

NOTICE TO THE MEMBERS

Notice is hereby given that the 65th Annual General Meeting of the Members of Bharat Petroleum Corporation Limited will be held in the Y.B. Chavan Auditorium, Yashwantrao Chavan Pratishthan, General Jagannathrao Bhosale Marg, Mumbai 400 021, on Tuesday, 11th September, 2018, at 10.30 a.m. to transact the following Ordinary and Special Business:

A. Ordinary Business

- 1) To receive, consider and adopt (a) the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2018 (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2018; and the Reports of the Board of Directors, the Statutory Auditors and the Comments of the Comptroller & Auditor General of India thereon.
- 2) To confirm the payment of Interim Dividend on Equity Shares and to declare Final Dividend on Equity Shares for the Financial Year ended 31st March, 2018.
- 3) To appoint a Director in place of Shri Ramamoorthy Ramachandran, Director (DIN: 07049995), who retires by rotation and being eligible, offers himself for re-appointment.
- 4) To authorize the Board of Directors of the Company to fix the remuneration of the Joint Statutory Auditors of the Company for the Financial Year 2018-19 in terms of the provisions of Section 139(5) read with Section 142 of the Companies Act, 2013 and to consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to decide and fix the remuneration of the Joint Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India for the Financial Year 2018-19, as may be deemed fit by the Board.”

B. Special Business

5) Appointment of Smt. Jane Mary Shanti Sundharam as an Independent Director

To consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, read with Schedule IV of the Companies Act, 2013, as amended from time to time, Smt. Jane Mary Shanti Sundharam (DIN: 06536055), who was appointed by the Board of Directors as an Additional Director with effect from 21st September, 2017 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 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 21st September, 2017 up to 20th September, 2020 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.”

6) Appointment of Shri Vinay Sheel Oberoi as an Independent Director

To consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, read with Schedule IV of the Companies Act, 2013, as amended from time to time, Shri Vinay Sheel Oberoi (DIN: 07943886), who was appointed by the Board of Directors as an Additional Director with effect from 21st September, 2017 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 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 21st September, 2017 up to 20th September, 2020 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.”

7) **Appointment of Dr. (Smt.) TAMILISAI Soundararajan as an Independent Director**

To consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, read with Schedule IV of the Companies Act, 2013, as amended from time to time, Dr. (Smt.) TAMILISAI Soundararajan (DIN: 07949616), who was appointed by the Board of Directors as an Additional Director with effect from 28th September, 2017 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 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 28th September, 2017 up to 27th September, 2020 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.”

8) **Appointment of Shri Rajiv Bansal as Director**

To consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder as amended from time to time, Shri Rajiv Bansal (DIN:00245460), who was appointed by the Board of Directors as an Additional Director with effect from 28th November, 2017 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 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.”

9) **Appointment of Shri Padmakar Kappagantula as Director (Human Resources)**

To consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder as amended from time to time, Shri Padmakar Kappagantula (DIN:08021800), who was appointed by the Board of Directors as an Additional Director and Director (Human Resources) with effect from 1st February, 2018 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director (Human Resources) of the Company, liable to retire by rotation, on terms and conditions as determined by the Government of India.”

10) **Appointment of Dr. Ellangovan Kamala Kannan as Director**

To consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder as amended from time to time, Dr. Ellangovan Kamala Kannan (DIN:05272476), who was appointed by the Board of Directors as an Additional Director with effect from 20th March, 2018 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Companies Act, 2013 and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013 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.”

11) **Approval of Private Placement of Non-Convertible Bonds/Debentures and/ or other Debt Securities**

