ऑयल इंडिया
OIL INDIA

CIN: L11101AS1959GOI001148
Email: investors@oilindia.in, Website: www.oil-india.com
Regd. Office: P.O. Duliajan, Dist. Dibrugarh, Assam – 786 602

NOTICE OF 67TH ANNUAL GENERAL MEETING

Notice is hereby given that the 67th Annual General Meeting ("AGM") of the Members will be held on **Thursday, September 17, 2026** at 11:00 A.M. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), to transact the following business(s). The proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at Duliajan, Dist. Dibrugarh, Assam–786602.

(A) ORDINARY BUSINESS

67.01. To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the year ended on 31st March, 2026 together with the Directors' Report, Auditors' Report and the Comments of the Comptroller & Auditor General of India.

67.02. To declare Final Dividend of ₹ 1/- per share i.e. 10% of the paid-up capital for the financial year 2025-26 on the equity shares of the Company.

67.03. To appoint a Director in place of Shri Abhijit Majumder (DIN:10788427), Director (Finance) who retires by rotation and being eligible offers himself for re-appointment.

67.04. To authorize the Board of Directors to decide remuneration / fees of the Statutory Auditors of the Company, appointed by the Comptroller & Auditor General of India, for the financial year 2026-27.

(B) SPECIAL BUSINESS

67.05. Appointment of Shri Bhupinder Kumar [DIN: 11596173] as Government Nominee Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 152, 161 & other applicable provisions, if any, of the Companies Act, 2013, read with relevant Rules therein, Reg. 17 & other applicable Regulation(s) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the provisions of Article 120 of the Articles of Association of the Company, Shri Bhupinder Kumar [DIN: 11596173], nominated by the Government of India & appointed by the Board of Directors as Government Nominee Director with effect from 10.03.2026, and for whom the Company has received a notice in writing from a Member proposing his candidature for the Office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation."

67.06. Amendment of Objects Clause of Memorandum of Association of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 13 and other applicable provisions of the Companies Act, 2013, the Rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded to the amendments in Objects Clause of the Memorandum of Association of the Company including re-numbering and bifurcation of the clauses under the heads 'The Objects to be pursued by the Company' & 'Matters which are necessary for furtherance of the objects', inclusion of sub-clauses 8 & 9 and additions in sub-clause 44 as detailed in explanatory statement to this notice.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, things and take such steps as may be necessary, proper or expedient to give effect to this resolution."

67.07. Increase the Authorised Share Capital and amend the Capital Clause in the Memorandum of Association (MoA) of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 13, 61(1)(a), 64 and other applicable provisions of the Companies Act, 2013, the Rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded to (a) increase the Authorized Share Capital of the Company from ₹ 2000 (Rupees Two Thousand) crore divided into 200 crore equity shares of the face value of ₹ 10 (Rupees Ten) each to ₹ 5000 (Rupees Five Thousand) crore divided into 500 crore equity shares of the face value of ₹ 10 (Rupees Ten) each and (b) amendment in Capital Clause 5 of the Memorandum of Association of the Company as under:

"5. The Authorised Share Capital of the Company is ₹ 5000,00,00,000/- (Five Thousand crore Only) divided into 500,00,00,000 (Five Hundred Crore) Equity Shares of ₹ 10/- each."

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, things and take such steps as may be necessary, proper or expedient to give effect to this resolution."

67.08. Amendment of the Articles of Association (AoA) of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013, the Rules made thereunder (including any statutory modifications or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for alteration of the Articles of Association of the Company by aligning with the Companies Act, 2013 & the Rules made thereunder, as detailed in the explanatory statement to the notice.

FURTHER RESOLVED THAT the Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, things and take such steps as may be necessary, proper or expedient to give effect to this resolution."

67.09. Ratification of the remuneration of the Cost Auditor for financial year 2026-27

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

"RESOLVED THAT pursuant to Section 148 and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Audit and Auditors) Rules, 2014 including any statutory modification(s) or re-enactment thereof, for the time being in force, the remuneration [as set out in the statement annexed to the notice convening this meeting] to M/s Shome & Banerjee, Cost Accountants, the Cost Auditor appointed by Board of Directors of the Company, to conduct the audit of the Cost Records of the Company for the financial year 2026-27, be and is hereby ratified."

