



Hindustan Oil Exploration Company Limited

'Lakshmi Chambers', 192, St. Mary's Road, Alwarpet, Chennai - 600 018. INDIA.

☎ : 91 (044) 66229000 ● Fax : 91 (044) 66229011 / 66229012

E-mail : contact@hoec.com ● Website : www.hoec.com CIN : L11100GJ1996PLC029880

September 27, 2014

By Email / Courier

The Listing Department

The National Stock Exchange of India Ltd.,

"EXCHANGE PLAZA", Bandra Kurla Complex

Bandra (East), MUMBAI – 400 051

Fax # 022-26598237 / 38 / 66418125

The Corporate Relationship Department

Bombay Stock Exchange Limited

1st Floor, P. Jeejeebhoy Towers

Dalal Street, MUMBAI – 400 013

Fax # 022-22723121 /2037/2041/2061

30TH ANNUAL GENERAL MEETING HELD ON SEPTEMBER 26, 2014 DECLARATION OF RESULTS OF E-VOTING/BALLOT FORM

Dear Sir,

Pursuant to the provisions of the Companies Act, 2013 and Listing Agreement with Stock Exchanges, the Company had provided e-voting / Postal ballot facility to the Shareholders to enable them to cast their votes electronically on the resolutions proposed in the Notice dated July 26, 2014 convening the 30th Annual General Meeting (AGM) of the Company. The e-voting was open from September 20, 2014 from (09:00 a.m.) to September 21, 2014 (06:00 p.m.) and last date for receipt of Postal Ballot form was 21st September 2014.

The Board of Directors had appointed CS Niraj Trivedi, Company Secretary-in-Practice as the Scrutinizer for e-voting process. The Scrutinizer has carried out the scrutiny of all electronic votes as well as on Postal Ballot Form received upto the close of working hours on September 21, 2014.

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The Consolidated Results as per the Scrutinizers Report dated September 24, 2014 is as follows:

Sr. No.	Resolution	Nature of Resolution	% votes in favour	% votes Against	% votes abstained
ORDINARY BUSINESS					
1	Adoption of Audited Financial Statements, Directors' Report & Auditors' Report for the year ended March, 31, 2014	Ordinary	98.74%	1.26%	NIL
2	To appoint a Director in place of Mr. V. S. Rangan (DIN: 00030248), who retires by rotation and being eligible has offered himself for re-appointment	Ordinary	100%	NIL	NIL
3	To appoint a Director in place of Mr. Manish Maheshwari (DIN: 01791004), who retires by rotation and being eligible has offered himself for re-appointment	Ordinary	100 %	NIL	NIL
4	To appoint a Director in place of Mr. Guido Papetti (DIN: 06616547), who retires by rotation and being eligible has offered himself for re-appointment	Ordinary	100%	NIL	NIL
5	To appoint a Director in place of Mr. Paolo Ceddia (DIN: 06638260), who retires by rotation and being eligible has offered himself for re-appointment	Ordinary	100%	NIL	NIL
6	To appoint S. R. Batliboi & Associates LLP, Chartered Accountants, as Statutory Auditors and fix their remuneration	Ordinary	100%	NIL	NIL
SPECIAL BUSINESS					
7	To appoint Mr. R. Vasudevan (DIN: 00025334) as an Independent Director for a period of 5 years	Ordinary	100%	NIL	NIL
8	To appoint Mr. Sunil Behari Mathur (DIN: 00013239) as an Independent Director for a period of 5 years	Ordinary	100 %	NIL	NIL
9	To appoint Mr. Dhruv S. Kaji (DIN: 00192559) as an Independent Director for a period of 5 years (Refer Note below)	Ordinary	100%	NIL	NIL
10	To re-appoint Mr. Manish Maheshwari (DIN: 01791004) as Managing Director	Special	100%	NIL	NIL
11	To approve and ratify the remuneration of the Cost Auditor-in-Practice for the financial year ending March 31, 2015	Ordinary	100%	NIL	NIL
12	To approve increase in the authorised share capital of the Company	Ordinary	98.74 %	1.26%	NIL
13	To approve alteration of Clause V of Memorandum of Association of the Company	Special	98.74 %	1.26%	NIL
14	To approve alteration of Articles 3 of Articles of Association of the Company	Special	98.74 %	1.26%	NIL
15	To approve and ratify the remuneration paid to Mr. Manish Maheshwari as Managing Director of the Company for the period from April 01, 2013 to March 31, 2014	Special	100%	NIL	NIL

