



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,

Sub: Notice of Postal Ballot

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Notice of Postal Ballot dated 17.3.2022 sent to the members for seeking their approval for the following Ordinary and Special Resolutions:-

Item No.	Resolution	Description of the Resolution
1.	Ordinary Resolution	Approval of Material Related Party Transaction(s) to be entered into with Falcon Oil & Gas B.V. for the Financial Year 2022-23
2.	Ordinary Resolution	Approval of Material Related Party Transaction(s) to be entered into with Indraprastha Gas Limited for the Financial Year 2022-23
3.	Ordinary Resolution	Approval of Material Related Party Transaction(s) to be entered into with Petronet LNG Limited for the Financial Year 2022-23
4.	Ordinary Resolution	Appointment of Shri Gudey Srinivas as Director (Shri Gudey Srinivas is a senior IAS officer and holds the post of Additional Secretary & Financial Advisor in Ministry of Petroleum & Natural Gas)
5.	Ordinary Resolution	Appointment of Shri Sanjay Khanna as Director (Refineries) (Shri Sanjay Khanna is a Chemical Engineer and has over 30 years of experience in Refineries operations, Technical Services etc.)
6.	Ordinary Resolution	Appointment of Shri Suman Billa as Director (Shri. Suman Billa is a senior IAS officer and holds the post of Principal Secretary (Industries & Norka, Government of Kerala)
7.	Special Resolution	Appointment of Shri Pradeep Vishambhar Agrawal as an Independent Director. (Shri Pradeep Vishambhar Agrawal is a fellow member of Institute of Chartered Accountants of India and a member of the Institute of Company Secretaries of India)
8.	Special Resolution	Appointment of Shri Ghanshyam Sher as an Independent Director (Shri Ghanshyam Sher has degree in M.Com, M.A. in Political Science, M.A. in Economics L.L.B.)
9.	Special Resolution	Appointment of Dr. (Smt.) Aiswarya Biswal as an Independent Director. (Dr. (Smt.) Aiswarya Biswal is a Bachelor of Dental Surgery and masters in Management from University of Liverpool, United Kingdom)
10.	Special Resolution	Appointment of Prof. (Dr.) Bhagwati Prasad Saraswat as an Independent Director (Prof. (Dr.) Bhagwati Prasad Saraswat has degree in M.Com, (Gold Medalist) and Ph.D in Financial Evolution of Drugs & Pharmaceutical Companies in India)
11.	Special Resolution	Appointment of Shri Gopal Krishan Agarwal as an Independent Director. (Shri Gopal Krishan Agarwal is a fellow member of the Institute of Chartered Accountants of India and has done his post graduation in MA (Economics))

This is for your information.

Thanking You,

Yours faithfully,

For Bharat Petroleum Corporation Limited

(V. Kala)

Company Secretary

भारत भवन, 4 एवं 6, करीमभाय रॉड, बेलार्ड इस्टेट, पोस्ट बॉक्स क्र. 688, मुंबई - 400 001. फोन: 2271 3000/4000. फैक्स: 2271 3874



BHARAT PETROLEUM CORPORATION LIMITED

Corporate Identification Number (CIN): L23220MH1952GOI008931

Registered Office: Bharat Bhavan, P.B. No 688

4&6 Currimbhoy Road, Ballard Estate, Mumbai 400001

Tel. No: 2271 3000/ 4000

E-mail: info@bharatpetroleum.in Website: www.bharatpetroleum.in

Notice of Postal Ballot

[Pursuant to Section 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 and MCA Circulars]

To,

The Members of the Company

Notice is hereby given that pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (including any amendment(s), statutory modification(s) and/ or re-enactment thereof for the time being in force) ("**Rules**") , Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), General Circular No. 14/2020 dated 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020 General Circular No. 22/2020 dated 15th June 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December 2020, General Circular No. 10/2021 dated 23rd June, 2021 and General Circular No. 20/2021 dated 8th December, 2021 from Ministry of Corporate Affairs ("**MCA Circulars**") and such other applicable laws and regulations, the Ordinary and Special Resolutions as set out in this notice are proposed for approval of the members of the Company ("**Members**") through Postal Ballot by electronic voting ("**e-voting**").

Item No. 1: Approval of Material Related Party Transaction(s) to be entered into with Falcon Oil & Gas B.V. for the Financial Year 2022-23

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 23 and such other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the Members of the Company be and is hereby accorded to the Material Related Party Transaction(s) to be entered into with Falcon Oil & Gas B.V. for the Financial Year 2022-23 for a value of Rs.2,800 Crore (Rupees Two Thousand Eight Hundred Crore Only) and that the Board of Directors of the Company or any other person(s) authorized by the Board, be and is hereby authorized to perform and execute all such deeds, matters and things including delegation of such authority as may be deemed necessary or expedient to give effect to this Resolution and for the matters connected therewith or incidental thereto.”

Item No. 2: Approval of Material Related Party Transaction(s) to be entered into with Indraprastha Gas Limited for the Financial Year 2022-23

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 23 and such other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the Members of the Company be and is hereby accorded to the Material Related Party Transaction(s) to be entered into with Indraprastha Gas Limited for the Financial Year 2022-23 for a value of Rs.1,260 Crore (Rupees One Thousand Two Hundred and Sixty Crore Only) and that the Board of Directors of the Company or any other person(s) authorized by the Board, be and is hereby authorized to perform and execute all such deeds, matters and things including delegation of such authority as may be deemed necessary or expedient to give effect to this Resolution and for the matters connected therewith or incidental thereto.”