By Order of the Board
For Oil India Limited

Sd/-
A.K. Sahoo
Company Secretary
M. No.: ACS 12385

Place: Noida
Date: 24.08.2026

NOTES

1. Pursuant to previous General Circulars & latest being dated 22.09.2025 issued by Ministry of Corporate Affairs ("MCA") and extant Circular issued by the Securities and Exchange Board of India ("SEBI") hereinafter collectively referred to as "the Circulars", companies are allowed to hold AGM through VC/OAVM, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM. The proceedings of the 67th AGM shall be deemed to be conducted at the Registered Office of the Company at Duliajan, Dist. Dibrugarh, Assam–786602.

2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a member of the Company.

   However, MCA while granting the relaxations to hold the AGM through VC/OAVM has also provided exemption from the requirement of appointing proxies. Hence for this AGM the facility for appointment of proxy by the members is not being provided. Accordingly, the proxy form, attendance slip & route map of the venue have also not been provided along with the notice. The members are requested to participate in the AGM in person through VC /OAVM from their respective location.

3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (as amended) and the Circulars issued by the MCA and the SEBI, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by CDSL.

4. Pursuant to Sections 101 and 136 of the Act read with Companies (Management and Administration) Rules, 2014 and SEBI (LODR) Regulations, 2015 and as permitted by SEBI and MCA, the Notice of the AGM along with the Integrated Annual Report 2025-26 is being sent only through electronic mode to those members whose email address is registered with the Company/Depositories.

   Notice and Integrated Annual Report have been uploaded on the website of the Company at **https://www.oil-india.com** and 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.nse-india.com** respectively and on the website of CDSL (agency for providing the Remote e-Voting facility) i.e. CDSL e-Voting System. (Physical Copy of Notice and/or Integrated Annual Report will be provided on specific request of the Member(s) concerned).

   In compliance to Regulation 36 of the SEBI (LODR) Regulations, 2015, a letter containing the web Link of Annual Report is being sent to the shareholders who have not registered their email address with Registrar & Transfer Agent (RTA) of the Company / Depository Participant (DP).

5. The Attendance of the Members joining the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. The Members can join the meeting through VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the notice.

7. The facility of participation at AGM through VC/OAVM will be made on first come first served basis.

8. A statement setting out the material facts pursuant to Section 102(1) of the Companies Act, 2013, relating to the special business to be transacted at the Meeting is annexed hereto.

9. A brief profile and information of director(s) being appointed / re-appointed is annexed hereto.

10. Members are informed that in case of joint holders, only such joint holder who is first in the order of names will be entitled to vote.

11. Relevant documents referred to in the accompanying notice will also be available electronically for Inspection without any fees, by the members from the date of circulation of this Notice upto 10:00 AM, September 17, 2026 i.e. the date of the AGM. Members seeking to inspect such documents can send an email at **investors@oilindia.in** on or before September 15, 2026.

12. The dividend payable on equity shares, if approved by the members will be paid to those members whose names appear on the Company's Register of Members and as per beneficial owners' position received from NSDL & CDSL as at the close of working hours on September 04, 2026 **(Record Date).** The final dividend, once approved by the members in the AGM, will be paid to the eligible shareholders within the stipulated period of 30 days of declaration.

13. Members holding shares in electronic form may note that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. To avoid delay in receiving dividend, members are requested to register / update their bank account details.

14. Members may send their requests for change / updation of address, bank account details, email address, nominations, etc.:

    (i) **For Shares held in dematerialized form -** Members holding shares in Demat form are requested to register / update their details with respective Depository Participant.

    (ii) **For Shares held in physical form -** Investors' Service Request Form ISR-1, Form ISR-2 and Form SH-13 (Nomination Form) or Form ISR-3 duly filled as per the instructions stated therein along with the supporting documents including original cancelled cheque, by dispatching original copy of documents to address of Kfin Technologies Ltd., Registrar & Share transfer agent of the Company.

15. After exhausting the option to resolve grievances with the RTA / Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal i.e. **https://smartodr.in/login,** the SEBI established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities.

