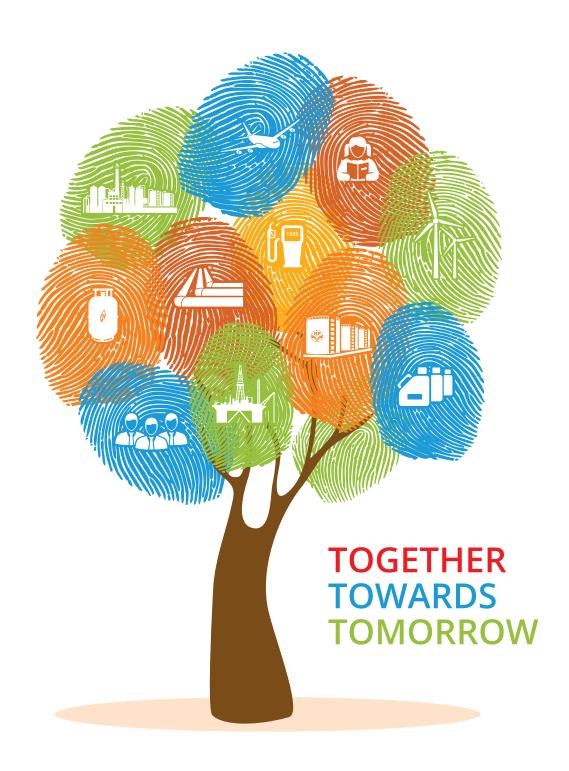


# हिन्दुस्तान पेट्रोलियम कॉर्पोरेशन लिमिटेड

वार्षिक रिपोर्ट 2013-14

**Hindustan Petroleum Corporation Limited** Annual Report 2013-14



# **TOGETHER TOWARDS TOMORROW**

Energy is the key to unlocking tomorrow's opportunities. As the world's population continues to grow and more people seek a better quality of life, one thing is certain. The demand for energy will escalate like never before.

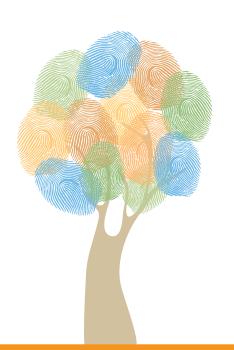
HPCL is committed to play a significant role in the constantly changing energy landscape, which will power future economies and social aspirations.

This year we celebrate a historic milestone; four decades of unrelenting team spirit and sterling achievements in the energy business. In all these years, we have focused our expertise and experience in ensuring a better and happier tomorrow for all by producing energy responsibly and sustainably.

We have many more miles to travel and many more milestones to accomplish by working collectively as a cohesive team. By being together, we can leverage the diverse capabilities of all our stakeholders and strengthen our preparedness for the future.

We are conducting our business in a socially and environmentally responsible manner by ensuring sustainable operations. At the same time, we are improving our performance to deliver greater value to our stakeholders.

Together, we are building a world-class energy company that is known for quality products, innovative services, happier customers and a firm commitment towards society, environment, health and safety norms and employee welfare and relations.



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# **Our Directors**

Whole Time Directors	Ex-Officio Part-Time Directors	Non-Official Part-Time Directors
Ms. Nishi Vasudeva Chairman & Managing Director (From 01.03.2014) (DIN:03016991)	Dr. S.C. Khuntia Director (DIN:05344972)	G.K. Pillai Director (DIN:02340756)
Shri Pushp Kumar Joshi Director - Human Resources (DIN:05323634)	Shri R.K. Singh Director (From 26.06.2013) (DIN:05193269)	Shri A.C. Mahajan Director (DIN:00041661)
Shri K.V. Rao Director – Finance (From 01.06.2013) (DIN:05340626)		<b>Dr. G. Raghuram</b> Director (DIN:01099026)
Shri B.K. Namdeo Director – Refineries (From 01.07.2013) (DIN:06620620)		<b>Dr. Gitesh K. Shah</b> Director (DIN:02330569)
		Shri Rohit Khanna Director (From 27.09.2013) (DIN:00004072)
		Shri Anil Razdan Director (Till 09.01.2014) (DIN:00356644)
		Shri S.K. Roongta  Director  (Till 09.01.2014)  (DIN:00309302)



# Chairman's Message

#### Dear Shareholders,

It is a matter of immense pleasure and pride to present the 62<sup>nd</sup> Annual Report for the year 2013-14.

