



हिन्दुस्तान पेट्रोलियम कॉर्पोरेशन लिमिटेड

(भारत सरकार उपक्रम) रजिस्टर्ड ऑफिस : 17, जमशेदजी टाटा रोड, मुंबई - 400 020.

HINDUSTAN PETROLEUM CORPORATION LIMITED

(A GOVERNMENT OF INDIA ENTERPRISE) REGISTERED OFFICE : 17, JAMSHEDJI TATA ROAD, MUMBAI - 400 020.

17, जमशेदजी टाटा रोड, पोस्ट बॉक्स नं.- 11041, मुंबई - 400 020. दूरभाष - 2286 3900 • फॅक्स - 2287 2992 • तार : हिन्दपेटकॉर, • टेलेक्स - 82414, 85096
17, Jamshedji Tata Road, P.O. Box No. - 11041, Mumbai - 400 020. Tel. : 2286 3900 • Fax : 2287 2992 • Telegram : Hindpetcor • Telex : 82414, 85096
e-mail : corphqo@hpcl.co.in / CIN No.: L23201MH1952GOI008858

Ref:Co.Secy/Shares/BBS/2014

September 06, 2014

Corporate Relations Dept.
The Bombay Stock Exchange
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

National Stock Exchange of India Limited
'Exchange Plaza',
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051.

Script Code: 500104

Script Name : HINDPETRO

Sub.: Voting results of 62nd AGM of the Corporation held on September 05, 2014

Dear Sirs,

In compliance of Section 108 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 and Clause 35B of Listing Agreement, the Company had provided e-voting facility to the members entitled to cast their votes at the 62nd Annual General Meeting. The e-voting process was carried out by the company from 26th August, 2014 to 28th August, 2014. The Company had also announced conduct of Poll on all the Resolutions at the said AGM held on September 05, 2014.

Shri Upendra Shukla, who was appointed as a Scrutinizer for e-voting as well as for Poll at the AGM has submitted his Combined Report to the Chairman of the Corporation.

We give below the details of the Resolutions approved:

Sr. No.	Ordinary Resolutions	Status
1	To receive, consider and adopt the audited financial statements for the financial year ended 31 st March, 2014 and Reports of the Board of the Directors and Auditors thereon	Approved
2	To declare Equity Dividend of ₹ 15.50 per share of ₹ 10/- each for the Financial Year 2013-14	Approved
3	To appoint a Director in place of Dr. Subhash Chandra Khuntia (DIN 05344972), who retires by rotation and is eligible for re-appointment	Approved
4	To appoint a Director in place of Mr. Pushp Kumar Joshi (DIN 05323634), who retires by rotation and is eligible for re-appointment	Approved
5	To ratify and approve the remuneration of ₹ 2,95,000/- with applicable service tax plus reimbursement of out of pocket expenses at actual plus service tax, payable to M/s. R. Nanabhoy & Co. and Mr. Rohit J. Vora, Cost Auditors	Approved

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We are also forwarding herewith a copy of the aforesaid Combined Report along with Report under Clause 35A of the Listing Agreement giving full details of Voting Results.

Submitted for your information and records.

Thanking you,

Very truly yours,



Encl:A/a.

Shrikant M. Bhosekar
Company Secretary

UPENDRA SHUKLA

B. Com., F. C. S.

Company Secretary

504, Navkar,
Nandapatkar Road,
Vile Parle East, Mumbai - 400 057.
Resi : 2611 8257
Mob.: 98211 25846
E-mail : ucshukla@rediffmail.com

Ms. Nishi Vasudeva,
Chairman & Managing Director
Hindustan Petroleum Corporation Limited
17, J. Tata Road,
Churchgate,
Mumbai – 400 020

Respected Madam,

Sub: Combined Report on e-voting and voting by Poll conducted at the 62nd Annual General Meeting of Hindustan Petroleum Corporation Ltd.