To consider and, if thought fit, to pass the following Resolution, with or without modification(s), as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of Section 42, 71 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), including Securities and Exchange Board of India (Issue & Listing of Debt Securities) Regulations, 2008, as amended from time to time and other applicable Securities and Exchange Board of India Regulations and Guidelines, the provisions of the Memorandum and Articles of Association of the Company and subject to the receipt of necessary approvals as may be applicable and such other permissions and sanctions, as may be necessary, including the approval of any long term lenders and trustees of Debenture Holders, and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such permissions and sanctions which may be agreed to by the Board of Directors of the Company (“Board”) or any duly constituted Committee of the Board or such other authority as may be approved by the Board, consent of the Company be and is hereby accorded to raise funds through Private Placement of Unsecured/Secured Non-Convertible Bonds/Debentures including but not limited to subordinated Bonds/Debentures and/or other debt securities etc. during the period of one year from the date of passing of the Special Resolution by the Members, within the overall borrowing limits of the Company, as may be approved by the Members from time to time in one or more tranches, to such person or persons, who may or may not be the Bond/Debenture holders of the Company, as the Board (or duly constituted Committee of the Board or such other authority as may be approved by the Board) may at its sole discretion decide, including eligible investors (whether residents and/or non-residents and/or institutions/incorporated bodies and/or individuals and/or trustees and/or banks or otherwise, in domestic and/or one or more international markets) viz. Non-resident Indians, Foreign Institutional Investors (FIIs), Venture Capital Funds, Foreign Venture Capital Investors, State Industrial Development Corporations, Companies, private or public or other entities, authorities and to such other persons in one or more combinations thereof, at such terms as may be determined under the guidelines as may be applicable, and on such terms and conditions as may be finalized by the Board or any duly constituted Committee of the Board or such other authority as may be approved by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to Private Placement of Unsecured/Secured Non-Convertible Bonds/Debentures including but not limited to subordinated Bonds/Debentures and/or other debt securities etc., the Board or any duly constituted Committee of the Board or such other authority as approved by the Board be and is hereby authorised to determine the terms of the Issue, including the class of investors to whom the Bonds/Debentures are to be allotted, the number of Bonds/Debentures to be allotted in each tranche, issue price, tenor, interest rate, premium/discount to the then prevailing market price, amount of issue, discount to issue price to a class of Bond/Debenture holders, listing, issuing any declaration/undertaking etc. required to be included in the Private Placement Offer Letter and any other regulatory requirement for the time being in force and to do all such acts, things and deal with all such matters to take all such steps as may be necessary and to sign and execute any deeds, documents, undertakings and agreements as may be required in this regard.”

12) **Approval of Material Related Party Transactions**

To consider and, if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Regulation 23 and other applicable Regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, (“Regulations”) approval of the Company be and is hereby accorded for the contracts, arrangements and transactions entered into and/or to be entered into with Bharat Oman Refineries Limited, a Joint Venture Company and a Related Party under Section 2(76) of the Companies Act, 2013 and the Regulations for transfer or receipt of products, goods, materials, services or other resources and obligations for the Financial Year 2017-18 and subsequent Financial Years exceeding ten percent of the annual consolidated turnover of the Company, as per the last audited financial statements of the Company relevant for the respective Financial Years on such terms and conditions as may be mutually agreed between the Company and Bharat Oman Refineries Limited;

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorised to decide upon the nature and value of the products, goods, materials, services or other resources and obligations to be transacted with Bharat Oman Refineries Limited and to do and perform all such acts, deeds, matters and things as may be considered necessary, desirable or expedient for giving effect to this Resolution.”

13) Approval of Remuneration of the Cost Auditors for the Financial Year 2018-19

To consider and if thought fit, to pass the following Resolution, with or without modification(s), as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 as amended from time to time, the Cost Auditors viz. M/s. ABK & Associates, Cost Accountants, Mumbai and M/s Bandyopadhyaya Bhaumik & Co., Cost Accountants, Mumbai, appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the Financial Year ending 31st March, 2019 be paid the remuneration as set out below:

Name of the Cost Auditor	Activities / Location	Audit Fees (₹)
M/s. ABK & Associates, Mumbai (Lead Auditor)	BPCL's activities where cost records are to be maintained including Refineries, product pipelines, etc. (other than Lubricants)	2,20,000/- plus applicable taxes and reimbursement of out-of-pocket expenses
M/s. Bandyopadhyaya Bhaumik & Co., Mumbai	Lube Oil Blending Plants: Wadilube; Tondiarpet; Budge Budge and Loni	1,00,000/- plus applicable taxes and reimbursement of out-of-pocket expenses

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

By Order of the Board of Directors

Sd/-
(M. Venugopal)
Company Secretary

Place: Mumbai
Date: 08.08.2018

Registered Office:

Bharat Bhavan, P. B. No. 688, 4 & 6 Currimbhoy Road, Ballard Estate,
Mumbai 400 001 CIN: L23220MH1952GOI008931 Phone: 2271 3000 / 4000
Fax: 2271 3874 email: info@bharatpetroleum.in Website: www.bharatpetroleum.in

Notes :

1. Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 in respect of the items of Special Business are annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** The instrument appointing a proxy should be deposited at the Registered Office of the Company not less than forty eight hours before the commencement of the meeting.
3. A person shall act as proxy for only 50 members and holding in the aggregate of not more than 10 percent of the total share capital of the Company carrying voting rights. A Member holding more than 10 percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday, 4th September, 2018 to Tuesday, 11th September, 2018 (both days inclusive) for the purpose of payment of dividend on equity shares for the year ended 31st March, 2018, if declared at the Annual General Meeting as under:
 - a) To all Beneficial Owners in respect of shares held in electronic form as per the data to be made available by NSDL/CDSL as of the close of business hours on 3rd September, 2018.



