

Reimagining mobility



NOTICE

Notice is hereby given that the Seventh Annual General Meeting of the Members of Reliance BP Mobility Limited will be held on Thursday, June 30, 2022 at 4.00 P.M. (IST), through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), to transact the following business:

Ordinary Business

1. To consider and adopt (a) the audited financial statement of the Company for the Financial Year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the Financial Year ended March 31, 2022 and the report of Auditors thereon and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolutions as **ORDINARY RESOLUTIONS**:

- a) **“RESOLVED THAT** the audited financial statement of the Company for the Financial Year ended March 31, 2022 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”
- b) **“RESOLVED THAT** the audited consolidated financial statement of the Company for the Financial Year ended March 31, 2022 and the report of Auditors thereon, as circulated to the Members, be and are hereby considered and adopted.”

2. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), Deloitte Haskins & Sells LLP (Firm Registration No 117366W / W-100018) Chartered Accountants, be and are hereby appointed as the Statutory Auditors of the Company for a term of 5 (five) consecutive years to hold office commencing from the conclusion of this Annual General Meeting (AGM) i.e. Seventh AGM until the conclusion of Twelfth AGM at such remuneration as shall be fixed by the Board of Directors of the Company.”

Reliance BP Mobility Limited

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Registered Office: 3rd Floor, Maker Chambers IV, 222, Nariman Point, Mumbai - 400021. **Phone:** +91-22-3555-5000.

CIN: U50100MH2015PLC327401

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3. To confirm the payment of the Interim Dividend on equity shares made during the Financial Year 2021- 2022 and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT the Interim Dividend of Rs. 25,716 (Rupees Twenty Five Thousand Seven Hundred and Sixteen Only) per equity share of Rs. 10/- (Rupees Ten) each, fully paid up, approved by the Board of Directors and already paid during the Financial Year 2021-22, be and is hereby confirmed.”

4. To appoint a Director in place of Shri Hital Rasiklal Meswani (DIN: 00001623), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri Hital Rasiklal Meswani (DIN: 00001623), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

5. To appoint a Director in place of Shri Sashi Alankarath Mukundan (DIN: 02519725), who retires by rotation as a Director and being eligible, offers himself for re-appointment and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Shri. Sashi Alankarath Mukundan (DIN: 02519725), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

Special Business

6. To appoint Shri Adapa Krishnarao Srinivasan (DIN: 07168305) as an Independent Director of the Company and in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**:

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“RESOLVED THAT pursuant to the provisions of Section 149, 152 of the Companies Act, 2013 (“the Act”) read with the Schedule IV to the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014 and other applicable provisions, if any, of the Act, Shri Adapa Krishnarao Srinivasan (DIN: 07168305), who was appointed as an Additional Director designated as an Independent Director of the Company pursuant to the provisions of Section 161(1) of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years i.e. up to March 29, 2027;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

7. **To approve the payment of commission to the Independent Directors of the Company for the Financial Year 2021- 22 and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:**

“RESOLVED THAT pursuant to the provisions of Sections 197, 198 and other applicable provisions, if any of the Companies Act, 2013 (‘the Act’) and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Independent Directors of the Company namely Shri Rohan Pradeep Shah (DIN: 00088684) and Ms. Chitra Ramkrishna (DIN: 00062654) be paid commission (other than the sitting fees) of Rs. 25,00,000 (Rupees Twenty Five Lakhs Only) and Rs. 22,26,000 (Rupees Twenty Two Lakhs Twenty Six Thousand Only) respectively for the Financial Year 2021-22, the total commission payable to the above Independent Directors being within the three percent of the net profits of the Company for the Financial Year 2021-22, as computed in the manner referred to under the Companies Act, 2013.”

8. **To ratify the remuneration of Cost Auditor for the Financial Year ending March 31, 2023 and, in this regard, to consider and if thought fit, to pass, with or without modification(s), the following resolution as an ORDINARY RESOLUTION:**

“RESOLVED THAT in accordance with the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs.1,20,000/- (Rupees One

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Lakh and Twenty Thousand Only) per annum plus taxes, out-of-pocket expenses and travelling expenses, incurred if any, in connection with the audit, as approved by the Board of Directors, to be paid to the Cost Auditor appointed by the Board of Directors, to conduct the audit of cost records of the Company for the Financial Year ending March 31, 2023, be and is hereby ratified.”