Note: Mr. Dhruv S. Kaji, Additional Director (Independent) has vide his letter dated September 25, 2014 informed the Board of Directors of the Company that he do not wish to seek appointment as Independent Director at the 30th Annual General Meeting to be held on September 26, 2014 and withdrawn his consent to act as Independent Director and requested to treat the resolution relating to his appointment as infructuous.



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Based on the consolidated Report of the Scrutinizer, all Resolutions, as set out in the Notice dated July 26, 2014, convening 30th Annual General Meeting, have been duly approved by the Shareholders with requisite majority.

A report of Mr. Niraj Trivedi, Company Secretary-in-Practice, the Scrutinizer, on e-voting and Postal Ballot is attached herewith.

Kindly take note of the above announcement and circulate the same amongst your members.

Thanking you,

Yours faithfully,
For Hindustan Oil Exploration Company Limited


Minesh Bhatt
Assistant Company Secretary

Encl: Report of Scrutinizer on e-voting and Postal Ballot.

SCRUTINIZER'S REPORT

[Pursuant to section 108, 110 of the Companies Act, 2013
And Rule 20(3) (xi) & 22 of the Companies (Management and Administration) Rules, 2014]

To

The Chairman

Of 30th Annual General Meeting of the Members of
HINDUSTAN OIL EXPLORATION COMPANY LIMITED to be held at
'Tropicana Hall', The Gateway Hotel Vadodara,
Akota Gardens, Akota, Vadodara - 390020
Dist. Vadodara on Friday, the 26th September, 2014 at 10:30 a.m.

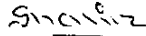
Dear Sir,

1. I, **Niraj Trivedi**, a Company Secretary in practice, have been appointed by the Board of Directors of Hindustan Oil Exploration Company Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process as well as the postal ballot process and ascertaining the requisite majority on voting carried out as per the provisions of section 108, 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (Rules) in respect of the resolutions contained in the Notice to the 30th Annual General Meeting (AGM) of the members of the Company, to be held at 10:30 a.m. at 'Tropicana Hall', The Gateway Hotel Vadodara, Akota Gardens, Akota, Vadodara - 390020, Dist. Vadodara on Friday, the 26th September, 2014.
2. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and postal ballot on the resolutions contained in the Notice to the 30th AGM of the members of the Company. My responsibility as a scrutinizer for the e-voting as well as postal ballot process is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system provided by **Central Depository Services Limited (CDSL)**, the authorised agency to provide e-voting facilities, engaged by the Company and on the scrutiny of the Postal Ballot Forms received through post and verified based on the data provided by Link Intime India Private Limited, Registrar and Transfer Agent of the company.



3. Further to the above, I submit my report on voting through electronic means as well as postal ballot as under:-

- (i). The e-voting period remained open from 20th September, 2014 at 9:00 a.m. to 21st September, 2014 at 6:00 p.m.
- (ii). The members of the Company as on the "cut-off" date i.e. 07th August, 2014 were entitled to vote on the resolutions (items No. 01 to 15 as set out in the notice of the 30th AGM of the Company).
- (iii). The votes cast were unblocked on 22nd September, 2014 at 8:30 a.m. in the presence of 2 (Two) witnesses namely Mr. Shalin Patel and Ms. Pooja Dave who are not in the employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence.