This is the year in which HPCL completes 40 years since formation in 1974 - a key historical milestone. It is only befitting, then, that we achieved the highest net profit level in the last decade in the year 2013-14. It is also very satisfying to report that HPCL clocked the highest growth in market sales amongst Public Sector Oil Marketing Companies (OMCs). When one considers this performance in the backdrop of a slowing economy, stagnant petroleum demand and a volatile exchange rate, the performance seems even more remarkable.

Each of our business units worked in tandem and continued to deliver superior performance. We also obtained an MOU score of 1.034 for 2012-13, which is the best score amongst all the PSUs under the Ministry of Petroleum and Natural Gas (MOP&NG) for the second consecutive year.

The Indian economy recovered marginally from the decade low GDP growth recorded in the last fiscal, even though it was less than 5% for the second consecutive year. This indicated a slowdown, for the first time in nearly 25 years. The average oil price in 2013-14 was around US \$ 106 per barrel, slightly lower than the 2012-13 average of US \$ 108 per barrel. However, benchmark prices were higher when denominated in rupee terms due to depreciation of rupee. The Rupee depreciated significantly against US \$ from ₹ 54 per dollar at end of March 2013 to about ₹ 69 per dollar in August 2013 and hovered around ₹ 62 per dollar during October 2013 to February 2014. By end-March 2014, it was at ₹ 61 per dollar.

Sluggish economic activity, combined with sector-specific factors led to a nominal increase, in the consumption of petroleum products in 2013-14, by a mere 1.3% to 160 million metric tonnes (MMT), from 157 MMT in 2012-13. On a positive note, under-recoveries of OMCs declined in 2013-14, as they were authorised, in January 2013, to increase diesel prices in regular increments.

HPCL recorded a stellar performance in 2013-14. Our Gross Sales increased by 7.7% to reach ₹ 2,32,188 crore while Profit after Tax almost doubled to ₹ 1,734 crore from ₹ 905 crore in 2012-13. Our refineries processed 15.51 MMT of crude, achieving 105% capacity utilisation. Refining margins improved to US \$ 3.43 per barrel, against US \$ 2.08 per barrel in 2012-13, while combined distillate yield was 74.2% in 2013-14.

During the year, our refineries initiated various measures to improve margins by improving distillate yields and energy efficiency index. A number of critical projects were completed during the year including, Diesel Hydro Treater (DHT) plants at Mumbai and Visakhapatnam refineries to meet the requirements of Euro IV HSD in the country, Revamp of Propane De-asphalting unit (PDA) at Mumbai refinery, Flue Gas Desulphurisation unit (FGD) – II and augmentation of Propylene capacity at Visakhapatnam refinery.

HPCL is also developing a green R&D Centre in Bengaluru which will focus on developing competitive, energy-efficient and eco-friendly technologies.

HPCL continued the tradition of registering excellent sales performance. In 2013-14, we achieved total sales of 31.0 MMT, with an all-time high domestic sales of 30.27 MMT; thereby recording a 4.1% increase over 2012-13, which is the highest growth amongst the Oil Marketing Companies (OMCs). We registered a market share gain in Retail sales of motor fuels thereby achieving a stellar performance of increasing market share sequentially over the last decade. We have also recorded Bitumen sales of 1 million tonnes for the second consecutive year and launched new VG 40 Bitumen Grade for the first time in the Industry. We achieved a significant milestone by becoming India's largest lube marketer with total Lube sales of 484 TMT in 2013-14.

Another significant aspect during the year has been the robust throughput of 9.3 million tonnes from our Joint Venture refinery, HMEL at Bathinda. This has enabled the corporation to consolidate its market share in the high growth region of Northern India.

Your Corporation has developed world class in-house capabilities in design, construction and operation of cross-country product pipelines, as part of its strategy for leveraging this least-cost transportation mode. This strategy has paid rich dividends during 2013-14, with a record throughput of 15.69 MMT in pipelines. We have also registered significant progress on three new pipeline projects under implementation viz. Rewari-Kanpur Pipeline and Awa–Salawas Pipeline for white oils and Mangalore–Hassan-Bangalore LPG Pipeline.

