

ESSAR OIL LIMITED

Registered Office: Khambhalia Post, P. O. Box No. 24, Dist. Jamnagar - 361305, Gujarat

Corporate Identity Number: L11100GJ1989PLC032116

NOTICE OF EXTRAORDINARY GENERAL MEETING

NOTICE is hereby given that an **Extraordinary General Meeting** of the members of **ESSAR OIL LIMITED** will be held at the Registered Office of the Company at Khambhalia Post (39th Km. stone on Jamnagar - Okha Highway) Dist. Jamnagar - 361305, Gujarat on Tuesday, May 6, 2014, at 3:00 p.m. to transact, with or without modifications, the following special business:

1. To consider and, if thought fit, to pass the following resolution as a special resolution:

"RESOLVED THAT pursuant to the provisions of section 186 of the Companies Act, 2013 (which corresponds to section 372A of the Companies Act, 1956) and section 188 and other applicable provisions of the Companies Act, 2013 and rules made thereunder (including any statutory modification thereof for the time being in force and as may be enacted from time to time), and subject to such other approvals, consents, sanctions and permissions, as may be necessary, consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to acquire the captive co-generation power plants of Vadinar Power Company Limited (VPCL) by acquiring the balance 73.99% of the issued equity shares and all issued compulsorily convertible preference shares (hereinafter referred to as "securities") of VPCL from Essar Power Limited, a related party, for an amount not exceeding ₹ 2,100 crore following which VPCL will become a wholly owned subsidiary of the Company notwithstanding that the amount to be invested by the Company together with the aggregate of the investments made, loans, guarantees or securities so far given by the Company may exceed the limits of sixty per cent of paid up share capital, free reserves and securities premium account of the Company or one hundred per cent of its free reserves and securities premium account, whichever is higher as prescribed under section 186 of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take from time to time all decisions and such steps as may be necessary for completing the above-mentioned investment including obtaining the necessary approvals whether statutory, contractual or otherwise in this regard and for the purpose decide the timing for completion of the investment, the amount payable for such investment within the limit mentioned above and other terms and conditions of such transactions and also to take all other decisions including variation in any of the above, as they may, in their sole and absolute discretion, deem appropriate."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred by this resolution on it, to any Committee of Directors or any Director(s) or officer(s) of the Company to give effect to the aforesaid resolution."

2. To consider and, if thought fit, to pass the following resolution as a special resolution:

"RESOLVED THAT pursuant to the provisions of section 186 of the Companies Act, 2013 (which corresponds to section 372A of the Companies Act, 1956) and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder (including any statutory modification for the time being in force and as may be enacted from time to time), and subject to such other approvals, consents, sanctions and permissions, as may be necessary, consent of the shareholders of the Company be and is hereby accorded to the Board of Directors to invest in / acquire 10.25% cumulative redeemable preference shares of Essar Power Limited from Essar House Limited for an amount not exceeding ₹ 1,025 crore notwithstanding that the amount to be invested by the Company together with the aggregate of the investments made, loans, guarantees or securities so far given by the Company may exceed the limits of sixty per cent of paid up share capital, securities premium account and free reserves of the Company or one hundred per cent of its securities

premium account and free reserves whichever is higher as prescribed under section 186 of the Companies Act, 2013.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take from time to time all decisions and such steps as may be necessary for completing the above mentioned investment including obtaining the necessary approvals, whether statutory, contractual or otherwise in this regard and for the purpose decide the timing for completion of the above-mentioned investment, the amount payable for such investment within the limits mentioned above and other terms and conditions of such transaction and also to take all other decisions including seeking any change in the terms and conditions of the cumulative redeemable preference shares as they may, in their sole and absolute discretion, deem appropriate.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred by this resolution on it, to any Committee of Directors or any Director(s) or officer(s) of the Company to give effect to the aforesaid resolution.”

