भारत पेट्रोलियम कॉर्पोरेशन लिमिटेड
भारत सरकार का उपक्रम
BHARAT PETROLEUM CORPORATION LTD.
A Govt. of India Enterprise

Sec. 3.4.1 3rd August 2026

The Secretary,
**BSE Ltd.,**
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001
**BSE Scrip Code: 500547**

The Secretary,
**National Stock Exchange of India Ltd.,**
Exchange Plaza, Plot No C/1,
G Block, Bandra-Kurla Complex,
Mumbai 400051
**NSE Symbol: BPCL**

Dear Sir/Madam,

**Sub: Notice of Annual General Meeting**

The 73rd Annual General Meeting (AGM) of the Company will be held on Thursday, 27th August 2026, at 1030 hrs IST through Video Conferencing (VC)/Other Audio Video Means (OAVM), in compliance with all applicable provisions of the Companies Act, 2013 and as per relevant circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India. The notice of AGM is enclosed herewith.

The Notice of AGM and Annual Report for the financial year 2025-26 is uploaded on the website of the Company at www.bharatpetroleum.in.

This is for your information.

Thanking You,

Yours faithfully,
For Bharat Petroleum Corporation Limited

KALA VAIDYANATHAN
Digitally signed by KALA VAIDYANATHAN
Date: 2026.08.03 19:02:10 +05'30'

(V. Kala)
Company Secretary

भारत भवन, 4 एवं 6, करीमभॉय रोड, बेलार्ड इस्टेट, पोस्ट बॉक्स क्र. 688, मुंबई-400 001. फोन: 2271 3000/4000. फैक्स: 2271 3874
Bharat Bhavan, 4 & 6, Currimbhoy Road, Ballard Estate, P. B. No.688, Mumbai-400 001. Phone: 2271 3000/4000. Fax: 22713874
email: info@bharatpetroleum.in website: www.bharatpetroleum.in CIN: L23220MH1952GOI008931

# NOTICE TO THE MEMBERS

Notice is hereby given that the 73rd Annual General Meeting of the members of Bharat Petroleum Corporation Limited ("the Company") will be held on Thursday, August 27, 2026 at 10.30 a.m. IST through Video-Conferencing ("VC")/Other Audio Visual Means ("OAVM") 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 March 31, 2026 (b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026; 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 payments of First and Second Interim Dividend on Equity Shares for the Financial Year ended March 31, 2026.

**3)** To appoint a Director in place of Shri Vetsa Ramakrishna Gupta, Director (DIN: 08188547), who retires by rotation and being eligible, offers himself for reappointment.

**4)** To authorize the Board of Directors of the Company to fix the remuneration of the Joint Statutory Auditors of the Company for the FY 2026-27 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 as an Ordinary Resolution:-

"RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to decide and fix the remuneration of the Joint Statutory Auditors of the Company as appointed by the Comptroller & Auditor General of India for the FY 2026-27."

## B. Special Business

### 5) Ratification of the remuneration of the Cost Auditors for the FY 2026-27

To consider and if thought fit, to pass the following Resolution 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 remuneration to the Cost Auditors viz. M/s. Dhananjay V. Joshi & Associates., Cost Accountants and M/s. Rohit & Associates, Cost Accountants, to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2027 as approved by the Board of Directors of the Company and as set out below, be and is hereby ratified.

| Name of the Cost Auditors | Activities/Location | Audit fees |
|---|---|---|
| M/s. Dhananjay V. Joshi & Associates (Lead Auditor) | BPCL's activities where cost records are to be maintained including refineries, products pipelines, biofuel plants etc. (other than lubricants) | ₹ 4,00,000 plus applicable tax and reasonable out of pocket expenses |
| M/s. Rohit & Associates | Lubricants Oil Blending Plants– Wadilube, Tondiarpet, Budge-Budge, Loni, Rasayani etc. | ₹ 1,50,000 plus applicable tax and reasonable 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 to take all such steps as may be necessary or expedient to give effect to this Resolution."