- b) To all Members in respect of shares held in physical form after giving effect to transfer in respect of valid share transfer requests lodged with the Company/Registrar & Share Transfer Agent (RTA) viz., Data Software Research Co. Pvt. Ltd. as of the close of business hours on 3rd September, 2018.
5. All the documents referred to in the Notice and Explanatory Statements shall be open for inspection at the Registered Office of the Company on all working days during business hours up to the date of the Meeting.
 6. As required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a brief resume of persons seeking appointment/re-appointment as Directors under Item No. 3,5,6,7,8,9 and 10 of the Notice, are attached.
 7. As per the provisions of Section 72 of the Companies Act 2013, facility for making nomination is available to individuals holding shares in the Company. Members holding shares in physical form may obtain the Nomination Form from the Company's Secretarial Department at its Registered Office or its RTA or can download the form from the Company's website viz. www.bharatpetroleum.in. Members holding shares in electronic form have to approach their Depository Participants (DPs) for completing the nomination formalities.
 8. In line with the measures of Green Initiatives, Companies Act, 2013 provides for sending Notice of the meeting and other Member correspondences through electronic mode. Members holding shares in physical mode are requested to register their e-mail IDs with the Company/RTA. Members holding shares in dematerialised mode are requested to register their e-mail IDs with their respective DPs. If there is any change in the e-mail ID already registered with the Company/RTA, Members are requested to immediately notify such change to the Company/RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
 9. **Usage of electronic payment modes for making cash payments to the investors:** As per SEBI circular, Members holding shares in electronic form/dematerialised mode are requested to provide the bank particulars to Depository Participants/Depositories which will be used by the RTA and Company for payment of dividend. In cases where either the bank details as MICR (Magnetic Ink Character Recognition), IFSC (Indian Financial System Code), etc. required for making electronic payment are not available or the electronic payment instructions have failed or have been rejected by the bank, RTA and Company will use physical payment instructions for payment of dividend to these Members with printing the bank account details of the Members wherever applicable. Members who hold physical shares may provide updated bank details to Registrar and Share Transfer Agent (Data Software Research Co. Pvt. Ltd. 19, Pycrofts Garden Lane, Off. Haddows Road, Nungambakkam, Chennai - 600 006 Ph: +91-44-2821 3738 / 2821 4487, Fax: 91-44-2821 4636, Email : bpcl@dsrc-cid.in) to maintain the information required.
 10. The unclaimed dividends of BPCL and erstwhile Kochi Refineries Limited (KRL) for the Financial Years up to 1993-94 have been transferred by the Companies to the General Revenue Account of the Central Government, which can be claimed by the Members from the Office of the Registrar of Companies at Mumbai and Kochi, respectively.
 11. a) Pursuant to Section 205A(5) and Section 205C of the Companies Act, 1956, and Section 124 and 125 of the Companies Act, 2013, any amount of dividend remaining unpaid or unclaimed for a period of seven years from the date of its transfer to the Unpaid Dividend Account of the Company was required to be transferred to the Investor Education & Protection Fund (IEPF) established by the Central Government. Accordingly, the unclaimed dividends for the Financial Years from 1994-95 to 2009-10 have been transferred to the said Fund, and no claim shall lie against the Company, for the amount of dividend so transferred.
 - b) In terms of Section 124(6) of the Companies Act, 2013, read with the IEPF Rules as amended, all the shares in respect of which dividend has remained unpaid/unclaimed for seven consecutive years or more are required to be transferred to an IEPF Demat Account. Accordingly, shares in respect of unclaimed dividend for the financial year 2009-10 have been transferred to an IEPF Demat Account. In the event of transfer of shares and the unclaimed dividends to IEPF, members are entitled to claim the same from IEPF by submitting an online application in the prescribed Form IEPF-5 available on the website www.iepf.gov.in and sending a physical copy of the same duly signed to the Company along with the requisite documents enumerated in the Form IEPF-5. Members can file only one consolidated claim in a financial year as per the IEPF Rules.

