



OIL AND NATURAL GAS CORPORATION LIMITED

COMPANY SECRETARIAT

Regd. Office : 'Deendayal Urja Bhawan', 5, Nelson Mandela Marg, Vasant Kunj, New Delhi-110070
CIN: L74899DL1993GOI054155 Website: www.ongcindia.com Email: secretariat@ongc.co.in

ONGC/CS/SE/2017-18

28.03.2018

National Stock Exchange of India Ltd. Listing Department Exchange Plaza Bandra-Kurla Complex Bandra (E) MUMBAI – 400 051 Symbol-ONGC; Series - EQ	BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers Dalal Street, Fort MUMBAI – 400 001 BSE Security Code No. - 500312
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Dear Sir/ Madam,

Subject: Disclosure of Voting Results of Postal Ballot dt. 09.02.18 - Ratification of Related Party Transaction

It is informed that the Company had sought the approval of Shareholders through Postal Ballot (Ordinary Resolution) in connection with "Ratification for Related Party Transaction" for which Sock exchanges were given intimation vide letter dt. 24.02.2018.

In Continuation of the said letter and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we hereby submit -

1. Voting results pursuant to Regulation 44(3) of SEBI Listing Regulations; and
2. Report of Scrutinizer dated 27.03.2018.

The resolution under the postal ballot notice has been approved and passed on 27.03.2018 in terms of applicable provisions under the Companies Act, 2013 and Listing Regulations, 2015.

The voting results along with the scrutinizer's report may be accessed on the Company's website link at <http://www.ongcindia.com/wps/wcm/connect/ongcindia/Home/Investors/Investors+Notice/>.

Yours sincerely,

For Oil and Natural Corporation Limited


M E V Selvamm
Compliance Officer &
Company Secretary

Encl: As above (4 Pages)

Postal Ballot Voting Results								
Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015								
Name of the Company:		Oil and Natural Gas Corporation Limited						
Date of the Postal Ballot (E-voting)		Voting Start date: 26.02.2018 and voting end date: 25.03.2018						
Number of Share Holders as on		6,60,667 [Cut Off Date 16.02.2018]						
Date of Result of Postal Ballot :		27.03.2018						
No. of shareholders present in the meeting either in person or through proxy:		Not Applicable						
Promoters and Promoter Group:		-						
Public:		-						
No. of Shareholders attended the meeting through Video Conferencing		Not Applicable						
Promoters and Promoter Group:		-						
Public:		-						
No. of Resolution		1						
Resolution required (Ordinary/ Special)		Ordinary Resolution - Ratification of Related Party Transaction [Special Business]						
Wether Promotor/ Promotor Group are interested in the agenda/ resolution ?		Yes						
Category.Promoter/Public	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
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		0	0.0000	0	0	0.0000	0.0000
	Poll	8690032256	0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	8690032256	0	0.0000	0	0	0.0000	0.0000
Public – Institutional holders	E-Voting		3368211450	91.1900	3244924550	123286900	96.3400	3.6600
	Poll	3693752696	560000	0.0200	560000	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	3693752696	3368771450	91.2000	3245484550	123286900	96.3400	3.6600
Public-Others	E-Voting		136844160	30.4500	136812245	31915	99.9800	0.0200
	Poll	449450228	2713668	0.6000	2625986	87682	96.7700	3.2300
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	449450228	139557828	31.0500	139438231	119597	99.9100	0.0900
GRAND TOTAL		12833235180	3508329278		3384922781	123406497	96.48	3.52

M. E. V. SELVAM
28/03/18

एम.ई.वी. सेल्वम/M.E.V. SELVAM
कम्पनी सचिव/Company Secretary
ऑयल एण्ड नेचुरल गैस कॉरपोरेशन लिमिटेड
Oil and Natural Gas Corporation Ltd.
पण्डित दीनदयाल उपाध्याय ऊर्जा भवन, वसंत कुंज, नई दिल्ली-70
Pandit Deendayal Upadhyaya Urja Bhawan, Vasant Kunj, New Delhi-70

REPORT OF SCRUTINIZER

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

To
The Chairman and Managing Director
Oil and Natural Gas Corporation Limited
Deendayal Urja Bhawan
5A-5B, Nelson Mandela Marg,
Vasant Kunj,
New Delhi-110070

