

Disclosure in terms of Clause 35A of the Listing Agreement in relation to Annual General Meeting of Oil India Limited held on 27th September, 2014:

SLNO	DESCRIPTION					
A	DATE OF AGM		Saturday, 27 th September, 2014			
B	BOOK CLOSURE DATE		20-09-2014 TO 27-09-2014 (BOTH DAYS INCLUSIVE)			
C	TOTAL NUMBER OF SHAREHOLDERS ON RECORD DATE		113036			
D	NO OF SHAREHOLDERS PRESENT IN THE MEETING EITHER IN PERSON OR THROUGH PROXY		4252			
	SHAREHOLDERS	PRESENT IN PERSON	PRESENT THROUGH PROXY / AUTHORISEED SIGNATORY	TOTAL	SHARES	% TO CAPITAL
	PROMOTER AND PROMOTER GROUP ()	0	1	1	406631998	67.64392
	PUBLIC	4208	43	4251	14758647	2.45513
	TOTAL	4208	44	4252	14758647	70.0990
E	No. of shareholders attended the meeting through Video conferencing _____, No video conferencing facility was made available.					

DETAILS ON EACH ITEM OF AGM NOTICE:

Agenda Item-1- Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2014 and the Statement of Profit & Loss for the year ended on that date together with Reports of the Auditors, Directors and Comments of the Comptroller & Auditor General of India thereon.

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	50336607	98.166	50336607	0	100	0
Public-Others	40149049	40148793	99.9994	40148633	160	99.9996	0.0003
Total (A)	498058064	497117398	99.8111	497117238	160	99.9999	0.0003
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	5894979	5.5026	5894979	0	100	0
Public-Others	87372327	171327	0.1961	171177	150	99.9124	0.0875
Total (B)	601135955	6066306	1.0091	6066156	150	99.9975	0.0025
Result (A+B)	1099194019	503183704	45.7775	503183394	310	99.99993839	0.0001

Agenda Item-2- Ordinary Resolution

To confirm the payment of Interim Dividend and Second Interim Dividend and to declare Final Dividend for the financial year 2013-14 on the equity shares of the Company

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	51199407	99.8486	51199407	0	100	0
Public-Others	40149049	40148796	99.9994	40148776	20	99.9999	0
Total (A)	498058064	497980201	99.9844	497980181	20	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	5894979	5.5026	5894979	0	100	0
Public-Others	87372327	175327	0.2007	174922	405	99.769	0.2309
Total (B)	601135955	6070306	1.0098	6069901	405	99.9933	0.0067
Result (A+B)	1099194019	504050507	45.8564	504050082	425	99.99991568	0.0001

Agenda Item-3- Ordinary Resolution

To appoint a Director in place of Shri N.K. Bharali (DIN: 03262719), who retires by rotation and being eligible, offers himself for reappointment

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	50900307	99.2653	34348114	16552193	67.4811	32.5188
Public-Others	40149049	40148794	99.9994	40147480	1314	99.9967	0.0032
Total (A)	498058064	497681099	99.9243	481127592	16553507	96.6739	3.3261
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	5894979	5.5026	0	5894979	0	100
Public-Others	87372327	174227	0.1994	159057	15170	91.2929	8.707
Total (B)	601135955	6069206	1.0096	159057	5910149	2.6207	97.3793
Result (A+B)	1099194019	503750305	45.8291	481286649	22463656	95.54071615	4.4593

Agenda Item-4- Ordinary Resolution

To appoint a Director in place of Shri S. Rath (DIN: 03495179), who retires by rotation and being eligible, offers himself for reappointment

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	50900307	99.2653	34348114	16552193	67.4811	32.5188
Public-Others	40149049	40147834	99.997	40146521	1313	99.9967	0.0032
Total (A)	498058064	497680139	99.9241	481126633	16553506	96.6739	3.3261
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	5894979	5.5026	0	5894979	0	100
Public-Others	87372327	171727	0.1965	159200	12527	92.7052	7.2947
Total (B)	601135955	6066706	1.0092	159200	5907506	2.6242	97.3758
Result (A+B)	1099194019	503746845	45.8287	481285833	22461012	95.54121039	4.4588

Agenda Item-5- Ordinary Resolution

To authorise Board of Directors to decide remuneration / fees of the Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India for the financial year 2014-15

