



ऑयल इंडिया लिमिटेड
(भारत सरकार का उद्यम)
Oil India Limited
(A Government of India Enterprise)

CIN: L11101AS1959GOI001148

Email: investors@oilindia.in, Website: www.oil-india.com

Regd. Office: P.O. Duliajan, Distt. Dibrugarh, Assam – 786 602

NOTICE OF POSTAL BALLOT

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

Dear Shareholder(s),

Notice is hereby given that pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (**'the Act'**) read with Companies (Management and Administration) Rules, 2014, as amended from time to time (**'Rules'**) read with the Circular No. 14/2020 dated 08.04.2020, 17/2020 dated 13.04.2020, and 20/2021 dated 08.12.2021 issued by the Ministry of Corporate Affairs (**'MCA'**) (hereinafter collectively referred to as **'MCA Circulars'**) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (**'SEBI Listing Regulations'**), Secretarial Standard on General Meetings (**'SS-2'**) issued by The Institute of Company Secretaries of India and other applicable provisions of the Act, Rules, Circulars and Notifications issued thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force and as amended from time to time), guidelines prescribed by the Ministry of Corporate Affairs (MCA), Government of India that the Resolution as set out in this Notice is proposed for consideration by the Shareholders of the Company for passing as the Ordinary resolutions by means of Postal Ballot by way of voting through electronic means (**'remote e-Voting'**). The Company has engaged the services of National Securities Depository Limited as the agency to provide remote e-Voting facility to the Shareholders of the Company.

SPECIAL BUSINESS

Item No. 1 - Appointment of Shri Vinod Seshan [DIN: 07985959] as Government Nominee Director on the Board of the Company

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

RESOLVED THAT pursuant to the provisions of Sections 152 and 161 read with any other applicable provisions if any, of the Companies Act, 2013 as amended and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of any other guidelines issued by relevant authorities, Articles of Association of the Company and in terms of Ministry of Petroleum & Natural Gas (MoP&NG) letter no. CA-31032/1/2021-PNG-37493 dated 14.06.2022, approval of the shareholders be and is hereby accorded to the appointment of Shri Vinod Seshan, [DIN: 07985959] as Government Nominee Director on the Board of the Company [w.e.f. 14.06.2022] not liable to retire by rotation.

Item No. 2 - Appointment of Ms. Mamta [DIN: 09641369] as Government Nominee Director on the Board of the Company

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

RESOLVED THAT pursuant to the provisions of Sections 152 and 161 read with any other applicable provisions if any, of the Companies Act, 2013 as amended and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of any other guidelines issued by relevant authorities, Articles of Association of the Company and in terms of Ministry of Petroleum & Natural Gas (MoP&NG) letter no. CA-31032/1/2021-PNG-37493 dated 14.06.2022, approval of the shareholders be and is hereby accorded to the appointment of Ms. Mamta, [DIN: 09641369] as Government Nominee Director on the Board of the Company [w.e.f. 16.06.2022] not liable to retire by rotation.

By Order of the Board
For Oil India Limited
Sd/-
(A.K. Sahoo)
Company Secretary
M. No.: A12385

Place: Noida
Date: 27.07.2022

NOTES

1. In accordance with the MCA Circulars, this Postal Ballot Notice is being sent only by electronic mode to those Members whose email address is registered with the Company/ Depositories. The physical copy of the Postal Ballot Notice along with postal ballot form and prepaid business reply envelope are not being sent to the members for this Postal Ballot.
2. The following is annexed with the Notice:
 - i) Explanatory Statement pursuant to section 102 of the Act read with Secretarial Standard (SS-2) issued by the Institute of Company Secretaries of India in respect of the Special Business.
 - ii) The business set out in the Notice would be transacted through electronic voting system and the Company is providing facility for voting by electronic means (instructions for remote e-voting are annexed).
 - iii) Details as required under Regulation 36(3) of the Listing Regulations and in terms of SS-2 in respect of the Directors seeking appointment form part of the Explanatory Statement. The Company has received relevant disclosures/consent from the Directors seeking appointment.
3. Institutional Members (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/ JPG Format) of the relevant Board Resolution/ Authority letter / PoA etc. who are authorized to vote, to the Scrutinizer by e-mail to an_kukreja@rediffmail.com with a copy marked to evoting@nsdl.co.in.
4. All documents referred to in this Postal Ballot Notice will be available for inspection electronically until the last date of voting. Members seeking to inspect such documents can send an email to investors@oilindia.in.
5. Pursuant to the Regulation 44 of the Listing Regulations, Section 108 of the Act read with the Rules, the Company is providing facility to its members to exercise their right to vote on all resolutions set forth in the Postal Ballot Notice. The Company has engaged the services of National Securities Depository Limited (NSDL) to provide the remote e-voting facility
6. Postal Ballot Notice is available at Company's website 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.nseindia.com respectively and also on the website of NSDL (agency for providing the Remote e-Voting facility) www.evoting.nsdl.com
7. The **“Cut-Off Date”** to be eligible to vote by electronic means is **Tuesday, July 26, 2022**. Members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through the remote e-voting process. Members whose name appears in the Register of Members as on the Cut-Off Date will only be considered eligible for the purpose of e-voting. A person who becomes a member after the Cut-Off Date should treat this notice for information purpose only.
8. **The remote e-voting period commences on Monday, August 1, 2022 (9:00 am) (IST) and ends on Tuesday, August 30, 2022 (5:00 pm) (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. **Tuesday, July 26, 2022**, only shall be entitled to avail the facility of remote e-voting.