By Order of the Board of Directors

Date: May 30, 2022

Place: Mumbai

Ritu Bhojak
Company Secretary

Registered Office:

3rd Floor, Maker Chambers IV,

222, Nariman Point

Mumbai 400021

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Notes:

1. Considering the Covid-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has, vide its circular dated May 5, 2022 read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021 and December 14, 2021 (collectively referred to as “MCA Circulars”), permitted convening the Annual General Meeting (“AGM” / “Meeting”) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), without physical presence of the members at a common venue. In compliance with the Companies Act, 2013 and MCA Circulars, the AGM of the Company is being held through VC and notice to all the Members is being sent only through electronic mode by e-mail at the e-mail address registered with the Company. The deemed venue for the AGM shall be the Registered Office of the Company. Detailed instructions to attend, participate and vote at the meeting through VC is attached as **Annexure 2 and 3**.
2. Pursuant to the provisions of the Companies Act 2013, a Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on his/her behalf at the meeting and a proxy need not be a Member of the Company. Since this meeting is being held through VC pursuant to the MCA Circulars, physical attendance of the Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the Meeting and hence the Proxy Form is not annexed hereto.
3. Corporate Members intending to authorise their representative(s) to attend the Meeting are requested to send to the Company Secretary of the Company vide an email at Ritu.Bhojak@jioBP.com, a certified true copy of the relevant Board Resolution authorizing their representative(s) to attend and vote on their behalf at the Meeting before the commencement of the meeting.
4. Members / Representatives attending the Meeting through VC would be considered for the purpose of quorum under Section 103 of the Companies Act, 2013 and accordingly there is no requirement of attendance slip for the Meeting and hence not annexed hereto.
5. Since the Meeting will be held through VC, the route map of the venue of the Meeting is not required to be annexed hereto.
6. Members seeking any information with regard to the documents referred to in the Notice or any matter to be presented at the Meeting, are requested to write to the Company Secretary of the Company on or before the commencement of the Meeting, through email at Ritu.Bhojak@jioBP.com. The same will be replied by the Company suitably.

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7. Register of Directors and Key Managerial Personnel and their Shareholding, maintained under Section 170 of the Companies Act, 2013, Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Companies Act, 2013 and the relevant documents referred to in the Notice will be available electronically for inspection by the Members during the AGM.

All documents referred to in the Notice will also be available electronically for inspection without any fee by the Members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to Ritu.Bhojak@jioBP.com.

8. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. M/s. S R B C & Co LLP (Firm Registration Number: 324982E/E300003), Chartered Accountants were appointed as the Statutory Auditors of the Company at the Fifth AGM held on September 29, 2020 for a period of five years. Members may note that M/s. S R B C & Co LLP, Chartered Accountants has resigned as Statutory Auditors with effect from April 13, 2022 on account of the proposed change in the Statutory Auditors of Reliance Industries Limited (RIL/ holding company) and with regard to the proposal to provide certain non-audit services to RIL and / or other group entities.

The Board of Directors commends the Ordinary Resolution set out at Item No. 2 of the Notice, pertaining to appointment of Deloitte Haskins & Sells LLP (Firm Registration No.117366W/W-100018), Chartered Accountants as Statutory Auditors for a term of 5 (five) consecutive years, from the conclusion of the Seventh AGM till the conclusion of the Twelfth AGM, for approval of the Members.

10. In terms of Section 152 of the Companies Act, 2013, Shri Hital Rasiklal Meswani (DIN: 00001623) and Shri Sashi Alankarath Mukundan (DIN: 02519725), Directors of the Company, retire by rotation at the Meeting and being eligible have offered themselves for re-appointment. The Human Resources, Nomination and Remuneration Committee and the Board of Directors of the Company commend their respective re-appointments.