Item No. 3: Approval of Material Related Party Transaction(s) to be entered into with Petronet LNG Limited for the Financial Year 2022-23

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Regulation 23 and such other applicable Regulations, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the Members of the Company be and is hereby accorded to the Material Related Party Transaction(s) to be entered into with Petronet LNG Limited for the Financial Year 2022-23 for a value of Rs.7,150 Crore (Rupees Seven Thousand One Hundred and Fifty Crore Only) and that the Board of Directors of the Company or any other person(s) authorized by the Board, be and is hereby authorized to perform and execute all such deeds, matters and things including delegation of such authority as may be deemed necessary or expedient to give effect to this Resolution and for the matters connected therewith or incidental thereto.”

Item No. 4: Appointment of Shri Gudey Srinivas as Director

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder, Regulation 17 and all other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Gudey Srinivas (DIN:02568812), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 13th October, 2021 in terms of Section 161 of the Act, and in respect of whom the Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 5: Appointment of Shri Sanjay Khanna as Director (Refineries)

To consider and, if thought fit, to pass the following Resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder, Regulation 17 and all other applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Sanjay Khanna (DIN: 09485131), who was appointed by the Board of Directors as an Additional Director and Director (Refineries) of the Company with effect from 22nd February, 2022 in terms of Section 161 of the Act and in respect of whom the Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director (Refineries) of the Company, liable to retire by rotation, on terms and conditions as determined by the Government of India.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 6: Appointment of Shri Suman Billa as Director

To consider and, if thought fit, to pass the following Resolution, as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder and Regulation 17 and all other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Suman Billa (DIN: 00368821), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 16th March 2022 in terms of Section 161 of the Act and in respect of whom the Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 7: Appointment of Shri Pradeep Vishambhar Agrawal as an Independent Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder and Regulation 17 and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Pradeep Vishambhar Agrawal (DIN: 00048699), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 12th November, 2021 in terms of Section 161 of the Act and in respect of whom Company has received a Notice in writing under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a period of three years commencing from 12th November, 2021 up to 11th November, 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 8: Appointment of Shri Ghanshyam Sher as an Independent Director

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder and Regulation 17 and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Ghanshyam Sher (DIN: 09396915), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 12th November, 2021 in terms of Section 161 of the Act, and in respect of whom Company has received a Notice in writing under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a period of three years commencing from 12th November, 2021 up to 11th November, 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 9: Appointment of Dr. (Smt.) Aiswarya Biswal as an Independent Director

To consider and, if thought fit, to pass the following Resolution, as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder and Regulation 17 and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Dr. (Smt.) Aiswarya Biswal (DIN: 09396589), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 12th November, 2021 in terms of Section 161 of the Act, and in respect of whom Company has received a Notice in writing under Section 160 of the Act, proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a period of three years commencing from 12th November, 2021 up to 11th November, 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 10: Appointment of Prof. (Dr.) Bhagwati Prasad Saraswat as an Independent Director

To consider and, if thought fit, to pass the following Resolution, as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder and Regulation 17 and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Prof. (Dr.) Bhagwati Prasad Saraswat (DIN: 09396479), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 12th November, 2021 in terms of Section 161 of the Act and in respect of whom Company has received a Notice in writing under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a period of three years commencing from 12th November, 2021 up to 11th November, 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 11: Appointment of Shri Gopal Krishan Agarwal as an Independent Director

To consider and, if thought fit, to pass the following Resolution, as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“Act”) and the Rules framed thereunder and Regulation 17 and other applicable Regulations of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Shri Gopal Krishan Agarwal (DIN: 00226120), who was appointed by the Board of Directors as an Additional Director of the Company with effect from 12th November, 2021 in terms of Section 161 of the Act and in respect of whom Company has received a Notice in writing under Section 160 of the Act, proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company not liable to retire by rotation, for a period of three years commencing from 12th November, 2021 up to 11th November, 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

By Order of the Board of Directors

Sd/-
(V. Kala)
Company Secretary

Place: Mumbai
Date: 17th March, 2022

Registered Office:

Bharat Bhavan, 4 & 6 Currimbhoy Road, Ballard Estate,
Mumbai 400 001 CIN: L23220MH1952GOI008931 Phone: 2271 3000 / 4000
Email: info@bharatpetroleum.in Website: www.bharatpetroleum.in

Notes:

1. The MCA Circulars has prescribed the process for convening of extraordinary general meetings and passing of Resolutions through Postal Ballot till June 30, 2022 or till such further orders, whichever is earlier due to the Covid-19 Pandemic. The MCA Circulars also provide that the communication of assent / dissent of the members in the Postal Ballot will take place only through e-voting. The requirements provided under Rule 20 of the Rules relating to e-voting shall be applicable mutatis mutandis for passing of Resolutions through Postal Ballot by voting through electronic means (“**remote e-voting**”).
2. For voting through remote e-voting as per the facilities arranged by the Company, Members are requested to read the instructions in the Notes contained in this Notice under the section “Process and manner of e-voting”.
3. The Explanatory Statement pursuant to Sections 102 and 110 of the Act read with applicable Rules made thereunder and Secretarial Standard- 2 on General Meetings (“**SS2**”) stating all material facts and the reasons for the proposal is annexed herewith and forms a part of the Postal Ballot notice.
4. In accordance with the MCA and SEBI Circulars, the Company is sending this Notice for Postal Ballot to the members in electronic form only. Physical copies of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to members for this Postal Ballot. In line with the MCA Circular, Postal Ballot notice will be available on the website of the Company at www.bharatpetroleum.in. The Notice can also be accessed from the websites 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 will also be available on the website of National Securities Depository Limited (NSDL) (agency for providing the remote e-voting facility) i.e., www.evoting.nsdl.com.
5. The Notice is being sent only through electronic mode to those Members whose names appear in the Register of Members / Beneficial Owners as received from NSDL and CDSL as on 11th March 2022 and whose e-mail IDs are registered with the Company / Depositories (NSDL/CDSL). Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form by writing to the RTA of the Company, M/s DSRC at bpcl@dsrc-cid.in with details of folio number and attaching a self-attested copy of PAN card.
6. In accordance with the MCA Circulars, Members can vote only through the remote e-voting process. Members whose names appear on the Register of Members/List of Beneficial Owners as on cut-off date i.e., 11th March 2022 will only be considered for the purpose of e-voting. A person who is not a member as on the cut-off date should treat this notice of Postal Ballot for information purpose only.
7. The remote e-voting period will commence from **9.00 a.m. on Saturday, 19th March 2022**, and ends at **5.00 p.m. on Sunday, 17th April 2022**. The remote e-voting module shall be disabled by NSDL for voting thereafter.
8. The Company has, in compliance with Rule 22 (5) of the Rules, appointed Smt. Ragini Chokshi (C.P. No 1436) Practising Company Secretary (Membership No.: 2390) of Ragini Chokshi & Co. Company Secretaries, as Scrutinizer for conducting the Postal Ballot in a fair and transparent manner.
9. The Scrutinizer after the conclusion of the remote e-voting on 17th April 2022, will submit the Consolidated Scrutinizer's Report within the prescribed time to the Chairman & Managing Director of the Company or any other person authorized by him in writing upon completion of the scrutiny of the votes cast through remote e-voting.
10. The Result of the Postal Ballot will be announced at or before **5.00 p.m. on Tuesday, 19th April 2022** at the Registered Office of the Company at Bharat Bhavan, 4&6

