



# हिन्दुस्तान पेट्रोलियम कॉर्पोरेशन लिमिटेड

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

## Hindustan Petroleum Corporation Limited

(A Govt. of India Enterprise) Regd. Office : 17, Jamshedji Tata Road, Churchgate, Mumbai - 400 020



Ref.: Co.Secy./VM/296/2024

August 23, 2024

Director – Investor Services & Listing,  
BSE Limited,  
PhirozeJeejeebhoy Towers, Dalal Street,  
Mumbai – 400 001    **Scrip Code: 500104**

**Sub: Voting Results – 72<sup>nd</sup> Annual  
General Meeting (AGM) of the  
Company**

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor, Plot No. C/1, G-Block,  
Bandra-Kurla Complex, Bandra East,  
Mumbai – 400 051    **Scrip Name : HINDPETRO**

Dear Sirs,

Pursuant to Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to forward herewith the Voting Results (remote e-Voting and e-voting during AGM) on the items of business transacted at the 72<sup>nd</sup> AGM of the Company which was held through Video Conferencing (VC)/Other Audio Visual Means (OAVM).

The Summary of Voting Results are given below: -

Date of AGM	23-08-2024
Total Number of Shareholders on Record Date	5,58,624
<b>No. of Shareholders Participated:</b>	
a. Promoters and Promoter Group	01
b. Public	192
No. of Resolutions passed in the Meeting	10

The Agenda wise details of the Voting Results and Report of the Scrutinizer are annexed herewith.

The aforesaid documents are hosted on the website of the Company [www.hindustanpetroleum.com](http://www.hindustanpetroleum.com) & also on the website of M/s. National Securities Depository Limited [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

Thanking you,

Very truly yours,

**V. Murali**  
Company Secretary

Encl: a/a

## Hindustan Petroleum Corporation Limited

Resolution Required :Ordinary			1 - To receive, consider and adopt the Audited Financial Statements of the Company .for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	1168268062	100.0000	1168268062	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1168268062</b>	<b>100.0000</b>	<b>1168268062</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	675177701	90.1499	671511735	3665966	99.4570	0.5430
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675177701</b>	<b>90.1499</b>	<b>671511735</b>	<b>3665966</b>	<b>99.4570</b>	<b>0.5430</b>
Public Non Institutions	E-Voting	210604018	14085017	6.6879	14040134	44883	99.6813	0.3187
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14085017</b>	<b>6.6879</b>	<b>14040134</b>	<b>44883</b>	<b>99.6813</b>	<b>0.3187</b>
<b>Total</b>		<b>2127822517</b>	<b>1857530780</b>	<b>87.2973</b>	<b>1853819931</b>	<b>3710849</b>	<b>99.8002</b>	<b>0.1998</b>

## Hindustan Petroleum Corporation Limited

Resolution Required :Ordinary			2 - To confirm the payment of interim Dividend and to declare Final Dividend of Rs.11/- per equity share for the financial year 2023-24.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	1168268062	100.0000	1168268062	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1168268062</b>	<b>100.0000</b>	<b>1168268062</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	676120746	90.2758	675412961	707785	99.8953	0.1047
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>676120746</b>	<b>90.2758</b>	<b>675412961</b>	<b>707785</b>	<b>99.8953</b>	<b>0.1047</b>
Public Non Institutions	E-Voting	210604018	14084151	6.6875	14075643	8508	99.9396	0.0604
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14084151</b>	<b>6.6875</b>	<b>14075643</b>	<b>8508</b>	<b>99.9396</b>	<b>0.0604</b>
<b>Total</b>		<b>2127822517</b>	<b>1858472959</b>	<b>87.3415</b>	<b>1857756666</b>	<b>716293</b>	<b>99.9615</b>	<b>0.0385</b>

