



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 28, 2016

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400051
Stock Code: HINDOILEXP

The Corporate Relationship Department
BSE Limited
1st Floor, P. Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001
Stock Code: 500186

Dear Sirs,

Sub: Regulation 30 and Regulation 44(3) of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 – Proceeding and details of the voting results of the 32nd Annual General Meeting respectively

Pursuant to Regulation 30 of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the proceedings of the 32nd Annual General Meeting (AGM) of the Company held on Monday, September 26, 2016 at 10.30 a.m. at "Chandarva Hall", WelcomHotel Vadodara, R.C. Dutt Road, Alkapuri, Vadodara - 390007, Gujarat.

Further, pursuant to Regulation 44(3) of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted at the AGM in the prescribed format.

We are also enclosing the consolidated report of the Scrutiniser on e-voting and voting through ballot paper at the AGM. The above are also being uploaded on the Company's website.

Thanking You,
Yours faithfully,

For Hindustan Oil Exploration Company Limited


K Premnatha
Company Secretary

Encl: As above



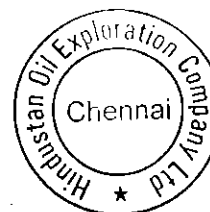
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A) DETAILS OF THE PROCEEDINGS OF THE MEETING		
Sr. No.	Particulars	Details
1	Date of the AGM/EGM	Annual General Meeting – Monday, September 26, 2016
2	Total number of shareholders as on record date	As of Cut-off date i.e. September 19, 2016 – 81,336
3	No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	0 142
4	No. of shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	Not Applicable



Registered Office : 'HOEC House', Tandallja Road, Off Old Padra Road, Vadodara - 390 020. INDIA

☎ : 91 (0265) 2330766, 2333568 • Fax : 91 (0265) 2333567

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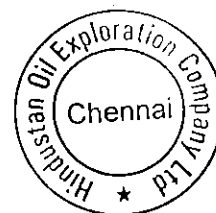
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B) RESULTS OF THE MEETING				
Sr. No.	Agenda	Resolution required (Ordinary / Special)	Mode of Voting	Remarks
1	To receive consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016.	Ordinary	e-Voting and ballot paper at the AGM	Passed with requisite majority
2	Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors.	Ordinary	e-Voting and ballot paper at the AGM	Passed with requisite majority
3	Appointment of Mr. Pronip Kumar Borthakur (DIN: 06417854) as an Independent Director for a period of 5 years.	Ordinary	e-Voting and ballot paper at the AGM	Passed with requisite majority
4	Ratification of remuneration to Cost Auditor	Ordinary	e-Voting and ballot paper at the AGM	Passed with requisite majority



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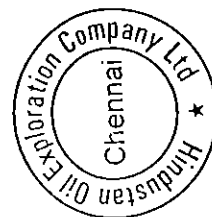
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C) RESOLUTIONWISE DETAILS OF VOTING RESULTS

HINDUSTAN OIL EXPLORATION COMPANY LIMITED

Particulars	Category	Mode of Voting	No of Shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes-in favour	No. of Votes-Against	% of Votes in favour on votes polled	% of Votes against on votes polled
Resolution 1 To receive consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016. (Ordinary Resolution)	Promoter and Group	E-Voting	5,745	-	0.00	-	-	0.00	0.00
		Poll		-	0.00	-	-	0.00	0.00
	Public- Institutional holders	E-Voting	3,489,669	-	0.00	-	-	0.00	0.00
		Poll		-	0.00	-	-	0.00	0.00
	Public- Others	E-Voting	126,997,875	11,556,101	9.10	11,549,101	7,000	99.94	0.06
		Poll		18,704	0.01	18,654	50	99.73	0.27
Total			130,493,289	11,574,805	8.87	11,567,755	7,050	99.94	0.06
Resolution 2 Ratification of appointment of M/s. Deloitte Haskins & Sells LLP, Chartered Accountants as Statutory Auditors. (Ordinary Resolution)	Promoter and Group	E-Voting	5,745	-	0.00	-	-	0.00	0.00
		Poll		-	0.00	-	-	0.00	0.00
	Public- Institutional holders	E-Voting	3,489,669	-	0.00	-	-	0.00	0.00
		Poll		-	0.00	-	-	0.00	0.00
	Public- Others	E-Voting	126,997,875	11,556,101	9.10	11,549,101	7,000	99.94	0.06
		Poll		18,704	0.01	18,524	180	99.04	0.96
Total			130,493,289	11,574,805	8.87	11,567,625	7,180	99.94	0.06
Resolution 3 Appointment of Mr. Pronip Kumar Borthakur (DIN: 06417854) as an Independent Director for a period of 5 years. (Ordinary Resolution)	Promoter and Group	E-Voting	5,745	-	0.00	-	-	0.00	0.00
		Poll		-	0.00	-	-	0.00	0.00
	Public- Institutional holders	E-Voting	3,489,669	-	0.00	-	-	0.00	0.00
		Poll		-	0.00	-	-	0.00	0.00
	Public- Others	E-Voting	126,997,875	11,549,101	9.09	11,547,787	1,314	99.99	0.01
		Poll		18,704	0.01	18,629	75	99.60	0.40
Total			130,493,289	11,567,805	8.86	11,566,416	1,389	99.99	0.01
Resolution 4 Ratification of remuneration to Cost Auditor (Ordinary Resolution)	Promoter and Group	E-Voting	5,745	-	0.00	-	-	0.00	0.00
		Poll		-	0.00	-	-	0.00	0.00
	Public- Institutional holders	E-Voting	3,489,669	-	0.00	-	-	0.00	0.00
		Poll		-	0.00	-	-	0.00	0.00
	Public- Others	E-Voting	126,997,875	11,556,101	9.10	11,555,896	205	99.99	0.01
		Poll		18,704	0.01	18,629	75	99.60	0.40
Total			130,493,289	11,574,805	8.87	11,574,525	280	99.99	0.01