Details of Shri Hital Rasiklal Meswani (DIN: 00001623) and Shri Sashi Alankarath Mukundan (DIN: 02519725) as required to be provided pursuant to the provisions of the Secretarial Standard on General Meetings ("SS-2"), issued by the Council of the Institute of Company Secretaries of India and approved by the Central Government, are provided in **Annexure 1**.

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Shri Hital Rasiklal Meswani and Shri Sashi Alankarath Mukundan are interested in the Ordinary Resolutions set out at Item No. 4 and 5, respectively, of the Notice with regard to their respective re-appointment. Save and except the above, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 5 of the Notice.

11. Details of the number and dates of Board meetings and Committee meetings of the Company held during the Financial Year 2021-22 and the attendance of the Directors/Members at such meetings is enclosed as **Annexure 4**.
12. Explanatory Statement in respect of Ordinary Resolutions set out under Item No. 6, 7, 8 of the Notice is enclosed herewith.
13. Members can cast their vote by a show of hands during the AGM or by sending an e-mail to Ms. Ritu Bhojak, Company Secretary of the Company on Ritu.Bhojak@jiobp.com in case of a poll.

By Order of the Board of Directors

Date: May 30, 2022

Place: Mumbai

Ritu Bhojak
Company Secretary

Registered Office:

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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

ITEM NO.: 6

Based on the recommendation of the Human Resources, Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“the Act”), and the Articles of Association of the Company, the Board of Directors of the Company appointed Shri Adapa Krishnarao Srinivasan (DIN: 07168305) as an Additional Director designated as an Independent Director of the Company, to hold office for a term of 5 (five) consecutive years with effect from March 30, 2022 till March 29, 2027. In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of the members.

Shri Adapa Krishnarao Srinivasan is not disqualified from being appointed as a director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declaration from Shri Adapa Krishnarao Srinivasan that he meets the criteria of independence as prescribed under Section 149(6) of the Act. In the opinion of the Board, Shri Adapa Krishnarao Srinivasan fulfils the conditions for appointment as an Independent Director as specified in the Act and is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Shri Adapa Krishnarao Srinivasan are provided in “Annexure 1”, pursuant to the provisions of Secretarial Standard on General Meetings (“SS2”), issued by the Institute of Company Secretaries of India. Copy of the letter for appointment of Shri Adapa Krishnarao Srinivasan as Independent Director, setting out the terms and conditions is available for inspection by Members of the Company.

Save and except Shri Adapa Krishnarao Srinivasan, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the Members.

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ITEM NO.: 7

As per the provisions of Section 197(1) of the Companies Act, 2013, the remuneration payable to the directors shall be within 3% (three Percent) of the net profits of the Company if there is no Managing or Whole-time Director or Manager in the Company, subject to the approval of the company in general meeting, by an ordinary resolution.

The Company's Independent Directors are leading professionals with high level of expertise and rich experience in functional areas and have been shaping and steering the long term strategy and make invaluable contributions towards Company level strategy, monitoring of risk management and compliances. In order to bring the remuneration of Independent Directors commensurate with the increased time and efforts put in by them, the Board of Directors of the Company (the "Board"), pursuant to the recommendations of the Human Resources, Nomination and Remuneration Committee, approved the payment of commission of Rs. 25,00,000 (Rupees Twenty Five Lakhs Only) and Rs. 22,26,000 (Rupees Twenty Two Lakhs Twenty Six Thousand Only) to the Independent Directors of the Company namely Shri Rohan Pradeep Shah (DIN: 00088684) and Ms. Chitra Ramkrishna (DIN: 00062654) (resigned w.e.f. February 19, 2022) respectively for the Financial Year 2021-22, subject to the approval of the Members of the Company.

The Company has no Managing Director or Whole-time Director or Manager and the aggregate commission payable to aforesaid Directors does not exceed 3% (three Percent) of the net profits of the Company computed in the manner referred to under the provisions of Companies Act, 2013 and may be paid in addition to the sitting fee paid to them for attending the meetings of the Board and Committees thereof.