Currimbhoy Road, Ballard Estate, Mumbai 400 001. The results will be uploaded on the Company's website at www.bharatpetroleum.in, website of NSDL www.evoting.nsdl.com and will also be available on the websites of the Stock Exchanges i.e., BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively.

11. Resolutions passed by the members through Postal Ballot are deemed to have been passed as if they have been passed at a General Meeting of the members.
12. The voting rights for Equity Shares are one vote per Equity Share, registered in the name of the members. Voting rights shall be reckoned on the Equity Shares registered in the name of the members as on 11th March 2022.
13. In compliance with Sections 108 and 110 of the Act and the rules made there under, the MCA Circulars and Regulation 44 of the Listing Regulations, the Company has provided the facility to the members to exercise their votes electronically and vote on the Resolutions through the e-voting service facility arranged by NSDL. The instructions for e-voting are provided as part of this Postal Ballot Notice.
14. Members are requested to read the instructions in the Notes under the section "process and manner of e-voting" in this Postal Ballot Notice. Members are requested to cast their vote through the e-voting process not later than 5.00 p.m. IST on 17th April 2022 to be eligible for being considered, failing which it will be strictly considered that no vote has been received from the shareholder.
15. The Resolutions, if passed by the requisite majority shall be deemed to have been passed on 17th April 2022, the last date specified for receipt of votes through the e-voting process.
16. The vote in this Postal Ballot cannot be exercised through proxy.
17. Relevant documents, if any, referred to in this Notice and the Explanatory Statement pursuant to Section 102 of the Act, will be available for inspection via electronic mode from the date of circulation of this Notice upto the last date of remote e-voting. Members seeking to inspect such documents can send an email to ssc@bharatpetroleum.in.
18. Members may send their queries related to items included in the Postal Ballot notice on the email ssc@bharatpetroleum.in from their registered email address, mentioning their name, folio number / DP ID- Client ID as applicable, mobile number, copy of PAN Card.
19. Resolution Nos. 1 to 6 being Ordinary Resolutions shall be declared as passed if the number of votes cast in favour exceeds the votes, if any, cast against the Resolution by members so entitled and voted. Resolution Nos. 7 to 11 being Special Resolutions shall be declared as passed when votes cast in favour are not less than three times the number of votes, if any, cast against the Resolution by members who is so entitled and voted.

The Process and manner of voting by electronic means :-

How do I vote electronically using NSDL e-Voting system?





The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;">  App Store  Google Play </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;">   </div>

Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the ‘initial password’ which was communicated to you. Once you retrieve your ‘initial password’, you need to enter the ‘initial password’ and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and **also "Confirm" when prompted.**
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the Resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to mail@csraginichokshi.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Pallavi Mhatre, Manager, NSDL, 4th Floor, ‘A’ Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400013 at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the Resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to ssc@bharatpetroleum.in.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to ssc@bharatpetroleum.in. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

ANNEXURE TO THE NOTICE OF THE POSTAL BALLOT

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013 read with Rules 22 of the Companies (Management and Administration) Rules, 2014

Item No.1: Approval of Material Related Party Transaction(s) to be entered into with Falcon Oil & Gas B.V. for the Financial Year 2022-23

Falcon Oil & Gas B.V. is a Related Party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations.

The Company is proposing to enter into certain business transactions with Falcon Oil & Gas B.V. for the Financial Year 2022-23. The nature of transactions are in the form of Purchase of Crude Oil from Falcon Oil & Gas B.V. All transaction(s) to be entered into by the Company with Falcon Oil & Gas B.V. are in the ordinary course of business and are on arm's length basis and reviewed and recommended by the Audit Committee/Board for placing it for approval of the shareholders in compliance with of the provisions of the Act/Listing Regulations.

It may be noted that as per the amended definition provided in the explanation to Regulation 23 (1) of Listing Regulations, which is effective 1st April, 2022, a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rs.1,000 Crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Further, all Material Related Party Transactions require prior approval of the Members through a Resolution and no related party shall vote to approve such Resolution whether an entity is a related party to the particular transaction or not

The transaction(s) with Falcon Oil & Gas B.V. for Financial Year 2022-23 are estimated to be Rs.2,800 Crore (Rupees Two Thousand Eight Hundred Crore) and this amount exceeds the threshold limit Rs.1,000 Crore, one of the criteria prescribed above in the amended definition of Material Related Party Transactions and therefore it is a Material Related Party Transaction.

Approval of the Members of the Company is therefore required in terms of Regulation 23 of the Listing Regulations, by way of passing of an Ordinary Resolution to the aforesaid Material Related Party Transactions to be entered for Financial Year 2022-23.

