



# INTER STATE OIL CARRIER LIMITED

Regd. Office : "PODDAR POINT" 113, PARK STREET, SOUTH WING, 5TH FLOOR, KOLKATA - 700 016, INDIA

Gram : INSTATE / Phone : 2229 0588, Fax No. : 033 2229 0085, E-mail : info@isocl.in

CIN-L15142WB1984PLC037472 ♦ Web : www.isocl.in

## NOTICE OF POSTAL BALLOT

*[Pursuant to Section 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended]*

**Dear Member(s),**

NOTICE is hereby given that pursuant to the provisions of Sections 108, 110 and all other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in compliance with the applicable guidelines / circulars / rules issued by the Ministry of Corporate Affairs ('MCA') inter alia including General Circular No. 03/2025 on 22nd September 2025, issued by MCA ('MCA Circulars') from time to time, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), the Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, and other applicable laws rules and regulations, if any, the following items of special businesses are proposed to be passed by the Members of Inter State Oil Carrier Limited ('Company') by way of Postal Ballot, through voting only by electronic means ('remote e-Voting').

Pursuant to the provisions of Sections 102 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the explanatory statement setting out the material facts and the reasons/rationale in respect of the proposed resolutions is annexed hereto and forms part of this Postal Ballot Notice ("Notice").

In compliance with the said MCA Circulars, this Postal Ballot Notice is being sent by the Company only to those members whose e-mail addresses are registered with the Company, Registrar and Share transfer agent (RTA) or the Depository Participant(s) and whose names appear in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") as on **Friday, 15th May, 2026** ("Cut-off Date"). Accordingly, physical copies of the Postal Ballot Notice along with the Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot process. The communication of the assent or dissent of the Members would only take place through the remote e-voting system.

Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of the Company has appointed M/s. Rantu Das & Associates, Company Secretaries, as the Scrutinizer ("Scrutinizer") for conducting the Postal Ballot process through remote e-voting in a fair and transparent manner.

In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the rules, the MCA Circulars and SS-2, the Company is providing remote e-Voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of Central Depository Services (India) Ltd. ('CDSL') for the purpose of providing the remote e-voting facility to the Members.

Members desirous of exercising their vote through the remote e-Voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the 'Notes' section of this Notice for casting of votes by remote e-Voting. The remote e-voting period shall commence on **Sunday, 24th May, 2026 at 9:00 A.M. (IST)** and shall end on **Monday, 22nd June, 2026 at 5:00 P.M. (IST)**. The remote e-voting module shall thereafter be disabled by Central Depository Services (India) Limited ("CDSL") and voting beyond the said date and time shall not be allowed.

The Notice is also available on the website of the Company at <https://isocl.in/> and website of BSE Limited at <https://www.bseindia.com/> and on the website of the CDSL at <https://www.evotingindia.com/>.

#### **ITEMS OF SPECIAL BUSINESSES REQUIRING CONSENT FROM SHAREHOLDERS THROUGH POSTAL BALLOT:**

##### **ITEM NO. 1 – TO APPROVE INCREASE IN BORROWING LIMITS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013:**

To consider and if thought fit, to pass, with or without modification(s), the following Resolution as a **Special Resolution**:

**"RESOLVED THAT** in supersession of the Special Resolution passed by the members at the 38th Annual General Meeting of the Company held on 20th September, 2022 and pursuant to the provisions of Section 180 (1)(c) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or amendment thereto or re-enactment thereof for the time being in force), provisions of the Articles of Association of the Company and subject to all necessary statutory consents or approvals, and consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term includes a duly constituted committee of the Board of Directors) for borrowing any sum or sums of money (including non-fund based facilities) from time to time from any one or more Bodies Corporate(s), Banks, NBFCs, Financial Institutions, Mutual Funds and /or from any one or more entity or other source whether by way of advances, loans, non-convertible debentures/bonds or any other security or securities or otherwise and whether unsecured or secured notwithstanding that the moneys to be borrowed together with moneys already borrowed by the Company (apart from the temporary loans obtained by the Company) may exceed the aggregate paid-up share capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose provided that the total amount up to which the moneys may be borrowed by the Board of Directors and/or outstanding shall not exceed the sum of Rs. 100 Crores (Rupees One Hundred Crores Only) at any time."

