time and for any reason whatsoever, and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the MCA while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and/or making such adjustments in the books of accounts as considered necessary in giving effect to the Scheme, as the Board may deem fit and proper."

12. **The Combined Result (Remote e-Voting + Voting at meeting of Unsecured Creditors) is as under:**

1. **Item No 1: To receive, consider and approve the Scheme of Amalgamation of Bharat Gas Resources Limited with Bharat Petroleum Corporation Limited and their respective shareholders.**

Particulars	Number of Unsecured Creditors who cast vote	Value
A. Remote e-Voting		
Total Votes received	245	2,71,92,35,52,913
Less: Total Number of Invalid Votes	4	2,83,01,879
Total Number of Valid Votes	**241**	**2,71,89,52,51,034**
B. e-Voting at meeting of Unsecured Creditors		
Total Votes received	1	1,14,17,944
Less: Total Number of Invalid Votes	NIL	NIL
Total Number of Valid Votes	**1**	**1,14,17,944**
C. Combined (A+B)		
Total Votes received	246	2,71,93,49,70,857
Less: Total Number of Invalid Votes	4	2,83,01,879
Total Number of Valid Votes	**242**	**2,71,90,66,68,978**

(i) Voted **in favour** of the resolution:

Number of Unsecured Creditors who cast vote	Value	% of total number of valid votes cast
A. Remote e-Voting		
236	2,71,71,63,86,554	99.93
B. e-Voting at meeting of Unsecured Creditors		
NIL	NIL	NIL
C. Combined (A+B)		
236	**2,71,71,63,86,554**	**99.93**

(ii) Voted **against** the resolution:

Number of Unsecured Creditors who cast vote	Value	% of total number of valid votes cast
A. Remote e-Voting		
5	17,88,64,480	0.07
B. e-Voting at meeting of Unsecured Creditors		
1	1,14,17,944	100
C. Combined (A+B)		
6	**19,02,82,424**	**0.07**

13. Accordingly, the proposed Resolution approving the scheme has been approved by requisite majority of the Unsecured Creditors of the Company as required under the Act.

14. You may accordingly declare the result considering the combined report of the Remote e-Voting and e-Voting during the meeting of Unsecured Creditors.

15. All the relevant records of Remote e-Voting and e-voting during meeting of Unsecured Creditors will be e-mailed to the Chairman and the Company Secretary of the Company after the Chairman considers, approves and signs the minutes of the meeting.

Thanking you,

Yours faithfully,

DHOLAKIA & ASSOCIATES LLP MUMBAI

CS Nrupang B. Dholakia
Designated Partner
Dholakia & Associates LLP
(Company Secretaries)
C. P. No. 12884

ICSI UDIN: F010032D000459426
Place: Mumbai
Date: 3rd June, 2022

Countersigned by

Dr. Navneet Mohan Kothari
Joint Secretary (Marketing) MoP&NG,
Government of India
Chairperson appointed by MCA for the Meeting

Date: 3.06.2022
Place: MUMBAI