NAME – SHALIN PATEL



NAME- POOJA DAVE

- (iv). As the company, in addition to e-voting for the said business, has also offered the facility of voting through Postal Ballot to the members, the company completed the dispatch of notice of Postal Ballot together with Postal Ballot Form and Business Reply Envelope from Mumbai through Progressive Couriers on 2nd & 3rd September, 2014 to all the members and all other persons who are entitled to receive the same. The company has also published a notice in this regard in the newspapers namely Business Standard, Business Line and Loksatta on 10th September, 2014.
- (v). All the Postal Ballot Forms received upto 6.00 p.m. on Sunday, September 21, 2014, the last date and time fixed by the Company for receipt of the Postal Ballot Forms through post were considered for my scrutiny.
- (vi). No Envelopes containing Postal Ballot Forms were received after 6.00 p.m. on Sunday, September 21, 2014.
- (vii). The Postal Ballot Envelopes were opened on September 24, 2014 in my presence and Postal Ballot Forms were diligently scrutinized. The Postal Ballot Forms were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.
- (viii). Thereafter, based on the details containing *inter alia*, list of Equity Share Holders, who voted "for"/"against" each of the resolutions that were put to vote, as generated from the e-voting website of **Central Depository Services (India) Limited (CDSL)** i.e. <https://evotingindia.co.in/> and based on the scrutiny of the Postal Ballot Forms, the collective result of the e-voting as well as voting through Postal Ballot is as under:



Item No. 1

Ordinary Resolution to consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2014, together with the reports of the Board of Directors and Auditors thereon.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent		Dissent		Abstained from voting	
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast
E-voting	31	11,31,256	11,31,256	29	9,30,176	82.23	2	2,01,080	17.77
Postal Ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	32	1,57,59,959	98.74	2	2,01,080	1.26
								NIL	NIL

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Item No. 2

Ordinary Resolution to appoint a Director in place of Mr. V. S. Rangan (DIN 00030248), who retires by rotation at the Annual General Meeting and being eligible, has offered himself for re-appointment.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	30	11,31,241	100.00	1	15	0.00	NIL	NIL	NIL
Postal ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	33	1,59,61,024	100.00	1	15	0.00	NIL	NIL	NIL



Item No. 3

Ordinary Resolution to appoint a Director in place of Mr. Manish Maheshwari (DIN 01791004), who retires by rotation at the Annual General Meeting and being eligible, has offered himself for re-appointment.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	30	11,31,241	100.00	1	15	0.00	NIL	NIL	NIL
Postal ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	33	1,59,61,024	100.00	1	15	0.00	NIL	NIL	NIL

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Item No. 4

Ordinary Resolution to appoint a Director in place of Mr. Guido Papetti (DIN 06616547), who retires by rotation at the Annual General Meeting and being eligible, has offered himself for re-appointment.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent		Dissent		Abstained from voting		% of total no. of valid votes
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	
E-voting	31	11,31,256	11,31,256	30	11,31,241	100.00	1	15	0.00	NIL
Postal ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	33	1,59,61,024	100.00	1	15	0.00	NIL

Item No. 5

Ordinary Resolution to appoint a Director in place of Mr. Paolo Ceddia (DIN 06638260), who retires by rotation at the Annual General Meeting and being eligible, has offered himself for re-appointment.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	30	11,31,241	100.00	1	15	0.00	NIL	NIL	NIL
Postal ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	33	1,59,61,024	100.00	1	15	0.00	NIL	NIL	NIL

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Item No. 7

Ordinary Resolution to appoint Mr. R. Vasudevan (DIN 00025334) as an Independent Director of the Company, not liable to retire by rotation.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	30	11,31,241	100.00	1	15	0.00	NIL	NIL	NIL
Postal ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	33	1,59,61,024	100.00	1	15	0.00	NIL	NIL	NIL

(Signature)

Item No. 8

Ordinary Resolution to appoint Mr. Sunil Behari Mathur (DIN 000132339) as an Independent Director of the company, not liable to retire by rotation.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	30	11,31,241	100.00	1	15	0.00	NIL	NIL	NIL
Postal ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	33	1,59,61,024	100.00	1	15	0.00	NIL	NIL	NIL

