



ऑयल इंडिया लिमिटेड

(भारत सरकार का उद्यम) पंजीकृत कार्यालय: दुलियाजान, असम

**Oil India Limited**

(A Government of India Enterprise) Registered Office "Duliajan, Assam"

प्लॉट. न. 19, सेक्टर 16-ए, नोएडा-201 301, उत्तर प्रदेश

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Ref No. OIL/SEC/32-33/NSE-BSE  
Date:22.09.2018

National Stock Exchange of India Ltd.  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400 051.

BSE Ltd.,  
Department of Corporate Service,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

**Subject : 59<sup>th</sup> Annual General Meeting held on 22<sup>nd</sup> September, 2018**  
**Ref : Regulation 30 of the SEBI (LODR) Regulations, 2015**

Dear Sir / Madam,

**PROCEEDINGS OF THE AGM ARE AS UNDER :**

**PRESENT**

Shri Utpal Bora	Chairman & Managing Director
Smt. R.S.Borah	Director (Finance)
Shri Biswajit Roy	Director (HR&BD)
Shri P.K.Sharma	Director (Operations)
Dr P. Chandrasekaran	Director (E&D)
Shri S. Manoharan	Independent Director
Dr. Priyank Sharma	Independent Director
Ms. Amina R. Khan	Independent Director

**IN ATTENDANCE**

Shri S.K.Senapati                      Company Secretary



### **SPECIAL INVITEES**

Shri B.P.Sarma	RCE, OIL, Duliajan
CA B.K. Biswas	M/s N.C.Banerjee & Co., Statutory Auditor
CA D.Patnaik	M/s B.N.Misra & Co., Statutory Auditor
CS Manish Gupta	M/s RMG & Associates, Secretarial Auditor & Scrutinizer
CMA Dinesh Sha	M/s Mani & Co., Cost Auditor

### **SHAREHOLDERS**

Shri Sanjay Kumar Jain Director (E-II), Ministry of Petroleum and Natural Gas, Government of India, Representative of the President of India, and  
4491 members

The requisite quorum being present, the proceedings of the meeting commenced. Shri Utpal Bora, CMD, took the chair. The Secretary announced that the quorum for the meeting was present in terms of provisions of the Companies Act, 2013 and the formal proceedings of the meeting could commence. Shri. Utpal Bora, CMD then formally extended a very warm welcome to all the shareholders present at the 59<sup>th</sup> AGM and introduced his colleagues on the dais to the shareholders. He also informed the members that the President of India is holding 75,05,48,332 equity shares of the Company (66.13%) and is represented through his nominee Shri Sanjay Kumar Jain, Director (E-II), Ministry of Petroleum and Natural Gas, Government of India. Letter of authorization No.12027 (11)/20/2018-ONG-II (26476) dated. 5<sup>th</sup> September, 2018 was received from the MoP&NG in this regard.

The Notice of the meeting, the Auditors' Report and the C&AG's Comments were taken as read with the permission of the Shareholders.

The Chairman Statement was read by the Chairman highlighting the performance (physical and financial) of the Company including significant highlights during the year 2017-18.

The Chairman informed the Members that pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015 and Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014, the Company had offered e-voting facility to its Members which commenced on 18.09.2018 (09.00 AM) and ended on 21.09.2018 (5.00 PM). The Company had



engaged the services of Karvy Computershare Pvt. Ltd. to provide e-voting facility to the Members of the Company.

The Chairman further informed that those members who could not exercise their vote through e-voting process, facility to vote at the Annual General Meeting by means of ballot paper has been provided.

The Company Secretary explained the poll procedure. The members were informed that the Company has appointed CS Manish Gupta, Partner, M/s RMG & Associates, Company Secretaries as Scrutinizer for e-voting as well as voting at the Annual General Meeting. The scrutinizer displayed the empty ballot boxes and locked them in the presence of the members. The ballot boxes were kept at the venue to enable the members to exercise their voting right.

The Company Secretary read out the following resolutions proposed to be passed at the meeting and requested the members to cast their vote if not voted earlier:

Item no.	Details of the Agenda	Resolution required : (Ordinary/ Special)	Mode of voting
	<b>ORDINARY BUSINESS</b>		
1.	To receive, consider and adopt the Audited Financial Statements including Consolidated Financial Statements of the Company for the year ended on 31 <sup>st</sup> March, 2018 together with Report of the Board of Directors, Reports of the Auditors and Comments of the Comptroller & Auditor General of India thereof.	Ordinary	E-Voting / Poll
2.	To confirm the payment of interim dividend and to declare final dividend for the financial year 2017-18 on the equity shares of the Company.	Ordinary	E-Voting / Poll
3.	To appoint a Director in place of Shri P.K.Sharma, Director (Operations) (DIN: 07194463), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	E-Voting / Poll
4.	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 2018-19.	Ordinary	E-Voting / Poll





	<b>SPECIAL BUSINESS</b>		
5.	Appointment of Prof. (Dr.) Asha Kaul (DIN: 06987839) as an Independent Director of the Company	Ordinary	E-Voting / Poll
6.	Appointment of Dr. Priyank Sharma (DIN: 07940638) as an Independent Director of the Company.	Ordinary	E-Voting / Poll
7.	Appointment of Shri S. Manoharan (DIN: 03521659) as an Independent Director of the Company.	Ordinary	E-Voting / Poll
8.	Appointment of Ms. Amina R. Khan (DIN: 07940639) as an Independent Director of the Company.	Ordinary	E-Voting / Poll
9.	Ratification of the remuneration of the Cost Auditors for financial year 2018-19.	Ordinary	E-Voting / Poll
10.	Approval for raising of funds upto Rs. 7,000 crore through issuance of Bonds / Debentures on private placement basis.	Special	E-Voting / Poll

On the invitation from the Chairman, Members raised queries and made observations. The Chairman replied to the queries, observations and clarifications sought by the members on the various issues. The Chairman informed the members that the result of the e-voting and poll at the Annual General Meeting shall be notified to the Stock Exchanges and hosted on the website of the Company within 48 hrs from the conclusion of this AGM.


Thereafter, the meeting concluded at 2.15 pm with a vote of thanks.

It is hereby confirmed that the meeting was called, convened, held and conducted as per the provisions of the Companies Act, the rules notified thereunder and Secretarial Standards issued by the ICSI.

This is for your information and record.

Thanking you,

Yours faithfully,  
For OIL INDIA LIMITED



(S. K. Senapati)  
Company Secretary