

इंडियन ऑयल कॉर्पोरेशन लिमिटेड
रजिस्टर्ड ऑफिस : 'इंडियनऑयल भवन',
जी - ९, अली यावर जंग मार्ग, बांद्रा (पूर्व), मुंबई - ४०० ०५९.
Indian Oil Corporation Limited



IndianOil
A Maharatna
Company

CIN-L23201MH1959GOI011388
Regd. Office : 'IndianOil Bhavan',
G-9, Ali Yavar Jung Marg, Bandra (East), Mumbai - 400 051.
Tel. : 022-26447616 • Fax : 022-26447961
Email id : investors@indianoil.in • Website : www.iocl.com

Secretarial Department

No Secl/Insider

11th December 2018

Manager (Listing),
National Stock Exchange of India,
Exchange Plaza, 5th floor,
Plot No. C/1, G Block,
Bandra-Kurla Complex, Bandra(E),
Mumbai - 400 051

The Corporate Relationship Department,
BSE Ltd.
1st floor, New Trading Ring,
Rotunda Building,
P.J.Towers, Dalal Street,
Mumbai - 400 001.

Dear Sir,

**Sub : Disclosure of change in shareholding under regulation 29(2) of the SEBI
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Please find enclosed Disclosure made by Ministry of Petroleum & Natural Gas, Govt. of India on behalf of President of India, the Promoter of the Company under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. A copy of the Disclosure has been marked to us and we hope the same has been received by the Stock Exchanges also.

Submitted for information please.

Thanking you,

Yours faithfully,
For Indian Oil Corporation Limited

(Kamal Kumar Gwalani)
Company Secretary



भारत सरकार
पेट्रोलियम एवं प्राकृतिक गैस मंत्रालय
शास्त्री भवन, नई दिल्ली - 110 001
उपभोक्ता पिन कोड - 110115
GOVERNMENT OF INDIA
MINISTRY OF
PETROLEUM & NATURAL GAS
SHASTRI BHAWAN
NEW DELHI-110 001
CUSTOMER PIN CODE - 110115

F.No. G-38011/85/2017-Fin.-I

Date: 06.12.2018

To:

Indian Oil Corporation Limited
Indian Oil Bhavan, G-9, Ali
Yavar Jung Marg, Bandra (E),
Mumbai, India 400051

The Managing Director
BSE Limited
Phirozejeejeebhoy Towers, Dalal
Street
Mumbai, India 400 001

The Managing Director
The National Stock Exchange of India
Limited
Exchange Plaza, Plot no. C/1, G Block,
BandraKurla Complex, Bandra (East)
Mumbai, India 400 051

Sub: Disclosure of change in shareholding under regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "SEBI Takeover Regulations")

Dear Sirs,

This is with reference to the setting up of the central public sector enterprise exchange traded fund ("CPSE ETF") comprising equity shares of central public sector enterprises ("CPSE"), which was launched as the CPSE ETF mutual fund scheme ("Scheme") in March 2014. The proceeds of the Scheme were utilized for the purchase of the CPSE shares as represented in the constituent companies of the Nifty CPSE Index. The President of India, represented through different departments and ministries of the Government of India, had sold the shares at a discounted rate to the Scheme for the benefit of unit holders of the Scheme and the Scheme had in turn created and allotted units of the Scheme to unit holders of the Scheme.

The Department of Investment and Public Asset Management ("DIPAM"), along with Reliance Nippon Life Asset Management Limited, as the asset management company of the Scheme ("AMC"), has formulated a third Further Fund Offer ("FFO 3") of the Scheme, which has been offered to the public for subscription in accordance with the SEBI (Mutual Funds) Regulations, 1996 and other applicable laws, rules and regulations, as framed from time to time.

In regard to the FFO 3, we wish to inform you that the President of India, acting through the Ministry of Petroleum and Natural Gas, Government of India, has sold 26,13,74,221 equity shares of Indian Oil Corporation Limited (the "Target Company") to the AMC.

As required under regulation 29(2) of the SEBI Takeover Regulations, we enclose with this letter, a disclosure of the change in our shareholding in the Target Company, pursuant to the above sale of shares. The enclosed disclosure is in the relevant format notified by SEBI in respect of regulation 29(2) of the SEBI Takeover Regulations.

This letter is intended for the information and records of the Target Company and the Stock Exchanges.

