



OIL AND NATURAL GAS CORPORATION LIMITED

COMPANY SECRETARIAT

ONGC/CS/SE/2025-26

29.08.2025

National Stock Exchange of India Ltd.

Listing Department
Exchange Plaza
Bandra-Kurla Complex, Bandra (E)
Mumbai – 400 051

BSE Limited

Corporate Relationship Department
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai – 400 001

Symbol-**ONGC**; Series – **EQ**

BSE Security Code No.
Equity: **500312**
NCD: **959881**

Subject: Proceedings of the 32nd Annual General Meeting of the Company held on 29.08.2025

Madam/ Sir,

In continuation to our letter dated 07.08.2025, it is informed that the 32nd Annual General Meeting (AGM) of the Company was convened today i.e. **Friday, the 29th August, 2025** through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The said meeting commenced at 11:00 hours (IST) and concluded at 14:05 hours (IST).

In terms of Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 32nd AGM are enclosed.

This is for your information and records please.

Thanking you

Yours Sincerely,

for Oil and Natural Gas Corporation Ltd.

(Rajni Kant)

Company Secretary and Compliance Officer

Encl: As above



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Summary of Proceedings of the 32nd Annual General Meeting (AGM) of OIL AND NATURAL GAS CORPORATION LIMITED held during 11:00 hours (IST) and concluded at 14:05 hours (IST) on Friday, 29th August, 2025 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM)

[Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015]

The Company Secretary informed that 32nd AGM has been conducted through **Video Conferencing (VC)/ Other Audio Visual Means (OAVM)** in compliance with the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India. The said meeting was called, convened and conducted in compliance with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

DIRECTORS PRESENT:

Shri Arun Kumar Singh	Chairman
Shri Pankaj Kumar	Director (Production)
Shri V. C. Tongaonkar	Director (Finance)
Shri Arunangshu Sarkar	Director (Strategy & Corporate Affairs)
Shri Vikram Saxena	Director (Technology & Field Services)
Shri O. P. Sinha	Director (Exploration)
Shri Manish Pareek	Independent Director and Chairman of Stakeholder Relationship Committee and Nomination and Remuneration Committee
Ms. Reena Jaitly	Independent Director
Shri Bhagchand Agarwal	Independent Director and Chairman Audit Committee

Shri Arun Kumar Singh, Chairman welcomed the Members and introduced the Directors and representative of Promoter (Government of India). The Chairman also informed that Shri Manish Patil, Director (HR) and Shri Praveen M. Khanooja, Govt. Nominee Director, due to their pre-occupation and official exigency could not attend the AGM.

The Company Secretary confirmed that 297 members attended the AGM through VC/ OAVM mode. Requisite quorum was present throughout the meeting.

Statutory Auditors, Secretarial Auditor, Scrutinizer and representative of Promoter (Government of India) attended the AGM through VC/OAVM.

With the consent of members, Notice of the Annual General Meeting, Reports of the Board of Directors and Auditors' report on the Financial Statements for the FY'25 were taken as read. Company Secretary informed that Comptroller & Auditor General of India (C&AG) has provided comments on the Financial Statements for FY'25 and read the observations of C&AG and Secretarial Auditors along with Management's response thereon.

The Chairman in his speech briefly covered Economy and Industry outlook, highlights of operational and financial performance of the Company including subsidiaries, Health, Safety and Environment, ESG Leadership, Human Capital and People Strategy, Future Roadmap and Outlook, initiative for de-carbonization and Awards & Recognition etc.