Details to be placed before Members in line with the SEBI Circular are given below:

Sr. No.	Particulars	Remarks
i.	Type, material terms and particulars of the proposed transaction;	As detailed above. All transactions to be entered into are at arm's length.
ii.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Falcon Oil & Gas B.V. is a Joint Venture Company in which BPCL holds 30% of Share Capital through its wholly owned subsidiary company Bharat PetroResources Ltd (BPRL).
iii.	Tenure of the proposed transaction (particular tenure shall be specified);	Recurring Nature and approval is for Financial Year 2022-23.
iv.	Value of the proposed transaction;	Rs.2800 crore

v.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	Less than 1%
vi.	<p>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:</p> <p>i) details of the source of funds in connection with the proposed transaction;</p> <p>ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,</p> <ul style="list-style-type: none"> • nature of indebtedness; • cost of funds; and • tenure. <p>iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and</p> <p>iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT;</p>	Not Applicable
vii.	Justification as to why the RPT is in the interest of the listed entity;	Arrangement is commercially beneficial.
viii.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders.	Not Applicable

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors, accordingly, recommends the passing of the proposed Ordinary Resolution as contained in Item No.1 of the Notice.

The Directors, Key Managerial Personnel or their relatives holding shares of the Company may be deemed to be concerned or otherwise interested in the said Ordinary Resolution only to the extent of their shareholding.

Item No.2: Approval of Material Related Party Transaction(s) to be entered into with Indraprastha Gas Limited for the Financial Year 2022-23

Indraprastha Gas Limited is a Related Party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations.

The Company is proposing to enter into certain business transactions with Indraprastha Gas Limited for the Financial Year 2022-23. The nature of transactions are in the form of Purchase of CNG (including CBG), Facility Charges and Electricity Reimbursement from Indraprastha Gas Limited. All transactions to be entered into by the Company with Indraprastha Gas Limited are in the ordinary course of business and are on arm's length basis and reviewed and recommended by the Audit Committee/Board for placing it for approval of the shareholders in compliance with of the provisions of the Act/Listing Regulations.

It may be noted that as per the amended definition provided in the explanation to Regulation 23 (1) of Listing Regulations, which is effective 1st April, 2022, a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rs.1,000 Crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Further, all Material Related Party Transactions require prior approval of the Members through a Resolution and no related party shall vote to approve such Resolution whether an entity is a related party to the particular transaction or not.

The transactions with Indraprastha Gas Limited for the Financial Year 2022-23 are estimated to be Rs.1,260 Crore (Rupees One Thousand Two Hundred and Sixty Crore) and this amount exceeds the threshold limit Rs.1,000 Crore, one of the criteria prescribed above in the amended definition of Material Related Party Transactions and therefore it is a Material Related Party Transaction.

Approval of the Members of the Company is therefore required in terms of Regulation 23 of the Listing Regulations by way of passing of an Ordinary Resolution to the aforesaid Material Related Party Transactions to be entered for the Financial Year 2022-23.

Details to be placed before Members in line with the SEBI Circular are given below:

Sr. No.	Particulars	Remarks
i.	Type, material terms and particulars of the proposed transaction;	As detailed above. All transactions to be entered into are at arm's length.
ii.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Indraprastha Gas Limited an Associate Company in which BPCL holds 22.50% of Share Capital.
iii.	Tenure of the proposed transaction (particular tenure shall be specified);	Recurring Nature and approval is for Financial Year 2022-23
iv.	Value of the proposed transaction;	Rs.1,260 Crore
v.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	Less than 1%

vi.	<p>If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary:</p> <p>i) details of the source of funds in connection with the proposed transaction;</p> <p>ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments,</p> <ul style="list-style-type: none"> • nature of indebtedness; • cost of funds; and • tenure. <p>iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and</p> <p>iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT;</p>	Not Applicable
vii.	Justification as to why the RPT is in the interest of the listed entity;	Arrangement is commercially beneficial.
viii.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders.	Not Applicable

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors, accordingly, recommends the passing of the proposed Ordinary Resolution as contained in Item No. 2 of the Notice.

The Directors, Key Managerial Personnel or their relatives holding shares of the Company may be deemed to be concerned or otherwise interested in the said Ordinary Resolution only to the extent of their shareholding.

Item No.3: Approval of Material Related Party Transaction(s) to be entered into with Petronet LNG Limited for the Financial Year 2022-23

Petronet LNG Limited is a Related Party of the Company within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the Listing Regulations.

The Company is proposing to enter into certain business transactions with Petronet LNG Limited for the Financial Year 2022-23. The nature of transactions are in the form of

Purchase of LNG at Kochi & Dahej Terminal from Petronet LNG Limited. All transactions to be entered into by the Company with Petronet LNG Limited are in the ordinary course of business and are on arm's length basis and reviewed and recommended by the Audit Committee/Board for placing it for approval of the shareholders in compliance with of the provisions of the Act/Listing Regulations.

It may be noted that as per the amended definition provided in the explanation to Regulation 23 (1) of Listing Regulations, which is effective 1st April 2022, a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds Rs.1,000 Crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower. Further, all Material Related Party Transactions require prior approval of the Members through a Resolution and no related party shall vote to approve such Resolution whether an entity is a related party to the particular transaction or not.

The transactions with Petronet LNG Limited for the Financial Year 2022-23 are estimated to be Rs.7,150 Crore (Rupees Seven Thousand One Hundred and Fifty Crore) and this amount exceeds the threshold limit Rs.1,000 Crore, one of the criteria prescribed above in the amended definition of Material Related Party Transactions and therefore it is a Material Related Party Transaction.

Approval of the Members of the Company is therefore required in terms of Regulation 23 of the Listing Regulations, by way of passing of an Ordinary Resolution to the aforesaid Material Related Party Transactions to be entered for the Financial Year 2022-23.