To strengthen primary distribution and logistics, HPCL commissioned a White Oil Terminal at Ennore in Tamil Nadu with a tankage of 115 TKL, 42 Tank truck-loading bays and two rail-loading facilities. LPG infrastructure was strengthened by the commissioning of LPG bottling plant at Anantapur in Andhra Pradesh with bottling capacity of 60 TMT and enhancement of bottling capacities at Mysore and Hazarwadi LPG plants.

# हिन्दुस्तान पेट्रोलियम

#### **Hindustan Petroleum Corporation Limited**

## Chairman's Message

Ensuring safe operations at all our locations continues to be a key focus area. It is a matter of satisfaction for us that we achieved "zero lost time accidents" at our POL and LPG installations. Our commitment to Safety continues to be strengthened with intensification of efforts to implement best in class systems and regular training of our personnel. We are committed to sustainable development and various projects are currently underway towards reduction in carbon footprint and conservation of energy.

Your Corporation is continually working to be a model of excellence in meeting the commitment to our society and has undertaken projects with focus on Child-Care, Education, Health Care, Skill Development and Community Development in partnership with specialized NGOs/Implementation partners.

While uncertainties surrounding the administered fuel pricing policy remain, and are likely to impact our performance, we have maintained our strategy of investing in new infrastructure in our core areas of Refining and Marketing. We also plan to expand in new areas such as Natural gas and move up the value chain, as energy needs of the country expand with the growing economy.

To tap future opportunities, we have entered into a Joint Venture agreement with Government of Rajasthan for a 9 MMTPA refinery-cum-petrochemical complex at Barmer. We have also initiated activities for setting up a 5 MMTPA LNG terminal at Chhara, in Gujarat, through a JV partnership with M/s S. P. Ports Pvt. Ltd. Further, we are participating in two separate Joint Venture companies viz. GSPL India Gasnet Limited (GIGL) and GSPL India Transco Limited (GITL) with equity stakes from GSPL (52%), IOCL (26%), HPCL (11%) and BPCL (11%) for laying, building and operating three natural gas pipelines. We have also commissioned wind energy farms with a generation capacity of 50.5 MW and plan to expand the capacity by an additional 50 MW.

In the area of exploration and production (E&P), we acquired a stake in two natural gas blocks in Australia through the wholly-owned subsidiary M/s Prize Petroleum Company Ltd. One of the fields is a producing one, the other is a "discovered" field and yet to be developed. This is a significant step in our effort to move up the value chain with a focus on developing capabilities and improving cash flows.

Modest recovery is expected in 2014-15 as GDP growth is forecast to be at around 5.5% due to part resolution of stalled projects and improved business and consumer confidence. The narrowing of the current account deficit (CAD) and fiscal deficit has reduced the risk of stress in the Indian economy. Increased forex reserves in the second half of 2013-14 helped the nation ride out the volatility in the currency markets in the beginning of 2014, relatively smoothly. Headline inflation is trending down while CPI inflation, in the recent past, has tended to be high due to volatile food prices. Any adverse outcome of the monsoon will, therefore, increase inflationary pressures. Rising US oil supply and slowing emerging market growth predict a slightly declining to flat oil prices this year. However, outages due to geopolitical risks could conversely, lead to volatility and spike in oil prices.

To insulate ourselves against external volatilities and uncertainty, we continue to focus on process improvements. We are implementing two major projects, viz., Central Procurement and Integrated Margin Management for increasing competitiveness and delivering superior value to the customers and stakeholders. An Innovation Council comprising of all the Business Heads has been formed to design strategies for leveraging Innovation. Several projects with involvement of workmen are under implementation to achieve operational efficiencies in Marketing Division.

People are the main stay of your organization and are core to achieving excellence in performance. HPCL is proud of its committed, motivated and hard-working team of employees. Our focus is on capability building, empowerment, alignment of employees to a common vision and creating an effective pipeline of leaders for the future. As we prepare for the challenges ahead, it is our endeavor to ensure that there is a seamless transition to the next generation of leaders, who can take the company to greater heights.