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	51195035	99.8401	51195035	0	100	0
Public-Others	40149049	40147832	99.997	40147623	209	99.9994	0.0005
Total (A)	498058064	497974865	99.9833	497974656	209	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	5894979	5.5026	5894979	0	100	0
Public-Others	87372327	172332	0.1972	170332	2000	98.8394	1.1605
Total (B)	601135955	6067311	1.0093	6065311	2000	99.9670	0.0330
Result (A+B)	1099194019	504042176	45.8556	504039967	2209	99.99956174	0.0004

Agenda Item-6- Ordinary Resolution

To appoint Smt. Rupshikha Saikia Borah (DIN: 06700534) as Director (Finance) and Chief Financial Officer of the Company, liable to retire by rotation, on terms & conditions determined by the Govt. of India

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	50900307	99.2653	34278046	16622261	67.3434	32.6565
Public-Others	40149049	40148782	99.9993	40148548	234	99.9994	0.0005
Total (A)	498058064	497681087	99.9243	481058592	16622495	96.6600	3.3400
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	5894979	5.5026	6923	5888056	0.1174	99.8825
Public-Others	87372327	176077	0.2015	173267	2810	98.4041	1.5958
Total (B)	601135955	6071056	1.0099	180190	5890866	2.9680	97.0320
Result (A+B)	1099194019	503752143	45.8292	481238782	22513361	95.53086546	4.4691

Agenda Item-7- Ordinary Resolution

To appoint Shri Subhasish Panda (DIN: 02331848), as a Director of the Company, liable to retire by rotation

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	50900307	99.2653	33351921	17548386	65.524	34.4759
Public-Others	40149049	40147832	99.997	40147638	194	99.9995	0.0004
Total (A)	498058064	497680137	99.9241	480131557	17548580	96.4739	3.5261
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	1011487	0.9442	1011487	0	100	0
Public-Others	87372327	175025	0.2003	172110	2915	98.3345	1.6654
Total (B)	601135955	1186512	0.1974	1183597	2915	99.7543	0.2457
Result (A+B)	1099194019	498866649	45.3848	481315154	17551495	96.48172612	3.5183

Agenda Item-8- Ordinary Resolution

To appoint Shri Sudhakar Mahapatra (DIN: 06941346) as Director (Exploration and Development) of the Company, liable to retire by rotation, on terms & conditions determined by the Govt. of India

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	50900307	99.2653	34278046	16622261	67.3434	32.6565
Public-Others	40149049	40147832	99.997	40147619	213	99.9994	0.0005
Total (A)	498058064	497680137	99.9241	481057663	16622474	96.6600	3.3400
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	5894889	5.5025	0	5894889	0	100
Public-Others	87372327	173075	0.1981	170053	3022	98.2539	1.746
Total (B)	601135955	6067964	1.0094	170053	5897911	2.8025	97.1975
Result (A+B)	1099194019	503748101	45.8289	481227716	22520385	95.52943526	4.4706

Agenda Item-9- Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year 2014-15

Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Mode of Voting: (E-Voting)							
Promoter and Promoter Group	406631998	406631998	100	406631998	0	100	0
Public – Institutional Holders	51277017	51195035	99.8401	51195035	0	100	0
Public-Others	40149049	40148782	99.9993	40148574	208	99.9994	0.0005
Total (A)	498058064	497975815	99.9835	497975607	208	100.0000	0.0000
Mode of Voting: (Poll)							
Promoter and Promoter Group	406631998	0	0	0	0	0	0
Public – Institutional Holders	107131630	5894979	5.5026	5894979	0	100	0
Public-Others	87372327	175325	0.2007	171640	3685	97.8981	2.1018
Total (B)	601135955	6070304	1.0098	6066619	3685	99.9393	0.0607
Result (A+B)	1099194019	504046119	45.8560	504042226	3893	99.99922765	0.0008

RMG & ASSOCIATES

Company Secretaries

SCRUTINIZER'S REPORT

To,
The Chairman
Oil India Limited
Duliajan, Dist: Dibrugarh,
Assam -786602

Sub : Scrutinizer's Report (Combined) on e-voting and Poll on the agenda items transacted at the Fifty Fifth Annual General Meeting (AGM) of the Company held on Saturday, September 27th, 2014 at 11.00 A.M. at Bihutoli, Duliajan, Assam-786602.