9. The Resolutions, if passed by requisite majority, will be deemed to be passed on the last date specified for remote e-voting i.e. **Tuesday, August 30, 2022.**

Instructions for Remote E-Voting

In terms of the SEBI circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated 9th December 2020 on the e-voting facility provided by listed companies and as part of increasing the efficiency of the voting process, e-voting process has been enabled for all individual Members holding securities in demat mode to vote through their demat account maintained with depositories / websites of depositories / depository participants. Members are advised to update their mobile number and email ID in their demat accounts in order to access e-voting facility.

In conformity with the regulatory requirements, Members can vote only through remote e-voting, for which purpose they are requested to carefully read the instructions.

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

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

Step 1: Access to NSDL e-Voting system

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

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

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

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select

	<p>“Register Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; gap: 20px;"> <div style="text-align: center;">  <p>App Store</p> </div> <div style="text-align: center;">  <p>Google Play</p> </div> </div> <div style="display: flex; justify-content: center; gap: 40px; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile

	& Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

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

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

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

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

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

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL

eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

5. Password details for shareholders other than Individual shareholders are given below:

a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c) How to retrieve your 'initial password'?

(i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

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

a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c) If you are still unable to get the password by aforesaid two options, you can send a

request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.

- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

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

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

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

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to an_kukreja@rediffmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or contact Ms. Sarita Mote, NSDL at the designated email id: evoting@nsdl.co.in.

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

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

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 1 - Appointment of Shri Vinod Seshan [DIN: 07985959] as Government Nominee Director of the Company

Shri Vinod Seshan (DIN: 07985959), was appointed as Government Nominee Director on the Board of the Company vide letter no. CA-31032/1/2021-PNG (37493) dated 14th June, 2022 issued by Ministry of Petroleum and Natural Gas (MoP&NG) and was accordingly inducted as Government Nominee Director w.e.f 14.06.2022 to hold the office for period of three years on co-terminus basis or until further orders, whichever is earlier. Shri Vinod Seshan will not be liable to retire by rotation and he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as a Director.

None of the Director / Key managerial personnel of the Company except Shri Vinod Seshan is interested or concerned in the resolution.

The Board recommends the resolution for your approval.

Item No. 2 - Appointment of Ms. Mamta [DIN: 09641369] as Government Nominee Director of the Company

Ms. Mamta (DIN: 09641369), was appointed as Government Nominee Director on the Board of the Company vide letter no. CA-31032/1/2021-PNG (37493) dated 14th June, 2022 issued by Ministry of Petroleum and Natural Gas (MoP&NG) and was accordingly inducted as Government Nominee Director w.e.f 16.06.2022 to hold the office for period of three years on co-terminus basis or until further orders, whichever is earlier. Ms. Mamta will not be liable to retire by rotation and she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013 and has given her consent to act as a Director.

None of the Director / Key managerial personnel of the Company except Ms. Mamta is interested or concerned in the resolution.

The Board recommends the resolution for your approval.

By Order of the Board
For Oil India Limited
Sd/-
(A.K. Sahoo)
Company Secretary
M. No.: A12385

Place: Noida
Date: 27.07.2022

Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2 issued by ICSI, information about the Directors proposed to be appointed/re-appointed is furnished below:

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

Name of Director	Shri Vinod Seshan, Government Nominee Director	Ms. Mamta, Government Nominee Director
Directors Identification Number (DIN)	07985959	09641369
Date of Birth	18.05.1983	01.01.1978
Date of Appointment on Board	14.06.2022	16.06.2022
No. of Shares held	Nil	Nil
Qualification(s) and Experience in Specific Functional Areas	<p>Shri Vinod Seshan, Director, Ministry of Petroleum & Natural Gas is an IAS Officer (2008 Assam Cadre). He possesses rich experience of Seventeen plus years as under :</p> <p>13 years plus experience in Govt. Sector:</p> <ul style="list-style-type: none"> • As an Administrator, Team Leader, Project Director having core expertise in Project Management, District Administration, Policy making and implementation. <p>4 years' experience in Private Sector:</p> <ul style="list-style-type: none"> • As Project Engineer, Knowledge Manager having core expertise in Project Management, Knowledge Management, Unit testing, Test Script development, Software bug fixing etc. <p>He possesses Bachelor degree in Engineering (Electronics & Communication) and Master degree in Science and in Public Policy. He has also obtained the following Qualifications i.e. Certificate Courses in :</p> <ol style="list-style-type: none"> i. Infrastructure Project Financing from University of Benoni, Italy ii. Infrastructure Regulation from IIM Bangalore iii. Agriculture Infrastructure, Economics and Nature from University of Western Australia 	<p>Ms. Mamta is an Indian Economic Service Officer (IES), 2008. She is Director (Vigilance & International Cooperation) in the Ministry of Petroleum & Natural Gas, Government of India. She has more than 13 years' experience of holding positions in various Ministries/Departments in Government of India namely Rural Development (Pradhan Mantri Gram Sadak Yojana), Agriculture (Commission for Agricultural Costs and Prices), Finance (Multilateral Institutions, World Bank negotiations and organising International Event), and Textiles (Economic Division).</p> <p>She also had a brief stint in Academics. Ms. Mamta holds Bachelor's degree in Economics, Masters in Economics with specialization in Advanced Monetary Economics and Master's Diploma in Public Administration from Indian Institute of Public Administration.</p>
Directorship held in other Companies including Companies incorporated outside India	----	----
Number of Board Meetings attended during the tenure	2/2	1/2
Membership / Chairmanship of Board Committees of all Companies in which they are Directors	----	Oil India Limited- Audit & Ethics Committee – Member

List of Companies wherefrom the Director has resigned during last 3 years (excluding foreign, private and Section 8 Companies)	----	----
Disclosures of inter-se relationship between Directors and KMP	None	None

By Order of the Board
For Oil India Limited
Sd/-
(A.K. Sahoo)
Company Secretary
M. No.: A12385

Place: Noida
Date: 27.07.2022