**"FURTHER RESOLVED THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the borrowings aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

**ITEM NO. 2 – TO CREATE CHARGES ON THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY, BOTH PRESENT AND FUTURE, IN RESPECT OF BORROWINGS UNDER SECTION 180 (1) (A) OF THE COMPANIES ACT, 2013:**

To consider, and if thought fit, to pass, with or without modification(s) the following resolution as **Special Resolution:**

**“RESOLVED THAT** in supersession of the Special Resolution passed by the members at the 38th Annual General Meeting of the Company held on 20th September, 2022 and pursuant to the provisions of Section 180 (1)(a) and other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Meetings of Board and its Powers) Rules, 2014, (including any statutory modification(s) or amendment thereto or re-enactment thereof for the time being in force), provisions of the Articles of Association of the Company and subject to all necessary statutory consents or approvals, and consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term includes a duly constituted committee of the Board of Directors) to create charge and/or mortgage and/or encumbrance and/or hypothecate, in addition to the mortgages/ charges created by the Company, in such form and manner and with such ranking and at such time or to transfer, sell, lease, assign, deliver or otherwise dispose off, all or any of the present and future movable and/or immovable properties belonging to the Company, including the whole or substantially the whole of the undertaking of the Company or of any one or more of its undertakings, if there be more than one, in favour of any one or more Banks, NBFCs, Financial Institution, Bodies Corporate, Mutual Funds, Firms or any other entity or person or Trustees, as the case may be, for securing the borrowings availed/ to be availed by the Company which shall not exceed the borrowing limit as approved by the members from time to time under Section 180(1)(c) of the Companies Act, 2013, together with interest, compound interest, additional interest, liquidated damages, commitment charges, premium on prepayment or redemption, costs, charges, expenses and any monies payable in connection therewith.”

**“FURTHER RESOLVED THAT** for the purpose of giving effect to the above resolution, the Board be and is hereby authorized to do all such acts, deeds and things including finalization of documents in relation to or for creating the mortgages and/or charges as aforesaid, execution of any documents and writings as may be necessary or expedient and to do all such acts, deeds and things as it may in its absolute discretion deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of creation of charge/mortgage as aforesaid as may be necessary, proper, desirable or expedient to give effect to this resolution.”

**ITEM NO. 3: TO INCREASE THE LIMITS APPLICABLE FOR MAKING INVESTMENTS, EXTENDING LOANS, GIVING GUARANTEES AND PROVIDING SECURITIES SPECIFIED UNDER SECTION 186 OF COMPANIES ACT, 2013:**

To consider, and if thought fit, to pass, with or without modification(s) the following resolution as **Special Resolution:**

**“RESOLVED THAT** in supersession of the Special Resolution passed by the members at the 38th Annual General Meeting of the Company held on 20th September, 2022 and pursuant to the provisions of Section 186 of the Companies Act, 2013 (‘Act’), read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification(s) or re-enactment(s) thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter

referred to as “the Board”, which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject to however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, in future, shall not exceed at any time a sum equivalent to Rs. 100 Crores (Rupees One Hundred Crores only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.”

“**FURTHER RESOLVED THAT** for the purpose of giving effect to this resolution, the Board of the Company be and is hereby authorised to take from time to time all decisions and such steps as may be necessary for giving loans, advances, guarantees or providing securities or for making such investments and to execute such documents, deeds, writings, papers and/or agreements as may be required and do all such acts, deeds, matters and things, as it may in its absolute discretion, deem fit, necessary or appropriate and also to delegate all or any of the above powers to the Director(s) of the Company or any person nominated by Directors and generally to do all acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid Resolution.”

**Registered Office:**  
**113 Park Street, Poddar Point,**  
**South Wing, 5<sup>th</sup> Floor,**  
**Kolkata –700016**