- 1) As per the provisions of Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as also the Listing Agreement, the Company had provided the facility of e-voting to the Shareholders to cast their votes electronically on all the resolutions proposed in the Notice of the 62nd Annual General Meeting.
- 2) In line with the provisions of the Companies Act, 2013 and in term of the clarifications issued by MCA, voting by show of hands is not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 62nd Annual General Meeting of the Company, voting was announced by the Chairman and was conducted by means of poll.
- 3) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Company to scrutinize the electronic voting process. I along with Mr. Bankim Purohit was appointed as scrutinizer to scrutinize the voting by means of Poll at the 62nd Annual General Meeting (AGM). The said appointment was for ascertaining the requisite majority on e-voting as also on Poll carried out for the resolutions proposed to be passed at the 62nd AGM of the Shareholders of the Company, held on Friday, the 5th September, 2014.
- 4) Link Intime India Pvt. Ltd., the Registrar and Share Transfer Agents of the Company, provided all the requisite data of shareholders eligible for voting.
- 5) Our responsibility as a scrutinizers for voting on Poll, is also to make a Combined Report on the votes cast 'in favour' or 'against' the resolutions placed before the 62nd AGM of the Corporation.



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UPENDRA SHUKLA

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6) Based on the reports generated from the e-voting system provided by the NSDL and also votes cast on poll, we submit the consolidated results of the e-voting and the Poll as under:

Resolution No. 1: Ordinary Resolution: To receive, consider and adopt the audited financial statements for the financial year ended 31st March, 2014 and Reports of the Board of the Directors and Auditors thereon.

	In favour of the Resolution			Against the Resolution			Not voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Shareholder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	259	254347277	99.94	3	144426	0.06	2	277
Poll	101	924963	99.97	5	268	0.03	5	479
Combined	360	255272240	99.94	8	144694	0.06	7	756

Resolution No. 2: Ordinary Resolution: To declare Equity Dividend for the financial year 2013-14.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Shareholder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	259	254491604	99.99	3	102	Negligible	2	274
Poll	104	925071	99.98	2	160	0.02	5	479
Combined	363	255416675	99.99	5	262	0.01	7	753

Resolution No. 3: Ordinary Resolution: To appoint a Director in place of Dr. Subhash Chandra Khuntia (DIN 05344972), who retires by rotation and is eligible for re-appointment.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Shareholder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	186	234932630	92.32	75	19551373	7.68	3	7977
Poll	94	614639	66.43	12	310592	33.57	5	479
Combined	280	235547269	92.22	87	19861965	7.78	8	8456



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UPENDRA SHUKLA

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Resolution No. 4: Ordinary Resolution: To appoint a Director in place of Mr. Pushp Kumar Joshi (DIN 05323634), who retires by rotation and is eligible for re-appointment.

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Shareholder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	205	241124135	94.75	57	13367568	5.25	2	277
Poll	94	614639	66.43	12	310592	33.57	5	479
Combined	299	241738774	94.64	69	13678160	5.36	7	756

Resolution No. 5: Ordinary Resolution: To ratify and approve the remuneration of Rs.2,95,000/- with applicable service tax plus reimbursement of out of pocket expenses at actual plus service tax, payable to M/s. R. Nanabhoy & Co. and Mr. Rohit J. Vora, Cost Auditors :

	In favour of the Resolution			Against the Resolution			Not Voted	
	No. of Ballot received	No. of votes cast	% of votes cast	No. of Shareholder	No. of votes cast	% of votes cast	No. of share-holders	No. of shares/ votes
E-voting	248	254490909	99.99	14	794	Negligible	2	277
Poll	101	902797	97.58	5	22434	2.42	5	479
Combined	349	255393706	99.99	19	23228	0.01	7	756


- 7) Out of the total of 117 ballot papers, 11 ballot papers were found invalid.
- 8) A Compact Disc (CD) containing a list of Equity Shareholders, who voted 'For', 'Against' thru E - Voting and those whose votes were declared invalid for each resolution and data of polling is kept ready for handing over to the Company Secretary, HPCL.
- 9) Poll papers and all other relevant records were sealed and are kept ready for handing over to the Company Secretary, HPCL.

