



## Hindustan Oil Exploration Company Limited

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

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April 18, 2025

By Online

<b>The Listing Department</b> <b>The National Stock Exchange of India Ltd.,</b> "Exchange Plaza", Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Stock Code: HINDOILEXP	<b>The Corporate Relationship Department</b> <b>BSE Limited,</b> 1 <sup>st</sup> Floor, P. Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Stock Code: 500186
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Dear Sirs,

**Sub: Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Outcome of Board Meeting**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations), wish to inform you that the Board of Directors had at their meeting held on April 18, 2025, inter alia, transacted the following items of business.

- i) The Board, based on the recommendations of the Nomination & Remuneration Committee, appointed Mr. Baroruchi Mishra (DIN: 09223144) and Mr. Suresh Kumar Jain (DIN: 05103064) as Additional Directors (Non-Executive, Independent) of the Company for a term of five consecutive years commencing w.e.f. April 18, 2025, subject to the approval of shareholders, in order to enhance the independence within the Board.

Mr. Baroruchi Mishra and Mr. Suresh Kumar Jain fulfil the criteria of independence as required under the provisions of the Companies Act, 2013, Rules framed thereunder and SEBI Listing Regulations.

- ii) The Board noted the resignation of Mr. Vivek Rae (DIN: 01866765) from his position as Non-Executive Independent Director & Chairman of the Company, effective as of the close of business hours on April 17, 2025. Mr. Vivek Rae had served the Company for the past six years, and the Board expresses its gratitude for his valuable contributions and guidance during his tenure, drawing on his extensive knowledge and experience.

- iii) Approved reconstitution of the Committees of the Board w.e.f. 18<sup>th</sup> April 2025.

Detailed disclosures in relation to the aforesaid appointments and resignation as required under Reg. 30 of SEBI Listing Regulations read with Schedule III and SEBI Circulars issued in this regard, are given in Annexure A. The letter of resignation received from Mr. Vivek Rae is attached herewith as Annexure B. Also, the details of reconstitution of Board Committees is given in Annexure C.

The Board meeting commenced at 3:15 P.M. and concluded at 4:00 P.M.

The above disclosures are available on the website of the Company at [www.hoec.com](http://www.hoec.com)

Thanking You,  
Yours Sincerely,

**For Hindustan Oil Exploration Company Limited**

**G. Josephin Daisy**  
**Company Secretary and Compliance officer**

Encl.: a/a

**Annexure A**

**Information as required under Regulation 30 - Part A of Para A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015**

<b>Particulars</b>	<b>Mr. Baroruchi Mishra</b>
Reason for change – Appointment	Appointment of Mr. Baroruchi Mishra (DIN: 09223144) as an Additional Director (Non-Executive, Independent) on the Board of the Company for a term of five consecutive years w.e.f. April 18, 2025, subject to the approval of the shareholders.
Date & Term of appointment	Date: April 18, 2025 Term: For a term of 5 consecutive years commencing from April 18, 2025
Brief Profile	Mr. Baroruchi Mishra, aged 56 years, is techno-commercial leader with 32+ years of experience in Oil & Gas and New Energies sector, with a proven track record of shaping strategies and making material financial decisions working with Executive Level teams - either as a member of Decision Boards or as a senior leader in complex national and international business environments.  He obtained his B-Tech degree in Petroleum Engineering from IIT (ISM-Dhanbad). Also, he is a Chartered Manager and has obtained Chartership after completing his Business Administration from the Chartered Managers Institute, UK.
Disclosure of relationships between Directors	Mr. Baroruchi Mishra does not have relation either financially or otherwise with any of the existing Directors/ Key Managerial Personnel of the Company.
Affirmation	Mr. Baroruchi Mishra is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority.