The Ministry of Petroleum & Natural Gas, Government of India, other Ministries / Departments of the Government of India, and various State Governments have guided and supported us in all our efforts. Our customers, business associates and shareholders have always been a source of strength and I thank them for their support.

We believe we can leverage the diverse skills, strengths and abilities of all our employees and stakeholders and prepare HPCL for the future by working 'Together towards Tomorrow'.

We look forward to your continued support in all our endeavours.

Thank you,

#### Nishi Vasudeva



#### Senior Management Team (Positions as on 01.07.2014)

Shri Manoj Pant

Shri D.K. Deshpande

Shri R.S. Rao

Shri A.B. Thosar

Shri S.P. Gupta

Shri M.S. Damle

Shri Y.K. Gawali

Shri S.C. Mehta

Shri S.P. Singh

Shri H. Kumar

Shri S.T. Sathiavageeswaran

Shri S. Jeyakrishnan

Shri A. Pande

Shri G. Sriganesh

Shri Ajit Singh

Shri Rakesh Misri

Shri S.I. Joseph

Shri Rakesh Kumar

Shri N.S.J. Rao

Shri J. Ramaswamy

Shri H.R. Wate

Shri V.V. R. Narasimham

Shri M.K. Surana

Shri H.C. Mehta

Shri R. Ganesan

Shri A.V. Sarma

Shri S. Babu Ganesan

Shri M. Naveen Kumar

Ms. Sonal Desai

Shri P.P. Nadkarni

Shri R. Radhakrishnan

Shri V.K. Jain

Ms. Geeta M. Jerajani

Shri S.P. Nair

Shri S.K. Kulkarni

Shri B. Ravindran

Shri M. Rambabu

Chief Vigilance Officer

ED – (HSE Corporate)

ED - IT&S

ED - Rajasthan Refinery Limited

ED - Finance (Refineries)

ED - Retail

ED - LPG

ED - Refineries Project Process

ED - Centralized Procurement Project

ED - Corporate Strategy & Planning

ED - Information Systems

ED - Direct Sales

ED - Projects & Pipelines

ED - Refineries, Corporate R & D

ED - Coordination, DCO

ED – Human Resources

ED - Employee Relations

ED - Compensation Management

ED – Mumbai Refinery

ED - Corporate Finance

ED - Gas, Renewables & BD

ED - Viskah Refinery

ED\*

ED - Operations & Distribution

GM - Finance, Mumbai Refinery

Chief Finance Officer cum CS- Rajasthan Refinery Project

GM - Engineering & Projects

GM- Finance, IT&S

GM - CSR

**GM** – Pipeline Operations

GM - IS (Functional)

GM - Tax

GM - Finance, CS&P

GM - Legal

GM - Materials, Mumbai Refinery

GM - Finance (Marketing)