Yours Sincerely,
For and on behalf of the President of India:

Encl: a/a

रामकान्त सिंह / Ramakant Singh
सचिव / Under Secretary
पेट्रोलियम एवं प्राकृतिक गैस मंत्रालय (Rama Kant Singh)
Ministry of Petroleum & Natural Gas
भारत सरकार / Government of India
Under Secretary to the Government of India

DISCLOSURES UNDER REGULATION 29(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

Name of the Target Company (or TC)	Indian Oil Corporation Limited (the "Company")		
Name(s) of the acquirer/ seller and persons acting in concert (PACs) with the acquirer/ seller	The President of India, acting through the Ministry of Petroleum and Natural Gas, Government of India (the "Seller")		
Whether the acquirer/ seller belongs to the promoter/ promoter group	Yes, the Seller is the promoter of the Company		
Name(s) of the stock exchange(s) where the shares of the TC are listed	BSE and NSE		
Details of the acquisition/ disposal as follows:	Number	% w.r.t. total share/ voting capital, wherever applicable ¹	% w.r.t. total diluted share/ voting capital of the TC ²
Before the acquisition/ disposal under consideration, holding of:			
a) Shares carrying voting rights	5,51,15,46,048 equity shares	56.75%	56.75%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer/ seller to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	5,51,15,46,048 equity shares	56.75%	56.75%

¹Note to seller: The information here should be taken from the latest filing made by the company under clause 35 of the stock exchange listing agreement.

²Note to seller: Diluted share/ voting capital shall mean the total number of outstanding shares of the company, assuming full conversion of any outstanding convertible securities or warrants into equity shares.

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Details of acquisition/ sale			
a) Shares carrying voting rights acquired/ sold	26,13,74,221 equity shares	2.69%	2.69%
b) VRs acquired/ sold otherwise than by shares	-	-	-
c) Warrants/ convertible securities/ any other instrument that entitles the acquirer/ seller to receive shares carrying voting rights in the TC (specify holding in each category) acquired/ sold	-	-	-
d) Shares encumbered/ invoked/ released by the acquirer/ seller	-	-	-
e) Total (a+b+c+d)	26,13,74,221 equity shares	2.69%	2.69%
After the acquisition/ sale, holding of:			
a) Shares carrying voting rights	5,25,01,71,827 equity shares	54.06%	54.06%
b) Shares encumbered with the acquirer/ seller	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/ convertible securities/ any other instrument that entitles the acquirer/ seller to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-	-	-
e) Total (a+b+c+d)	5,25,01,71,827 equity shares	54.06%	54.06%
Mode of acquisition/ sale (e.g. open market/ off-market/ public issue/ rights issue/ preferential allotment/ inter-se transfer, etc.)	Off-market sale by the President of India, acting through the Ministry of Petroleum and Natural Gas, Government of India to Reliance Nippon Life Asset Management Limited, as the asset management company of the CPSE ETF mutual fund scheme.		
Date of acquisition/ sale of shares/ VR, or date of receipt of intimation of allotment of shares, whichever is	December 4, 2018		

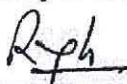
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applicable	
Equity share capital/ total voting capital of the TC before the said acquisition/ sale	INR 97,11,80,99,280 (comprising 9,71,18,09,928 shares having a face value of INR 10 each)*
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	INR 97,11,80,99,280 (comprising 9,71,18,09,928 shares having a face value of INR 10 each)*
Total diluted share/ voting capital of the TC after the said acquisition/ sale	INR 97,11,80,99,280 (comprising 9,71,18,09,928 shares having a face value of INR 10 each)*

** There is no change in the paid up share capital of the Target Company on account of sale of shares by the Promoter (i.e. the President of India acting through the Ministry of Petroleum and Natural Gas) to Reliance Nippon Life Asset Management Limited, as the asset management company of the CPSE ETF mutual fund scheme.*

For and on Behalf of the President of India

Ministry of Petroleum and Natural Gas, Government of India


(Ramakant Singh)
Authorised Signatory
Under Secretary to the Government of India
 रामकान्त सिंह / Ramakant Singh
 उप सचिव / Under Secretary
 पेट्रोलियम एवं प्राकृतिक गैस मंत्रालय
 Ministry of Petroleum & Natural Gas
 भारत सरकार / Govt. of India
 नई दिल्ली / New Delhi

Date: December 6, 2018

Place: [New Delhi]