Accordingly, approval of the Members is sought for the commission payable to the Independent Directors of the Company namely Shri Rohan Pradeep Shah and Ms. Chitra Ramkrishna for the Financial Year 2021-22 by passing Ordinary Resolution as set out at Item No. 7 of the Notice.

Save and except Shri Rohan Shah, none of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the Members.

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ITEM NO.: 8

The Board of Directors (Board), based on the recommendation of the Audit Committee, appointed Shri Suresh Damodar Shenoy having Membership no. 8318 and Firm registration No. 102173 as the Cost Auditor of the Company at a remuneration of Rs.1,20,000/- (Rupees One Lakh and Twenty Thousand Only) per annum plus taxes, out-of-pocket expenses and travelling expenses, incurred if any, in connection with the Cost Audit, to conduct the audit of the cost records of the Company for the Financial Year ending March 31, 2023.

In accordance with the provisions of Section 148 of the Companies Act, 2013 (“the Act”) read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor as recommended by the Audit Committee and approved by the Board, has to be ratified by the Members of the Company.

Accordingly, ratification by the Members is sought for the remuneration payable to the Cost Auditor for the Financial Year ending March 31, 2023 by passing an Ordinary Resolution as set out at Item No. 8 of the Notice.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board commends the Ordinary Resolution set out at Item No. 8 of the Notice for ratification by the Members.

By Order of the Board of Directors

Date: May 30, 2022

Place: Mumbai

Ritu Bhojak
Company Secretary

Registered Office:

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Annexure 1

Details of Directors retiring by rotation / seeking appointment / re- appointment at the Meeting

Particulars	Shri Hital Rasiklal Meswani
Age	53 years
Qualification	Mr. Hital Rasiklal Meswani (DIN 00001623) is a Management & Technology graduate from the University of Pennsylvania (UPenn) in the USA. He received a Bachelor of Science Degree in Chemical Engineering from the School of Engineering and Applied Sciences, UPenn, and a Bachelor of Science Degree in Economics from the Wharton Business School.
Experience	<p>Shri Hital Rasiklal Meswani is on the Board of Reliance Industries Limited (RIL) as Whole-time Director, designated as the Executive Director, RIL, since August 4, 1995.</p> <p>He has been involved with almost all mega initiatives of the RIL group and has been instrumental in execution of the world class petrochemicals complex at Hazira and the mammoth Reliance Jamnagar Refinery complex, the largest in the world at any single location. He had also led a company-wide business transformation initiative, which has resulted in the development of the constitution of RIL – the Reliance Management System.</p> <p>He has been awarded an Honorary Fellowship by IChemE (Institution of Chemical Engineers – the International Professional body for Chemical, Biochemical and Process Engineers) in recognition of his contribution to the process industries. He is a member of the Engineering Board of Overseers of University of Pennsylvania (UPenn) and is a recipient of the prestigious ‘The 2011 D. Robert Yarnall Award’ from The Engineering Alumni Society of the UPenn.</p> <p>He was conferred the Honorary CEPM-PMA Fellowship Award for Project Management Excellence. He is also a Member of Board of Management - Somaiya Institute of Management Studies and Research, Mumbai.</p>
Terms and Conditions of Re-appointment	Nominee Director on behalf of Reliance Industries Limited liable to retire by rotation.

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Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	Nil
Date of first appointment on the Board	July 09, 2020
Shareholding in the Company	Nil
Relationship with other Directors/Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the Financial Year 2021-22	5 (five)
Directorships on other Board as on March 31, 2022	<ul style="list-style-type: none"> • Reliance Industries Limited • Reliance Industrial Investments and Holdings Limited • Reliance Commercial Dealers Limited • The Indian Film Combine Pvt Ltd
Membership/ Chairmanship of Committees of other Boards as on March 31, 2022	<ul style="list-style-type: none"> ○ Reliance Industries Limited <ul style="list-style-type: none"> ▪ Finance Committee - Member ▪ Risk Management Committee - Member ▪ Stakeholders' Relationship Committee - Member ▪ Health, Safety and Environment Committee – Chairman