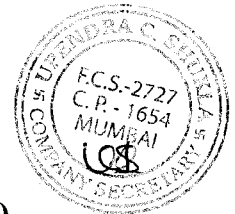
Thanking you,


(BANKIM PUROHIT)
ACS:21865

Date: 05/09/2014
Place: Mumbai

Yours faithfully,


(U.C. SHUKLA)
COMPANY SECRETARY
FCS: 2727/CP: 1654
DP ID Client ID No. -
IN301151-12100084



DECLARATION OF VOTING RESULTS OF THE 62nd ANNUAL GENERAL MEETING OF THE CORPORATION HELD ON SEPTEMBER 05, 2014: (CLAUSE 35A OF THE LISTING AGREEMENT)

Date of Annual General Meeting : 05.09.2014

Total No. of Shareholders on Record Date : 99036

No. of Shareholders present in the meeting either in person or through proxy:

Promoter & Promoter Group : 1
Public : 271

No. of Shareholders attended the meeting through Video Conferencing:

Promoter & Promoter Group : N.A
Public : N.A

(Agenda Wise)

Details of the Agenda:

Resolution Required (Ordinary/Special)
Mode of Voting (Show of Hands/Poll/Postal Ballot/E-Voting)

In case of Poll/Postal Ballot/E-Voting)

Promoter / Public	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.
	(1)	(2)	(3)=((2)/(1))*100	(4)	(5)	(6)=((4)/(2))*100	(7)=((5)/(2))*100
Promoter and Promoter Group							
Public – Institutional Holders		AS	PER	ATTACH	MENT		
Public – Others							
Total							

HINDUSTAN PETROLEUM CORPORATION LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Mode of Voting: (E-voting)							
Promoter and Promoter Group	173076750	173076750	100.00	173076750	0	100.00	0.00
Public Institutional Holders *	110438382	81053766	73.39	80909362	144404	99.82	0.18
Public-Others **	55112118	361187	0.66	361165	22	99.99	0.01
Total (A)	338627250	254491703	75.15	254347277	144426	99.94	0.06

* 1 holder having 4727 shares but voted only 4473 shares for the resolution (254 shares not voted)

** 1 holder having 28 shares but voted only 5 shares for the resolution (23 shares not voted)

Mode of Voting: (Poll)							
Promoter and Promoter Group	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	173076750	0	0.00	0	0	0.00	0.00
Public Institutional Holders	110438382	899324	0.81	899324	0	100.00	0.00
Public-Others	55112118	25907	0.05	25639	268	98.97	1.03
Total (B)	338627250	925231	0.27	924963	268	99.97	0.03
Combined Result (A+B)	338627250	255416934	75.43	255272240	144694	99.94	0.06

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HINDUSTAN PETROLEUM CORPORATION LIMITED

Promoter / Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 2 : To declare Equity Dividend for the Financial Year 2013-2014.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	173076750	173076750	100.00	173076750	0	100.00	0.00
Public Institutional Holders *	110438382	81053766	73.39	81053766	0	100.00	0.00
Public-Others **	55112118	361190	0.66	361088	102	99.97	0.03
Total (A)	338627250	254491706	75.15	254491604	102	99.99	0.01
* 1 holder having 4727 shares but voted only 4473 shares for the resolution (254 shares not voted)							
** 1 holder having 28 shares but voted only 8 shares for the resolution (20 shares not voted)							
Mode of Voting: (Poll)							
Promoter and Promoter Group	173076750	0	0.00	0	0	0.00	0.00
Public Institutional Holders	110438382	899324	0.81	899324	0	100.00	0.00
Public-Others	55112118	25907	0.05	25747	160	99.38	0.62
Total (B)	338627250	925231	0.27	925071	160	99.98	0.02
Combined Result (A+B)	338627250	255416937	75.43	255416675	262	99.99	0.01