### 6) Appointment of Shri Vedveer Arya as Director

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("Act") and the Rules framed thereunder, as amended from time to time, Regulation 17 and all other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and in terms of letter from Ministry of Petroleum & Natural Gas, Shri Vedveer Arya (DIN: 09311512), who was appointed by the Board of Directors as an Additional Director of the Company with effect from March 09, 2026 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and in respect of whom the Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as Director of the Company, who would be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all such acts and to take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

## 7) Appointment of Shri Pushp Kumar Nayar as Director (Human Resources)

To consider and, if thought fit, to pass the following Resolution as an Ordinary Resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Companies Act, 2013 ("Act") and the Rules framed thereunder, as amended from time to time, Regulation 17 and all other applicable Regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and in terms of the letter from Ministry of Petroleum & Natural Gas, Shri Pushp Kumar Nayar (DIN: 10062914), who was appointed by the Board of Directors as an Additional Director and Director (Human Resources) with effect from May 27, 2026 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and in respect of whom the Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Director (Human Resources) of the Company, be and is hereby appointed as Director (Human Resources) of the Company, liable to retire by rotation, till the date of his superannuation or until further orders from the Ministry of Petroleum & Natural Gas, whichever is earlier.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution."

## 8) Amendment in the object clause of the Memorandum of Association of the Company

To consider and, if thought fit, to pass the following Resolution as a Special Resolution:-

"RESOLVED THAT pursuant to the provisions of Section 13 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, as amended, and subject to the other approvals, permissions and sanctions as may be necessary, approval of the members of the Company be and is hereby accorded for amendment in the object clause of the Memorandum of Association of the Company by insertion of the following clause after sub-clause 3(a)(viii):-

### Clause 3(a)(ix)

*"To provide, promote, develop, design, establish, setup, maintain, organize, undertake, manage, operate, run, market, purchase, sell, distribute, resell, import, export and carry on the business of all types/kinds of electronic and virtual payment systems services including software, Unified Payments Interface (UPI), Bharat Quick Response (QR), payment aggregation, e-wallets, mobile-wallets, cash card, payment gateways services, pre-paid and post-paid payment instruments, payment systems including open/closed/semi-closed systems, Near Field Communication (NFC) payments, payment instruments in India and abroad including all kinds of payment services in any manner whatsoever and for that purpose to enter into any collaborations as may be required with banks/financial institutions/Non-Banking Financial Companies (NBFCs)."*

RESOLVED FURTHER that the Chairman & Managing Director, the Director (Finance) and the Company Secretary be and are hereby severally, authorized, to perform all such acts, deeds and things, execute documents and to do all filings including e-filings, as may be necessary to give effect to this Resolution."

By Order of the Board of Directors
Sd/-
**(V. Kala)**
**Company Secretary**

Place: Mumbai
Date: July 31, 2026

**Registered Office:** Bharat Bhavan, 4 & 6 Currimbhoy Road, Ballard Estate,
Mumbai 400 001 CIN: L23220MH1952GOI008931
Phone: 2271 3000/4000
Email: info@bharatpetroleum.in Website: www.bharatpetroleum.in

## Notes:

1. Pursuant to various circulars issued by the Ministry of Corporate Affairs (MCA) and by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), physical presence of the members at the Annual General Meeting (AGM) venue is not required and the AGM will be held through VC or OAVM. Hence, members can attend and participate in the AGM through VC/OAVM at www.evoting.nsdl.com.

   In compliance of provisions of Regulation 44(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), the top 100 Listed Companies determined on the basis of market capitalization are required to provide the facility of the live webcast of the proceedings of the General Meeting. Accordingly, BPCL is arranging a live webcast for the members at www.evoting.nsdl.com.

2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, for Item No. 5 to Item No.8 is annexed hereto.