## Hindustan Petroleum Corporation Limited

Resolution Required : Ordinary			3 - To appoint a Director in place of Shri Pankaj Kumar (DIN: 09252235) who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	1168268062	100.0000	1168268062	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1168268062</b>	<b>100.0000</b>	<b>1168268062</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	676092960	90.2721	484419438	191673522	71.6498	28.3502
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>676092960</b>	<b>90.2721</b>	<b>484419438</b>	<b>191673522</b>	<b>71.6498</b>	<b>28.3502</b>
Public Non Institutions	E-Voting	210604018	14077191	6.6842	14048981	28210	99.7996	0.2004
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14077191</b>	<b>6.6842</b>	<b>14048981</b>	<b>28210</b>	<b>99.7996</b>	<b>0.2004</b>
<b>Total</b>		<b>2127822517</b>	<b>1858438213</b>	<b>87.3399</b>	<b>1666736481</b>	<b>191701732</b>	<b>89.6848</b>	<b>10.3152</b>

## Hindustan Petroleum Corporation Limited

Resolution Required : Ordinary			4 - To appoint a Director in place of Shri S Bharathan (DIN: 09561481) who retires by rotation and being eligible, offers himself for re-appointment.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	1168268062	100.0000	1168268062	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1168268062</b>	<b>100.0000</b>	<b>1168268062</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	676092960	90.2721	551571231	124521729	81.5822	18.4178
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>676092960</b>	<b>90.2721</b>	<b>551571231</b>	<b>124521729</b>	<b>81.5822</b>	<b>18.4178</b>
Public Non Institutions	E-Voting	210604018	14072313	6.6819	14045570	26743	99.8100	0.1900
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14072313</b>	<b>6.6819</b>	<b>14045570</b>	<b>26743</b>	<b>99.8100</b>	<b>0.1900</b>
<b>Total</b>		<b>2127822517</b>	<b>1858433335</b>	<b>87.3397</b>	<b>1733884863</b>	<b>124548472</b>	<b>93.2982</b>	<b>6.7018</b>

## Hindustan Petroleum Corporation Limited

Resolution Required : Ordinary		5 - Appointment of Shri Vinod Seshan (DIN: 07985959) as a Director of the Company.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	1168268062	100.0000	1168268062	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1168268062</b>	<b>100.0000</b>	<b>1168268062</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	676092960	90.2721	467961165	208131795	69.2155	30.7845
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>676092960</b>	<b>90.2721</b>	<b>467961165</b>	<b>208131795</b>	<b>69.2155</b>	<b>30.7845</b>
Public Non Institutions	E-Voting	210604018	14073002	6.6822	14052349	20653	99.8532	0.1468
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14073002</b>	<b>6.6822</b>	<b>14052349</b>	<b>20653</b>	<b>99.8532</b>	<b>0.1468</b>
<b>Total</b>		<b>2127822517</b>	<b>1858434024</b>	<b>87.3397</b>	<b>1650281576</b>	<b>208152448</b>	<b>88.7996</b>	<b>11.2004</b>

## Hindustan Petroleum Corporation Limited

Resolution Required : Ordinary			6 - Payment of remuneration to the Cost Auditors for the financial year 2024-25.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	1168268062	100.0000	1168268062	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1168268062</b>	<b>100.0000</b>	<b>1168268062</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	675820324	90.2357	675801361	18963	99.9972	0.0028
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675820324</b>	<b>90.2357</b>	<b>675801361</b>	<b>18963</b>	<b>99.9972</b>	<b>0.0028</b>
Public Non Institutions	E-Voting	210604018	14071096	6.6813	14053824	17272	99.8773	0.1227
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14071096</b>	<b>6.6813</b>	<b>14053824</b>	<b>17272</b>	<b>99.8773</b>	<b>0.1227</b>
<b>Total</b>		<b>2127822517</b>	<b>1858159482</b>	<b>87.3268</b>	<b>1858123247</b>	<b>36235</b>	<b>99.9980</b>	<b>0.0020</b>