By order of the Board of Directors

Mumbai
April 7, 2014

SHEIKH S. SHAFFI
Company Secretary

Registered Office:

Khambhalia Post, P. O. Box No. 24,
Dist. Jamnagar - 361 305, Gujarat
Phone: 91 02833 661444, Fax: 91 02833 662929
e-mail: eolinvestors@essar.com
website: <http://essaroil.co.in>

NOTES:

- 1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company. The proxy, in order to be effective, must be deposited in writing at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.**
- All documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Company on all working days, except Saturdays, Sundays and Bank holidays, between 11:00 a.m. and 1:00 p.m. upto the date of the Extraordinary General Meeting.
- Members / proxies should bring the attendance slip duly filled in for attending the meeting.
- The Explanatory Statements pursuant to section 102 of the Companies Act, 2013 relating to the aforesaid Special Business in the accompanying Notice are annexed.
- Although the resolutions of the Board of Directors were passed under the applicable provisions of the Companies Act, 1956, approval of the shareholders is being sought pursuant to the provisions of the Companies Act, 2013 since the shareholders' meeting will be held after the relevant provisions of the Companies Act, 2013 have come into effect.
- In accordance with provisions of section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 the business may be transacted through electronic voting system and the Company is providing facility for voting by electronic means (“e-voting”) to its members. The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide e-voting facilities and for security and enabling the members to cast their vote in a secure manner.

It may be noted that this e-voting facility is optional. The e-voting facility will be available at the link <https://www.evoting.nsdl.com> during the following voting period.:

Commencement of e-voting: From midnight at 12.00 a.m. of April 30, 2014

End of e-voting Upto midnight at 11.59 p.m. of May 2, 2014

E Voting shall not be allowed beyond midnight at 11.59 p.m. of May 2, 2014. During the e-voting period, Shareholders of the Company, holding shares either in physical form or in dematerialised form, as on the recorded date may cast their vote electronically. The record date for the purpose of e-voting is April 4, 2014.

7. The login ID and password for e-voting along with process, manner and instructions for e-voting is being sent to the members who have not registered their e-mail IDs with the Company along with physical copy of the notice. Those members who have registered their e-mail IDs with the Company / their respective Depository Participants are being forwarded the login ID and password for e-voting along with process, manner and instructions by e-mail.
8. The Company has appointed Mr. Prakash K Pandya, Practicing Company Secretary, as 'scrutinizer' (the "Scrutinizer"), for conducting the e-voting process for the Extraordinary General Meeting in a fair and transparent manner.

ANNEXURE TO NOTICE

Explanatory Statements pursuant to section 102 of the Companies Act, 2013

Item No. 1

The Company is presently operating a 20 million metric tones per annum (MMTPA) (405,000 bpd) crude oil refinery with complexity index of 11.8 at Vadinar, District Jamnagar, Gujarat. Vadinar Power Company Limited (VPCL) owns and operates co-generation power plants at Vadinar, Gujarat having an aggregate power generation capacity of 597 Mega Watts (MW) and 1760 tph of steam and meets the entire requirements of steam and power of the Company for its refinery.

Oil refining is a 24x7 operation which requires continuous supply of power and steam for running process units and other facilities. Power plants set-up and owned by VPCL operate on different fuels namely Fuel Oil, Natural Gas and Coal. The required fuels are supplied by the Company to VPCL. Given the price volatility of fuels, it warrants continuous monitoring in order to optimise the fuel cost. This can be achieved when the Company has total control on operations of the power plants and integrates this model through linear programming to determine the optimal feed stock for power generation and steam based on qualities of various available fuels and their market price.

Considering VPCL's total reliance on the Company for the fuel and expertise of the Company to decide the optimal fuel and procure the same from the market at the best possible price and given the Company's complete reliance on VPCL for its power requirements, it is prudent to have power and steam facilities as an integral part of the refinery complex of the Company. This will help the Company to produce the required power and steam using the economically best available fuel and optimize the operations of the Power Plant thus providing synergy to both Company and VPCL. In view of the above, it is proposed to make VPCL a wholly owned subsidiary of the Company by acquiring the balance 73.99% of issued equity share capital and the entire preference share capital of VPCL ("VPCL securities") held by Essar Power Limited.

Post acquisition of VPCL, additional revenue of approx. ₹ 180-₹ 200 crore p.a. is expected through sale of approx. 100-110 MW of power at prevailing market rate for long term bid for power supply. Further, the Company would be saving huge cash flows in longer term on account of difference of discontinuance of charges being paid to VPCL and debt servicing and operating cost of VPCL. The Company will have control over the assets post acquisition which otherwise are not available to the Company despite payment of Fixed charges for a longer duration. The saving in cash flows and increase in EBITDA will have positive impact on the valuation of the Company.