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HINDUSTAN PETROLEUM CORPORATION LIMITED

Promoter / Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Mode of Voting: (E-voting)							
Promoter and Promoter Group	173076750	173076750	100.00	173076750	0	100.00	0.00
Public Institutional Holders *	110438382	81053766	73.39	61504645	19549121	75.88	24.12
Public-Others **	55112118	353487	0.64	351235	2252	99.36	0.64
Total (A)	338627250	254484003	75.15	234932630	19551373	92.32	7.68
* 1 holder having 4727 shares but voted only 4473 shares for the resolution (254 shares not voted)							
** 1 holder having 28 shares but voted only 5 shares for the resolution (23 shares not voted) & 1 holder having 7700 shares had not voted for the resolution							
Mode of Voting: (Poll)							
Promoter and Promoter Group	173076750	0	0.00	0	0	0.00	0.00
Public Institutional Holders	110438382	899324	0.81	589000	310324	65.49	34.51
Public-Others	55112118	25907	0.05	25639	268	98.97	1.03
Total (B)	338627250	925231	0.27	614639	310592	66.43	33.57
Combined Result (A+B)	338627250	255409234	75.42	235547269	19861965	92.22	7.78

HINDUSTAN PETROLEUM CORPORATION LIMITED

Promoter / Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 4 : To appoint a Director in place of Shri. Pushp Kumar Joshi (DIN05323634) who retires by rotation and eligible for reappointment.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	173076750	173076750	100.00	173076750	0	100.00	0.00
Public Institutional Holders *	110438382	81053766	73.39	67688530	13365236	83.51	16.49
Public-Others **	55112118	361187	0.66	358855	2332	99.35	0.65
Total (A)	338627250	254491703	75.15	241124135	13367568	94.75	5.25
* 1 holder having 4727 shares but voted only 4473 shares for the resolution (254 shares not voted)							
** 1 holder having 28 shares but voted only 5 shares for the resolution (23 shares not voted)							
Mode of Voting: (Poll)							
Promoter and Promoter Group	173076750	0	0.00	0	0	0.00	0.00
Public Institutional Holders	110438382	899324	0.81	589000	310324	65.49	34.51
Public-Others	55112118	25907	0.05	25639	268	98.97	1.03
Total (B)	338627250	925231	0.27	614639	310592	66.43	33.57
Combined Result (A+B)	338627250	255416934	75.43	241738774	13678160	94.64	5.36

HINDUSTAN PETROLEUM CORPORATION LIMITED

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes - in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
Resolution No. 5 : To ratify the amount of remuneration of 2,95,000/- payable to Cost Auditors who are appointed my Board of Directors as Cost Auditors to conduct the audit of cost records of the Company for the Financial Year ending March 31, 2015.							
Mode of Voting: (E-voting)							
Promoter and Promoter Group	173076750	173076750	100.00	173076750	0	100.00	0.00
Public Institutional Holders *	110438382	81053766	73.39	81053766	0	100.00	0.00
Public-Others **	55112118	361187	0.66	360393	794	99.78	0.22
Total (A)	338627250	254491703	75.15	254490909	794	99.99	0.01
* 1 holder having 4727 shares but voted only 4473 shares for the resolution (254 shares not voted)							
** 1 holder having 28 shares but voted only 5 shares for the resolution (23 shares not voted)							
Mode of Voting: (Poll)							
Promoter and Promoter Group	173076750	0	0.00	0	0	0.00	0.00
Public Institutional Holders	110438382	899324	0.81	877058	22266	97.52	2.48
Public-Others	55112118	25907	0.05	25739	168	99.35	0.65
Total (B)	338627250	925231	0.27	902797	22434	97.58	2.42
Combined Result (A+B)	338627250	255416934	75.43	255393706	23228	99.99	0.01