Dear Sir,

1. I, Manish Gupta, Company Secretary in practice, have been appointed as a scrutinizer by :
 - a. the Board of Directors of Oil India Limited (the Company) for the purpose of scrutinizing the e-voting process under the provisions of Section 108 of the Companies Act, 2013 (the 2013 Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) and
 - b. the Chairman of the AGM on poll under the provisions of Section 109 of the 2013 Act read with Rule 21 of Rules, on the resolutions contained in the notice to the Fifty Fifth AGM of the Company held on Saturday, September 27th, 2014 at 11.00 A.M. at Bihutoli, Duliajan, Assam-786602.
2. The management of the Company is responsible to ensure the compliance with the requirements of the 2013 Act and Rules relating to e- voting and poll on the resolutions contained in the Notice to the Fifty Fifth AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting process and for poll at the AGM is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (Karvy), the authorized agency engaged by the Company to provide e-voting facilities for e-voting and also at the time of poll at AGM.
3. I have issued separate Scrutinizer's Report dated 22nd September, 2014 on the e-voting and 27th September 2014 on the poll on the resolutions contained in the notice to the AGM.

As requested by management I submit herewith my combined report on the results of e-voting together with that of poll as under :-



Item No. of Notice	Votes in favour of the resolution		Votes against the resolution		Invalid Votes Nos.
	Nos.	% of total number of valid votes cast (favour and against)	Nos.	% of total number of valid votes cast (favour and against)	
<p>Item No.1 of the Notice (As an Ordinary Resolution) : To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2014 together with Reports of the Auditors, Directors and the comments of the Comptroller & Auditor General of India thereon.</p>	503183394	99.9999	310	0.0001	878065
<p>Item No.2 of the Notice (As an Ordinary Resolution) : To confirm the payment of Interim Dividend and Second Interim Dividend and to declare Final Dividend for the financial year 2013-14 on the equity shares of the Company.</p>	504050082	99.9999	425	0.0001	90064
<p>Item No.3 of the Notice (As an Ordinary Resolution) : To appoint a Director in place of Shri N.K.Bharali, who retires by rotation and is eligible for reappointment.</p>	481286649	95.5407	22463656	4.4593	390264
<p>Item No.4 of the Notice (As an Ordinary Resolution) : To appoint a Director in place of Shri S.Rath, who retires by rotation and is eligible for reappointment.</p>	481285833	95.5412	22461012	4.4588	393724
<p>Item No.5 of the Notice (As an Ordinary Resolution) : To authorise Board to decide remuneration / fees of the Statutory Auditors for the financial year 2014-15.</p>	504039967	99.9996	2209	0.0004	98391



RMG & Associates

Company Secretaries

Continuation Sheet No. 3

Item No.6 of the Notice (As an Ordinary Resolution) : To appoint Smt R.S.Borah as Director (Finance) of the Company.	481238782	95.5309	22513361	4.4691	388424
Item No.7 of the Notice (As an Ordinary Resolution) : To appoint Shri S.Panda as Government Nominee Director on the Board of the Company.	481315154	96.4817	17551495	3.5183	5273918
Item No.8 of the Notice (As an Ordinary Resolution) : To appoint Shri S.Mahapatra as Director (E&D) of the Company.	481227716	95.5294	22520385	4.4706	392376
Item No.9 of the Notice (As an Ordinary Resolution) : To ratify the remuneration of the Cost Auditors for the financial year ending March 31, 2015.	504042226	99.9992	3893	0.0008	94448

Thanking You.

Yours faithfully



CS Manish Gupta
RMG & Associates
Company Secretaries

FCS No : 5123

CP No: 4095

Place : Duliajan, Assam

Date : 27-09-2014

RMG & ASSOCIATES

Company Secretaries

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(xi) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Oil India Limited
Duliajan, Dist: Dibrugarh,
Assam -786602

Sub: Scrutinizer's Report on e-voting conducted in terms of provisions of Section 108 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 20 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof

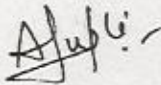
Dear Sir,

1. I **Manish Gupta**, Practicing Company Secretary (FCS: 5123. CP No.: 4095), Partner of **RMG & Associates**, 207, Suchet Chambers 1224/5, Bank Street, Karol Bagh, Delhi - 110005 was appointed as Scrutinizer by the Board of Directors of Oil India Limited (the Company) for the purpose of e-voting process on the agenda items to be transacted at the Fifty Fifth Annual General Meeting (AGM) of the Company to be held on Saturday, September 27th, 2014 at 11.00 a.m. at Bihutoli, Duliajan, Assam-786602.
2. I submit my report as under:
 - a) The Company has provided e-voting facility to all the Shareholders registered with the Company and entitled to vote as on 22nd August, 2014.
 - b) The e-voting period began at 10.00 a.m., on Thursday, 18th September, 2014 and ended at 06.00 p.m., on Saturday, 20th September, 2014. The votes received electronically from the Shareholders till Saturday, 20th September, 2014 up to 06:00 p.m. being the last date and time fixed by the Company for e-voting was considered for my scrutiny.
 - c) The members have casted their vote through e-voting facility provided by the Karvy Computershare Private Limited ("**Karvy**") as the Authorised Agency to provide e-voting facilities.
 - d) I have monitored the process of electronic voting through the scrutinizer's secured link provided by the Karvy on the designated website.
 - e) Particulars of all votes received electronically from the Members have been entered in a register separately maintained for the purpose.

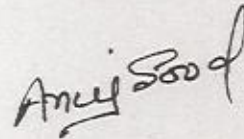
207, Suchet Chambers, 1224/5, Bank Street, Karol Bagh, New Delhi-110005, www.rmgcs.com
Phone: 9212221110, 9868113870; 2875 2857, 4504 2509; E-Mail : info@rmgcs.com



- f) The votes received electronically were duly scrutinized and the shareholding was matched / confirmed with the Register of members of the Company as on the cut-off date i.e. 22nd August, 2014.
- g) The votes were unblocked at New Delhi on 21st September, 2014 at 11.53 a.m. in the presence of CS. Abhishek Gupta and CS. Anuj Sood, who are not the employees of the Company, and who have signed below as witness to the unblocking of votes.



Name : CS Abhishek Gupta



Name : CS Anuj Sood

- h) Thereafter, the details containing, inter-alia, list of Equity Shareholders, who voted "For" and "Against", each of the resolutions that were put to vote, were generated from the e-voting website of "Karvy" i.e <https://evoting.karvy.com/> and based on such reports generated, the result of the e-voting is provided hereunder.



3. A summary of the votes received electronically is given below :

a) **Resolution 1**

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2014 and the Statement of Profit & Loss for the year ended on that date together with Reports of the Auditors, Directors and Comments of the Comptroller & Auditor General of India thereon.

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ¹	292	497979009	82.84
Less: Invalid votes ²	04	861611	0.14
Net valid votes cast	288	497117398	82.70

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
286	497117238	99.999

ii) Voted **against** the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
3	160	0.001

iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
4	861611



¹Four (4) shareholders holding 79055 shares have participated in e-voting but did not vote.

b) Resolution 2

To confirm the payment of Interim Dividend and Second Interim Dividend and to declare Final Dividend for the financial year 2013-14 on the equity shares of the Company

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ²	292	498057811	82.85
Less: Invalid votes	1	77610	0.01
Net valid votes cast	291	497980201	82.84

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
290	497980181	100

ii) Voted **against** the resolution:

Numbers of members voted	Number of votes cast by them	% of total number of valid votes cast
2	20	0.00

iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
1	77610



² Three (3) shareholders holding 253 shares have participated in e-voting but did not vote.

Voted both Assent and Dissent Cases: 1

c) Resolution 3

To appoint a Director in place of Shri N.K. Bharali (DIN:03262719), who retires by rotation and being eligible, offers himself for reappointment:

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ³	292	498057809	82.85
Less: Invalid votes	5	376710	0.06
Net valid votes cast	287	497681099	82.79

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
187	481127592	96.67

ii) Voted **against** the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
102	16553507	3.33

iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
5	376710



³ Two (2) shareholders holding 255 shares have participated in e-voting but did not vote.

Voted both Assent and Dissent Cases: 2

d) Resolution 4

To appoint a Director in place of Shri S. Rath (DIN:03495179), who retires by rotation and being eligible, offers himself for reappointment.