- c) Members of BPCL who have not yet encashed their dividend warrant(s) for the Financial Year 2010-11 or dividend warrants(s) for any subsequent financial years are requested to make their claims without any delay to the Registrar & Share Transfer Agent/Company. It may be noted that the unclaimed amount of dividend for the Financial Year ended 31.3.2011 becomes due for transfer to IEPF Authority on 22.10.2018. It may please be noted that if no claim/application is received by the Company or the Company's RTA for the Financial Year 2010-11 before the said date, the Company will be compelled to transfer the underlying shares to the IEPF.
- d) SEBI has advised that securities of listed companies can be transferred only in dematerialised form from 5.12.2018. Accordingly, members are advised to dematerialise shares held by them in physical form at the earliest.

Instructions for Voting through electronic means:

1. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide Members the facility to exercise their right to vote on the Resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through such e-voting services.

The facility of casting the votes by the Members using an electronic voting system from a place other than the venue of the Annual General Meeting ("remote e-voting") will be provided by National Securities Depository Limited (NSDL). Instructions for remote e-voting are given herein below. Resolution(s) passed by Members through remote e-voting are deemed to have been passed as if they have been passed at the Annual General Meeting.

2. The facility for voting through electronic voting system at the Annual General Meeting for Members attending the Annual General Meeting, who have not already cast their vote by remote e-voting, is available.
3. Member(s) can opt for remote e-voting at the Annual General Meeting. A Member may participate in the Annual General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the Annual General Meeting.
4. The remote e-voting period commences on **Thursday, 6th September, 2018 (9:00 a.m.)** and ends on **Monday, 10th September 2018 (5:00 p.m.)**. During this period, Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date of Tuesday, 4th September, 2018 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on the Resolution is cast by the Member, the Member shall not be allowed to change it subsequently or cast his vote again.

5. The instructions to Members for e-voting are as under:

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

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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

Details on Step 1 are mentioned below:

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

1. Visit the e-Voting website of NSDL. Open the 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 the e-Voting system is launched, click on the icon "Login" which is available under the 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password 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.	Event Number (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. Your password details are given below:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- If you are using the 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.
- How to retrieve your 'initial password'?
 - 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'.
 - If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- 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.
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
- If you are still unable to get the password by the 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.

7. After entering your password, click on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, click on the "Login" button.

9. Then, the Home page of e-Voting will open.

Details on Step 2 are given below:

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. You will now be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of the company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting the 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.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take a printout of the votes cast by you by clicking on the print option on the confirmation page.
8. 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 a 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 bpclagm2018@dholakia-associates.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 to 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 the toll free number.: 1800-222-990 or send a request to evoting@nsdl.co.in

Other Instructions:

- i) You can also update your mobile number and email id in the user profile details of the folio which may be used for sending future communication.
- ii) The voting right of Members shall be in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date of **Tuesday, 4th September 2018**. A person, whose name is recorded in the register of Members or in the register of Beneficial Owners maintained by the Depositories as on the cut-off date of **Tuesday, 4th September 2018** only shall be entitled to avail of the facility of remote e-voting at the Annual General Meeting.
- iii) Any person, who acquires shares of the Company and becomes a Member of the Company after dispatch of Notice and holding shares as on the cut-off date i.e. **Tuesday, 4th September 2018**, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or bpcl@dsr-cid.in
- iv) Shri Bhumitra V Dholakia, Designated Partner (C.P. No. 507) or Shri Nrupang B Dholakia, Designated Partner (C.P. No. 12884) from Dholakia & Associates LLP., Practising Company Secretaries have been appointed as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner.
- v) The Chairman shall, at the Annual General Meeting, at the end of discussion on the Resolutions on which voting is to be held, allow voting with the assistance of the Scrutinizer, by use of remote e-voting for all those Members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.

- vi) The Scrutinizer will, immediately after the conclusion of voting at the Annual General Meeting, first unblock the votes cast through remote e-voting in the presence of at least two witnesses, not in the employment of the Company and shall make available, not later than forty eight hours of conclusion of the meeting, a Consolidated Scrutinizer's Report of the total votes cast in favour of, or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of voting.
- vii) The results declared along with the Report of the Scrutinizer shall be placed on the Company's website www.bharatpetroleum.in and on the website of NSDL www.evoting.nsdl.com immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

ANNEXURE TO THE NOTICE

Explanatory Statement Pursuant to Section 102 of the Companies Act, 2013:

Item No. 5: Appointment of Smt. Jane Mary Shanti Sundharam as an Independent Director

Smt. Jane Mary Shanti Sundharam was appointed as Additional Director on the Board and as Independent Director of the Company under the provisions of Article 77A of the Articles of Association of the Company, effective 21.09.2017 for a period of three years up to 20.09.2020 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

Smt. Jane Mary Shanti Sundharam, being Additional Director holds office up to the date of the ensuing Annual General Meeting. The Company has received a Notice in writing under Section 160 of the Act proposing her candidature for the office of Independent Director to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

Smt. Jane Mary Shanti Sundharam has given a declaration to the Board that she meets the criteria of Independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, she fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder 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 Companies Act, 2013.