3. **A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a Member of the Company. Since the present AGM is being held through VC/OAVM pursuant to the MCA/SEBI Circulars, the facility to appoint a proxy to attend and cast a vote for the Member is not available. However, the Bodies Corporate are entitled to appoint authorized representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.**

4. Since the present AGM is being held through VC/OAVM, Proxy form, Attendance Slip and Route map are not enclosed to the notice.

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

6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Listing Regulations, and the Circulars issued by the MCA, the Company is providing the facility of remote e-voting to its members in respect of the business to be transacted at the AGM. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using the remote e-voting system as well as the electronic voting system at the AGM will be provided by NSDL. Facility is also being provided to those members attending the AGM through VC, who have not cast their vote through remote e-voting and who are not barred from doing so, to cast their vote by e-voting during the AGM, in respect of the business transacted at the AGM.

   In line with the MCA Circular, the Notice convening the AGM and Annual Report will be available on the website of the Company at https://www.bharatpetroleum.in/bharat-petroleum-for/investors/disclosure-under-regulation-46-and-62-of-sebi-lodr-regulations/financial-performance/annual-reports. The Notice and Annual Report can also be accessed from the website 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 will also be available on the website of NSDL (agency for providing the remote e-voting facility) i.e. www.evoting.nsdl.com.

   In terms of the SEBI Circulars and Regulation 36(1) (c) of Listing Regulations, Notice of the AGM along with the Annual Report 2025-26 is sent only through electronic mode to those members whose email addresses are registered with the Company or Depository Participant (DP). Physical copy of the Notice of the AGM along with the Annual Report 2025-26 shall be sent to those members who request for the same.

   For receiving the Annual Report and all other communications from the Company electronically:

   a. Members holding shares in physical mode and who have not registered/updated their email address with the Company are requested to register/update the same by writing to the Registrar and Transfer Agent (RTA) of the Company, KFin Technologies Limited (KFin) at einward.ris@kfintech.com with details of folio number and attaching a self-attested copy of PAN card.

   b. Members holding shares in dematerialized mode are requested to register/update their email addresses with the relevant DP.

c. 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 DP in respect of shares held in electronic form.

d. In case of any queries relating to shares, members are requested to contact the RTA on the above email address.

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 who are holding shares in physical form and have not yet registered their nomination are requested to submit Form SH-13 for registering their nomination, Form SH-14 for making changes to their nomination details and Form ISR -3 to opt out of nomination along with the relevant documents to RTA. The relevant forms are available on the Company's website at https://www.bharatpetroleum.in/bharat-petroleum-for/investors/disclosure-under-regulation-46-and-62-of-sebi-lodr-regulations/procedure-related-to-investor-service-requests/kyc-updation . In case members are holding shares in dematerialized form, they can register their nomination with their respective DPs.

8. Members holding shares in physical form are requested to send a hard copy of the KYC and other documents to KFin Technologies Limited at The Centrium 2nd Floor, Phoenix Market City, LBS Marg, Kurla West, Mumbai – 400070, India.

9. In terms of Regulation 40 of Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of requests received for transmission or transposition of securities.

10. As per SEBI circular nos. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/70 dated May 25, 2022 and HO/38/13/(3)2026-MIRSD-POD/I/3763/2026 dated January 30, 2026 the listed companies, with immediate effect, shall issue the securities only in demat mode while processing various investor service request pertaining to issuance of duplicate share certificate, claim from unclaimed suspense account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of share certificate, consolidation of share certificate, transposition etc. Therefore, members are requested to submit a hard copy of duly signed Form ISR-4 along with relevant documents to RTA. The detailed procedure and the relevant documents are available on https://www.bharatpetroleum.in/bharat-petroleum-for/investors/disclosure-under-regulation-46-and-62-of-sebi-lodr-regulations/procedure-related-to-investor-service-request

11. SEBI vide circular no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/65 dated May 18, 2022 has simplified and standardized procedure for transmission of shares. Therefore, members are requested to make service request for transmission of shares by submitting hard copy of duly signed Form ISR-5 along with relevant documents to RTA. The detailed procedure and the relevant documents are available on https://www.bharatpetroleum.in/bharat-petroleum-for/investors/disclosure-under-regulation-46-and-62-of-sebi-lodr-regulations/procedure-related-to-investor-service-request