GM - Maintenance, Mumbai Refinery



#### **Hindustan Petroleum Corporation Limited**

#### Senior Management Team (Positions as on 01.07.2014)

Shri M.V.R Krishna Swamy

Shri R. Kesavan

Shri Anil Khurana

Shri M.D. Pawde

Shri GSVSS Sarma

Shri Rajnish Mehta

Shri S.P. Gaikwad

Shri J.S. Prasad

Shri S. Paul

Shri V.S. Shenoy

Shri N.V. Choudary

Shri L. Venugopal

Shri S. Raja

Shri S. Bhattacharjee

Shri G. Chiranjeevi

Shri K. Daniel Santosh

Shri D.K. Pattanaik

Shri A.S.V. Ramanan

Shri G.S.V. Prasad

Shri K. Ananda Rao

Shri S. Biswas

Shri A. V. Narayana Rao

Shri C. Rama Krishnan

Shri T.S. Sawhney

Shri Vikram Gulati

Shri K. Radhakrishnan

Shri R. Sudheendranath

Shri S. K. Suri

Shri Rajiv Chandra

Shri K. Abhishek Datta

Shri Shyam Mustyalwar

Shri K. Srinivas

Shri V.S. Agashe

Shri Rajneesh Narang

Shri Shrikant M. Bhosekar

\*on deputation

GM\*

GM - Integrated Margin Management, CS&P

GM\*

GM - Operations, Mumbai Refinery

GM - Operations, Visakh Refinery

GM - Aviation

GM - Rajasthan Refinery Project

**GM** – Pipeline Projects

GM - Internal Audit

GM - DHT Commissioning, Visakh Refinery

GM - Process Technologies, Corporate R&D

GM - Projects, Visakh Refinery

GM - Maintenance, Visakh Refinery

GM - Joint Ventures

GM - Special Projects, O&D

GM - Finance, Visakh Refinery

GM - Retail, East Zone

GM - HR, Visakh Refinery

GM - Retail, South Central Zone

GM - Refinery Co-ordination

GM - LPG

GM - Commercial, LPG SBU

GM - Retail, West Zone

GM\*

GM - Treasury & Pricing

GM - I&C, Direct Sales, West Zone

GM - Lubes

GM - Retail, North Zone

GM - IS (Technical)

Dy. Chief Vigilance Officer

GM\*

GM - Retail, South Zone

GM - Project Process, Mumbai Refinery

Executive Assistant to C&MD

Company Secretary



# Offices, Auditors & Bankers

#### Registered Office & Headquarters Office

Petroleum House 17, Jamshedji Tata Road Mumbai - 400 020. e-mail: corphpcl.co.in website:www.hindustanpetroleum.com

### **Marketing Headquarters**

Hindustan Bhavan 8, Shoorji Vallabhdas Marg Ballard Estate Mumbai – 400 001.

#### **Mumbai Refinery**

B.D. Patil Marg, Chembur Mumbai – 400 074.

#### Visakh Refinery

Post Box No. 15 Visakhapatnam – 530 001.

# Zonal Offices

#### **East Zone**

771, Anandpur Off EM By-Pass Kolkata - 700 107.

#### **North Zone**

6th & 7th Floor Core 1 & 2, North Tower Scope Minar, Laxmi Nagar Delhi – 110 092.

#### North Central Retail Zone

C/o Lucknow Retail R.O. 4, Shanajaf Road, 1, Nehru Enclave Besides VishwasKhand, Gomti Nagar Lucknow – 226 001 (U.P.)

#### North West Retail Zone

1st Floor, Alpha Bazar High Street 1 Law Garden Ahmedabad – 380 006.

#### South Zone

Thalamuthu Natarajan Building 4th Floor, 8, Gandhi Irwin Road, Post Box No.3045 Egmore, Chennai 600 008.

#### South Central Zone

111, Chandralok Complex First Floor, Sarojini Devi Road Secunderabad – 500 003 (AP)

#### **West Zone**

R&C Building Sir J.J. Road, Byculla Mumbai 400 008.

#### **Statutory Auditors**

B.K. Khare & Co.

Chartered Accountants, Mumbai

#### **CVK Associates**

Chartered Accountants, Mumbai

#### **Branch Auditors**

#### Sriramamurthy & Co.

Chartered Accountants, Visakhapatnam

#### **Cost Auditors**

#### R. Nanabhoy & Co.

Jer Mansion, 1st Floor 70, August Kranti Marg Mumbai 400 036.

#### CMA Rohit J. Vora

1103, Raj Sunflower Royal Complex, Eksar Road Borivali West Mumbai 400 092.

#### **Bankers**

- 1. Bank of Baroda
- 2. Bank of India
- 3. Citibank N.A.
- 4. Corporation Bank
- 5. HDFC Bank
- 6. ICICI Bank
- 7. Punjab National Bank
- 8. Standard Chartered Bank
- 9. State Bank of India
- 10. Union Bank of India

#### **Company Secretary**

Shrikant M. Bhosekar



## Notice of Annual General Meeting

#### HINDUSTAN PETROLEUM CORPORATION LIMITED

(A Government of India Enterprise)

REGISTERED OFFICE: 17 JAMSHEDJI TATA ROAD, MUMBAI 400 020 Website: www.hindustanpetroleum.com E-mail: corphqo@hpcl.co.in

Tel: 22863900 Fax: 22872992

(CIN: L23201MH1952GOI008858)

#### NOTICE

NOTICE is hereby given that the 62nd ANNUAL GENERAL MEETING of the Shareholders of Hindustan Petroleum Corporation Limited will be held on September 05, 2014 at 11.00 A.M. at Y.B. Chavan Auditorium, Yashwantrao Chavan Pratishthan, General Jagannathrao Bhonsle Marg, Mumbai – 400 021 to transact the following business:

#### **ORDINARY BUSINESS:**

- 1. To receive, consider and adopt the Audited Financial Statement of the Corporation for the Financial Year ended March 31, 2014 and Reports of the Board of Directors and Auditors thereon.
- 2. To declare Equity Dividend for the Financial Year 2013-14.
- 3. To appoint a Director in place of Dr. Subhash Chandra Khuntia (DIN:05344972), who retires by rotation and is eligible for reappointment.
- 4. To appoint a Director in place of Shri Pushp Kumar Joshi (DIN:05323634) who retires by rotation and is eligible for reappointment.

