



Castrol India Limited

Registered Office: Technopolis Knowledge Park, Mahakali Caves Road, Andheri (East), Mumbai 400 093

CIN: L23200MH1979PLC021359

Website: www.castrol.co.in Email: investorrelations.india@castrol.com Tel: (022) 66984100 Fax: (022) 66984101

NOTICE OF 39TH ANNUAL GENERAL MEETING, E-VOTING AND BOOK CLOSURE

NOTICE is hereby given that the Thirty Ninth (39th) Annual General Meeting ("AGM" or "the Meeting") of the Company will be held on Wednesday, 31 May 2017 at Pama Thadhani Auditorium, Jai Hind College "A" Road, Churchgate, Mumbai 400020 at 3.30 p.m.

In terms of Sections 101 and 136 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, ("the Act and Rules") the notice setting out the business to be transacted at the AGM along with the Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 and Annual Report of the Company for the Financial Year ended 31 December 2016 have been sent through electronic mode by National Securities Depository Limited (NSDL) to those shareholders who have registered their e-mail IDs with depositories or with the Company and the physical copies have been dispatched to the other shareholders. The dispatch of the Notice has been completed on Saturday, 6 May 2017.

The Annual Report along with the Notice of AGM is available on the Company's Website at http://www.castrol.com/en_in/india/financials.html and also available on the website of the NSDL (www.evoting.nsdl.com). The shareholders, who wish to receive physical copies of the Annual Report, may e-mail their request to the Company at investorrelations.india@castrol.com or to Registrars of the Company viz. TSR Darashaw Limited at csg-annualreport@tsrdarashaw.com.

The Company has provided its shareholders remote e-voting facility in compliance with the Act and Rules and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), 2015. The Company has engaged NSDL as the authorized agency to provide remote e-voting facility. The details as required pursuant to the Act and Rules are as under:

1. The **cut-off date** to determine eligibility to cast votes by electronic voting is **Wednesday, 24 May 2017**. The remote e-voting shall be open for four (4) days, commencing at **9.00 a.m. (IST)** on **Saturday, 27 May 2017** and ending at **5.00 p.m. (IST)** on **Tuesday, 30 May 2017** for all the shareholders, whether holding shares in physical form or in dematerialized form. The remote e-voting module shall be disabled by NSDL thereafter and remote e-voting shall not be allowed beyond the said date and time.
2. The shareholders who have not cast their votes by remote e-voting can exercise their voting rights at the AGM. The Company will make arrangements of polling papers in this regard at the AGM Venue.
3. A shareholder may participate in the Meeting even after exercising his right to vote through remote e-voting, but shall not be allowed to vote again at the Meeting.
4. A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the Meeting through polling papers. A person, who acquires shares and becomes shareholder of the Company after dispatch of the Notice and holding shares as of the cut-off date can exercise remote e-voting by obtaining the login-ID and password by sending an e-mail to investorrelations.india@castrol.com or csg-annualreport@tsrdarashaw.com or evoting@nsdl.co.in by mentioning their Folio No./DP ID and Client ID No. However, if such shareholder is already registered with NSDL for remote e-voting then existing user-ID and password can be used for casting your vote.
5. The Company has appointed Mr. K.G. Saraf, Proprietor of Saraf and Associates, Company Secretaries as the Scrutinizer to scrutinise the remote e-voting process in a fair and transparent manner.

For detailed instructions pertaining to remote e-voting, shareholders may please refer to the section "Notes" in Notice of the Annual General Meeting. In case of queries pertaining to remote e-voting procedure, shareholders may refer the Frequently Asked Questions (FAQs) for Shareholders and remote e-voting user manual for Shareholders available at the Downloads section of www.evoting.nsdl.com or may contact :

Particulars	National Securities Depository Limited	TSR Darashaw Limited	Castrol India Limited
Address	Trade World, 4th & 5th Floor, Kamala Mills Compound, Lower Parel, Mumbai 400 013	6-10, Haji Moosa Patrawala Industrial Estate 20, Dr. E. Moses Road Mahalaxmi, Mumbai 400 011	Technopolis Knowledge Park, Mahakali Caves Road, Andheri (East), Mumbai 400 093
Name & Designation	Mr. Sagar Dharankar Assistant Manager	Ms. Mary George Sr. Manager	Ms. Chandana Dhar Company Secretary
Tel	022-24994262	022-66568484	022-66984100
Email Id	evoting@nsdl.co.in	csg-annualreports@tsrdarashaw.com	investorrelations.india@castrol.com

NOTICE IS FURTHER given pursuant to Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 91 of the Companies Act, 2013 (including applicable Rules) that the Register of Members and Share Transfer Books will remain closed from **Wednesday, 24 May 2017 to Wednesday, 31 May 2017 (both days inclusive)** for the 39th AGM of the Company and to determine the names of the shareholders who will be entitled to receive final dividend, if approved at the AGM.

Place: Mumbai
Date : 8 May 2017

For CASTROL INDIA LIMITED

Chandana Dhar
Company Secretary