12. A special window, as per mandate of SEBI, is available till February 4, 2027, to facilitate lodgement of transfer requests executed before April 1, 2019 but were either not lodged for transfer or were lodged and subsequently rejected, returned or not attended due to deficiency in the documents. Eligible shareholders are requested to submit the requisite documents before February 4, 2027 to Company/RTA. Securities transferred through this mechanism shall be credited only in dematerialized form and will remain under a one year lock-in, during which they cannot be transferred, lien-marked, or pledged. [SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026]. The Company has communicated the opening of this special window through newspaper advertisements which are available here.

13. SEBI has made available an online dispute resolution mechanism through the SMART ODR Portal for the investors to raise disputes arising in the Indian Securities Market.

    After exhausting the options to resolve their grievances directly with the Company/RTA and through the SCORES platform, investors can initiate dispute resolution through the SMART ODR Portal. The details are available on the website of the Company [SEBI Master Circular No. HO/38/13/(4)2026-MIRSD-POD/I/4298/2026 dated February 6, 2026]

14. All documents referred to in the Notice, if any, will be available electronically for inspection during office hours without any fee by the members from the date of circulation of the Notice up to the date of the AGM. Members seeking to inspect such documents can send an email to ssc@bharatpetroleum.in.

15. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM. Members desiring inspection of such Registers during the AGM may send their request in writing to the Company at ssc@bharatpetroleum.in.

16. Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before Thursday, August 20, 2026 through email on ssc@bharatpetroleum.in. The same will be replied to by the Company suitably through email.

17. As required under Regulation 36(3) of Listing Regulations, a brief resume of persons seeking reappointment and appointment as Directors under Item No.3, Item no.6 and Item no.7 of the Notice is attached.

18. 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.

19. (a) Pursuant to 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 is required to be transferred to the Investor Education & Protection Fund (IEPF) established by the Central Government. The unclaimed dividends for the Financial Years from 1994-95 to 2017-18 and interim dividend for FY 2018-19 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, the Company has during the Financial Year 2025-26 transferred to the IEPF, all the shares in respect of which dividend has remained unpaid/ unclaimed for seven consecutive years or more more, as on the due date of transfer. 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 IEPF-5 web form by login on www.mca.gov.in. After login, click on 'MCA services', in the dropdown, click on 'IEPF related services' and select 'IEPF-5 web form' for claiming unpaid amounts and shares. Members can file only one consolidated claim in respect of a Company in a financial year as per the IEPF Rules.

    (c) Members of BPCL who have not yet encashed their dividend warrant(s) for the final dividend of FY 2018-19 or dividend warrants(s) for any subsequent financial years are requested to make their claims without any delay to the RTA/Company. It may be noted that the unclaimed amount of final dividend for the Financial Year ended March 31, 2019 becomes due for transfer to IEPF Authority on October 04, 2026. It may please be noted that if no claim/application is received by the Company or the Company's RTA for the final dividend of FY 2018-19 before the said date, the Company will be compelled to transfer the underlying shares to the IEPF. The details of unclaimed dividend/shares to be transferred to IEPF are available on the website of the Company.

## PROCESS AND MANNER OF E-VOTING AND JOINING THE ANNUAL GENERAL MEETING

**The remote e-voting period begins on Saturday, August 22, 2026 at 9:00 A.M. and ends on Wednesday, August 26, 2026 at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter. The members, whose names appear in the Register of Members/ Beneficial Owners as on the record date (cut-off date) i.e. Thursday, August 20, 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, being Thursday, August 20, 2026.**