The present shareholding pattern of VPCL is as under:

Shareholder	Equity shares		Compulsorily Convertible Preference shares		Total securities	
	Number (in cr.)	%	Number (in cr.)	%	Number (in cr.)	%
Essar Power Ltd. (EPL) (alongwith nominees)	29.30	73.99	39.20	100.00	68.50	86.93
Essar Oil Ltd	10.30	26.01	Nil	Nil	10.30	13.07
Total	39.60	100.00	39.20	100.00	78.80	100.00

The compulsorily convertible preference shares referred to above are participating preference shares and carry a coupon rate of 0% per annum till March 31, 2016 and 0.1% per annum thereafter (cumulative). Each preference share is convertible into 1 equity share of ₹ 10 each at any time upto a period of 20 years from the date of allotment. If the conversion option is not exercised then the preference shares would be compulsorily converted at the end of 20 years from the date of allotment i.e. by December, 2030.

Both the Company and EPL are subsidiaries of Essar Energy Plc, UK. Consequently, the proposed acquisition of the VPCL securities by the Company from EPL would qualify as a 'related party transaction'. None of the directors or key managerial personnel of the Company or their relatives has any shareholding interest in VPCL as well as EPL. M/s. Bansi S Mehta & Co., Chartered Accountants, have prepared an independent fair valuation report on the valuation of VPCL and M/s. Ernst & Young Merchant Banking Services Pvt. Ltd. (E&Y) has submitted a fairness opinion on the fair valuation report. As per these valuation reports, the Enterprise value of VPCL as per DCF (Discounted Cash Flow) valuation methodology is ₹ 4,463 crore, the business value is ₹ 2,329 crore and the corresponding value per share (equity and compulsorily convertible preference) of VPCL works out to ₹ 29.56. Both the fair valuation report and the fairness opinion are available for inspection by all members at the Registered Office of the Company on all working days, except Saturdays, Sundays and Bank holidays, between 11:00 a.m. and 1:00 p.m. upto the date of the Extraordinary General Meeting. Based on these reports, the investment by the Company for acquisition of the VPCL securities as on September 30, 2013 is ₹ 2,025 crore which is subject to the adjustments, if any of other events that will take place post September 30, 2013 and upto the date of transfer. Hence, approval of the members is being sought for acquiring VPCL securities for an amount not exceeding ₹ 2,100 crore. The funding for acquiring the VPCL securities will be sourced through the Company's internal resources.

Section 186 of the Companies Act, 2013 provides that the Board of Directors can make investments in any other body corporate upto sixty percent of the paid-up share capital, free reserves and securities premium account or one hundred per cent of the free reserves and securities premium account of the Company, whichever is more. Any investment, in excess of the aforesaid percentage, is subject to the prior approval of the members of the Company by passing a special resolution. The Company's proposed investment in acquiring the VPCL securities together with the existing investments made, loan given and guarantees and securities provided would exceed these limits. Accordingly, consent of the members is sought to authorise the Board of Directors to acquire the VPCL securities by passing special resolution at serial no. 1 of the accompanying notice.

This transaction is being undertaken solely with a view to limit the fuel costs and ultimately increase the overall efficiency of the refinery while capitalising on the operational synergy between VPCL and the Company. Further, the transaction is being undertaken at an arm's length basis based on (1) an independent fair valuation report on the valuation of VPCL by M/s. Bansi S Mehta & Co., Chartered Accountants; and (2) a fairness opinion on the fair valuation report by M/s. Ernst & Young Merchant Banking Services Pvt. Ltd.

Mr. L K Gupta, Managing Director & CEO of the Company is also the Managing Director of VPCL. Mr. C Manoharan, Director (Refinery) of the Company and Mr. Suresh Jain, Chief Financial Officer of the Company are directors on the Board of VPCL. Mr. Sushil Maroo, Director of the Company is also a director of Essar Power Limited from whom the shares of VPCL are proposed to be acquired. These directors / key managerial personnel or their relatives do not have any financial or other interest in the proposed transaction other than what is mentioned above. None of

the other directors or other key managerial personnel of the Company either directly or through their relatives are in any way concerned or interested whether financially or otherwise in the resolution.