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Membership/ Chairmanship of Committees of other Boards as on March 31, 2022	<ul style="list-style-type: none">○ The Indian Film Combine Pvt Ltd<ul style="list-style-type: none">▪ Audit Committee- Chairman▪ Corporate Social Responsibility Committee- Chairman▪ Nomination and Remuneration Committee- Member
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Particulars	Shri Sashi Alankarath Mukundan
Age	64 years
Qualification	Shri Sashi Alankarath Mukundan (DIN: 02519725) is a Bachelor of Science Degree in Physics and completed his MBA- Marketing, MBA - Finance as well.
Experience	<p>Mr. Sashi Alankarath Mukundan, President, bp India and Senior Vice President, bp group, leads the gas and low carbon energy business in India, in addition to overseeing the wider operations of all bp group companies in the country. He is a senior member of the bp leadership team and also on the Boards of Castrol India Limited. He was also closely involved in forging the landmark partnership between bp and Reliance Industries Limited across the entire gas value chain.</p> <p>He is also the Chairman of the National Committee on Hydrocarbons of CII (Confederation of Indian Industry). With nearly 40 (forty) years of experience in strategic planning, finance, business development, and operations in a variety of assignments in the U.S. and Asia, he is currently responsible for strengthening bp's portfolio in India.</p>
Terms and Conditions of Re-appointment	Nominee Director on behalf of BP Global Investments Limited liable to retire by rotation.
Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	Nil
Date of first appointment on the Board	July 09, 2020
Shareholding in the Company	Nil

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Relationship with other Directors/Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the Financial Year 2021-22	4 (four)
Directorships on other Board as on March 31, 2022	<ul style="list-style-type: none">• Castrol India Limited• BP Exploration (Alpha) Limited• India Gas Solutions Private Limited
Membership/ Chairmanship of Committees of other Boards as on March 31, 2022	<ul style="list-style-type: none">○ Castrol India Limited<ul style="list-style-type: none">▪ Corporate Social Responsibility Committee- Member▪ Nomination and Remuneration Committee- Member○ India Gas Solutions Private Limited<ul style="list-style-type: none">▪ Audit Committee- Member

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Particulars	Shri Adapa Krishnarao Srinivasan
Age	64 years
Qualification	Shri Adapa Krishnarao Srinivasan (DIN:07168305) is an IIM Bangalore alumnus and has also undergone various development programmes at IIM Lucknow, Senior Management Program at the Indian School of Business, Hyderabad and Oil and Gas Accounting from University of Texas, Dallas, USA.
Experience	<p>Shri Adapa Krishnarao Srinivasan is an accomplished finance professional with an experience of over 35 (thirty five) years in upstream oil and gas finance. He was on the Board of Oil and Natural Gas Corporation Limited (ONGC) as Director Finance, also on the Board of subsidiary companies ONGC Petro Addition Ltd and ONGC Tripura Power Company.</p> <p>He has demonstrated his professional competency in diverse facets of financial planning and management with the energy major. With experience in the capital markets, project financing & contracts, corporate budgeting & planning, corporate accounting, corporate taxation and dispute resolution, Shri Adapa Krishnarao Srinivasan has a broad array of expertise up his sleeves.</p> <p>He has played a pivotal role in reorientation of planning and budgeting exercise, structural improvements in financial reporting, introduction of transfer pricing concept and initiating cost control measures across the organization. He has also steered various fund raising programs of ONGC group companies. He was associated with getting the reasonable GST rate for the upstream Oil and Gas sector by representing the sector for interactions with Government of India. Further, he has played a major role in the acquisition of various Oil and Gas development projects, Power, Petro-Chemical and Capital Assets for ONGC. He has also implemented a huge delegation of authority to the Key Executives for speedy implementation of projects.</p>
Terms and Conditions of Appointment	As per the resolution at Item No. 6 of the Notice convening this Meeting read with explanatory statement thereto, Shri Adapa Krishnarao Srinivasan is proposed to be appointed as an Independent Director.