In compliance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, the appointment of Smt. Jane Mary Shanti Sundharam as Independent Director is now placed before the Members at the General Meeting for approval.

A copy of the letter of appointment as Independent Director setting out the terms and conditions is available for inspection by the Members at the Registered Office of the Company.

Smt. Jane Mary Shanti Sundharam has a degree in M.A. (English Literature), M.Phil. in Public Administration. She belongs to the 1977 batch of Indian Revenue Service (I.R.S.) (Indian Customs and Central Excise Services). She has attended seven out of the eight Board meetings held after her appointment during the financial year 2017-18. Her brief resume containing her age, qualifications, expertise etc. is annexed herewith.

The Board accordingly recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

Smt. Jane Mary Shanti Sundharam is interested in the Resolution to the extent as it concerns her appointment. No other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No. 6: Appointment of Shri Vinay Sheel Oberoi as an Independent Director

Shri Vinay Sheel Oberoi was appointed as Additional Director on the Board and as Independent Director of the Company under the provisions of Article 77A of the Articles of Association of the Company, effective 21.09.2017 for a period of three years up to 20.09.2020 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

Shri Vinay Sheel Oberoi, being Additional Director holds office up to the date of the ensuing Annual General Meeting. The Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Independent Director to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

Shri Vinay Sheel Oberoi has given a declaration to the Board that he meets the criteria of Independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, he fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder 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 Companies Act, 2013.

In compliance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, the appointment of Shri Vinay Sheel Oberoi as Independent Director is now placed before the Members at the General Meeting for approval.

A copy of the letter of appointment as Independent Director setting out the terms and conditions is available for inspection by the Members at the Registered Office of the Company.

Shri Vinay Sheel Oberoi has a degree in M.A. (Economics) from University of Delhi with first division. He belongs to the 1979 batch of IAS. He has attended all the eight Board meetings held post his appointment during the financial year 2017-18. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

The Board accordingly recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

Shri Vinay Sheel Oberoi is interested in the Resolution to the extent as it concerns his appointment. No other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No. 7: Appointment of Dr. (Smt.) TAMILISAI Soundararajan as an Independent Director

Dr. (Smt.) TAMILISAI Soundararajan was appointed as Additional Director on the Board and as Independent Director of the Company under the provisions of Article 77A of the Articles of Association of the Company, effective 28.09.2017 for a period of three years up to 27.09.2020 or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

Dr. (Smt.) TAMILISAI Soundararajan, being Additional Director holds office up to the date of the ensuing Annual General Meeting. The Company has received a Notice in writing under Section 160 of the Act proposing her candidature for the office of Independent Director to be appointed as such under the provisions of Section 149 of the Companies Act, 2013.

Dr. (Smt.) TAMILISAI Soundararajan has given a declaration to the Board that she meets the criteria of Independence as provided under Section 149(6) of the Companies Act, 2013. In the opinion of the Board, she fulfils the conditions specified in the Companies Act, 2013 and the Rules made thereunder 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 Companies Act, 2013.

In compliance with the provisions of Section 149 read with Schedule IV of the Companies Act, 2013, the appointment of Dr. (Smt.) TAMILISAI Soundararajan as Independent Director is now placed before the Members at the General Meeting for approval.

A copy of the letter of appointment as Independent Director setting out the terms and conditions is available for inspection by the Members at the Registered Office of the Company.

Dr. (Smt.) TAMILISAI Soundararajan holds a degree in M.B.B.S and Post Graduation in Gynecology. She has attended six out of the eight Board meetings held after her appointment during the financial year 2017-18. Her brief resume containing her age, qualifications, expertise etc. is annexed herewith.

The Board accordingly recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

Dr. (Smt.) TAMILISAI Soundararajan is interested in the Resolution to the extent as it concerns her appointment. No other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No. 8: Appointment of Shri Rajiv Bansal as Director

Shri Rajiv Bansal 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 Companies Act, 2013, effective 28.11.2017 in accordance with the directions of the Government of India.

Shri Rajiv Bansal, being an Additional Director, holds office up to the date of the ensuing Annual General Meeting. The Company has received a Notice in writing along with the deposit of requisite amount under Section 160 of the Act proposing his candidature.