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Item No. 10

Special Resolution to re-appoint Mr. Manish Maheshwari (DIN 01791004) as Managing Director of the company.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	30	11,31,241	100.00	1	15	0.00	NIL	NIL	NIL
Postal ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	33	1,59,61,024	100.00	1	15	0.00	NIL	NIL	NIL

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Item No. 11

Ordinary Resolution to approve the remuneration of Mr. K. Suryanarayanan, Cost Auditor-in-Practice for the Financial Year ending March 31, 2015.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	31	11,31,256	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Postal Ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	34	1,59,61,039	100.00	NIL	NIL	NIL	NIL	NIL	NIL

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Item No. 12

Ordinary Resolution to approve increase in the Authorised Share Capital of the company.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	29	9,30,176	82.23	2	2,01,080	17.77	NIL	NIL	NIL
Postal Ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	32	1,57,59,959	98.74	2	2,01,080	1.26	NIL	NIL	NIL

(Signature)

Item No. 13

Special Resolution to approve the alteration of Memorandum of Association of the Company.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	29	9,30,176	82.23	2	2,01,080	17.77	NIL	NIL	NIL
Postal Ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	32	1,57,59,959	98.74	2	2,01,080	1.26	NIL	NIL	NIL

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Item No. 14

Special Resolution to approve alteration of Articles of Association of the Company.

Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent			Abstained from voting		
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	29	9,30,176	82.23	2	2,01,080	17.77	NIL	NIL	NIL
Postal Ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	32	1,57,59,959	98.74	2	2,01,080	1.26	NIL	NIL	NIL

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Item No. 15

Special Resolution to approve and ratify the remuneration paid to Mr. Manish Maheshwari as Managing Director of the Company for the period from April 01, 2013 to March 31, 2014.

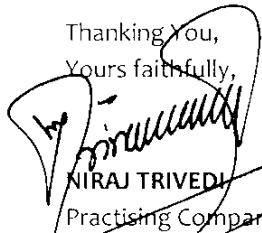
Mode of Voting	No. of Members Voted	No. of Votes Cast by them	Total No. of Valid Votes Cast	Assent			Dissent		Abstained from voting			
				No. of Members voted in Favour	No. of Votes cast in Favour	% of total no. of valid votes cast	No. of Members voted against	No. of Votes cast against	% of total no. of valid votes cast	No. of Members abstained from voting	No. of Votes	% of total no. of valid votes
E-voting	31	11,31,256	11,31,256	29	11,30,856	99.96	2	400	0.04	NIL	NIL	NIL
Postal Ballot	3	1,48,29,783	1,48,29,783	3	1,48,29,783	100.00	NIL	NIL	NIL	NIL	NIL	NIL
Total	34	1,59,61,039	1,59,61,039	32	1,59,60,639	100.00	2	400	0.00	NIL	NIL	NIL

AV

During e-Voting process total 31 shareholders have cast their vote holding in aggregate 11,31,256 shares whereas 3 shareholders holding in aggregate 1,48,29,783 shares have cast their vote through postal ballot. Hence, total 34 shareholders holding 1,59,61,039 shares have cast their vote. No invalid votes are cast and hence information on "Invalid votes", that too resolution wise, is not provided separately. The % provided in this report is upto 2 decimal and hence in some of these resolutions, despite the votes being cast against the resolution through e-voting, I have shown "0.00" in the columns "Dissent - % of total No. of Valid Votes Cast " as the value in decimals is very negligible.

I hereby confirm that I am maintaining the Registers in electronic form as obtained from the Service Provider from their website in respect of the vote cast through e-Voting by the shareholders of the company and also in respect of Postal Ballot. I shall be arranging to hand over these records along with the Postal Ballot Forms to you or to such other person as authorised by you.

Thanking You,
Yours faithfully,



NIRAJ TRIVEDI
Practising Company Secretary
FCS -3844 (CP No. 3123)

Place: Vadodara

Date: 24th September, 2014