Details to be placed before Members in line with the SEBI Circular are given below:

Sr. No.	Particulars	Remarks
i.	Type, material terms and particulars of the proposed transaction;	As detailed above. All transactions to be entered into are at arm's length.
ii.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise);	Petronet LNG Limited an Associate Company in which BPCL holds 12.50% of Share Capital.
iii.	Tenure of the proposed transaction (particular tenure shall be specified);	Recurring Nature and approval is for Financial Year 2022-23
iv.	Value of the proposed transaction;	Rs.7,150 Crore
v.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided);	Less than 1%
vi.	If the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary: i) details of the source of funds in connection with the proposed transaction;	Not Applicable

	ii) where any financial indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments, <ul style="list-style-type: none"> • nature of indebtedness; • cost of funds; and • tenure. iii) applicable terms, including covenants, tenure, interest rate and repayment schedule, whether secured or unsecured; if secured, the nature of security; and iv) the purpose for which the funds will be utilized by the ultimate beneficiary of such funds pursuant to the RPT;	
vii.	Justification as to why the RPT is in the interest of the listed entity;	Arrangement is commercially beneficial.
viii.	A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email address of the shareholders.	Not Applicable

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors, accordingly, recommends the passing of the proposed Ordinary Resolution as contained in Item No. 3 of the Notice.

The Directors, Key Managerial Personnel or their relatives holding shares of the Company may be deemed to be concerned or otherwise interested in the said Ordinary Resolution only to the extent of their shareholding.

Item No.4: Appointment of Shri Gudey Srinivas as Director

Shri Gudey Srinivas was appointed as an Additional Director on the Board upon nomination by the Government of India as Government Director, under the provisions of Article 77A of the Articles of Association of the Company read with Section 161 of the Act, effective 13th October 2021, in accordance with the directions of the Government of India.

Pursuant to Regulation 17 of the Listing Regulations effective from 1st January 2022, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders approval is being sought for all directors inducted since 1st January 2022. Additionally, Shareholders approval is also sought for prior appointments of Directors since the last Annual General Meeting (AGM) (i.e. from October to December 2021) as a good corporate practice. Accordingly, approval is being sought for appointment of Shri Gudey Srinivas, as a Director on the Board of the Company u/s 149 and 152 of the Act by way of Postal Ballot.

The Company has received a Notice in writing under Section 160 of the Act, proposing his candidature for the office of the Director.

Shri Gudey Srinivas is a senior IAS officer and holds the post of Additional Secretary & Financial Advisor in Ministry of Petroleum & Natural Gas. He holds a degree of B. Tech in Civil Engineering and M.E. (Civil Engineering) and Management Programme in Public Policy from Indian School of Business. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors accordingly, recommends the passing of the proposed Ordinary Resolution as contained in Item No.4 of the Notice.

Shri Gudey Srinivas is interested in the Resolution to the extent as it concerns his appointment.

None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No.5: Appointment of Shri Sanjay Khanna as Director (Refineries)

Shri Sanjay Khanna was appointed as Additional Director on the Board and as Director (Refineries) of the Company under the provisions of Article 77A of the Articles of Association of the Company effective 22nd February 2022 in accordance with the directions of the Government of India.

Pursuant to Regulation 17 of the Listing Regulations effective from January 1, 2022, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders approval is sought for appointment of Shri Sanjay Khanna, as a Director on the Board of the Company u/s 149 and 152 of the Act by way of Postal Ballot.

The Company has received a Notice in writing under Section 160 of the Act, proposing his candidature for the office of the Director.

Shri Sanjay Khanna is a Chemical Engineer. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors accordingly, recommends the passing of the proposed Ordinary Resolution as contained in Item No.5 of the Notice.

Shri Sanjay Khanna is interested in the Resolution to the extent as it concerns his appointment. None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No.6: Appointment of Shri Suman Billa as Director

Shri Suman Billa was appointed as Additional Director on the Board upon nomination by the Government of India as Government Director, under the provisions of Article 77A of the Articles of Association of the Company read with Section 161 of the Act, effective 16th March 2022 in accordance with the directions of the Government of India.

Pursuant to Regulation 17 of the Listing Regulations effective from 1st January 2022, a listed entity shall ensure that approval of shareholders for appointment of a person on the Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders approval is sought for appointment of Shri Suman Billa, as a Director on the Board of the Company u/s 149 and 152 of the Act by way of Postal Ballot.

The Company has received a Notice in writing under Section 160 of the Act, proposing his candidature for the office of the Director.

Shri Suman Billa is an IAS officer and holds the post of Principal Secretary, (Industries and NORKA), Government of Kerala. He has been a British Chevening Gurukula Scholar at the London School of Economics. He also holds a M.Phil Degree. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors accordingly, recommends the passing of the proposed Ordinary Resolution as contained in Item No.6 of the Notice.

Shri Suman Billa is interested in the Resolution to the extent as it concerns his appointment. None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No.7: Appointment of Shri Pradeep Vishambhar Agrawal as an Independent Director

Shri Pradeep Vishambhar Agrawal was appointed as Additional Director and Independent Director of the Company, under the provisions of Article 77A of the Articles of Association of the Company read with Section 161 of the Act, effective 12th November 2021 for a period of three years up to 11th November 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

Pursuant to Regulation 17& 25 of the Listing Regulations effective from 1st January 2022, a listed entity shall ensure that approval of shareholders by way of Special Resolution for appointment of an Independent Director on Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders approval is being sought for directors inducted since 1st January 2022. Additionally, Shareholders approval is also sought for prior appointments of Directors since the last Annual General Meeting (AGM) (i.e. from October to December 2021) as a good corporate practice. Accordingly, Shareholders approval is sought for appointment of Shri Pradeep Vishambhar Agrawal, as an Independent Director on the Board of the Company u/s 149 read with Schedule IV and 152 of the Act by way of Postal Ballot.

The Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Independent Director.

Shri Pradeep Vishambhar Agrawal fulfills the conditions specified in the Act and the Rules made thereunder and in terms of Listing Regulations for appointment as Independent Director and he is Independent of the management and not liable to retire by rotation pursuant to Section 149(13) read with Section 152 of the Act.

Shri Pradeep Vishambhar Agrawal is a Chartered Accountant and a Company Secretary. His fields of specialisations are Finance, Business, Administration and social activities. Accordingly, he fulfills the criteria of skills and capabilities required on the Board and his association would be beneficial to the Company. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

The Board of Directors accordingly, recommends the passing of the proposed Special Resolution as contained in Item No.7 of the Notice.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

Shri Pradeep Vishambhar Agrawal is interested in the Resolution to the extent as it concerns his appointment. None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Special Resolution.

Item No.8: Appointment of Shri Ghanshyam Sher as an Independent Director

Shri Ghanshyam Sher was appointed as Additional Director and as Independent Director of the Company under the provisions of Article 77A of the Articles of Association of the Company read with Section 161 of the Act, effective 12th November 2021 for a period of three years up to 11th November 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

Pursuant to Regulation 17& 25 of the Listing Regulations effective from 1st January 2022, a listed entity shall ensure that approval of shareholders by way of Special Resolution for appointment of an Independent Director on Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders approval is being sought for all directors inducted since Jan 2022. Additionally, Shareholders approval is also sought for prior appointments of Directors since the last Annual General Meeting (AGM) (i.e. from October to December 2021) as a good corporate practice. Accordingly, Shareholders approval is sought for appointment of Shri Ghanshyam Sher, as an Independent Director on the Board of the Company u/s 149 read with Schedule IV and 152 of the Act by way of Postal Ballot.

The Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Independent Director.

Shri Ghanshyam Sher fulfills the conditions specified in the Act and the Rules made thereunder and in terms of Listing Regulations for appointment as Independent Director and he is Independent of the management and not liable to retire by rotation pursuant to Section 149(13) read with Section 152 of the Act.

Shri Ghanshyam Sher has degree in M.Com, M.A. in Political Science, M.A. in Economics L.L.B. His fields of specialisations are Finance, Legal, Social services and Administration. Accordingly, he fulfills the criteria of skills and capabilities required on the Board and his association would be beneficial to the Company. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors accordingly, recommends the passing of the proposed Special Resolution as contained in Item No.8 of the Notice by Members of the Company.

Shri Ghanshyam Sher is interested in the Resolution to the extent as it concerns his appointment. None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Special Resolution.

Item No.9: Appointment of Dr. (Smt.) Aiswarya Biswal as an Independent Director

Dr. (Smt.) Aiswarya Biswal was appointed as Additional Director and as Independent Director of the Company under the provisions of Article 77A of the Articles of Association of the Company read with Section 161 of the Act, effective 12th November 2021 for a period of three years up to 11th November 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

Pursuant to Regulation 17& 25 of the Listing Regulations effective from 1st January 2022, a listed entity shall ensure that approval of shareholders by way of Special Resolution for appointment of an Independent Director on Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders approval is being sought for all directors inducted since 1st January 2022. Additionally, Shareholders approval is also sought for prior appointments of Directors since the last Annual General Meeting (AGM) (i.e. from October to December 2021) as a good corporate practice. Accordingly, Shareholders approval is sought for appointment of Dr. (Smt.) Aiswarya Biswal, as an Independent Director on the Board of the Company u/s 149 read with Schedule IV and 152 of the Act by way of Postal Ballot.

The Company has received a Notice in writing under Section 160 of the Act proposing her candidature for the office of Independent Director.

Dr. (Smt.) Aiswarya Biswal fulfills the conditions specified in the Act and the Rules made thereunder and in terms of Listing Regulations for appointment as Independent Director and she is Independent of the management and not liable to retire by rotation pursuant to Section 149(13) read with Section 152 of the Act.

Dr. (Smt.) Aiswarya Biswal is a Bachelor of Dental Surgery and masters in Management from University of Liverpool, United Kingdom. She has extensive knowledge and rich experience in social services and administration and management expertise. Accordingly, she fulfills the criteria of skills and capabilities required on the Board and her association would be beneficial to the Company. Her brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors accordingly, recommends the passing of the proposed Special Resolution as contained in Item No.9 of the Notice.

Dr. (Smt.) Aiswarya Biswal is interested in the Resolution to the extent as it concerns her appointment. None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Special Resolution.

Item No.10: Appointment of Prof. (Dr.) Bhagwati Prasad Saraswat as an Independent Director

Prof. (Dr.) Bhagwati Prasad Saraswat was appointed as Additional Director and as Independent Director of the Company under the provisions of Article 77A of the Articles of Association of the Company read with Section 161 of the Act, effective 12th November 2021 for a period of three years up to 11th November 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

Pursuant to Regulation 17& 25 of the Listing Regulations effective from 1st January 2022, a listed entity shall ensure that approval of shareholders by way of Special Resolution for appointment of an Independent Director on Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders approval is being sought for all directors inducted since 1st January 2022. Additionally, Shareholders approval is also sought for prior appointments of Directors since the last Annual General Meeting (AGM) (i.e. from October to December 2021) as a good corporate practice. Accordingly, Shareholders approval is sought for appointment of Prof. (Dr.) Bhagwati Prasad Saraswat, as an Independent Director on the Board of the Company u/s 149 read with Schedule IV and 152 of the Act by way of Postal Ballot.

The Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Independent Director.

Prof. (Dr.) Bhagwati Prasad Saraswat fulfills the conditions specified in the Act and the Rules made thereunder and in terms of Listing Regulations for appointment as Independent Director and he is Independent of the management and not liable to retire by rotation pursuant to Section 149(13) read with Section 152 of the Act.

