



# Tamilnadu Petroproducts Limited

Email: [secy-legal@tnpetro.com](mailto:secy-legal@tnpetro.com)  
Phone No. 044-69185588

Secy / 14 / 37<sup>th</sup> AGM / 2022

30<sup>th</sup> September 2022

The General Manager  
Listing Department  
BSE Limited  
Corporate Relations Department  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building, PJ Towers  
Dalal Street, Fort,  
Mumbai – 400 001  
**Scrip Code: 500777**

The Listing Department  
National Stock Exchange of India Ltd  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No: C/1 'G' Block  
Bandra – Kurla Complex  
Bandra E  
Mumbai – 400 051  
**Scrip ID: TNPETRO**

Dear Sir,

**Sub: Voting Results under Regulation 44 of SEBI (LODR) Regulations 2015 and Scrutinizer's Report for the 37<sup>th</sup> AGM held on 29<sup>th</sup> September 2022 – Reg.**

Please find enclosed the copy of the Voting Results under Regulation 44 of SEBI (LODR) Regulations 2015 and Scrutinizers' Report on the voting relating to the 37<sup>th</sup> Annual General Meeting of the Company held on 29<sup>th</sup> September 2022 at 3.00 PM through Video Conference ("VC") / Other Audio-Visual Means ("OAVM").

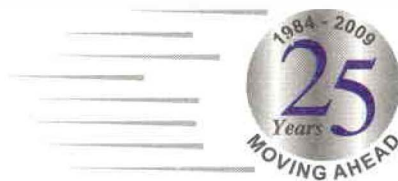
We request you to kindly take the above on record.

Thanking you,

Yours faithfully,  
For Tamilnadu Petroproducts Limited

V. Balamurugan  
Company Secretary

Encl.: As stated



Regd. Office & Factory :  
Post Box No. 9, Manali Express Highway, Manali,  
Chennai - 600 068. India.  
Tel. : (0091) - 44 - 25945500 to 09 Telefax : 044-2594 5588  
Website : [www.tnpetro.com](http://www.tnpetro.com) CIN : L23200TN1984PLC010931  
TPL GSTIN : 33AAACT1295M126



# Tamilnadu Petroproducts Limited

30<sup>th</sup> September 2022

## RESULTS OF E-VOTING AT THE GENERAL MEETING

The 37<sup>th</sup> Annual General Meeting of the Company was held at 03.00 PM on 29<sup>th</sup> September 2022 through Video Conference ("VC") / Other Audio-Visual Means ("OAVM").

Pursuant to the provisions of the Companies Act, 2013, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility through CDSL Platform to its Members for voting on the resolutions proposed in the AGM Notice. E-voting commenced on 26<sup>th</sup> September 2022 at 09.00 AM and ended on 28<sup>th</sup> September 2022 at 05.00 PM.

Facility for voting during the meeting was also provided electronically to those shareholders who had not availed the remote e-voting facility.

M/s. B Chandra & Associates, Practicing Company Secretaries were appointed as the Scrutinizers for both remote e-voting and e-voting during the meeting. The voting by the Members through remote e-voting and by e-voting during the meeting have been consolidated and the Scrutinizers have submitted their report vide copy enclosed.

As per the Report of the Scrutinizers, all the resolutions proposed in the notice of the AGM have been duly passed with requisite majority, details of which are furnished in the report.

For Tamilnadu Petroproducts Limited

**D. Senthikumar**  
Whole-Time Director (Operations)

Encl.: As stated



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TPL GSTIN : 33AAACT1295M1Z6



**B CHANDRA & ASSOCIATES**  
**PRACTISING COMPANY SECRETARIES**  
Regn. No : P2017TN065700

FORM NO. MGT - 13

Report of the Scrutinizer(s)

[Pursuant to rule section 108 & 109 of the Companies Act, 2013 and rule 21(2) of the  
Companies (Management and Administration) Rules, 2014]

Dated 30<sup>th</sup> September 2022

To

The Chairman,  
of the 37<sup>th</sup> Annual General Meeting of M/s. **Tamilnadu Petroproducts Limited**, held on  
29<sup>th</sup> September 2022 through Video Conferencing /Other Audio-Visual Means (VC/OAVM) at  
03.00 P.M.