Shri Rajiv Bansal is a senior IAS officer and holds the post of Additional Secretary & Financial Advisor in MoPNG, Government of India. He holds a degree in Civil Engineering from IIT, Delhi, Diploma in Finance from ICFAI, Hyderabad and Executive Masters in International Business from IIFT, Delhi. He has attended five out of the six Board meetings held after his appointment during the financial year 2017-18. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

The Board accordingly recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

Shri Rajiv Bansal is interested in the Resolution to the extent as it concerns his appointment. No other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No. 9: Appointment of Shri Padmakar Kappagantula as Director (Human Resources)

Shri Padmakar Kappagantula was appointed as Additional Director on the Board and as Director (Human Resources) of the Company under the provisions of Article 77A of the Articles of Association of the Company effective 01.02.2018 in accordance with the directions of the Government of India.

Shri Padmakar Kappagantula, being an Additional Director, holds office up to the date of the ensuing Annual General Meeting. The Company has received a Notice in writing along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature.

Shri Padmakar Kappagantula has a Masters degree in HR from Tata Institute of Social Sciences. His brief resume containing his age, qualifications, expertise etc. is annexed herewith. He has attended all three Board meetings held post his appointment during the financial year 2017-18. The Board accordingly recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

Shri Padmakar Kappagantula is interested in the Resolution to the extent as it concerns his appointment. No other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No. 10: Appointment of Dr. Ellangovan Kamala Kannan as Director

Dr. Ellangovan Kamala Kannan 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 Companies Act, 2013, effective 20.03.2018 in accordance with the directions of the Government of India.

Dr. Ellangovan Kamala Kannan, being an Additional Director, holds office up to the date of the ensuing Annual General Meeting. The Company has received a Notice in writing along with the deposit of requisite amount under Section 160 of the Act proposing his candidature.

Dr. Ellangovan Kamala Kannan is a senior IAS officer and holds the post of Principal Secretary, Government of Kerala. He also has a PhD from IIT, Madras and MS from Bangalore Medical College. He has attended one Board meeting held post his appointment during the financial year 2017-18. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

The Board accordingly recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

Dr. Ellangovan Kamala Kannan is interested in the Resolution to the extent as it concerns his appointment. No other Directors or Key Managerial Personnel or their relatives have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No.11: Approval of Private Placement of Non-Convertible Bonds/Debentures and/ or other Debt Securities

As per provisions of Section 42, 71 of the Companies Act, 2013 read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014 and Rule 18 of the Companies (Share Capital and Debentures) Rules, 2014, a Company shall not make a Private Placement of its securities unless the proposed offer of securities or invitation to subscribe to securities has been previously approved by the Members of the Company by a Special Resolution for each of the offers or invitations. However, in case of offer or invitation for “non-convertible debentures”, it shall be sufficient if the Company passes a previous Special Resolution only once a year for all the offers or invitations for such debentures during the year. Non-Convertible Debentures (NCDs) and including subordinated debentures, bonds etc. issued on private placement basis constitute a significant source of borrowings for the Company. In view of the requirements and to meet the provisions of Section 42 of the Companies Act, 2013 read with applicable Rules, Private Placement of Unsecured/Secured Non Convertible Bonds/ Debentures including but not limited to subordinated Bonds/Debentures and/or other debt securities etc. during the period of one year from the date of passing the Special Resolution by the Members, within the overall borrowing limits of the Company, as approved by the Members, to such person or persons, from time to time in one or more tranches, require approval of the Members of the Company by way of a Special Resolution. Further, the Board of Directors of the Company (the “Board”) or any duly constituted Committee of the Board or such other authority as may be approved by the Board, shall be authorised to determine the terms of the Issue, including the class of investors to whom the Bonds/Debentures are to be allotted, the number of Bonds/Debentures to be allotted in each tranche, issue price, tenor, interest rate, premium/discount to the prevailing market price, amount of issue, discount to issue price to class of Bonds/Debentures holders, listing, issuing any declaration/undertaking etc. required to be included in the Private Placement Offer Letter and any other Regulatory requirement for the time being in force.

The Board accordingly recommends the passing of the proposed Special Resolution by Members of the Company as contained in the Notice.

None of the Directors or Key Managerial Personnel or their relatives in are any way concerned or interested financially or otherwise, in passing of the said Special Resolution.

Item No. 12: Approval of Material Related Party Transactions

Bharat Oman Refineries Limited (BORL) is a Joint Venture Company between Bharat Petroleum Corporation Limited (BPCL) and Oman Oil Company (OOC). The present shareholding of the Company as on 31.03.2018 is 50% each by BPCL and OOC. BORL is a related party within the meaning of Section 2(76) of the Companies Act, 2013 and Regulation 23(1) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”).