Prof. (Dr.) Bhagwati Prasad Saraswat has degree in M.Com, (Gold Medalist) and Ph.D in Financial Evolution of Drugs & Pharmaceutical Companies in India. He has extensive knowledge and rich experience in academic and administration. Accordingly, he fulfills the criteria of skills and capability required on the Board and his association would be beneficial to the Company. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors accordingly, recommends the passing of the proposed Special Resolution as contained in Item No.10 of the Notice.

Prof. (Dr.) Bhagwati Prasad Saraswat is interested in the Resolution to the extent as it concerns his appointment. None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Special Resolution.

Item No.11: Appointment of Shri Gopal Krishan Agarwal as an Independent Director

Shri Gopal Krishan Agarwal was appointed as Additional Director and as Independent Director of the Company under the provisions of Article 77A of the Articles of Association of the Company read with Section 161 of the Act, effective 12th November 2021 for a period of three years up to 11th November 2024 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

Pursuant to Regulation 17 & 25 of the Listing Regulations effective from 1st January 2022, a listed entity shall ensure that approval of shareholders by way of Special Resolution for appointment of an Independent Director on Board of Directors is taken at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. Accordingly, Shareholders approval is being sought for all directors inducted since 1st January 2022. Additionally, Shareholders approval is also sought for prior appointments of Directors since the last Annual General Meeting (AGM) (i.e. from October to December 2021) as a good corporate practice. Accordingly, Shareholders approval is sought for appointment of Shri Gopal Krishan Agarwal, as an Independent Director on the Board of the Company u/s 149 read with Schedule IV and 152 of the Act by way of Postal Ballot.

The Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Independent Director.

Shri Gopal Krishan Agarwal fulfills the conditions specified in the Act and the Rules made thereunder and in terms of Listing Regulations for appointment as Independent and he is Independent of the management and not liable to retire by rotation pursuant to Section 149(13) read with Section 152 of the Act.

Shri Gopal Krishan Agarwal is Chartered Accountant. He has done his post-graduation in MA (Economics). He has extensive knowledge and rich experience in Finance and Economics. Accordingly, he fulfills the criteria of skills and capability required on the Board and his association would be beneficial to the Company. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the Members of the Company, upto the last date of the remote e-voting.

The Board of Directors accordingly, recommends the passing of the proposed Special Resolution as contained in Item No.11 of the Notice.

Shri Gopal Krishan Agarwal is interested in the Resolution to the extent as it concerns his appointment. None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Special Resolution.

By Order of the Board of Directors

Sd/-
(V. Kala)
Company Secretary

Place: Mumbai
Date: 17th March 2022

Registered Office:

Bharat Bhavan, P. B. No. 688, 4 & 6 Currimbhoy Road, Ballard Estate,
Mumbai 400 001 CIN: L23220MH1952GOI008931 Phone: 2271 3000 / 4000
Email: info@bharatpetroleum.in Website: www.bharatpetroleum.in

Brief resume of Directors Pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Name	Shri Gudey Srinivas	Shri Pradeep Vishambhar Agrawal	Shri Ghanshyam Sher	Dr. (Smt.) Aiswarya Biswal	Prof. (Dr.) Bhagwati Prasad Saraswat	Shri Gopal Krishan Agarwal	Shri Sanjay Khanna	Shri Suman Billa
Date of Birth	10.08.1966	20.07.1969	01.08.1956	20.11.1979	30.06.1960	01.06.1962	11.05.1969	24.12.1970
Date of first Appointment	13.10.2021	12.11.2021	12.11.2021	12.11.2021	12.11.2021	12.11.2021	22.02.2022	16.03.2022
Qualifications	IAS B. Tech (Civil Engg). M.E. (Civil Engg). Management Programme in Public Policy from Indian School of Business.	Fellow member of the Institute of Chartered Accountants of India and member of the Institute of Company Secretaries of India	M.Com. M.A. (Political Science). M.A. (Economics). L.L.B.	Bachelor of Dental Surgery. Masters in Management from University of Liverpool, United Kingdom.	M.Com (Gold Medalist). Ph.D in Financial Evolution of Drugs & Pharmaceutical Companies in India.	Fellow member of the Institute of Chartered Accountants of India M.A (Economics) B.com (Hons).	B.Tech, Chemical Engineering, Post Graduate in Finance Management from Mumbai University	IAS M Phil, British Chevening Gurukula Scholar at the London School of Economics.
Experience in specific functional areas	He is Additional Secretary & Joint Advisor, Ministry of Petroleum & Natural Gas. In Central Government, he has worked as Joint Secretary and Director, Ministry of Mines and PS to Minister of State for Rural Development. In the State Government of Odisha, he has worked as Principal Secretary/Secretary to Commerce, Transport and Civil Aviation, Labour, Steel	He is specialized in the fields of Finance, Business and Administration. He is a Managing Director in a pharmaceutical company and is in the Board of various other companies. He is also engaged in social activities and is a Director in two Section 8 Companies. He also acts as Trustee of various Trusts.	He is specialized in the fields of Finance, Legal and Social Service. He has gained administrative experience through various public associations. He has been honored with various awards by renowned personalities.	She has been actively involved in many philanthropic work especially in Indian diaspora of U.K. and in India as well. She is also associated with various cultural, social and literary organizations worldwide. She is a well-known columnist and has been contributing her articles in various journals and newspapers both nationally and regionally. She is a bilingual poet and has written two books. She	He was a Dean and Head of Faculty of Commerce/Department of Commerce, Maharshi Dayanand Saraswati University, Ajmer and has teaching experience of more than 38 years. He has held various academic and administrative responsibilities during his academic career such as Director of Center for Entrepreneurship & Small Business Management,	He is Economic thinker and writes extensively for newspapers, financial journals and delivers lectures in seminars & conferences. He was a Member of Board of Governors at the Indian Institute of Corporate Affairs (IICA) and a member of the Task Force on MSME of the Ministry of Finance. He was also Director on the Boards of Bank of Baroda & North Eastern Electric Power Co.	He has over 30 years of experience in Refineries operations, Technical Services etc. and had been instrumental in conceptualizing and setting up of new plants and commissioning several units in Refineries at Mumbai and Numaligarh. He was also heading BPCL Kochi Refinery in the past two years.	He has been appointed as Principal Secretary, Industries & Non-Resident Keralites' Affairs in the Government of Kerala. Prior to this assignment he was Director, Technical Cooperation & Silk Road at the United Nations World Tourism Organization in Madrid, Spain. Among the other positions he has held are Joint Secretary in the Ministry of Tourism, Government of India, Secretary, Kerala Tourism, Commissioner, Commercial Taxes, Secretary, Food & Civil Supplies, District Collector, Palghat and