**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 and joining virtual meeting 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. | 1. 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 the 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.<br>2. 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 the 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 or joining virtual meeting & voting during the meeting.<br>3. If you are 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<br>4. 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 the 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.<br>5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience.<br><br>**NSDL Mobile App is available on**<br>Download on the App Store Google Play |
| Individual Shareholders holding securities in demat mode with CDSL | 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 Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.<br>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 the 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.<br>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 & New System Myeasi Tab and then click on registration option.<br>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. |
| 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 the 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.com or call at 022 - 4886 7000 |
| 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 |

## B) Login Method for e-Voting and joining virtual meeting 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 e-services i.e. IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL e-services 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<br>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<br>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<br>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.com 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 and join General Meeting on NSDL e-Voting system

### How to cast your vote electronically and join General Meeting 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 whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of the Company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 scrutinizer@dholakia-associates.com with a copy marked to evoting@nsdl.com. 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.: 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Asst. Vice President, National Securities Depository Limited T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai- 400051 at evoting@nsdl.com.

## 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 ssc@bharatpetroleum.in.

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 ssc@bharatpetroleum.in. 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 and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholders/members may send a request to evoting@nsdl.com 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.

## THE INSTRUCTIONS FOR MEMBERS FOR E-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

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

2. Only those members/shareholders, who will be 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 in the AGM.

3. Members 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.

4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-voting.

## INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access the meeting by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against the Company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of the Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the meeting through laptops for better experience.

3. Further members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.

4. 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 a stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at ssc@bharatpetroleum.in. The same will be replied by the company suitably.

6. The members who would like to express their views/have questions may pre-register themselves as a speaker, by sending their request from their registered email address mentioning their name, DPID and Client ID/folio number, PAN, email id, and mobile number at bpclagm26@bharatpetroleum.in from Thursday, August 20, 2026, to Saturday, August 22, 2026. Only those members who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of questions and number of speakers, depending upon availability of time as appropriate for smooth conduct of the AGM.

7. The members who need technical assistance w.r.t. VC/OAVM before or during the AGM, can contact NSDL on evoting@nsdl.com or call on 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Asst. Vice President, National Securities Depository Limited T301, 3rd Floor, Naman Chambers, G Block, Plot No- C-32, Bandra Kurla Complex, Bandra East, Mumbai-400051 at evoting@nsdl.com.

## OTHER INSTRUCTIONS:

1. Members can also update their mobile number and email id in the user profile details of the folio by providing this information to the DP/RTA, which may be used for sending future communication.

2. The members holding shares in electronic form are therefore requested to submit the Permanent Account Number (PAN) details to their DP with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to RTA.

3. The voting rights 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 i.e. Thursday, August 20, 2026. A person whose name is recorded in the register of members or in the register of Beneficial Owners maintained by the DP as on the cut-off date i.e. Thursday, August 20, 2026, only shall be entitled to avail of the facility of remote e-voting at the AGM. A person who is not a member as on the cut-off date, should treat the Notice for information purpose only.

4. Any person holding shares in physical form as on the cut-off date and non-individual shareholders who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares as on the cut-off date i.e. Thursday, August 20, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.com or einward.ris@kfintech.com.

   In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a member of the Company after sending of the notice and holding the shares as on the cut-off date i.e. Thursday, August 20, 2026, may follow steps mentioned under "Access to NSDL e-Voting system".

   However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on www.evoting.nsdl.com or call on 022 - 4886 7000.

5. Once the vote on a Resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.

6. Shri Nrupang Dholakia, from M/s. Dholakia & Associates LLP, Practicing Company Secretaries, has been appointed as the scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.

7. The Chairman shall, at the end of the discussion on the resolutions on which voting is to be held, allow voting with the assistance of the scrutinizer, by use of e-voting for all those members who have not cast their votes by availing the remote e-voting facility.

8. The Scrutinizer will, within fifteen minutes after the conclusion of voting at the AGM, first unblock the votes cast through remote e-voting and shall make available, within two working days 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 authorized by him in writing who shall countersign the same and declare the results of voting.