16. Pursuant to the relevant provisions of the Companies Act, 2013, and rules made thereunder, the Company has transferred all unclaimed dividends declared up to the Interim Dividend for FY 2018-19 to the Investor Education & Protection Fund (IEPF) established by the Central Government. Further, the unclaimed shares for which dividends are unclaimed for the last seven years have also been transferred to the designated Demat Account of IEPF Authority. The unclaimed Final Dividend for 2018-19 and Interim Dividend for FY 2019-20 along with the concerned unclaimed shares will also be transferred to the IEPF authority within the respective timelines.

17. (A) Members holding shares in physical mode are informed :

    (i) that request for effecting transfer of securities shall not be processed unless the securities are held in demat form with a depository. Further, transmission or transposition of securities shall be affected only in dematerialised form. In view of the above and to eliminate all risks associated with physical shares, members holding shares in physical form are requested to demat their holdings at the earliest. Members can contact the Company or the RTA for assistance in this regard.

    (ii) to make nomination in respect of their shareholding in Form SH-13;

    (iii) that pursuant to SEBI circular dated 30.01.2026, another Special window for transfer and dematerialisation ("demat") has been opened for a period of one year from the period 05.02.2026 to 04.02.2027, which were sold/purchased prior to April 01, 2019. Documents completed in all aspects must be lodged with the Company/RTA on or before 04.02.2027. The securities that are lodged for transfer, shall be issued only in demat mode subject to compliance with due process for such transfer-cum-demat requests. For more details, please reach to our Registrar and Transfer Agent (RTA).

(B) Members holding shares in electronic mode are requested to submit/update their address, Bank Account details, E-mail id and PAN, nominee details, to respective DPs with whom they are maintaining their demat accounts including the change, if any, as mandated by SEBI.

18. In order to update KYC details, members are requested to submit their PAN, KYC and nomination details in the prescribed forms i.e. ISR-1, ISR-2, ISR-3 or SH-13 to the Company's Registrar. The said forms can be downloaded from the Company's website **https://www.oil-india.com** (Investor > Investor Services > Under Tab 'Forms'). Members holding shares in electronic form are requested to submit their PAN, KYC and nomination details if any, to their depository participant(s).

19. Dividend to physical security holders shall be paid only through electronic mode in pursuance to the SEBI mandate. Accordingly, the payment would be withheld if the KYC details viz. PAN, choice of Nomination, contact details including mobile number, bank account details and specimen signature etc. are not available against the folio number of the members.

20. Physical shareholders, who have not claimed the bonus shares so far, can claim their Bonus shares (2024) from the escrow account by submitting the required claim documentation to the Registrar and Share Transfer Agent (RTA).

    In this regard, details of all such shareholders along with procedure to claim these shares are made available on the Company's website. For details, shareholders are requested to visit the following path **www.oil-india.com** => Investors => Investor Services => Unclaimed Dividends/Shares.

    In case of any queries or need any assistance in this regard, please contact our Registrar and Share Transfer Agent or the Company at **einward.ris@kfintech.com** or Company at **investors@oilindia.in.**

21. Non-Resident Indian members are requested to inform Company's Registrar (KFin Technologies Ltd.) immediately about:

    (a) Change in their residential status on return to India for permanent settlement

    (b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

22. In compliance with the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and the provisions of Regulation 44 of the SEBI (LODR) Regulations, 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by CDSL on all resolutions set forth in this Notice. **Ms. Parul Jain, Managing Partner, M/s VAP & Associates, Practising Company Secretaries** is the Scrutinizer for conducting voting for the AGM.

23. The voting rights of members shall be in proportion to their shares to the paid-up equity share capital of the Company as on the cut-off date i.e. **September 10, 2026.**

INSTRUCTIONS ON TAX DEDUCTIBLE AT SOURCE ON DIVIDEND:

In terms of the Income Tax Act, 2025, the Company shall deduct tax at source ("TDS") at the time of the payment of dividend. In order to enable us to determine the applicable TDS rate, members are requested to submit the relevant documents as per the timelines given in the FAQs on "TDS on Dividend" uploaded on our website.