**By Order of the Board**  
**For and on behalf of Inter State Oil Carrier Limited**

**Sd/-**  
**Rashmi Sharma**  
**Company Secretary**  
**(Membership No. A34765)**

**Dated : 11<sup>th</sup> May, 2026**

**NOTES:**

1. The relevant explanatory statement pursuant to the provisions of section 102(1) of the Companies Act, 2013 read with relevant rules made thereunder ('the Act') in respect to the aforesaid item, set out in the Notice of the Postal Ballot is annexed hereto.
2. In accordance with the Circulars issued by the Ministry of Corporate Affairs ('MCA Circulars') and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the Company is sending the Postal Ballot Notice in electronic form only, instead of dispatching the hard copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope to the Members for this Postal Ballot. Accordingly, the communication of the assent or dissent of the Members would take place through remote e-voting only.
3. The Company has appointed M/s. Rantu Das & Associates, Company Secretaries, (Firm Registration No.: P2012WB065600) as the Scrutinizer ("Scrutinizer") for conducting the Postal Ballot through e-voting process in a fair and transparent manner. The Scrutinizer has communicated its willingness to be appointed for conducting the Postal Ballot process.
4. Only those Members whose names appear in the Register of Members / List of Beneficial Owners as on **Friday, 15th May, 2026** ("Cut-off Date") shall be entitled to vote on the resolutions set out in this Notice. A person who is not a Member as on the Cut-off Date should treat this Notice for information purposes only.
5. The Postal Ballot Notice is being sent electronically to all the members, whose names appear in the Register of Members / List of Beneficial Owners maintained by the Depositories as on Friday, 15th May, 2026 ('Cut-off Date'). Only those Members holding shares as on the Cut-off Date shall be entitled to exercise their voting rights through remote e-voting. The notice of the Postal Ballot will also be available on the Company's website at <https://isocl.in/> and website of BSE Limited at <https://www.bseindia.com/> and on the website of the CDSL at <https://www.evotingindia.com/>.
6. In accordance with the applicable provisions of the Companies Act, 2013, the Rules made thereunder, MCA Circulars and the SEBI Listing Regulations, an advertisement in relation to this Postal Ballot shall be published in one English newspaper having nationwide circulation and one vernacular newspaper having wide circulation in the district where the registered office of the Company is situated
7. Some of the important details regarding the e-voting facility are provided below:

Cut-off Date for determining the Members entitled to vote	Friday, 15 <sup>th</sup> May, 2026
Commencement of voting (Start date)	Sunday, 24th May, 2026 (9:00 A.M.)
Close of voting (End date)	Monday, 22nd June, 2026 (5:00 P.M.)

8. In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act, read with the Companies (Management and Administration) Rules, 2014, the applicable MCA Circulars and Regulation 44 of the SEBI Listing Regulations, as amended from time to time, read with the relevant circulars, the Company is pleased to offer remote e-voting facility to Members to cast their vote electronically.
9. The Company has engaged CDSL for facilitating remote e-voting to enable the Members to cast their votes electronically for this Postal Ballot.
10. As the approval of Members is being sought through Postal Ballot, the facility for appointment of proxies by Members is not applicable and accordingly, Proxy Form and Attendance Slip are not annexed to this Notice.

11. During the remote e-voting period, Members holding shares either in physical form or in dematerialized form as on the Cut-off Date may cast their votes electronically. Once the vote on a resolution is cast by a Member, the Member shall not be allowed to change it subsequently.
12. The voting rights of Members shall be in proportion to the amount paid up on the total number of equity shares held by the respective Member with the total equity share capital issued by the Company as on the Cut-off Date i.e. Friday, 15th May 2026.
13. In case of joint holders, the Member whose name appears higher in the order of names as per the Register of Members of the Company will be entitled to vote.
14. Institutional shareholders / Corporate Members (i.e. other than individuals, HUF, NRI etc.), are requested to send a certified scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote on their behalf, to the Scrutinizer by sending an e-mail to [pcs.partner@yahoo.com](mailto:pcs.partner@yahoo.com) with a copy marked to [info@isocl.in](mailto:info@isocl.in) by quoting the concerned DP ID and Client ID or Folio Number. The said documents can also be uploaded under "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
15. The Scrutinizer will submit his report to the Managing Director/Company Secretary of the Company after completion of the scrutiny and the results of the e-voting through Postal Ballot will be announced on or before Wednesday, 24<sup>th</sup> June, 2026.
16. The result of the Postal Ballot along with the Scrutinizer's Report will be displayed on the Company's website [www.isocl.in](http://www.isocl.in). The results shall simultaneously be communicated to BSE Limited and shall also be made available on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com) where Company's shares are listed within two (2) working days from the end of the e-voting period and shall be displayed at the Registered Office of the Company.
17. The resolutions, if passed with the requisite majority through Postal Ballot, shall be deemed to have been passed as if the same have been passed at a General Meeting of the Members convened in that behalf and shall be deemed to have been passed on Monday, 22nd June, 2026, being the last date of remote e-voting.
18. We urge members to support our commitment to environment protection by choosing to receive the Company's communication through email. Members holding shares in demat mode, who have not registered their email addresses are requested to register their email addresses with their respective DP, and members holding shares in physical mode are requested to update their email addresses with the Company's RTA, Maheshwari Datamatics Private Limited at [contact@mdplcorporate.com](mailto:contact@mdplcorporate.com), to receive communications from the Company in electronic mode.
19. The manner of voting remotely by:
  - (a) Individual shareholders holding shares in dematerialized mode; and
  - (b) Shareholders other than individuals holding shares in dematerialized mode and shareholders holding shares in physical mode,is provided in the "Instructions for Remote E-Voting" section forming part of this Notice. Members are requested to read the same carefully before casting their votes.