Reliance BP Mobility Limited

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CIN: U50100MH2015PLC327401

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Remuneration last drawn (including sitting fees, if any)	Nil
Remuneration proposed to be paid	As per the resolution at Item No. 6 of the Notice convening this Meeting read with explanatory statement thereto and the resolution at Item No. 6 passed by the Members at the Annual General Meeting held on September 29, 2020.
Date of first appointment on the Board	March 30, 2022
Shareholding in the Company	Nil
Relationship with other Directors/Key Managerial Personnel	Not related to any Director / Key Managerial Personnel
Number of meetings of the Board attended during the Financial Year 2021-22	1 (one) (appointed w.e.f. March 30, 2022)
Directorships on other Board as on March 31, 2022	<ul style="list-style-type: none"> • Armada D1 Pte. Ltd. (Singapore) • Armada C7 Pte. Ltd. (Singapore) • S. P. Engineering Services Pte. Ltd. (Singapore) • Armada Madura EPC Ltd. (Marshall Islands)
Membership/ Chairmanship of Committees of other Boards as on March 31, 2022	Nil

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CIN: U50100MH2015PLC327401

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Annexure 2

Members are requested to note the following in accordance with the MCA circulars:

1. Members would have received an email from the Company to participate in the Meeting through video-conference on your email address registered with the Company.
2. The meeting through Video-Conference would be conducted through “MS Teams Platform” which enables two-way audio and video conference. Members are requested to join the meeting using the following link:

[Click here to join the meeting](#)

Detailed instructions on installing Microsoft Teams is attached as **Annexure 3**.

3. The link to join the meeting shall be active from 3.45 P.M. (IST) onwards on the day of the meeting.
4. E-mail address of Ms. Ritu Bhojak, Company Secretary of the Company i.e. Ritu.Bhojak@jioBP.com is designated for correspondences/voting and all other purposes related to the meeting.
5. In the event of demand for poll at the meeting, Members shall send their votes by email from their email address which is registered with the Company and shall only be sent to the designated email address as provided by the Company in Point no. 4 above.
6. For any assistance before or during the meeting, Members may contact Ms. Ritu Bhojak, Company Secretary of the Company on +91- 9903993747.

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Annexure 3

1. Members would have received an email from Ms. Ritu Bhojak, Company Secretary of the Company to participate in the Annual General Meeting through video-conference on your email address registered with the Company.
2. In case you already have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, click on “Join Microsoft Teams Meeting” option from the email. You will connect to the meeting.
3. In case you do not have Microsoft Teams installed on your Laptop / Computer / iPad / Mobile Phone, please follow the below given procedure.

Option 1

For participating through **Windows / Apple powered Laptops / Computer devices**:

Open the email invitation using **Google Chrome** browser



Simply click on “**Join Microsoft Teams Meeting**” option from the email invitation / your calendar events.



A new Browser window would open. Select “**Join on the web instead**”. Once you reach to the “**Enter Name**” prompt, enter your name and click “**Join as a Guest**”.



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on “**Mute**” when not speaking.

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Option 2

For installing Microsoft Teams on your **iPad / apple devices / iPad / Android devices**:

Click on **“Join Microsoft Teams Meeting”** from the email invitation/calendar events



System will prompt you to download Microsoft Teams



Download and Install Microsoft teams. Please do not try to login.



Once installed, click on invitation once again on **“Join Microsoft Teams Meeting”** from the email invitation/calendar events.



You will be prompted to Microsoft Teams application.



Click on **“Join as a Guest”** option.



Type your Name and once again click on **“Join as a Guest”**.



You will enter the Meeting. Make sure you start your camera and the microphone may be kept on **“Mute”** when not speaking.

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CIN: U50100MH2015PLC327401

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Annexure 4

I. Meetings of the Board of Directors of the Company

Five meetings of the Board of Directors of the Company were held during the Financial Year 2021-22.