In terms of the Listing Regulations, the contracts, arrangements and transactions relating to transfer or receipt of products, goods, materials, services, other resources and obligations with BORL are material in nature if the transactions entered into or to be entered into individually or taken together with previous transactions during the financial year exceeds ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company. Accordingly, the contracts, arrangements and transactions with BORL require the approval of Members of the Company through Ordinary Resolution and the related parties shall abstain from voting on such Resolutions.

The particulars of contracts, arrangements and transactions are as under:

- (a) Name of the Related Party: Bharat Oman Refineries Limited (BORL)
- (b) Name of the Director or Key Managerial Personnel (KMP) who is related: None (other than Shri Rajkumar Duraiswamy, Shri Ramamoorthy Ramachandran and Shri Sivakumar Krishnamurthy to the extent of being common Board members/ KMP and nominee Directors of BPCL).



- (c) Nature of relationship: Bharat Oman Refineries Limited (BORL) is a Joint Venture Company between Bharat Petroleum Corporation Limited (BPCL) and Oman Oil Company (OOC).
- (d) Nature, material terms of contracts, arrangements and transactions: purchase of products - Crude oil, MS, HSD, LPG, Naphtha, SKO, ATF, project materials etc.; sale of goods- Crude oil, lubricants etc; interest income on loans; rendering/receiving of services; canalysing commission, demurrage, port charges, employee deputation, lease rental etc.
- (e) Monetary value: The actual value of material transactions falling under Regulation 23(1) of the Listing Regulations for Financial Year 2017-18 was ₹ 33,832.34 Crores. The estimated value of material transactions falling under Regulation 23(1) of the Listing Regulations for Financial Year 2018-19 is ₹ 38,907.19 Crores. Ten percent of the annual consolidated turnover of the Company as per the last audited financial statements of the Company for the Financial Year 2017-18 is ₹ 27,931.27 Crores. The annual material related party transaction exceed/may exceed ten percent of the annual consolidated turnover of the Company as per the latest audited financial statements of the Company for the respective Financial Years based on the subsisting contracts, arrangements and transactions entered into or to be entered into;
- (f) Any other information relevant or important for the Members to make a decision on a proposed transaction: Transactions entered into on arm's length basis and in the ordinary course of business.

The Board, accordingly, recommends the passing of the proposed Ordinary Resolution as contained in the Notice by Members of the Company.

The Directors or Key Managerial Personnel or their relatives, except as stated in (b) Directors, do not have any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

Item No. 13: Approval of Remuneration of the Cost Auditors for the Financial Year 2018-19

The Board had approved the appointment and remuneration of M/s. ABK & Associates, Cost Accountants and M/s. Bandyopadhyaya Bhaumik & Co, Cost Accountants as the Cost Auditors on 16.04.2018 on the recommendation of the Audit Committee to conduct the audit of the Cost records for the Financial Year 2018-19. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, ratification for the remuneration payable to the Cost Auditors for the Financial Year 2018-19 by way of an Ordinary Resolution is being sought from the Members as set out at Item No.13 of the Notice.

The Board accordingly recommends the passing of the proposed Ordinary Resolution for approval by the Members. None of the Directors or Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise in passing of the said Ordinary Resolution.

By Order of the Board of Directors

Sd/-
(M. Venugopal)
Company Secretary

Place: Mumbai
Date:08.08.2018

Registered Office:

Bharat Bhavan, P. B. No. 688, 4 & 6 Currimbhoy Road, Ballard Estate, Mumbai 400 001
CIN: L23220MH1952GOI008931 Phone: 2271 3000 / 4000 Fax: 2271 3874
email: info@bharatpetroleum.in Website: www.bharatpetroleum.in

BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AT THE 65TH ANNUAL GENERAL MEETING