Sub: Scrutinizer's Report on Postal Ballot and remote E-voting results

Dear Sir,

I, Pramod Prasad Agarwal, proprietor of M/s. P. P. Agarwal & Co., Practising Company Secretaries, has been appointed as Scrutinizer by the Board of Directors of Oil and Natural Gas Corporation Limited (CIN: L74899DL1993GO1054155) ("the Company") to conduct the postal ballot process in respect of the Ordinary Resolution to be passed by the members of the Company pursuant to Section 188 and other applicable provisions of the Companies Act, 2013 including rules notified thereunder and also to examine compliance with the applicable provisions under other applicable enactments for ratification of the strategic acquisition of 77,88,45,375 equity shares of Rs.10 each, representing 51.11% in the paid up equity share capital of Hindustan Petroleum Corporation Limited (HPCL) from the Government of India (GoI) made by the Company on 31.01.2018, in terms of the Share Purchase Agreement entered into between the Company and the GoI on 20.01.2018, upon payment of the purchase consideration @ Rs.473.97 per share, aggregating total consideration of Rs.36,915 Crore and to scrutinize the votes cast through the process of Postal Ballot i.e. votes cast through physical ballot and through the remote e-voting process.

I submit my Report as under:



1. The Management of the Company is responsible to ensure the compliances with the requirements of the Companies Act, 2013 and related Rules in respect of the above said voting through the process of Postal Ballot i.e. voting by physical ballot and remote e-Voting.
2. As scrutinizer for the Postal Ballot voting process my responsibility is to provide the Scrutinizer's Report on the votes cast in "favour" or "against" the resolution stated in the Notice, based on the votes cast by Post and electronically which has been generated by me from the e-voting platform provided by National Securities Depositories Limited (NSDL).
3. The Notice containing the proposed detailed resolution along with the terms and conditions of the ratification of related party transaction, was circulated to the members vide Notice dated 9th February, 2018 and the same was also placed on the Company's website for information to the members.
4. The Company completed the dispatch of Notice of Postal Ballot along with the Postal Ballot forms and self-addressed stamped envelopes through registered post on 23rd February, 2018 through Registrar and Share Transfer Agent, Alankit Assignments Limited, to the members whose names appeared on the Register of members/ List of beneficiaries as on 16th February, 2018.



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5. The physical voting by post as well as the remote e-voting commenced on Monday, the 26th February, 2018 at 09:30 A.M. and closed on Sunday, the 25th March, 2018 at 5:00 P. M. and the e-voting platform was unblocked thereafter.
6. The facility for voting by post, physical ballot papers was made available to the members and the members were requested to send them by post or physically to us so that the physical ballots should reach to us latest by 5.00 P.M. on Tuesday, the 27th March, 2018.
7. The results of remote e-Voting was unblocked on 27th March, 2018 from the website of NSDL i.e. <https://evoting@nsdl.com> in the presence of following two witnesses who are not in the employment of the Company. They have signed below in confirmation of the fact that votes being unblocked in their presence.

S.No	Name	Address	Signature
1.	Aparajita Roy	A-103 Rajapuri Uttam Nagar New Delhi- 110056	
2.	Saloni Agarwal	C-5/64, DDA Flats, East of Kailash, New Delhi - 110065	

8. Accordingly, I submit my Report, on the results of the Postal Ballot process, as follows:

(i) Voted in favour of the resolution

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	1741	3381736795	96.39
Physical Ballot	4865	3185986	0.09
Total	6606	3384922781	96.48

(ii) Voted against the resolution

Particulars	Number of members voted	Number of Votes cast by them	% of total number of valid votes cast
Remote e-voting	209	123318815	3.52
Physical Ballot	296	87682	0.00*
Total	505	123406497	3.52

* Insignificant percentile

(iii) Invalid Voting

Particulars	Number of members whose votes were declared invalid	Total Number of Invalid votes
Remote e-voting	NIL	NIL
Physical Ballot	296	296
Total	296	296



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9. I, hereby confirm that the ordinary resolution mentioned hereinabove has been passed with requisite majority by the Postal Ballot process under the provisions of the Act. You may accordingly declare the result of the voting by Postal Ballot as "approved".
10. Further, it is to inform you that I have verified the physical postal ballots received from the members, reports/ registers and other records in respect of voting process and maintaining the same. These shall be handed over to the Company Secretary of the Company for its preservation as required under law.

Thanking You,

Yours faithfully,
For P. P. Agarwal & Co
Company Secretaries

(Pranod P. Agarwal)
B. Com (Hons.), FCS, ACMA
CP No. 10566 FCS 4955



Counter signed by

A handwritten signature in blue ink, appearing to read "Shank".

(Shashi Shanker)
Chairman and Managing Director

Place: New Delhi
Date: 27.03.2018