Dates of the meetings of the Board of Directors held during the Financial Year 2021-22 are as follows:

Sr. No.	Date of Meetings of the Board of Directors
1.	23.04.2021
2.	22.07.2021
3.	18.10.2021
4.	19.01.2022
5.	30.03.2022

Attendance of Directors at the meetings of the Board of Directors during the Financial Year 2021-22 are as follows:

Name of the Director	Number of Meetings of the Board of Directors attended
Shri Sarthak Behuria	5
Shri P.M.S. Prasad	5
Shri Hital Meswani	5
Ms. Emma Louise Delaney McKnight	5
Shri Sashi Mukundan	4
Ms. Chitra Ramkrishna #	4
Shri Rohan Shah	5
Shri Adapa Krishnarao Srinivasan *	1

Note: # Ms. Chitra Ramkrishna resigned as an Independent Director w.e.f. February 19, 2022

* Shri Adapa Krishnarao Srinivasan appointed as an Additional Director designated as an Independent Director w.e.f. March 30, 2022

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II. Meetings of the Audit Committee of the Company

Six meetings of the Audit Committee of the Company were held during the Financial Year 2021-22.

Dates of Meetings of the Audit Committee held during the Financial Year 2021-22 are as follows:

Sr. No.	Date of Meetings of the Audit Committee
1.	22.04.2021
2.	21.07.2021
3.	02.10.2021
4.	16.10.2021
5.	18.12.2021
6.	17.01.2022

Attendance of Members at the meetings of the Audit Committee during the Financial Year 2021-22 are as follows:

Name of the Member	Meetings of the Audit Committee attended by the Member
Ms. Chitra Ramkrishna #	6
Shri Rohan Shah	6
Shri. Sarthak Behuria	6
Shri Adapa Krishnarao Srinivasan *	NA

Note: # Ms. Chitra Ramkrishna resigned as an Independent Director w.e.f. February 19, 2022

* Shri Adapa Krishnarao Srinivasan appointed as an Additional Director designated as an Independent Director w.e.f. March 30, 2022

III. Meetings of the Human Resources, Nomination and Remuneration Committee of the Company

Four meetings of the Human Resources, Nomination and Remuneration Committee of the Company were held during the Financial Year 2021-22.

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CIN: U50100MH2015PLC327401

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Dates of meetings of the Human Resources, Nomination and Remuneration Committee held during the Financial Year 2021-22 are as follows:

Sr. No.	Date of Meetings of the Human Resources, Nomination and Remuneration Committee
1.	23.04.2021
2.	19.07.2021
3.	16.10.2021
4.	30.03.2022

Attendance of Members at the meetings of the Human Resources, Nomination and Remuneration Committee during the Financial Year 2021-22 are as follows:

Name of the Member	Meetings of the Human Resources, Nomination and Remuneration Committee attended by the Member
Shri. Rohan Shah	4
Ms. Chitra Ramkrishna #	3
Shri. Hital Meswani	4
Shri. Sashi Mukundan	4
Shri Adapa Krishnarao Srinivasan *	NA

Note: # Ms. Chitra Ramkrishna resigned as an Independent Director w.e.f. February 19, 2022

* Shri Adapa Krishnarao Srinivasan appointed as an Additional Director designated as an Independent Director w.e.f. March 30, 2022

IV. Meetings of the Corporate Social Responsibility Committee of the Company

Two meetings of the Corporate Social Responsibility Committee of the Company were held during the Financial Year 2021-22.

Dates of meetings of the Corporate Social Responsibility Committee held during the Financial Year 2021-22 are as follows:

Sr. No.	Date of Meetings of the Corporate Social Responsibility Committee
1.	02.10.2021
2.	30.03.2022

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CIN: U50100MH2015PLC327401

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Attendance of Members at the meetings of the Corporate Social Responsibility Committee during the Financial Year 2021-22 are as follows:

Name of the Member	Meetings of the Corporate Social Responsibility Committee attended by the Member
Shri. P.M.S. Prasad	2
Shri. Sashi Mukundan	2
Shri. Rohan Shah	2
Ms. Chitra Ramkrishna #	1
Shri Adapa Krishnarao Srinivasan *	NA

Note: # Ms. Chitra Ramkrishna resigned as an Independent Director w.e.f. February 19, 2022

* Shri Adapa Krishnarao Srinivasan appointed as an Additional Director designated as an Independent Director w.e.f. March 30, 2022

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