NOTICE is hereby given that the 59th Annual General Meeting (AGM) of the members of INDIAN OIL CORPORATION LIMITED will be held at Nehru Centre Auditorium, Dr. Anni Besant Road, Worli, Mumbai – 400019 on Wednesday, the 29th August, 2018 at 1030 hrs.

The Notice setting out the business to be transacted at the AGM together with the Annual Report of the Company for the financial year 2017-18 has been dispatched to those members whose email id is not registered with the Company and also to those who have requested for physical copy of Annual Report, at their registered address.

The notice of AGM and the Annual Report has been sent electronically to those members who have an email address and have not opted to receive the documents in physical form.

The Annual Report is also hosted on the website of the Company www.iocl.com. Any member who has not received the Annual Report or who has become a member of the Company after the dispatch of Annual Report and wishes to have a physical copy of the Annual Report may write to the Company and the same would be provided free of cost.

Proxy - A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on behalf of member. Such a proxy need not be a member of the Company. Proxies, in order to be valid and effective, must be delivered at the registered office of the Company duly filled, stamped & signed not later than 48 hours before the commencement of the meeting.

Book Closure and Payment of Dividend - Notice is also hereby given that pursuant to Section 91 of the Companies Act 2013, Rule 10 of the Companies (Management and Administration) Rules 2014 and Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("LODR") the register of members and share transfer book of the Company will remain closed from Tuesday, 27th August, 2018 to Wednesday, 29th August, 2018 (both days inclusive) to determine the eligibility of the members for payment of final dividend for the financial year 2017-18. Final Dividend @ Rs. 5/- per share, after declaration at the AGM, would be paid to those members whose name appears in the Register of Members / BENFPOS as at the close of working hours on Wednesday, 22nd August, 2018.

E-voting - Pursuant to Regulation 44 of LODR and Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 as amended, the company has engaged the services of Kary Computershare Pvt. Ltd. ("Karya") to provide an e-voting facility to the members. The details are as under:

- The company has fixed 22nd August 2018 as the "Cut Off date to ascertain the eligibility of members for e-voting.
- The members, whose names appear in the register of the Members / list of Beneficial Owners as on the cut-off date i.e. 22nd August 2018 are entitled to avail facility of remote e-voting / voting in the AGM. Any person, who acquires shares and becomes a member of the Company after dispatch of notice and holds shares as on the cut-off date, may obtain the User ID and password by sending a request at evoting@karya.com by mentioning folio no. / DP ID and Client Id no. If the member is already registered with Karya for e-voting, then existing User ID and password can be used for casting the vote.
- The remote e-voting will commence on Friday, August 24, 2018 at 9:30 A.M. (IST) and end on Tuesday, August 28, 2018 at 05.00 P.M. (IST), during which period the members may cast their vote electronically. Thereafter, the e-voting module shall be disabled by Karya.
- Voting at AGM venue shall also be made available to those members who attend the AGM and have not already cast their vote through remote e-voting. Members who cast their votes through remote e-voting should not vote again at the AGM. However, in case a member, who has cast his vote through remote e-voting as well as at AGM, the vote cast at AGM will be ignored.

Scrutinizer - The Company has appointed Shri Naugpang Dhokla of Dhokla & Associates LLP, a practicing Company Secretary, as Scrutinizer and in the absence thereof Shri R. V. Dhokla of Dhokla & Associates LLP, a practicing Company Secretary to scrutinize the process of remote e-voting / voting at AGM in a fair and transparent manner.

Results - The Results on resolutions will be declared within 2 days of the conclusion of the AGM of the Company. The results declared along with the scrutinizer's report shall be placed on the Company's website (www.iocl.com) and on the website of Karya (https://evoting.karya.com) and would also be communicated to the Stock Exchanges.

SEBI notification related to physical share transfer - SEBI vide notification dated 6th May, 2018 has amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, mandating transfer of securities only in dematerialized form. Accordingly, the company would not be able to accept requests for transfer of securities unless the securities are held in Dematized form with effect from December 5, 2018.

Contact details - In case of any queries / grievances relating to e-voting, members may contact at the following address: Shri M. S. Mudrakshadhan, General Manager, Karya Computershare Pvt. Ltd., Unit: Indian Oil Corporation Limited, Karya Selenium Tower B, Plot 31-32, GachibowliFinancial District, Nallakramguda, Hyderabad – 500 032. Tel. No.: (040) 67182222; E-mail: evoting@karya.com;

This public notice is also available on the Company’s website (www.iocl.com) and on the website of Karya (https://evoting.karya.com).

For Indian Oil Corporation Limited

Sd/-
(Kamal Kumar Gaurani)
Company Secretary
M. No. A13737

Place: Mumbai
Dated: 1st August 2018