## PROCEDURE FOR E-VOTING AND MANNER FOR REMOTE E-VOTING

**Step 1 :** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

**Step 2 :** Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on **Sunday, 24th May, 2026 (9:00 A.M.) (IST)** and ends on **Monday, 22nd June, 2026 (5:00 P.M.) (IST)**. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the **Friday, 15<sup>th</sup> May, 2026** (“Cut-off Date”) may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to **SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 (as amended)**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholder’s/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

**Step 1:** Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iii) In terms of SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 (as amended), on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to above said SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of Shareholders	Login Method
Individual Shareholders holding securities in dematerialized mode with <b>CDSL Depository</b> .	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi/ Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users who wish to login Easi/Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token) Tab.</li> <li>2. After successful login the Easi/ Easiest user will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the Company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there are also links provided to access the system of all e-Voting service providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login and My Easi New (Token) Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN Number from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile and e-mail as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting service providers.</li> </ol>
Individual Shareholders holding securities in dematerialized mode with <b>NSDL Depository</b> .	<p><b>A. NSDL IDeAS facility</b></p> <p>For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p> <p><i>If you are already registered, follow the below steps</i></p> <ol style="list-style-type: none"> <li>1. Visit the e-Services website of NSDL. Open web browser by typing the following URL: <a href="https://eservices.nsdl.com/">https://eservices.nsdl.com/</a> either on a personal computer or on a mobile phone.</li> <li>2. Once the home page of e-Services is launched, click on the 'Beneficial Owner' icon under 'Login' which is available under 'IDeAS' section.</li> </ol>

	<p>3. A new screen will open. You will need to enter your User ID and Password. After successful authentication, you will be able to see e-voting services under Value Added Services section.</p> <p>4. Click on 'Access to e-voting' appearing on the left-hand side under e-voting services and you will be able to see e-voting page.</p> <p>5. Click on options available against Company name or e-voting service provider – NSDL and you will be re-directed to NSDL e-voting website for casting your vote during the remote e-voting period.</p> <p><b>If you are not registered, follow the below steps</b></p> <p>a. Option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</p> <p>b. Select "Register Online for IDeAS" Portal or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></p> <p>c. Please follow steps given above in points 1-5.</p> <p><b>B. e-Voting website of NSDL</b></p> <p>1. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a personal computer or on a mobile phone.</p> <p>2. Once the home page of e-voting system is launched, click on the icon 'Login' which is available under 'Shareholder/Member' section.</p> <p>3. A new screen will open. You will need to enter your User ID (i.e. your sixteen-digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen.</p> <p>4. After successful authentication, you will be redirected to NSDL website wherein you can see e-voting page. Click on options available against Company name or e-voting service provider - NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.</p>
	<p><b>C.</b> Shareholders/Members can also download NSDL Mobile App "<b>NSDL Speede</b>" facility by scanning the QR code mentioned below for seamless voting experience.</p>
<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DPs)</p>	<p>1. You can also login using the login credentials of your demat account through your DP registered with NSDL/CDSL for e-Voting facility.</p> <p>2. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature.</p> <p>3. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000

**Step 2** : Access through CDSL e-Voting system in case of Shareholders holding shares in physical mode and Non-Individual Shareholders in Demat mode.

(iv) Login method for e-Voting for Physical Shareholders and Shareholders other than individual holding in Demat form.

- The Shareholders should log on to the e-Voting website [www.evotingindia.com](http://www.evotingindia.com).
- Click on "Shareholders" module.
- Now Enter your User ID
  - For CDSL: 16 digits beneficiary ID,
  - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-Voting of any Company, then your existing password is to be used.
- If you are a first-time user follow the steps given below:  
*For Physical Shareholders and other than individual Shareholders holding shares in Demat.*

PAN	Enter your 10-digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat Shareholders as well as Physical Shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details or Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. If both the details are not recorded with the depository or Company, please enter the member id / folio number in the Dividend Bank details field.