**Subject:** Ordinary and Special Resolutions passed under various provisions of the  
Companies Act, 2013 read with Rules made there under – Voting through  
electronic means in terms of Section 108 of the Companies Act, 2013 read with  
Rule 20 of the Companies (Management & Administration) Rules, 2014,  
framed there under & Voting by Poll in electronic mode during the meeting  
under Section 109 of the Companies Act read with Rule 21 of the Companies  
(Management & Administration) Rules, 2014, framed there under and the  
relevant Circulars of MCA.

Dear Sir,

We, B Chandra & Associates, Practising Company Secretaries, having our office at AG3,  
Ragamalika, No 26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as  
Scrutinizers as per the letter dated 23<sup>rd</sup> August 2022 for the purpose of voting by remote  
e-voting and e-voting provided at the 37<sup>th</sup> Annual General Meeting of the Equity Shareholders  
of Tamilnadu Petroproducts Limited held through Video Conferencing (VC) / other audio  
visual means (OAVM) at 03.00 P.M. in line with the various General Circulars issued by the  
Ministry of Corporate Affairs viz. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020,  
20/2020 dated May 5, 2020 and 02/2021 dated January 13, 2021, 19/2021 dated December 8,  
2021, 21/2021 dated December 14, 2021 and 02/2022 dated May 5, 2022 and Circulars of SEBI  
dated May, 12, 2020, January, 15, 2021 and 13th May 2022 on the below mentioned resolutions,  
hereby submit our report as under:

AG 3, RAGAMALIKA,  
No.26, Kumaran Colony Main Road,  
Vadapalani,  
Chennai - 600026.



E-mail : bchandrasekharassociates@gmail.com  
bchandrasecyc@gmail.com  
H/P : 9840276313, 9840375053  
Phone : 044-23620157

a.	<p>Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management &amp; Administration) Rules, 2014, as amended up to date, the notices convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means (wherever email ids were available with the Company/ RTA) on 1<sup>st</sup> September 2022 and simultaneously, the Notice convening the AGM was also placed on the website of the Company and, Central Depository Services India Limited (CDSL), the Agency. As per the report of RTA, out of 91507 emails sent, 4218 were bounced.</p> <p>The required paper advertisement with respect to other shareholders inter alia by way of seeking updation of mail ids to a dedicated email id/on-line process was given in English in all Editions of Financial Express and Makkal Kural (vernacular) newspaper on 12<sup>th</sup> August 2022, both of which are also published in electronic version.</p>
b.	<p>The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of wide circulation "Financial Express" on 2<sup>nd</sup> September 2022 and a vernacular newspaper "Makkal Kural" on 1<sup>st</sup> September 2022. Those members of the Company who have not voted through remote e-voting were given an option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL).</p>
c.	<p>The e-voting period commenced on 26<sup>th</sup> September 2022 at 9.00 AM and ended on 28<sup>th</sup> September 2022 at 5.00 PM.</p>
d.	<p>Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 28<sup>th</sup> September 2022 at 05:00 P.M, the CDSL portal was blocked for remote e-voting thereafter.</p>
e.	<p>The votes cast were unblocked in the presence of two witnesses on the 29<sup>th</sup> September 2022</p>
f.	<p>The Corporate members who had participated in the e-voting had provided the scanned copy of the resolutions passed by the Board of Directors/ Powers of Attorney for authorization to exercise their votes through E-Voting.</p>

Mr. S. Krishnan the Chairman of the Company the Chairman of the Company commenced the proceedings at 03.00 PM. Pursuant to the Circulars mentioned aforesaid and the provisions of law read with the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs, the facility for E-voting by those Members who were present and had not voted earlier through Remote E-voting, to cast their vote during the meeting commenced on announcement by the Chairman and remained open for five minutes after the conclusion of the meeting.