[Web link for FAQs on TDS on Dividend: https://www.oil-india.com/files/investor_services_documents/FAQs_on_Tax_deducted_at_Source_0.pdf]

Further, web-link for submission of Form 121/Form 41 along with sample Form(s) is also available on website of the Company at following path **www.oil-india.com** => Investors => Investor Services => TDS on Dividend. Shareholder will proceed to Kfin website after clicking on the weblink for submission of the said forms.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on Sunday, September 13, 2026 at 10:00 A.M. and ends on Wednesday, September 16, 2026 at 05:00 P.M.

The remote e-voting module shall be disabled by CDSL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the cut-off date i.e. **September 10, 2026** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

Steps for Remote E-voting:

(i) Shareholders who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

(ii) In order to increase the efficiency of the voting process and in pursuance of SEBI circular dated December 9, 2020, e-voting facility is being provided to all the Demat account holders, by way of single login credential, through their demat accounts/websites of Depositories/Depository Participants (DPs). Demat account holders would be able to cast their vote without having to register again with the e-voting service provider ('ESP') thereby not only facilitating seamless authentication but also ease and convenience of participating in e-voting process. Further, Shareholders are advised to update their mobile number and e-mail-id with their DPs in order to access e-voting facility.

STEP 1: ACCESS THROUGH DEPOSITORIES CDSL/NSDL E-VOTING SYSTEM IN CASE OF INDIVIDUAL SHAREHOLDERS HOLDING SHARES IN DEMAT MODE.

Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with **CDSL Depository**	1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website **www.cdslindia.com** and click on login icon & My Easi New (Token) Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at CDSL website **www.cdslindia.com** and click on login & My Easi New (Token) Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on **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 able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with **NSDL Depository**	1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: **https://eservices.nsdl.com** either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting 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 name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is 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 3) 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 name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting 4) For OTP based login you can click on **https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.** You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 name** and you will be re-directed to **e-Voting service provider website** for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their **Depository Participants (DP)**	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you 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 name and you will be redirected to e-Voting service provider website 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. CDSL and NSDL

Login type	Helpdesk details
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 toll free no. 1800 21 09911
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.com or call at : 022 - 4886 7000 and 022 - 2499 7000

STEP 2: ACCESS THROUGH CDSL E-VOTING SYSTEM IN CASE OF SHAREHOLDERS HOLDING SHARES IN PHYSICAL MODE AND NON-INDIVIDUAL SHAREHOLDERS IN DEMAT MODE.

(i) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

a. The shareholders should log on to the e-voting website **www.evotingindia.com.**

b. Click on "Shareholders" module.

c. Now enter your User ID

   a. For CDSL: 16 digits beneficiary ID,

   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,

   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

d. Next enter the Image Verification as displayed and Click on Login.

e. If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier e-voting of any company, then your existing password is to be used.

f. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(ii) After entering these details appropriately, click on "SUBMIT" tab.

(iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(iv) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(v) Click on the EVSN for Oil India Limited on which you choose to vote.

(vi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(viii) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xii) There is also an optional provision to upload Board Resolution/Power of Attorney if any uploaded, which will be made available to scrutinizer for verification.

(xiii) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to **www.evotingindia.com** and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com.**
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be sent to the scrutinizer by e-mail to **vapassociatespcs@gmail.com.**
- Alternatively Non-Individual shareholders are mandatorily required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at email address **vapassociatespcs@gmail.com** and to the Company at email address **investors@oilindia.in**, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.

2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.

3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.

4. Shareholders are encouraged to join the Meeting through Laptops for better experience.

5. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience audio/video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

6. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a 'Speaker' by sending their request mentioning their Name, DP ID & client ID / folio No., Mobile number from their registered email address during the period September 01 to September 09, 2026 to the Company at email address **investors@oilindia.in.**

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

8. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.

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:** Investors' Service Request Form ISR-1, Form ISR-2 and Form SH-13/ SH-14/ ISR-3 (Nomination Form) duly filled as per the instructions stated therein along with the supporting documents including original cancelled cheque, by dispatching original copy of documents to address of Kfin Technologies Ltd., Registrar & Share transfer agent (RTA) of the Company.