S SANDEEP B Com, FCS, LLB
Managing Partner

S SANDEEP & ASSOCIATES
Company Secretaries

No. 20, "F" Block, Ground Floor, Gemini Parsn Apts,
New No. 448, Old No. 599, Cathedral Garden Road
(Behind Hotel Palmgrove), Anna Salai,
Chennai - 600 006. Tel: 044-43057999
sandeep@sandeep-cs.in
www.sandeep-cs.in

**REPORT OF SCRUTINIZER - COMBINED
(ON E-VOTING & POLL)**

To,

The Chairman,
32nd Annual General Meeting of the Equity Shareholders of Hindustan Oil Exploration
Company Limited held on Monday, the 26th day of September 2016 at 10:30 a.m. at 'Chandarva
Hall', WelcomHotel Vadodara, R.C Dutt Road, Alkapuri, Vadodara - 390 007.

Dear Sir,

1. I, S Sandeep, of S Sandeep & Associates, a Company Secretary in Practice, have been appointed as the Scrutinizer by
 - i. the Board of Directors of M/s Hindustan Oil Exploration Company Limited (the "Company") for the purpose of scrutinizing the e-voting process pursuant to the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014; and
 - ii. the Chairman of the 32nd Annual General Meeting (AGM) for conducting the poll process pursuant to the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the Notice of the 32nd AGM of the Equity Shareholders of the Company held on Monday, the 26th day of September 2016 at 10:30 a.m. at 'Chandarva Hall', WelcomHotel Vadodara, R.C Dutt Road, Alkapuri, Vadodara - 390 007.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means on the resolution(s) contained in the notice of the 32nd AGM of the Company. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by use of ballot at the meeting are conducted in a fair and transparent manner and render Scrutinizer's Report of the votes cast "in favor" or "against" the resolution(s) stated above, based on the reports generated from the e-voting system provided by the Central Depository Services (India) Limited ("CDSL") the authorized agency engaged to provide e-voting facilities
3. I have issued separate Scrutinizer's Report dated 28th September 2016 on the e-voting on the resolution(s) contained in the Notice of AGM and Scrutinizer's Report on Poll in Form





MGT-13. As requested by management I submit herewith my combined Report on the results of e-voting together with that of poll as under:

Item No. 1: Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016 together with the reports of the Directors' and Auditor's thereon and the Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2016 (Ordinary Resolution)

(i) Voted in **favour** of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
35	1,15,49,101	62	18,654	1,15,67,755	99.94

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
1	7,000	1	50	7,050	0.06

(iii) **Invalid** Votes:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll
Nil	0	6	191	191

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





Item No. 2: To appoint Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors and authorise the board to fix their remuneration (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
35	1,15,49,101	61	18,524	1,15,67,625	99.94

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
1	7,000	2	180	7,180	0.06

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll
Nil	0	6	191	191

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

Item No. 3: To appoint Mr. Pronip Kumar Borthakur (DIN: 06417854) as Independent Director for a period upto June 14, 2021 (Ordinary Resolution)





(i) Voted in **favour** of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
33	1,15,47,787	61	18,629	1,15,66,416	99.92

(ii) Voted **against** the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
2	1,314	2	75	1,389	0.01

(iii) **Invalid** Votes:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll
1	7,000	6	191	7191

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.





Item No. 4: To Consider the ratification of remuneration to Cost Auditor (Ordinary Resolution)

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
35	1,15,55,896	61	18,629	1,15,74,525	99.99

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll	% of total number of valid votes cast
1	205	2	75	280	0.002

(iii) Invalid Votes:

Number of members voted in E-voting	Number of votes cast (Shares) - E Voting	Number of members / proxies voted in Poll	Number of votes cast (Shares) - Poll	Total number of votes cast through E-voting and Poll
Nil	0	6	191	191

RESULT

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed in favour of the resolution with requisite majority.

A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" / "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.





The relevant records relating to E- Voting and Poll were sealed and handed over to Mr P Elango, Managing Director and Mr R. Jeevanandam, Whole Time Director & Chief Financial Officer authorized by the Board for safe keeping.

Thanking you,

Place: Chennai
Date: 28th September 2016



Yours' faithfully,

S Sandeep
Practicing Company Secretary
FCS: 5853
CP No: 5987