The resolutions for which this Annual General Meeting of the shareholders was held are as follows:

S. No	Resolutions	Nature of Resolution
1	To receive, consider and adopt the Financial Statements of the Company (standalone and consolidated) and other Reports for the year ended 31 <sup>st</sup> March 2022.	Ordinary
2	To declare a dividend of Rs.3.00 per equity share (30%).	Ordinary
3	To reappoint Mr. Ashwin C Muthiah (DIN 00255679), Director who retires by rotation and being eligible offers himself for re-election.	Ordinary
4	To appoint the Auditors of the Company and fix their remuneration	Ordinary
5	To appoint Mr. S. Krishnan, IAS (DIN 03439632) as a Director of the Company, not liable to retire by rotation.	Ordinary
6	To appoint Ms.Jayashree Muralidharan, IAS (DIN 03048710) as a Director of the Company, liable to retire by rotation.	Ordinary
7	To ratify the remuneration to the Cost Auditors for the year 2021-22.	Ordinary
8	To approve the transactions with Manali Petrochemicals Limited, a Related party from Oct-2022 to Sep-2023 for purchase and sale of goods and services and other transactions for aggregate value upto Rs.425.00 crore (Rupees Four Hundred and Twenty Five crore) pursuant to Regulation 23(4) of the SEBI (LODR) Regulations, 2015, as amended.	Ordinary
9	To approve the payment of remuneration to the Non-Executive Directors for the year 2021-22	Special
10	To approve the renewal of appointment and increase in remuneration of Mr. D Senthikumar (DIN 00202578) as the Whole-time Director (Operations)	Special
11	To approve the renewal of appointment and increase in remuneration of Mr. KT Vijayagopal (DIN 02341353) as the Whole-time Director (Finance)	Special

A register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights does not arise.



The results of the remote e-voting and e-voting at AGM through VC/OAVM are summarised as follows in terms of the count and sum of votes cast for and against out of the total valid votes is given below:

Resolution S. No	Count of Votes cast for	Sum of votes cast for	Count of votes cast against	Sum of votes cast against	Total valid votes	Assent %	Dissent %
1	305	40473718	28	386	40474104	99.9990	0.0010
2	305	41050820	29	391	41051211	99.9990	0.0010
3	263	37238456	70	3812705	41051161	90.7123	9.2877
4	300	41025465	34	25746	41051211	99.9373	0.0627
5	269	37772584	63	3278594	41051178	92.0134	7.9866
6	268	37826444	64	3224734	41051178	92.1446	7.8554
7	298	41025387	35	25794	41051181	99.9372	0.0628
8	292	8927421	38	47803	8975224	99.4674	0.5326
9	284	40948599	49	103179	41051778	99.7487	0.2513
10	261	37751621	71	3299557	41051178	91.9623	8.0377
11	262	37751517	70	3299661	41051178	91.9621	8.0379

No invalid votes were cast.

For the resolution No. 8 pertaining to approval of material related party transactions, the votes of the related parties have abstained from voting.

Since the requisite no. of votes cast in favor exceeded the No. of votes cast against in respect of resolutions in S No. 1 to 8, we hereby report that the above resolutions were duly passed with requisite majority as Ordinary Resolutions.

In respect of S No 9 to 11, the no of votes cast in favour exceed by three times the no of votes cast against and hence we hereby report that the above resolutions were duly passed with requisite majority as Special Resolutions.

The data sheet relating to remote e-voting and e-voting after AGM through VC/OAVM, records are in the safe custody of the undersigned, and that they will be handed over to the Company, once the Minutes are approved and signed.

Thanking you,

Yours faithfully,

**B Chandra & Associates**

Company Secretaries in Practice

B Chandra

Partner

CP No. 7859

UDIN: A020879D001089837



COUNTER SIGNED ON BEHALF OF  
THE CHAIRMAN

For TAMILNADU PETROPRODUCTS LIMITED

D.SENTHI KUMAR  
Whole - Time Director (Operations)

PLACE: CHENNAI

DATE: 30-09-2022