2) **In case shares are held in demat mode:** Members holding shares in Demat form are requested to register/update their email ids with their respective Depository Participant.

Members may further note that as per relevant Circulars of SEBI, it is mandatory for all holders of physical securities in listed entities to update PAN, Address, Email ID, Bank account details (KYC details) and Nomination details of shareholders, who have not updated the same, with the RTA. It will attend all service requests of the shareholders with respect to dividend etc., only after updating the above details in the records. All shareholders holding shares in physical mode are advised to update their KYC details by submitting required documents to RTA.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to **helpdesk.evoting@cdslindia.com** or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to **helpdesk.evoting@cdslindia.com** or call toll free no. 1800 21 09911.

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

Item No. 67.05 - Appointment of Shri Bhupinder Kumar [DIN: 11596173] as Government Nominee Director of the Company

Shri Bhupinder Kumar [DIN-11596173] was appointed as Government Nominee Director by the Board of Directors w.e.f. 10.03.2026, pursuant to letter no. CA-31022/1/2021-CA-PNG(37493) dated 09th March, 2026, issued by the Ministry of Petroleum and Natural Gas (MoP&NG), Government of India. The Company has received a notice in writing as per provisions of Section 160 of the Companies Act, 2013, proposing his candidature. Shri Bhupinder Kumar, if appointed, will be liable to retire by rotation.

The Company has received requisite consent from Shri Bhupinder Kumar. He is neither disqualifiedfrom being appointed as Director in terms of provisions of the Act nor debarred from being appointed to the office of Director by virtue of any order of SEBI or any other authority.

None of the Directors (other than Shri Bhupinder Kumar) / Key Managerial Personnel and their relatives is concerned or interested in passing of the resolution above, except to the extent of their shareholding, if any.

The Board of Directors recommends the resolution for approval of the Members.

67.06 - Amendment of Object clause of Memorandum of Association (MoA) of the Company

The Object clause of MoA is being categorized into two sections in terms of Companies Act, 2013 i.e. “The objects to be pursued by the Company” and “Matters which are necessary for furtherance of the objects specified {in clause 3(A)}.” Accordingly, objects have been re-numbered. Besides some modifications, in line with the future Business Opportunities, Corporate Strategy and Company’s Net Zero Initiatives, following have been added in the Object Clause no. 3A:

- Sub-Clause 8 - To carry on exploration and developmental activities in Strategic and Critical Minerals,
- Sub-Clause 9 - To carry on business related to manufacturing of Fertilizer etc.,
- Sub-Clause 44 - ...Carbon Capture Utilization Sequestration (CCUS), Geothermal, Hydrogen, Pump Storage Projects (PSPs) & Compressed Biogas (CBG)...

Copies of Existing and Amended MoA is available at the following weblink https://www.oil-india.com/memorandum-and-articles-association

None of the Directors / Key Managerial Personnel and their relatives is concerned or interested in passing of the resolution above, except to the extent of their shareholding, if any.

The Board of Directors recommends the resolutions for approval of the Members.

Item No. 67.07 - Increase the Authorised Share Capital and amend the Capital Clause in the Memorandum of Association (MoA) of the Company

The Present Authorised Share Capital of the Company is ₹ 2000 crore and the Paid-up Share Capital is ₹ 1626.61 crore. Considering the overall business growth, future expansion and to facilitate further issue of capital viz. Bonus Issues etc. in compliance of DIPAM guidelines, the Company may be required to increase the paid-up capital necessitating increase in the Authorised Share Capital of the Company.

Accordingly, it is proposed to increase the Authorised Share Capital of the Company from ₹ 2000 (Rupees Two Thousand) crores divided into 200 crores equity shares of the face value of ₹ 10 (Rupees Ten) each to ₹ 5000 (Rupees Five Thousand) Crores divided into 500 crores equity shares of the face value of ₹ 10 (Rupees Ten) each.

Consequently, the existing Clause 5 of the Memorandum of Association of the Company needs to be altered to reflect increase in the authorised share capital.

None of the Directors / Key Managerial Personnel and their relatives is concerned or interested in passing of the resolution above, except to the extent of their shareholding, if any.

The Board of Directors recommends the resolutions for approval of the Members.