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ¹	292	498057809	82.85
Less: Invalid votes	6	377670	0.06
Net valid votes cast	286	497680139	82.79

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
187	481126633	96.67

ii) Voted **against** the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
101	16553506	3.33

iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
6	377670



¹ Two (2) shareholders holding 255 shares have participated in e-voting but did not vote.

Voted both Assent and Dissent Cases: 2

e) Resolution 5

To authorise Board of Directors to decide remuneration / fees of the Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India for the financial year 2014-15.

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ⁵	292	498057807	82.85
Less: Invalid votes	3	82942	0.01
Net valid votes cast	289	497974865	82.84

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
284	497974656	99.999

ii) Voted **against** the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
6	209	0.001

iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
3	82942



⁵ Three (3) shareholders holding 257 shares have participated in e-voting but did not vote.

f) Resolution 6

To appoint Smt. Rupshikha Saikia Borah (DIN:06700534) as Director (Finance) and Chief Financial Officer of the Company, liable to retire by rotation, on terms & conditions determined by the Govt. of India

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ⁶	292	498057807	82.85
Less: Invalid votes	6	376720	0.06
Net valid votes cast	286	497681087	82.79

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
188	481058592	96.66

ii) Voted **against** the resolution:

Numbers of members Voted)	Number of votes cast by them	% of total number of valid votes cast
100	16622495	3.34

iii) **Invalid** votes:

Total Number of whose votes were declared invalid	Total number of votes cast by them
6	376720



⁶ Three (3) shareholders holding 257 shares have participated in e-voting but did not vote.

Voted both Assent and Dissent Cases: 2

g) Resolution 7

To appoint Shri Subhasish Panda (DIN: 02331848), as a Director of the Company, liable to retire by rotation.

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ⁷	292	498057807	82.85
Less: Invalid votes	6	377670	0.06
Net valid votes cast	286	497680137	82.79

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
181	480131557	96.47

ii) Voted **against** the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
106	17548580	3.53

iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
6	377670



⁷ Three (3) shareholders holding 257 shares have participated in e-voting but did not vote.

h) Resolution 8

To appoint Shri Sudhakar Mahapatra (DIN: 06941346) as Director (Exploration and Development) of the Company, liable to retire by rotation, on terms & conditions determined by the Govt. of India

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ⁸	292	498057807	82.85
Less: Invalid votes	6	377670	0.06
Net valid votes cast	286	497680137	82.79

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
188	481057663	96.66

ii) Voted **against** the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
100	16622474	3.34

iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
6	377670



⁸ Three (3) shareholders holding 257 shares have participated in e-voting but did not vote.

i) **Resolution 9**

To ratify the remuneration of the Cost Auditors for the financial year 2014-15

Particulars	No. of ballot forms received	No. of shares	% of total paid up Equity Capital
Total votes polled through e-voting ⁹	292	498057807	82.85
Less: Invalid votes	3	81992	0.01
Net valid votes cast	289	497975815	82.84

i) Voted **in favour** of the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
285	497975607	99.999

ii) Voted **against** the resolution:

Numbers of members Voted	Number of votes cast by them	% of total number of valid votes cast
5	208	0.001

iii) **Invalid** votes:

Total Number of members whose votes were declared invalid	Total number of votes cast by them
3	81992



⁹ Three (3) shareholders holding 257 shares have participated in e-voting but did not vote.

RMG & Associates

Company Secretaries

Continuation Sheet No. 12

4. The number of e-votes casted by the members of Company in favour of the resolution is more than votes casted against, the Chairman may declare the result accordingly.

5. The Register and all other papers relating to e-voting shall remain in our safe custody until the Chairman considers, approve and sign the minutes of the Annual General Meeting and thereafter the same shall be returned and handed over to the Company.

Thanking You.