## Hindustan Petroleum Corporation Limited

Resolution Required :Special			7 - To increase the Authorized Share Capital and consequent Amendments in Memorandum of Association & Articles of Association of the Company.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	1168268062	100.0000	1168268062	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1168268062</b>	<b>100.0000</b>	<b>1168268062</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	676134394	90.2776	674005672	2128722	99.6852	0.3148
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>676134394</b>	<b>90.2776</b>	<b>674005672</b>	<b>2128722</b>	<b>99.6852</b>	<b>0.3148</b>
Public Non Institutions	E-Voting	210604018	14077606	6.6844	14062980	14626	99.8961	0.1039
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14077606</b>	<b>6.6844</b>	<b>14062980</b>	<b>14626</b>	<b>99.8961</b>	<b>0.1039</b>
<b>Total</b>		<b>2127822517</b>	<b>1858480062</b>	<b>87.3419</b>	<b>1856336714</b>	<b>2143348</b>	<b>99.8847</b>	<b>0.1153</b>



## Hindustan Petroleum Corporation Limited

Resolution Required : Ordinary			8 - Approval of Material Related Party Transactions with HPCL-Mittal Energy Limited (HMEI) to be entered during the Financial Year 2025-26.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	675315125	90.1682	673029689	2285436	99.6616	0.3384
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675315125</b>	<b>90.1682</b>	<b>673029689</b>	<b>2285436</b>	<b>99.6616</b>	<b>0.3384</b>
Public Non Institutions	E-Voting	210604018	14074538	6.6829	14061195	13343	99.9052	0.0948
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14074538</b>	<b>6.6829</b>	<b>14061195</b>	<b>13343</b>	<b>99.9052</b>	<b>0.0948</b>
<b>Total</b>		<b>2127822517</b>	<b>689389663</b>	<b>32.3988</b>	<b>687090884</b>	<b>2298779</b>	<b>99.6665</b>	<b>0.3335</b>

## Hindustan Petroleum Corporation Limited

Resolution Required : Ordinary		9 - Approval of Material Related Party Transactions with Hindustan Colas Private Limited (HINCOL) to be entered during the Financial Year 2025-26.						
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	675315125	90.1682	673029689	2285436	99.6616	0.3384
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675315125</b>	<b>90.1682</b>	<b>673029689</b>	<b>2285436</b>	<b>99.6616</b>	<b>0.3384</b>
Public Non Institutions	E-Voting	210604018	14074726	6.6830	14060052	14674	99.8957	0.1043
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14074726</b>	<b>6.6830</b>	<b>14060052</b>	<b>14674</b>	<b>99.8957</b>	<b>0.1043</b>
<b>Total</b>		<b>2127822517</b>	<b>689389851</b>	<b>32.3988</b>	<b>687089741</b>	<b>2300110</b>	<b>99.6664</b>	<b>0.3336</b>

## Hindustan Petroleum Corporation Limited

Resolution Required : Ordinary			10 - Approval of Material Related Party Transactions to be entered with ONGC Petro additions Limited (OPaL) during the Financial Year 2025-26.					
Whether promoter/ promoter group are interested in the agenda/resolution?								
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
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	1168268062	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	748950437	675315125	90.1682	673029689	2285436	99.6616	0.3384
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>675315125</b>	<b>90.1682</b>	<b>673029689</b>	<b>2285436</b>	<b>99.6616</b>	<b>0.3384</b>
Public Non Institutions	E-Voting	210604018	14075202	6.6833	14050111	25091	99.8217	0.1783
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>14075202</b>	<b>6.6833</b>	<b>14050111</b>	<b>25091</b>	<b>99.8217</b>	<b>0.1783</b>
<b>Total</b>		<b>2127822517</b>	<b>689390327</b>	<b>32.3989</b>	<b>687079800</b>	<b>2310527</b>	<b>99.6648</b>	<b>0.3352</b>