Item No. 67.08 - Amendment of the Articles of Association (AoA) of the Company

Existing Articles have been modified to align with the provisions of the Companies Act, 2013 (duly amended) and Ruls made thereunder (including any statutory modifications or reenactment thereof for the time being in force.

Copies of Existing and Amended AoA is available at the following weblink https://www.oil-india.com/memorandum-and-articles-association

None of the Directors / Key Managerial Personnel and their relatives is concerned or interested in passing of the resolution above, except to the extent of their shareholding, if any.

The Board of Directors recommends the resolutions for approval of the Members.

Item No. 67.09. Ratification of the remuneration of the Cost Auditor for financial year 2026-27

The Board, on the recommendation of the Audit & Ethics Committee, has approved the appointment of M/s Shome & Banerjee, Cost Accountants as Cost Auditor of the Company at an aggregate remuneration of ₹ 3,00,000/- (Rupees Three lakh only) per annum plus applicable taxes and reimbursement of out of pocket expenses at actuals. The Company will provide boarding, lodging and travel expenses. The fee includes conduct of the audit of the cost records of the Company for the financial year ending March 31, 2027 & the cost of conversion of Cost Audit Report along with Annexures in XBRL mode and e-filing thereof. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution for ratification of the remuneration payable to the Cost Auditors for the financial year ending March 31, 2027.

None of the Directors / Key Managerial Personnel and their relatives is concerned or interested in passing of the resolution above, except to the extent of their shareholding, if any.

The Board of Directors recommends the resolution for approval of the Members.

BRIEF PROFILE / INFORMATION OF DIRECTOR(S) BEING APPOINTED / RE-APPOINTED

Name of Director	Date of Birth	Date of Appointment	No. of Shares held	Qualification(s) and Experience in Specific Functional Areas	Directorship held in other Companies including Companies incorporated outside India	Membership/ Chairpersonship of Board Committees of all Companies in which they are Directors	Resigned from any listed entities in the past three years	Inter-se relationship with other Director(s) and KMP(s) of the Company
Shri Abhijit Majumder	05.03.1967	20.11.2024	1,530	Shri Abhijit Majumder assumed charge as Director (Finance) on the Board of Oil India Limited (OIL) on 20th November 2024. He is a distinguished member of the Institute of Cost Accountants of India and holds a Bachelor's degree in Economics and a Bachelor of Laws (LLB). He also possesses a Post Graduate Diploma in Forex Management from ICFAI and is an alumnus of the IICA Valuation Certificate Programme. With a distinguished career spanning over 34 years, Shri Majumder is an accomplished finance professional with extensive expertise in Financial Management, Corporate Governance and Compliance, Risk Management, Project Financing, and Corporate Business Development etc.	• Beas Rovuma Energy Mozambique Limited, Mauritius • Oil India Sweden AB, Sweden • Brahmaputra Cracker and Polymer Limited • Assam Valley Fertilizer and Chemical Company Limited	**Oil India Limited** Membership in: • Risk Management Committee • Stakeholders' Relationship Committee • Business Development Committee • Project Appraisal Committee **Brahmaputra Cracker and Polymer Limited** Membership in: Audit & Ethics Committee	Nil	Nil
Shri Bhupinder Kumar	12.12.1986	10.03.2026	Nil	Shri Bhupinder Kumar, Director, Ministry of Petroleum and Natural Gas (Indian Administrative Service - 2011 batch), has rich and diverse working experience of 15 years. His education qualifications include B. Tech in Electronics & Communication and M.A (Public Policy). Prior to his appointment at Ministry of Petroleum and Natural Gas, he has served as Secretary to Govt. of Jammu & Kashmir, Public Works (R&B) Department. His last few postings include Secretary, Health & Medical Education Department, Secretary, Hospitality & Protocol Department, Govt of J&K & Resident Commissioner, Govt of J&K at New Delhi.	—	**Oil India Limited** Membership in: • Nomination & Remuneration Committee • Corporate Social Responsibility & Sustainable Development Committee	Nil	Nil

Other extant details as per Secretarial Standards-2 issued by ICSI are provided in Report on Corporate Governance.