<b>Particulars</b>	<b>Mr. Suresh Kumar Jain</b>
Reason for change - Appointment	Appointment of Mr. Suresh Kumar Jain (DIN: 05103064) as an Additional Director (Non-Executive, Independent) on the Board of the Company for a term of five consecutive years w.e.f. April 18, 2025, subject to the approval of the shareholders.
Date & Term of appointment	Date: April 18, 2025 Term: For a term of 5 consecutive years commencing from April 18, 2025
Brief Profile	Mr. Suresh Kumar Jain, aged 71 years, has more than 3 decades of banking experience with public sector Banks in India and abroad. He retired as Executive Director of 5th largest public sector bank (Union Bank of India) in the year 2014. He was a director on the Board of Union KBC Mutual fund, now known as Union Mutual fund. Presently, besides being Independent Director on various boards, he is also on interview Panel of few PSU banks for promotions at General Manager level, as an external expert.  He has obtained Master's Degree in Economics, Honours Graduate in Science and is a Certified Associate of the Indian Institute of Bankers.
Disclosure of relationships between Directors	Mr. Suresh Kumar Jain does not have relation either financially or otherwise with any of the existing Directors/ Key Managerial Personnel of the Company.
Affirmation	Mr. Suresh Kumar Jain is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority.

Particulars	Mr. Vivek Rae
Reason for change - Resignation	Mr. Vivek Rae has resigned from the position of Non-Executive Independent Director & Chairman of the Company w.e.f. close of business hours on April 17, 2025 due to personal reasons.
Date of Cessation	April 17, 2025
Disclosure of relationships between Directors	NA
Affirmation	NA
Letter of Resignation along with detailed reason for resignation	Attached as Annexure B
Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Nil
The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	The required confirmation has been provided in the attached letter.

Vivek Rae

House No. 171, Gulmohar Enclave,

Andrews Ganj, South Delhi,

Delhi 110049

Date: 15/4/2025

To,

The Board of Directors,

Hindustan Oil Exploration Company Limited,

CIN: L11100GJ1996PLC029880

Tandalja Road, Off Old Padra Road,

Vadodara, Gujarat - 390020

Dear Board members,

**Sub: Resignation as Non-Executive Independent Director & Chairman of the Company**

I, Vivek Rae (DIN: 01866765), hereby tender my resignation from my position as Non-Executive Independent Director & Chairman of the Company with effect from the close of business hours on 17/4/25 due to personal reasons.

Consequently, I will also be stepping down from all chairmanships/memberships of all Committees of the Board with effect from the close of business hours on 17/4/25.

I further confirm that there is no other material reason other than as mentioned above for my stepping down from my position of Independent Director of the Company.

Vivek Rae

I take this opportunity to thank the Company and its shareholders for the support extended to me during my tenure as an Independent Director of the Company.

Kindly acknowledge receipt and arrange to submit necessary intimations to the Registrar of Companies and Stock Exchanges accordingly.

Thanking You,

Yours Sincerely,

A handwritten signature in black ink, appearing to read "Vivek Rae", with a horizontal line extending to the right.

Vivek Rae

**DIN: 01866765**

Annexure C

Details of reconstitution of the Committees of the Board w.e.f. 18<sup>th</sup> April 2025

S.No.	Name of the Committee	Committee Composition
1	Audit Committee	Mrs. Bhavani Balasubramanian, Chairperson (NE-ID) Mr. Pronip Kumar Borthakur, Member (NE-ID) Mr. Rohit Rajgopal Dhoot, Member (NE-NID)
2	Nomination & Remuneration Committee	Mr. Pronip Kumar Borthakur, Chairman (NE-ID) Mrs. Bhavani Balasubramanian, Member (NE-ID) Mr. Ashok Kumar Goel, Member (NE-NID)
3	Stakeholders Relationship Committee	Mrs. Bhavani Balasubramanian, Chairperson (NE-ID) Mr. Suresh Kumar Jain, Member (NE-ID) Mr. Rohit Rajgopal Dhoot, Member (NE-NID)
4	Corporate Social Responsibility Committee	Mr. Pronip Kumar Borthakur, Chairman (NE-ID) Mr. Ashok Kumar Goel, Member (NE-NID) Mr. Ramasamy Jeevanandam, Member (MD)
5	Risk Management Committee	Mr. Pronip Kumar Borthakur, Chairman (NE-ID) Mr. Ashok Kumar Goel, Member (NE-NID) Mr. Baroruchi Mishra, Member (NE-ID) Mr. Ramasamy Jeevanandam, Member (MD) Mr. Krishnan Raghavan, Member Mr. G. Janakiraman, Member

[NE-ID: Non-Executive Independent Director; NE-NID: Non-Executive Non-Independent Director; MD – Managing Director]