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The Company Secretary read the following Ordinary and Special Business items proposed for approval of the members at the meeting:

Item No.	Business Item	Type of Resolution
ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company for the Financial Year ended 31 st March, 2025 together with Reports of the Board of Directors, the Auditors thereon and the comments of the Comptroller and Auditor General of India.	Ordinary
2.	To declare the Final Dividend of ₹1.25 per equity share for the FY'25.	Ordinary
3.	To appoint a Director in place of Shri Manish Patil (DIN: 10139350), who retires by rotation and being eligible, offers himself for re- appointment.	Ordinary
4.	To authorize the Board of Directors for fixing the remuneration of Statutory Auditors as appointed by the Comptroller and Auditor General of India for FY'26.	Ordinary
SPECIAL BUSINESS		
5.	Appointment of Shri Arunangshu Sarkar (DIN: 10777112) as Director (Strategy & Corporate Affairs) of the Company.	Ordinary
6.	Appointment of Shri Vikram Saxena (DIN: 10892368) as Director (Technology & Field Services) of the Company.	Ordinary
7.	Appointment of Shri Om Prakash Sinha (DIN: 09696074) as Director (Exploration) of the Company.	Ordinary
8.	Appointment of Ms. Reena Jaitly (DIN: 06853063) as an Independent Director of the Company.	Special
9.	Appointment of Shri Manish Pareek (DIN: 09396501) as an Independent Director of the Company.	Special
10.	Appointment of Shri Bhagchand Agarwal (DIN: 00431182) as an Independent Director of the Company.	Special
11.	Appointment of M/s Agarwal S. & Associates as Secretarial Auditors of the Company.	Ordinary
12.	Ratification of Remuneration payable to Cost Auditors for FY'25.	Ordinary
13.	Approval of Material Related Party Transaction(s) with Oil and Natural Gas Corporation Employees Contributory Provident Fund Trust for FY'27.	Ordinary
14.	Approval of Material Related Party Transaction(s) with Petronet LNG Limited for FY'27.	Ordinary
15.	Approval of Material Related Party Transaction(s) for Payment of Cash Call by ONGC Nile Ganga B.V to Greater Pioneer Operating Company.	Ordinary
16.	Approval of Material Related Party Transaction(s) with respect to Area 1 Offshore Mozambique Project - True Up Transaction under Project Financing.	Ordinary
17.	Approval of Material Related Party Transaction(s) with respect to Area 1 Offshore Mozambique Project - AssetCo Structure.	Ordinary
18.	Approval of Material Related Party Transaction(s) for extension of existing Debt Service Undertaking (DSU) validity period provided by ONGC.	Ordinary

The Company Secretary further informed that remote e-voting facility was provided to all Members from **Monday, 25th August, 2025 at 14:00 hours (IST) to Thursday, 28th August, 2025 at 17:00 hours (IST)** and facility for e-



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voting was also provided during the AGM and further 15 minutes after conclusion of proceedings, to those members who could not cast their vote through remote e-voting facility.

The Company Secretary invited those members who had pre-registered themselves as Speaker with the Company to raise their queries, express their views and offer suggestions. 22 Members raised queries and shared their views on the financials/ operations of the Company. The Chairman and Functional Directors responded all the queries of their respective domains as raised by the members which, inter-alia, included performance of the Company, impact of tariff on the Company, Capital Expenditure, safety measures at fields, Renewable Energy and Hydrogen, Environment, Sustainability and Governance (ESG), financial statements etc.

The Company Secretary informed that the Board had appointed Mr. Anil Kumar Rastogi, of M/s A. K. Rastogi and Associates (C.P. No. 22973 and Membership No. FCS 1748), Practicing Company Secretary, as the Scrutinizer to ensure that e-voting (remote and e-voting during the AGM) is conducted in fair and transparent manner and issue a report on voting results w.r.t. business items.

The Chairman informed that the e-voting results along with the Scrutinizer's Report would be submitted to stock exchanges and shall be placed on the Company's website [www.ongcindia.com](http://www ONGCINDIA.COM) and also on the website of NSDL i.e. <https://www.evoting.nsdl.com>, within two working days of conclusion of the AGM.

Mr. Bhagchand Agarwal, Independent Director of the Company delivered vote of thanks.

The meeting concluded at 14:05 hours (IST).

The aforesaid proceedings do not purport to be the minutes of the proceedings at the said Annual General Meeting.

for Oil and Natural Gas Corporation Ltd.

(Rajni Kant)

Company Secretary and Compliance Officer