Yours faithfully



CS Manish Gupta
RMG & Associates
Company Secretaries

FCS No : 5123

CP No: 4095

Place: New Delhi

Date: 22-09-2014

RMG & ASSOCIATES

Company Secretaries

FORM No. MGT-13

Scrutinizer's Report

[Pursuant to Section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Oil India Limited
Duliajan, Dist: Dibrugarh,
Assam -786602

Sub: Scrutinizer's Report on poll conducted at the Fifty Fifth Annual General Meeting of the Equity Shareholders of Oil India Limited held on September 27, 2014 at 11.00 A.M. at Bihutoli, Duliajan, Assam-786602 in terms of provisions of Section 109 of the Companies Act, 2013 read with Clause 35B of Listing Agreement and Rule 21 of the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof

Dear Sir,

I, **Manish Gupta**, Practicing Company Secretary (FCS: 5123; CP No.: 4095), Partner of RMG & Associates, 207, Suchet Chambers 1224/5, Bank Street, Karol Bagh, Delhi - 110005 was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the Fifty Fifth Annual General Meeting of the Equity Shareholders of Oil India Limited held on September 27, 2014 at 11.00 A.M. at Bihutoli, Duliajan, Assam-786602, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, **4 (four)** ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Karvy Computershare Private Limited ("**Karvy**") and the Authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete and which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the poll is as under:



a) Resolution 1 - Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2014 and the Statement of Profit & Loss for the year ended on that date together with Reports of the Auditors, Directors and Comments of the Comptroller & Auditor General of India thereon:

i) Voted **in favour** of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
213	6066156	99.9975

ii) Voted **against** the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
1	150	0.0025

iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	16454



b) Resolution 2 - Ordinary Resolution

To confirm the payment of Interim Dividend and Second Interim Dividend and to declare Final Dividend for the financial year 2013-14 on the equity shares of the Company:

i) Voted **in favour** of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
214	6069901	99.9933

ii) Voted **against** the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
2	405	0.0067

iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
11	12454



c) Resolution 3 - Ordinary Resolution

To appoint a Director in place of Shri N.K. Bharali (DIN:03262719), who retires by rotation and being eligible, offers himself for reappointment:

i) Voted **in favour** of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of number of valid votes cast	Total of votes
156	159057		2.6207

ii) Voted **against** the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of number of valid votes cast	Total of votes
58	5910149		97.3793

iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	13554



d) Resolution 4 - Ordinary Resolution

To appoint a Director in place of Shri S. Rath (DIN:03495179), who retires by rotation and being eligible, offers himself for reappointment:

i) Voted **in favour** of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of valid votes cast	Total of votes
156	159200	2.6242	

ii) Voted **against** the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of valid votes cast	Total of votes
58	5907506	97.3758	

iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	16054



e) Resolution 5 - Ordinary Resolution

To authorise Board of Directors to decide remuneration / fees of the Statutory Auditors of the Company appointed by the Comptroller & Auditor General of India for the financial year 2014-15:

i) Voted **in favour** of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
212	6065311	99.967

ii) Voted **against** the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
3	2000	0.033

iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
12	15449



f) Resolution 6 - Ordinary Resolution

To appoint Smt. Rupshikha Saikia Borah (DIN:06700534) as Director (Finance) and Chief Financial Officer of the Company, liable to retire by rotation, on terms & conditions determined by the Govt. of India:

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
176	180190	2.968

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
41	5890866	97.032

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
10	11704



g) Resolution 7 - Ordinary Resolution

To appoint Shri Subhasish Panda (DIN: 02331848), as a Director of the Company, liable to retire by rotation:

i) Voted **in favour** of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
174	1183597	99.7543

ii) Voted **against** the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
3	2915	0.2457

iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
50	4896248



h) Resolution 8 - Ordinary Resolution

To appoint Shri Sudhakar Mahapatra (DIN: 06941346) as Director (Exploration and Development) of the Company, liable to retire by rotation, on terms & conditions determined by the Govt. of India:

i) Voted **in favour** of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
171	170053	2.8025

ii) Voted **against** the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
43	5897911	97.1975

iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
13	14706



RMG & Associates

Company Secretaries

Continuation Sheet No.10

i) Resolution 9 – Ordinary Resolution

To ratify the remuneration of the Cost Auditors for the financial year 2014-15:

i) Voted in favour of the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
210	6066619	99.9393

ii) Voted against the resolution:

Numbers of members present and voting (in person or by proxy)	Number of votes cast by them	% of Total number of valid votes cast
5	3685	0.0607

iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
12	12456

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary for safe keeping.

Thanking You.**Yours faithfully****CS Manish Gupta
RMG & Associates
Company Secretaries****FCS No : 5123
CP No: 4095****Place : Duliajan, Assam
Date : 27-09-2014**