**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  
ucshukla@rediffmail.com

Shri Pushp Kumar Joshi  
Chairman & Managing Director  
Hindustan Petroleum Corporation Limited,  
Petroleum House,  
17, Jamshedji Tata Road,  
Churchgate, Mumbai-400 020

Dear Sir,

**Sub: Combined Report on Remote e-voting and e-voting conducted at the 72nd Annual General Meeting of Hindustan Petroleum Corporation Limited, held at 11.00 a.m.(IST) on Friday, the 23rd August, 2024 through Video Conferencing (VC)/ Other Audio Visual Means (OAVM).**

- 1) I, Upendra C. Shukla, Practising Company Secretary, was appointed as the Scrutinizer by the Board of Directors to scrutinize the remote e-voting process and also e-voting by Members at the 72nd Annual General Meeting ('AGM') of Hindustan Petroleum Corporation Limited (hereinafter referred to as 'the Company'), held through Video Conferencing ('VC') /Other Audio Visual Means ('OAVM') on Friday, the 23rd August, 2024 at 11.00 a.m.(IST)
- 2) Pursuant to the Circulars Nos. 14/2020, 17/2020, 20/2020, 02/2021, 19/2021, 21/2021, 2/2022, 10/2022 and 09/2023 dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021, 8th December,2021, 14th December, 2021, 05th May, 2022, 28th December, 2022 and 25th September, 2023 respectively issued by the Ministry of Corporate Affairs (MCA Circulars) read with circular dated 12th May, 2020, 15th January, 2021, 13th May, 2022, 05th January, 2023 and 07th October, 2023 issued by the Securities and Exchange Board of India (SEBI), the notice dated 27th July, 2024 as confirmed by the Company, was sent to the Members in respect of below mentioned Resolutions through e-mail to those, whose e-mail addresses are registered with the Company/ Depositories.
- 3) As per the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, as also in accordance with the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the facility of remote e-voting and e-voting at the AGM to the Members to cast their votes electronically on all the resolutions proposed for transactions in the Notice of the 72nd AGM.
- 4) The Company had appointed National Securities Depository Limited ('NSDL') as Service Provider, who provided the facilities for conducting the Remote e-voting/e-voting at the AGM, for participation by the Members in the AGM through VC/OAVM and e-voting during the said AGM.
- 5) My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and submit a Scrutinizer's Report on the votes cast 'in favour' or 'against' the resolutions, based on the reports generated from the electronic voting system provided by the NSDL. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and e-voting at the AGM.

Based on the reports generated from the e-voting system provided by the NSDL, I submit my report on e-voting as under:

- a) The Remote e-voting period commenced from Sunday, 18th August, 2024 at 5.00 p.m. (IST) and ended on Thursday, 22nd August, 2024 at 5.00 p.m. (IST).

UPENDRA  
CHANDRAS  
HANKAR  
SHUKLA

- b) The Company had also provided e-voting facility to the Members, who had participated in the AGM through VC/ OAVM and who had not casted their votes on Remote e-voting.
- c) The Members of the Company as on the 'cut-off' date i.e. 16th August, 2024 were entitled to vote on the resolutions as set-out in Item Nos. 1 to 10 of the Notice convening the 72nd AGM of the Company.
- d) On completion of e-voting during the AGM, I unblocked the results of the Remote e-voting and e-voting by the Members at the AGM, on the NSDL e-voting system/ platform and after downloading the results, counted the votes.
- e) I now, submit my combined report as under on the results of the Remote e-voting and e-voting at the AGM in respect of the each of the resolution as set out in the Notice dated 27th July, 2024 convening the AGM:

#### Ordinary Business

**Resolution No. 1:** Ordinary Resolution: To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2024 together with the Reports of the Board of Directors and Auditors thereon.