- After entering these details appropriately, click on "SUBMIT" tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, Shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for Resolutions of any other Company on which they are

eligible to vote, provided that Company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (vii) For Shareholders holding shares in physical form, the details can be used only for e-Voting on the Resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant “**INTER STATE OIL CARRIER LIMITED**” on which you choose to vote.
- (ix) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xi) After selecting the Resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xii) Once you “CONFIRM” your vote on the Resolution, you will not be allowed to modify your vote.
- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xiv) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password and enter the details as prompted by the system.
- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvi) Additional Facility for Non – Individual Shareholders and Custodians – For Remote e-Voting only
  - Non-Individual Shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be e-mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login will be mapped automatically and can be delinked in case of any incorrect mapping.
  - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively, Non-Individual Shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the e-mail address viz; [pcs.partner@yahoo.com](mailto:pcs.partner@yahoo.com) (Scrutinizer e-mail id) and at [info@isocl.in](mailto:info@isocl.in) (Company e-mail id), if they have voted from individual tab and not uploaded same in the CDSL e-Voting system for the scrutinizer to verify the same.

**PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.**

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact at toll free no. 1800 21 09911

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call at toll free no. 1800 21 09911

**Address for Communication:**

Company Secretary & Compliance Officer Rashmi Sharma 113, Park Street, Poddar Point, South Wing, 5th Floor, Kolkata – 700016 Tel: +91 33 2229 0588, +91 33 4067 5183 e-mail: <a href="mailto:info@isocl.in">info@isocl.in</a>	Address of Registrar and Share Transfer Agents Maheshwari Datamatics Private Limited 23, R N Mukherjee Road, 5th Floor, Kolkata - 700001 Phone: +91 33 22482248, e-mail : <a href="mailto:contact@mdplcorporate.com">contact@mdplcorporate.com</a>
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**Registered Office:**  
**113 Park Street, Poddar Point,**  
**South Wing, 5<sup>th</sup> Floor,**  
**Kolkata –700016**

**By Order of the Board**  
**For and on behalf of Inter State Oil Carrier Limited**

**Dated : 11<sup>th</sup> May, 2026**

**Sd/-**  
**Rashmi Sharma**  
**Company Secretary**  
**(Membership No. A34765)**

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

As required under Section 102 read with Section 110 of the Companies Act, 2013 and rules made thereunder, the following Explanatory Statement setting out the material facts in relation to the proposed Special Resolutions for Item Nos. 1, 2 and 3 of the accompanying Notice.

**ITEM NO. 1: TO APPROVE INCREASE IN BORROWING LIMITS OF THE COMPANY UNDER SECTION 180(1)(C) OF THE COMPANIES ACT, 2013 AND ITEM NO. 2: TO CREATE CHARGES ON THE MOVABLE AND IMMOVABLE PROPERTIES OF THE COMPANY, BOTH PRESENT AND FUTURE, IN RESPECT OF BORROWINGS UNDER SECTION 180 (1) (A) OF THE COMPANIES ACT, 2013.**

The Members of the Company in their 38th Annual General Meeting of the Company had accorded their consent by way of a Special Resolution under Section 180(1)(c) of the Companies Act, 2013, empowering the Board of Directors of the Company to borrow money up to a limit of Rs. 40 Crores (Rupees Forty Crores Only) (excluding temporary loans obtained from the Company's bankers in the ordinary course of business). Further, the Members of the Company had also accorded their consent by way of Special Resolution under Section 180(1)(a) of the Companies Act, 2013, empowering the Board of Directors of the Company for creation of charge(s) by way of mortgage, pledge, hypothecation or otherwise or through combination of all or any of the movable and immovable properties of the Company present and future and/or the whole or substantially the whole of the undertaking of the Company in any other form whatsoever for securing loans or financial accommodations.

In view of the growth and expansion plans of the Company and to meet its working capital requirements, the Company may require additional funds to support its business operations. Accordingly, considering the existing borrowing limits and the future fund requirements of the Company, it is proposed to enhance the existing borrowing limits from Rs. 40 Crores (Rupees Forty Crores Only) to Rs. 100 Crores (Rupees One Hundred Crores Only), subject to the approval of the Members.