9. The results of e-voting 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.

10. Members holding multiple folios may get their shareholding consolidated.

## ANNEXURE TO THE NOTICE

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

### Item No. 5: Ratification of the remuneration of the Cost Auditors for the FY 2026-27

The Board of Directors has approved the appointment and remuneration of M/s. Dhananjay V. Joshi & Associates, Cost Accountants and M/s. Rohit & Associates, Cost Accountants, to conduct the audit of the Cost records for the FY 2026-27. The increase in remuneration of Cost Auditors viz. M/s. Dhananjay V. Joshi & Associates and M/s. Rohit & Associates from ₹ 3,50,000 to ₹ 4,00,000 and from ₹ 1,25,000 to ₹ 1,50,000 respectively, from the last financial year, is due to the increased scope of work consequent to the commissioning of biofuel plants for ethanol production and planned commissioning of the Rasayani LOBS plant.

In accordance with the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, approval for ratification for the remuneration payable to the Cost Auditors for the FY 2026-27 by way of an Ordinary Resolution is being sought, as set out at Item No. 5 of the notice.

The Board of Directors of the Company accordingly recommends the proposed Ordinary Resolution as contained in Item No. 5 of the notice, for approval by the members of the Company. None of the Directors or Key Managerial Personnel of the Company or their relatives have any concern or interest, financial or otherwise in passing of the said Ordinary Resolution.

### Item No. 6: Appointment of Shri Vedveer Arya as Director

Shri Vedveer Arya, Additional Secretary & Financial Advisor, MoP&NG was appointed as an Additional Director on the Board upon nomination by the Government of India, under the provisions of Article 77A of the Articles of Association of the Company, read with Section 161 of the Companies Act, 2013, effective March 09, 2026, in accordance with the directions of the Government of India.

Shri Vedveer Arya, 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. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the members of the Company, up to the date of the Annual General Meeting.

The Board of Directors of the Company accordingly recommends the proposed Ordinary Resolution as contained in Item No. 6 of the notice, for approval by the members of the Company.

Shri Vedveer Arya is interested in the Resolution to the extent as it concerns his appointment. None of the other Directors or Key Managerial Personnel of the Company or their relatives has any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

### Item No. 7: Appointment of Shri Pushp Kumar Nayar as Director (Human Resources)

Shri Pushp Kumar Nayar was appointed as an 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, read with Section 161 of the Companies Act, 2013 effective May 27, 2026 in accordance with the directions of the Government of India.

Shri Pushp Kumar Nayar, 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. His brief resume containing his age, qualifications, expertise etc. is annexed herewith.

Relevant documents, if any, in respect of the said item will be available for inspection in electronic form on request by the members of the Company, up to the date of the Annual General Meeting.

The Board of Directors of the Company accordingly recommends the proposed Ordinary Resolution as contained in Item No. 7 of the notice, for approval by the members of the Company.

Shri Pushp Kumar Nayar is interested in the Resolution to the extent as it concerns his appointment. None of the other Directors or Key Managerial Personnel or their relatives has any concern or interest, financial or otherwise, in passing of the said Ordinary Resolution.

## Item No. 8: Amendment in the object clause of the Memorandum of Association of the Company

Given the scale of transactions and strategic importance of customer data ownership, it is imperative for BPCL to establish an integrated, self-owned payments ecosystem. Accordingly, it is proposed to enter into the Payments Business for Third Party Application (TPAP) and Agent Institute (AI), applying and obtaining Payments licenses for BPCL and implementation of the same in BPCL Digital and Payments eco-system.

The primary advantages of BPCL own payment eco-system are as under:-

1. End-to-end data ownership & insights: Enables BPCL to directly capture and leverage customer data for personalization, targeted offers, and improved loyalty.
2. Cost optimization & new revenue streams: Reduces dependency on third-party aggregators, lowers MDR, and unlocks monetization opportunities.
3. Enhanced customer experience & ecosystem control: Delivers seamless, integrated payments (fuel, LPG, bill pay), strengthens loyalty programs, and positions BPCL as a full-fledged participant in the digital payments ecosystem.