Item No. 2

The Company got a registration under the Capital Investment Incentive Premier / Prestigious Unit Scheme - 1995-2000 ("Scheme") of the Gujarat Government since it was implementing a refinery project at District Jamnagar. Under the Scheme, the Company was eligible for claiming deferment of payment of sales tax. However, the Gujarat Government declined to grant benefits under the Scheme on account of delays in the commissioning of the refinery. The Gujarat High Court passed orders on April 22, 2008 directing the Gujarat Government to consider the Company's request to become eligible for availing benefits under the Scheme. Based on the proceedings in the Gujarat High Court, the Company accordingly, started collecting and retaining the sales tax as per the Scheme.

The Company initially assigned this sales tax liability to a third party, India Securities Limited ("ISL") pursuant to an 'Assignment Agreement'. Subsequently, the Company, Essar House Limited ("EHL") and ISL executed Defeasance-cum-Novation Agreement dated March 31, 2009 wherein EHL agreed and undertook to duly perform all the undertakings of ISL under the Assignment Agreement. As per the terms of this Defeasance-cum-Novation Agreement, the Company was to pay EHL the net present value of the deferred tax liability and EHL would in turn pay the liability to the Gujarat Government on behalf of the Company which, in terms of the Scheme, was to become repayable in six equal annual installments from financial year 2021-22 or in the financial year subsequent to the year in which the Company exhausted the full eligible limit, whichever is earlier.

The Gujarat Government preferred an appeal against the High Court Order before the Supreme Court which directed the State Government not to take any coercive action against the Company. The Company continued to collect the sales tax and retain it. However, the Supreme Court by orders passed on January 17, 2012 allowed the appeal of the Gujarat Government. Hence, the sales tax collected and retained by the Company became payable. Following an application made by the Company the Supreme Court vide an order passed on September 13, 2012 set out a payment schedule for the sales tax collected and retained. Following the above-mentioned Supreme Court order, the Company had to terminate the Defeasance-cum-Novation Agreement with EHL and requested EHL to refund the amounts paid by the Company under the Defeasance-cum-Novation Agreement. Following such a request for a refund by the Company, EHL had agreed that it would refund the amount paid by the Company under the Defeasance-cum-Novation agreement to the Company in line with the repayment schedule to the Government of Gujarat approved by the Supreme Court instead of the original schedule starting from financial year 2021-22 as referred to above.

EHL has already paid to the Company about ₹ 680 crore and their total outstanding to the Company as of March 31, 2014 is ₹ 1,943 crore consisting of ₹ 1,354 crore towards principal and balance ₹ 589 crore towards interest. Out of this, the total amount of installments and interest due and payable upto March 31, 2014 is ₹ 1,016 crore. In view of the challenges being faced by EHL in making these payments due to substantial preponement in repayment schedule as referred to above EHL has offered to transfer 10.25% cumulative redeemable preference shares ("CRPS") of Essar Power Limited ("EPL") having an aggregate face value of ₹ 1,025 crore, at par value, to the Company towards payment against the dues to the extent of ₹ 1,025 Crore.

EPL has six operational power plants in India with a total installed capacity of 3,825 MW with access to approximately 500 mt of coal resources across seven coal blocks in India and overseas. EPL currently has power plants with a capacity of 2790 MW under execution at various stages. The portfolio includes a mix of gas, multi-fuel and domestic/imported coal based assets. EPL has de-risked its asset portfolio by controlling the fuel through captive dedicated coal blocks and fixed tolling arrangements where fuel risk is with the off taker. EPL has a healthy mix of long-term, medium-term and short-term Power Purchase Agreements. Tax free return in form of dividend on CRPS is higher compared to the post tax return on EHL dues at present. None of the directors or key managerial personnel of the Company or their relatives has any shareholding interest in EHL or EPL.

Section 186 of the Companies Act, 2013, provides that, the Board of Directors can make investments in any other body corporate upto sixty percent of the paid-up share capital, free reserves and securities premium account or one hundred per cent of the free reserves and securities premium account of the Company, whichever is more. Any investment, in excess of the aforesaid percentage, is subject to the prior approval of the members of the

Company by passing a special resolution. The investment in 10.25% CRPS of EPL together with the existing investments made, loan given and guarantees and securities provided would exceed these limits. Accordingly, consent of the members is sought to authorise the Board of Directors to acquire 10.25% CRPS of EPL from EHL by passing special resolution at serial no. 2 of the accompanying notice.