Further, to secure the borrowings availed or to be availed by the Company, it may be necessary to create charge, mortgage and/or hypothecation on the assets or undertaking of the Company in favour of lenders. Accordingly, approval of the Members is also sought under Sections 180(1)(a) and 180(1)(c) of the Companies Act, 2013 for the aforesaid limits of Rs. 100 Crores (Rupees One Hundred Crores Only).

The Board recommends the Special Resolutions set out at Item Nos. 1 and 2 of this Notice for approval of the members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution, except to the extent of their shareholding, if any, in the Company.

**ITEM NO. 3: TO INCREASE THE LIMITS APPLICABLE FOR MAKING INVESTMENTS, EXTENDING LOANS, GIVING GUARANTEES AND PROVIDING SECURITIES SPECIFIED UNDER SECTION 186 OF COMPANIES ACT, 2013:**

The Members of the Company in their 38th Annual General Meeting of the Company had accorded their consent by way of a Special Resolution under Section 186 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 for setting the aggregate limit with respect to investments, loans & advances, guarantee/security to entities up to an amount not exceeding Rs. 40 Crores.

Pursuant to the provisions of Section 186 of the Companies Act, 2013 ('the Act') read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended, provides that no company shall, directly or indirectly, (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty (60) percent of its paid-up share capital, free reserves and securities premium account or one hundred (100) per cent of its free reserves and securities premium account, whichever is more. Further, the said Section provides that where the giving of any loan or guarantee or providing any security or the acquisition of securities of any body corporate as provided under Section 186(2) of the Act, exceeds the limits specified therein, prior approval of Members by means of a Special Resolution is required.

The Board of Directors of the Company, at their Meeting held on 11th May, 2026, approved the proposal for enhancement of the existing limit under Section 186 of the Companies Act, 2013 from Rs. 40 Crores (Rupees Forty Crores Only) to Rs. 100 Crores (Rupees One Hundred Crores Only), subject to the approval of the Members of the Company.

Accordingly, approval of the Members is being sought by way of a Special Resolution as set out at Item No. 3 pursuant to the provisions of Section 186 of the Companies Act, 2013, to authorise the Board of Directors of the Company to make investments, grant loans, provide guarantees and securities to such persons and bodies corporate, from time to time, within the aforesaid limit.

The Board recommends these resolutions by way of Special Resolutions as set out in Item No. 3 of this Notice for approval of the members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the Resolution, except to the extent of their shareholding, if any, in the Company.

**Registered Office:**  
**113 Park Street, Poddar Point,**  
**South Wing, 5<sup>th</sup> Floor,**  
**Kolkata –700016**

**By Order of the Board**  
**For and on behalf of Inter State Oil Carrier Limited**

**Sd/-**  
**Rashmi Sharma**  
**Company Secretary**  
**(Membership No. A34765)**

**Dated : 11<sup>th</sup> May, 2026**

## INFORMATION AT A GLANCE

Particulars	Details
Name of the Company	Inter State Oil Carrier Limited
Contact details	113, Park Street, Poddar Point, South Wing, 5th Floor, Kolkata – 700016 Tel: +91 33 2229 0588, +91 33 4067 5183 E-mail: <a href="mailto:info@isocl.in">info@isocl.in</a> ; Website: <a href="https://isocl.in/">https://isocl.in/</a>
AGM EVSN	260519001
Cut-off Date for e-Voting	Friday, 15th May, 2026
E-voting Website	<a href="https://www.evotingindia.com/">https://www.evotingindia.com/</a>
E-Voting Start Date	Sunday, 24th May, 2026 at 9:00 A.M. (IST)
E-Voting End Date	Monday, 22nd June, 2026 at 5:00 P.M. (IST) the remote e-voting module shall be disabled by CDSL immediately thereafter.
Members holding shares in physical form are requested to update their e-mail address in Form ISR-1, and Members holding shares in electronic form are requested to update the same with their respective DP.	<a href="https://isocl.in/forms-downloads/">https://isocl.in/forms-downloads/</a>
Registrar and Transfer Agents	Maheshwari Datamatics Private Limited 23, R N Mukherjee Road, 5th Floor, Kolkata - 700001 Phone: +91 33 22482248, E-mail : <a href="mailto:contact@mdplcorporate.com">contact@mdplcorporate.com</a>