Brief resume of Directors Pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Name	Shri Gudey Srinivas	Shri Pradeep Vishambhar Agrawal	Shri Ghanshyam Sher	Dr. (Smt.) Aiswarya Biswal	Prof. (Dr.) Bhagwati Prasad Saraswat	Shri Gopal Krishan Agarwal	Shri Sanjay Khanna	Shri Suman Billa
Experience in specific functional areas	and Mines Departments. He has also worked in the field postings as Revenue Divisional Commissioner, Collector, District Magistrate, Sub-Divisional Magistrate in Government of Odisha. He was Managing Director, Markfed, Project Director, ICDS in the undivided State Government of Andhra Pradesh while on deputation. He was also on the Boards of Hindustan Copper Limited, Hindustan Zinc Limited, Bharat Aluminium Company Limited and Orissa Rail Infrastructural Development Limited.			was the former editor of Odisha Society of United Kingdom journal as well.	Maharshi Dayanand Saraswati University, , Joint Conference Secretary, Controller of Examination organized by Indian Commerce Association, Coordinator of various exams, Registrar of Maharshi Dayanand Saraswati University, Ajmer, Member of Board of management and selection committees of various Universities. He has published various books and papers and has presented his papers in various prestigious conferences/seminars . He has also been editor of academic bodies of journals.	Ltd In addition, he was also government nominee on the Central Council of the Institute of Company Secretaries of India (ICSI). He is an Independent director on the Board of ICSI (IIP). He is a Trustee of India Policy Foundation and Dr. Mookherjee Smriti Nyas, (think tanks). He has initiated various public welfare projects like Jaladhikar Foundation, Nagrik Manch, Shree Jee Gausadan, Milk Cooperative Movement etc.		Director, Kerala Tourism. He has also served as Private Secretary to the Ministers of State in the Ministries of External Affairs and Defence.

Brief resume of Directors Pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Name	Shri Gudey Srinivas	Shri Pradeep Vishambhar Agrawal	Shri Ghanshyam Sher	Dr. (Smt.) Aiswarya Biswal	Prof. (Dr.) Bhagwati Prasad Saraswat	Shri Gopal Krishan Agarwal	Shri Sanjay Khanna	Shri Suman Billa
Directorship held in other Companies	1. Food Corporation of India	1. Vital Care Pvt Ltd 2. Interpharm Biotech Private Limited 3. Shine Pharmaceuticals Limited 4. Bhoomi Medicaments Limited 5. Vadodara Smile Foundation 6. Shashvat Vikas Prabodhan Parishad	Nil	Nil	Nil	1. Genuine Creations Private Limited 2. Jaladhikar Foundation 3. Professional Data System Private Limited 4. Gangotri Overseas Private Limited 5. ICSI Institute of Insolvency Professionals	1. Bharat Oman Refineries Ltd	1. Malabar Cements Limited 2. Overseas Keralites Investments and Holdings Limited 3. INKEL Ltd 4. Kerala State Industrial Development Corporation Limited
Relationship with other Directors & KMP	None	None	None	None	None	None	None	None
Listed Entities from which the person has resigned the directorship in the past three years	None	None	None	None	None	None	None	None

Brief resume of Directors Pursuant to Section 102 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014

Name	Shri Gudey Srinivas	Shri Pradeep Vishambhar Agrawal	Shri Ghanshyam Sher	Dr. (Smt.) Aiswarya Biswal	Prof. (Dr.) Bhagwati Prasad Saraswat	Shri Gopal Krishan Agarwal	Shri Sanjay Khanna	Shri Suman Billa
Membership/Chairman-ships of Board Committees	Member-BPCL 1. Corporate Social Responsibility Committee 2. Nomination & Remuneration Committee	Member: BPCL 1. Audit Committee 2. Project Evaluation Committee 3. BPCL Trust for Investment in Shares Committee	Member: BPCL 1. Audit Committee 2. Stakeholders' Relationship Committee 3. Sustainable Development Committee	Member : BPCL 1. Stakeholders' Relationship Committee- 2. Corporate Social Responsibility Committee 3. Nomination & Remuneration Committee 4. Sustainable Development Committee	Chairman: BPCL 1. Nomination & Remuneration Committee Member: BPCL 2. Audit Committee 3. BPCL Trust for Investment in Shares Committee	Chairman: BPCL 1. Audit Committee Member: BPCL 2. Stakeholders' Relationship Committee-BPCL 3. Risk Management Committee	Member : BPCL 1. Risk Management Committee 2. Sustainable Development Committee 3. Standing Committee of the Board for JVC Matters 4. Standing Committee of the Board for Tenders	Member : BPCL 1. Corporate Social Responsibility Committee 2. Project Evaluation Committee 3. Standing Committee of the Board for release of flats.
No. of Board Meetings attended during the financial year 2021-22 (till the date of issue of this Notice of Postal Ballot)	5	4	4	4	4	4	NA	NA
No. of shares held in BPCL	Nil	Nil	Nil	Nil	Nil	Nil	7525 Equity shares	Nil