Name	Shri Ramamoorthy Ramachandran	Smt. Jane Mary Shanti Sundharam	Shri Vinay Sheel Oberoi	Dr. (Smt.) Tamilisai Soundararajan	Shri Rajiv Bansal	Shri Padmakar Kappagantula	Dr. Ellangovan Kamala Kannan
Date of Birth	27.08.1960	20.10.1954	18.02.1957	02.06.1961	02.08.1963	14.12.1961	12.01.1962
Date of Appointment	01.08.2016	21.09.2017	21.09.2017	28.09.2017	28.11.2017	01.02.2018	20.03.2018
Qualifications	B. Tech in Chemical Engineering	I.R.S. (Indian Customs and Central Excise Service), M.A. (English Literature), M.Phil. (Public Administration)	I.A.S., M.A. (Economics) from University of Delhi with first division	M.B.B.S, Post Graduation in Gynaecology	I.A.S., Civil Engineer from IIT, Delhi, Diploma in Finance in ICFAI (Hyderabad), Executive Masters in International Business from IIFT (Delhi)	Masters degree in HR from Tata Institute of Social Sciences	I.A.S., PhD from IIT, Madras, MS from Bangalore Medical College
Experience in specific functional areas	He is the Director (Refineries) of Bharat Petroleum Corporation Limited (BPCL) who has 36 years of experience in Refinery Operations, Debottlenecking of units, Technical Services, Project Development, Designing of Numaligarh Refinery, Modernisation of Mumbai Refinery and setting up of Bharat Oman Refineries Limited. He held the post of Managing Director of BORL prior to appointment as Director (Refineries) His current responsibilities includes, operations of Refineries, R&D, International Trade, Supply Chain Optimization, HSSE, Biofuels, Pipelines and Group Refineries Information Services.	She belongs to the 1977 batch of IRS and has held various senior positions in the Govt. of India. Her field of specialization includes policy formulation and framing of indirect tax legislations, finance and budgeting in the Govt. sector, investigations in taxation matters, public administration, Cadre and Human Resources Management, Personnel and Vigilance.	He belongs to the 1979 batch of IAS and has held various senior positions in the Govt. of India. and Govt. of Assam. He was also consultant to the World Bank and represented India in carrying out a financial review of the World Bank portfolio in India. He also represented UNESCO from 2010 to 2014.	She is involved in social services under women empowerment, preventive health programme and medical camps for women and was Vice- President of the Tamil Literacy Forum. She also worked as an Assistant Professor, Department of Gynaecology at Sri Ramachandra Medical College, Chennai.	He holds the position of Additional Secretary & Financial Advisor, MOP&NG. He was earlier in the Ministry of Electronics and Information Technology. During his career spanning almost 30 years, he has worked as Secretary, Central Electricity Regulatory Commission and Joint Secretary, Department of Heavy Industries, Director, Ministry of Civil Aviation.	He joined BPCL in the year 1984 and worked across the entire Human Resource Management landscape. He also held various positions of responsibility encompassing HR Policy and Strategy and was responsible for Organizational Learning and Talent Management. He has played a key role in the design and roll out of Enterprise Resource Planning in BPCL.	He holds the position of Principal Secretary, (Industries Dept), Govt. of Kerala He was also Secretary, Government of Kerala Department of Health and Family Welfare, Transport, Education. During his 26 years of service, he has held assignments in the Embassy of India in Abu Dhabi; Ministry of Shipping as Deputy Chairman, Ports; assignments in Ministry of Commerce as Executive Council for Leather Exports.;

Name	Shri Ramamoorthy Ramachandran	Smt. Jane Mary Shanti Sundharan	Shri Vinay Sheel Oberoi	Dr. (Smt.) Tamilisai Soundararajan	Shri Rajiv Bansal	Shri Padmakar Kappagantula	Dr. Elangovan Kamala Kannan
	<p>He also oversees the Joint Venture, Bharat Oman Refineries Limited, subsidiary - Numaligarh Refinery Limited and is a member of the Board of Ratnagiri Refineries & Petrochemicals Limited & wholly owned subsidiary Bharat Gas Refineries Limited. He is the Chairman of the company's joint venture, Petronet India Limited and Petronet Cochin Coimbatore Karur Limited (PCCKL).</p>						<p>Ministry of Overseas in Indian Affairs and District Collector, Palakkad</p>
<p>Directorships held in other Companies</p>	<p>Chairman: 1. Petronet India Ltd. Director: 1. Bharat Oman Refineries Ltd. 2. Ratnagiri Refinery & Petrochemicals Ltd. 3. Bharat Gas Resources Ltd</p>				<p>Director: 1. Oil and Natural Gas Corporation Ltd. 2. Indian Strategic Petroleum Reserves Ltd. 3. Bharat Yantra Nigam Ltd.</p>		<p>Chairman: 1. Malabar Cements Ltd. Director: 1. Kerala State Industrial Development Corporation Ltd. 2. Kerala Industrial Infrastructure Development Corporation 3. INKEL Ltd.</p>
<p>Membership/Chairmanships of Audit and Stakeholders Relationship Committees</p>							
<p>No. of shares held in BPCL</p>	1,224 Equity Shares						

ROUTE MAP TO ANNUAL GENERAL MEETING VENUE

LOCATION : Y. B. Chavan Auditorium, Yashwantrao Chavan Pratishthan, General Jagannathrao Bhosale Marg, Mumbai 400 021

LANDMARK : Matralaya