The Board of Directors of the Company accordingly recommends the proposed Special Resolution as contained in Item No. 8 of the notice, for approval by the members of the Company.

Consent of the members is being sought pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013.

Revised set of Memorandum of Association post incorporating the amendment will be available for inspection in electronic form, on request by members of the Company, upto the date of the Annual General Meeting.

None of the Directors or Key Managerial Personnel of the Company or their relatives have any concern or interest, financial or otherwise, in passing of the said Special Resolution.

By Order of the Board of Directors
Sd/-
**(V. Kala)**
**Company Secretary**

Place: Mumbai
Date: July 31, 2026

**Registered Office:** Bharat Bhavan, 4 & 6 Currimbhoy Road, Ballard Estate,
Mumbai 400 001 CIN: L23220MH1952GOI008931
Phone: 2271 3000/4000
Email: info@bharatpetroleum.in Website: www.bharatpetroleum.in

## BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT AT THE 73rd ANNUAL GENERAL MEETING IN TERMS OF REGULATION 36(3) OF LISTING REGULATIONS AND SECRETARIAL STANDARD – 2

| Name | Shri Vetsa Ramakrishna Gupta | Shri Vedveer Arya |
|---|---|---|
| Date of Birth | 29.06.1971 | 04.09.1970 |
| Date of first Appointment | 07.09.2021 | 09.03.2026 |
| Qualifications | B. Com, ACA, AICWA | Officer of Indian Defence Accounts Service (IDAS) & M.A. from Delhi University |
| Experience in specific functional areas | Shri Vetsa Ramakrishna Gupta is a Chartered Accountant, Cost Accountant and Bachelor of Commerce. With 28 years of experience at BPCL, he has been Director (Finance) since September,2021. He leads the Finance, Information Technology, Corporate Affairs, Corporate Planning, International Trade, Risk Management and Legal functions, and has for certain periods held additional charge of Chairman & Managing Director and of Director (Human Resources).<br>His experience covers Corporate Accounts, Business Plan, Budgeting and Treasury operations, at corporate level and across business units. A key architect of the IND-AS implementation, he has played a critical role in strategy formulation and in strengthening Corporate Governance and internal controls.<br>He has been instrumental in co-creating 'Project Aspire', the five-year framework charting BPCL's transformation into a future-ready integrated energy major by FY 2028-29, advancing the petrochemical strategy and establishing new business units in Renewables, Consumer Retailing and Biofuels. He steered the smooth merger of Bharat Oman Refineries Limited and Bharat Gas Resources Limited with BPCL, unlocking synergies and integrating their employees seamlessly.<br>Equally, he has driven digitalization and the integration of Artificial Intelligence, analytics and automation across finance and operations, enhancing agility and efficiency while strengthening governance, and has championed a future talent pipeline. This approach to leadership was recognized by the CII with the award 'PSU CFO of the Year 2023-24'. | Shri Vedveer Arya is a 1997 batch officer of Indian Defence Accounts Service (IDAS). He is M.A. from Delhi University. Presently, he is Additional Secretary & Financial Advisor, in MoP&NG. Prior to the same, he has held various positions in Govt. such as JS & Addl FA(R&D) at MoD, Integrated Financial Adviser (IFA) to Southern Naval Command, Kochi and Southern Air Command, Trivandrum, Director (Finance) in DRDO, Hyderabad for Agini Missile Programme and various tactical Missile programmes. He has authored various books on Indian History, mathematics etc. |
| Membership/Chairmanship of Board Committees in BPCL | **Memberships in the following Committees:**<br>1. Stakeholders Relationship Committee<br>2. Corporate Social Responsibility (CSR) Committee<br>3. Risk Management Committee<br>4. Project Evaluation Committee<br>5. Sustainable Development Committee<br>6. Standing Committee of the Board for Tenders<br>7. Standing Committee of the Board for JVC Matters<br>8. Standing Committee of the Board for Release of Flats<br>9. BPCL Trust for Investment in Shares Committee<br>10. Monitoring Committee on Investments in JVs/ Subsidiaries | Nil |
| Directorship held in other Companies | **Director:**<br>Bharat PetroResources Limited | **Director:**<br>Indian Strategic Petroleum Reserves Limited |
| Membership/Chairmanship of Committees of other Boards | Nil | Nil |
| Listed companies from which the Director has resigned in the past 3 years | Nil | Nil |