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2914	1853809376	99.8002	44	3710849	0.1998
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2928	1853819931	99.8002	44	3710849	0.1998

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Resolution No. 2:** Ordinary Resolution: To confirm the payment of Interim Dividend and to declare Final Dividend of Rs. 11/- per equity share for the Financial Year 2023-2024.

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2935	1857746111	99.9615	31	716293	0.0385
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2949	1857756666	99.9615	31	716293	0.0385

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Resolution No. 3:** Ordinary Resolution: To appoint a Director in place of Shri Pankaj Kumar (DIN: 09252235) who retires by rotation and being eligible, offers himself for re-appointment.

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2429	1666725926	89.6847	514	191701732	10.3153
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2443	1666736481	89.6848	514	191701732	10.3152

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Resolution No. 4:** Ordinary Resolution: To appoint a Director in place of Shri S. Bharathan (DIN: 09561481) who retires by rotation and being eligible, offers himself for re-appointment.

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2558	1733874308	93.2982	395	124548472	6.7018
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2572	1733884863	93.2982	395	124548472	6.7018

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

#### Special Business

**Resolution No. 5:** Ordinary Resolution: Appointment of Shri Vinod Seshan (DIN: 07985959) as a Director of the Company.

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2507	1650271996	88.7996	443	208151473	11.2004
E-voting at AGM	13	9580	90.7627	1	975	9.2373
Combined	2520	1650281576	88.7996	444	208152448	11.2004

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Resolution No. 6:** Ordinary Resolution: Payment of remuneration to the Cost Auditors for the Financial Year 2024-2025.

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2877	1858112692	99.9980	62	36235	0.0020
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2891	1858123247	99.9980	62	36235	0.0020

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Resolution No. 7:** Special Resolution: To increase the Authorized Share Capital and consequent amendments in Memorandum of Association & Articles of Association of the Company.

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2889	1856326159	99.8847	65	2143348	0.1153
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2903	1856336714	99.8847	65	2143348	0.1153

Since combined number of votes cast in favour of the resolution is more than three times the votes cast against the resolution, the said special resolution may be declared passed.

**Resolution No. 8:** Ordinary Resolution: Approval of Material Related Party Transactions with HPCL-Mittal Energy Limited (HMEL) to be entered during the Financial Year 2025-2026:

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2875	687080329	99.6665	69	2298779	0.3335
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2889	687090884	99.6665	69	2298779	0.3335

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Resolution No. 9:** Ordinary Resolution: Approval of Material Related Party Transactions to be entered with Hindustan Colas Private Limited ("HINCOL") during the Financial Year 2025-2026

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2876	687079186	99.6664	68	2300110	0.3336
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2890	687089741	99.6664	68	2300110	0.3336

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Resolution No. 10:** Ordinary Resolution: Approval of Material Related Party Transactions to be entered with ONGC Petro additions Limited (OPaL) during the Financial Year 2025-2026

	In favour of the Resolution			Against the Resolution		
	No. of Responses received	No. of votes cast	% of votes cast	No. of Responses received	No. of votes cast	% of votes cast
Remote E-voting	2893	687069245	99.6648	55	2310527	0.3352
E-voting at AGM	14	10555	100.0000	0	0	0.0000
Combined	2907	687079800	99.6648	55	2310527	0.3352

Since combined number of votes cast in favour of the resolution is more than number of votes cast against the resolution, the said ordinary resolution may be declared passed.

**Note:** 1) Percentage of votes cast are rounded-off to four decimals.

2) Oil And Natural Gas Corporation Limited, being the promoter has restrained from voting on Resolution no. 8, 9 & 10.

Thanking you,

Peer Review Certificate No. 1882/2022  
UDIN: F002727F001034131  
Date: 23/08/2024  
Place: Mumbai

Yours faithfully,

UPENDRA  
CHANDRASHA  
NIKAR SHUKLA

(U.C. SHUKLA)  
COMPANY SECRETARY  
FCS: 2727/CP: 1654