#### **SPECIAL BUSINESS:**

5. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED that pursuant to the provisions of Section 148 and all other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder, and as amended from time to time, and such other permissions as may be necessary, the payment of the remuneration of ₹ 2,95,000/- (Rupees Two Lac Ninety Five Thousand Only) with applicable Service Tax plus reimbursement of out of pocket expenses at actuals plus applicable service tax, to M/s. R. Nanabhoy & Company & Mr. Rohit J. Vora who were appointed by the Board of Directors of the Company, as "Cost Auditors" to conduct the audit of the cost records maintained by the Company for Financial Year ending March 31, 2015, be and is hereby ratified and approved.

By Order of the Board,

Date : August 05, 2014

Read. Office : 17, Jamshedji Tata Road Shrikant M. Bhosekar Company Secretary

Churchgate, Mumbai - 400 020

#### NOTES:

 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND. VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.



# **Notice of Annual General Meeting**

- 2. The Explanatory Statement made pursuant to Section 102 (1) of the Companies Act, 1956 in respect of the item No. 5 of the Notice is annexed herewith.
- 3. Dividend on Equity Shares as recommended by the Board of Directors for the Financial Year 2013-14, if approved at the meeting, will be payable to those eligible members whose names appear:
  - (1) As Beneficial owners, as on August 13, 2014 as per the list to be furnished by National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) in respect of shares held in Dematerialised form, and
  - (2) As Members in the Register of Members of the Company as on September 05, 2014 in respect of shares held in Physical Form, after giving effect to all valid share transfers in physical form lodged with the Company or its R & T Agents on or before August 13, 2014.
  - (3) In terms of circular no. MRD/DoP/Cir-05/2009 dated 20th May, 2009 issued by Securities and Exchange Board of India (SEBI), it is now mandatory for the transferee(s) of the physical shares to furnish copy(ies) of PAN card(s) for registration of transfer of shares. Transferee(s) are requested to furnish copy(ies) of PAN card(s)along with Share Transfer Deed duly completed and physical share certificate(s).
- 4. Shareholders to whom hard copy of Annual Reports have been provided are requested to bring their copies of the Annual Report to the Meeting. In case of others, copies of Annual Reports shall be made available at the venue of the Meeting.
- 5. Shareholders / Proxies attending the Meeting should bring the Admission Slip, duly filled, for handing over at the venue of the meeting.
- 6. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules made thereunder, the Shareholders are provided with the facility to cast their vote electronically, through the e-Voting platform provided by NSDL on all the resolutions set forth in this notice. The e-Voting shall commence on August 26, 2014 and end on August 28, 2014. The e-Voting module shall be disabled by NSDL for e-Voting thereafter. During this period, Shareholders of the Company holding shares either in Physical Form or in dematerialised from as on July 25, 2014 may cast their vote electronically.

The results declared along with Scrutinizer Report shall be placed on the Company's website and on the NSDL website within two days of passing of the Resolutions at AGM and communicated to NSE and BSE where the shares of the company are listed.

For exercising e-Voting facility, the User ID and initial password are provided at the bottom of the 'Admission Slip cum Proxy Form' and the detailed procedure is enumerated below.

#### E- VOTING

#### In case of shareholders' receiving e-mail from NSDL:

- (i) Open e-mail and open PDF file viz; "HPCL e-Voting.pdf" with your client ID or Folio No. as password containing. Please note the User ID and initial password.
- (ii) Launch internet browser by typing the following URL: https://www.evoting.nsdl.com/
- (iii) Click on "Shareholder Login"
- (iv) Put user ID and password as initial password noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/ characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.