## BRIEF RESUME OF DIRECTORS SEEKING APPOINTMENT/REAPPOINTMENT AT THE 73rd ANNUAL GENERAL MEETING IN TERMS OF REGULATION 36(3) OF LISTING REGULATIONS AND SECRETARIAL STANDARD – 2

| Name | Shri Vetsa Ramakrishna Gupta | Shri Vedveer Arya |
|---|---|---|
| No. of Board Meetings attended during the financial year 2025-26 | 15 | 2 |
| Relationship with other Directors & KMP | None | None |
| No. of shares held in BPCL | 5,250 Equity Shares | Nil |
| Terms of Appointment | As per the letter dated 07.09.2021 issued by the Ministry of Petroleum & Natural Gas, Government of India, he was appointed as Director (Finance) (Whole Time Director) for a period of five years with effect from his assumption of charge of the post or till the date of his superannuation or until further orders, whichever is earliest. As BPCL is a Government of India Enterprise, his remuneration and other terms and conditions will be as per the applicable guidelines issued by Department of Public Enterprises from time to time. | As per letter dated 09.03.2026 issued by the Ministry of Petroleum & Natural Gas, Government of India, he has been appointed as a Director for a period of three years on co-terminus basis or until further orders, whichever is earlier. |

| Name | Shri Pushp Kumar Nayar |
|---|---|
| Date of Birth | 17.08.1970 |
| Date of first Appointment | 27.05.2026 |
| Qualifications | MBA in Business Administration from Guru Gobind Singh Indraprastha University and graduate of the University of Delhi |
| Experience in specific functional areas | Shri Pushp Kumar Nayar has extensive experience across key marketing functions at BPCL, encompassing Retail and Lubricants businesses, and has also served on deputation with Indraprastha Gas Limited. Over the course of his career spanning more than 35 years, he has handled diverse leadership roles across businesses in Regions, Headquarters, and Supply Chain functions, before assuming the role of Executive Director (HRD). In Human Resources, he has extensively contributed to talent augmentation, assimilation of organizational culture and values, succession planning, and comprehensive Talent discussions through Talent Review Panels. He has also been instrumental in harnessing HR analytics and AI-led interventions to embed data-driven decision-making and build future-ready organizational capability. With over three decades of combined experience in business and HR, he has consistently contributed to operational excellence, risk awareness, and stakeholder engagement across assignments. |
| Membership/Chairmanship of Board Committees in BPCL | **Memberships in the following Committees:**<br>1. Standing Committee of the Board for Release of Flats<br>2. Standing Committee of the Board for Tenders<br>3. Standing Committee of the Board for JVC Matters |
| Directorship held in other Companies | Nil |
| Membership/Chairmanship of Committees of other Boards | Nil |
| Listed companies from which the Director has resigned in the past 3 years | Nil |
| No. of Board Meetings attended from his appointment | 3 |
| Relationship with other Directors & KMP | None |
| No. of shares held in BPCL | 15,048 Equity Shares |
| Terms of Appointment | As per the letter dated 27.05.2026 issued by the Ministry of Petroleum & Natural Gas, Government of India, he was appointed as Director (Human Resources) (Whole Time Director) from the date of his assumption of charge of the post till the date of his superannuation i.e. 31.08.2030 or until further orders, whichever is earlier. As BPCL is a Government of India Enterprise, his remuneration and other terms and conditions will be as per the applicable guidelines issued by Department of Public Enterprises from time to time. |