Mr. Sushil Maroo, Director of the Company is also a director of EPL whose CRPS are proposed to be acquired. He does not have any interest (financial or otherwise in the proposed transaction) either directly or through his relatives other than what is mentioned above. None of the other directors or key managerial personnel of the Company either directly or through their relatives are in any way concerned or interested whether financially or otherwise in this resolution.

By order of the Board of Directors

Mumbai
April 7, 2014

SHEIKH S. SHAFFI
Company Secretary

Registered Office:

Khambhalia Post, P. O. Box No. 24,
Dist. Jamnagar - 361 305, Gujarat
Phone: 91 02833 661444, Fax: 91 02833 662929
e-mail: eolinvestors@essar.com
website: <http://essaroil.co.in>

FOR KIND ATTENTION OF THE MEMBERS OF THE COMPANY

- Members of the Company holding shares in physical form, are requested to surrender their share certificates, in original, to your Depository Participants (DPs) for dematerialization. Kindly note that shares of the Company are traded on the Stock Exchanges compulsorily in demat mode. Hence, by holding in demat mode you can deal freely in the shares at market value.
- The Company is sending periodic communications including Notices for AGM and General Meetings, explanatory statement(s) thereto, Balance Sheets, Directors' Reports, Auditor's Reports, Financial results, etc. through email to shareholders whose emails are registered with the Company. While going through the Register of Members, we have noticed that there are members who have not registered their email IDs with the Company. Consequently, we are unable to send communications to them electronically. In compliance with provisions of Rule 18 of the Companies (Management and Administration) Rules, 2014 and applicable provisions of the Companies Act, 2013 and Rules made thereunder, we request the members to register their email IDs with the Company or their Depository Participants if they are holding shares in electronic form by adhering to the following procedure:
 1. Shareholders holding shares in physical form may kindly register / send their email IDs at the Share Transfer Agent (STA) of the Company at the following address either by post or by e-mail :

M/s. Datamatics Financial Services Limited
Unit : Essar Oil Limited
Plot No. B-5, Part 'B' Cross Lane, MIDC, Marol, Andheri (East), Mumbai – 400093
Email: eolinvestors@dfssl.com Tel. : Nos. 91 22 6671 2151 to 6671 2156
 2. Shareholders holding shares in electronic / demat mode may kindly register their email IDs with their respective DPs or the STA of the Company at the aforesaid address.
 3. Shareholders whose email IDs have undergone any changes or whose IDs require any corrections, may kindly follow the procedure detailed in 2, above.

Essar Oil Limited

Registered Office: Khambhalia Post, Post Box No. 24, Dist. Jamnagar - 361 305, Gujarat
Corporate Identity Number: L11100GJ1989PLC032116

ATTENDANCE SLIP

EXTRAORDINARY GENERAL MEETING - MAY 6, 2014 AT 3:00 P.M.

DP Id.		Name & Address of the registered Shareholder
Client Id/Regd. Folio No.		
No. of Shares held		

I certify that I am a registered shareholder/proxy for the registered shareholder of the Company.
 I hereby record my presence at the **EXTRAORDINARY GENERAL MEETING** of the Company at the Registered Office at Khambhalia Post (39th Km. stone on Jamnagar-Okha Highway), Dist. Jamnagar - 361 305, Gujarat on Tuesday, May 6, 2014 at 3:00 p.m.

.....
 Member's/Proxy's Signature

Note: Please complete this and hand it over at the entrance of the hall.

Form No. MGT-11 PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN :	L11100GJ1989PLC032116		
Name of the Company :	ESSAR OIL LIMITED		
Registered Office :	Khambhalia Post, P.O. Box No. 24, Dist. Jamnagar – 361305, Gujarat		
Name of the member (s) :			
Registered address :			
E-mail Id :			
Folio No/ Client Id		DP ID	

I/We, being the member (s) of shares of the above named company, hereby appoint

1.	Name		Signature	
	Address			
	E-mail Id		Signature	
	or failing him			
2.	Name		Signature	
	Address			
	E-mail Id		Signature	
	or failing him			
3.	Name		Signature	
	Address			
	E-mail Id		Signature	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Extraordinary General Meeting of the Company, to be held on Tuesday, May 6, 2014 at 3:00 p.m. at the Registered Office at Khambhalia Post (39th Km. stone on Jamnagar-Okha Highway), Dist. Jamnagar - 361 305, Gujarat and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

1.		2.	
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Signed this day of 2014.

Signature of shareholder : _____

Signature of Proxy holder(s) : _____

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ESSAR OIL LIMITED

Registered Office: Khambhalia Post, P. O. Box No. 24, Dist. Jamnagar - 361305, Gujarat



SPECIMEN

Sr. No.



Name of sole/ first
named member :

Address :

Registered Folio No. /
DP ID No. / Client ID No. :

Number of shares held :

Dear Member,

Subject : Process and manner for availing E-voting facility

Pursuant to provisions of section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the business to be transacted at the Extraordinary General Meeting of the Company to be held on Tuesday, May 6, 2014, at 3:00 p.m. may be transacted through electronic voting system and the Company is providing facility for voting by electronic means. The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide e-voting facilities. The e-voting facility is available at the link <https://www.evoting.nsdl.com>.

The electronic voting particulars are set out below:

EVEN (E-voting event number)	User ID	Password / PIN

The e-voting facility will be available during the following voting period:

Commencement of e-voting	From midnight at 12.00 a.m. of April 30, 2014
End of e-voting	Upto midnight at 11.59 p.m. of May 2, 2014

E-voting shall not be allowed beyond midnight at 11.59 p.m. of May 2, 2014. During the e-voting period, shareholders of the Company holding shares either in physical form or in dematerialised form, as on the record date may cast their vote electronically. The record date for the purpose of e-voting is April 4, 2014.

Please read the instructions printed overleaf before exercising the vote.

These details and instructions form integral part of the Notice for the Extraordinary General Meeting to be held on May 6, 2014.

INSTRUCTIONS FOR E-VOTING

Members are requested to follow the instructions below to cast their vote through e-voting:

- a. User ID and Password for e-voting is provided in the table given on the face of this annexure to EGM Notice. Please note that the Password is an Initial Password.
- b. Launch the internet browser by typing the following <https://www.evoting.nsd.com>.
- c. Click on "Shareholder-Login:"
- d. Put user ID and Password noted in step (a) above as the Initial Password. Click login. If you are already registered with NSDL for e-voting then you can use your existing User ID and Password for Login.
- e. If you are logging in for the first time, Password Change Menu appears. Change the Password of your choice with minimum 8 digits / characters or a combination thereof. Please note the new Password for all the future e-voting cycles offered on NSDL e-voting Platform. It is strongly recommended not to share your Password with any other person and take utmost care to keep your Password confidential.
- f. Home page of "e-voting" opens. Click on "e-voting" : Active Voting Cycles.
- g. Select "EVEN (E-Voting Event Number)" of Essar Oil Limited. For an EVEN, you can login any number of times on e-voting platform of NSDL till you have voted on the resolution during the voting period.
- h. Now you are ready for "e-voting" as "Cast Vote" Page opens.
- i. Cast your vote by selecting appropriate option and click "Submit" and also "Confirm" when prompted.
- j. Upon confirmation, the message "Voting Cast Successfully" will be displayed.
- k. Kindly note that vote once casted cannot be modified.
- l. Institutional members (i.e. members other than individuals, HUF, NRIs, etc.) are also required to send scanned copy (PDF/JPG format) of the relevant board resolution / authority letter, etc. together with the attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email at : info@pkpandya.com with a copy marked to evoting@nsdl.co.in. You can also forward the documents at the Company's email ID: eolinvestors@essar.com.
- m. In case of any queries you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the "downloads" section of <https://www.evoting.nsd.com> or contact NSDL by email at evoting@nsdl.co.in
- n. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- o. The voting rights of the Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the record date.
- p. For any other queries relating to the shares of the Company, you may contact the Share Transfer Agents at the following address:

M/s. Datamatics Financial Services Ltd.

Unit: Essar Oil Limited

Plot No. B - 5, Part B Cross Lane

MIDC, Andheri (East), Mumbai – 400093.

Phone: 91 22 6671 2151 to 6671 2156, Fax: 91 22 6671 2209

Email: eolinvestors@dfssl.com

Registered Office and Communication details of the Company:

Khambhalia Post, P. O. Box No. 24

Dist. Jamnagar-361 305, Gujarat

Corporate Identity Number: L11100GJ1989PLC032116

Phone: 91 02833 661444, Fax: 91 02833 662929,

E-mail: eolinvestors@essar.com, Website: <http://essaroil.co.in>