

Castrol India Limited
CIN L23200MH1979PLC021359
Technopolis Knowledge Park,
Mahakali Caves Road,
Chakala, Andheri (East),
Mumbai - 400 093.

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16 May 2019

To,
The BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Scrip Code: 500870

National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Plot No. C/1, 'G' Block
Bandra (East), Mumbai 400051
Symbol : CASTROLIND

Dear Sir/Madam,

Subject: Proceedings of the 41st Annual General Meeting of the Company

Please find enclosed herewith the gist of the proceeding of the 41st Annual General Meeting of the Company held on 15 May 2019.

You are requested to take the above information on your record.

Thanking you,

Yours truly,

For Castrol India Limited

Chandana Dhar



Chandana Dhar
Company Secretary and Compliance Officer



**Proceedings of Forty First (41st) Annual General Meeting of Castrol India Limited held on
15 May 2019**

The 41st Annual General Meeting (“AGM” or “Meeting”) of Castrol India Limited (“Company”) was held on 15 May 2019 at Yashwantrao Chavan Pratishthan Auditorium, General Jagannath Bhosale Marg, Nariman Point, Opp. Mantralaya, Mumbai – 400 021. The meeting commenced at 10.00 a.m. (IST) and concluded at 12.30 p.m. (IST).

Before commencement of the Meeting, a safety briefing was provided to the members about the safety arrangements inside the auditorium in case of an emergency.

The Meeting was attended by all the Directors, Chief Financial Officer, Company Secretary and representatives of the Statutory Auditors and the Secretarial Auditors except that Mr. R. Gopalakrishnan, Mr. Ramachander Avanavadi and Mr. Sashi Mukundan who could not attend due to other professional commitments.

Mr. S. M. Datta, the Chairman of the Company, chaired the proceeding of the Meeting. The requisite quorum being present, the Chairman commenced the Meeting.

The Chairman thereafter introduced all Directors/KMPs present on the dais and further informed that 2 proxies were received. He further informed about the representations received and statutory registers which were available for inspection at the Meeting.

The Notice convening the AGM was taken as read with the permission of the members present. The Chairman stated that the Auditor’s Report did not contain any qualification, reservation or adverse remark. Therefore, the Auditor’s Report was taken as read with the permission of the members present.

The Chairman informed the members present, about the manner in which the AGM and voting thereat are proposed to be conducted. The Chairman stated that the Company had provided its members facility to exercise their right to vote on resolutions proposed to be considered at the 41st AGM, by electronic means (remote e-voting). The remote e-voting period began on 11 May 2019 at 9.00 am (IST) and ended on 14 May 2019 at 5.00 p.m. (IST). During this period, Members of the Company, who held shares either in physical form or in dematerialized form, as on the cut-off date being 8 May 2019, were eligible to vote by electronic means or at the AGM, Further, members present at the Meeting were allowed to cast their votes by means of electronic voting (e-voting) that was taken up immediately after the conclusion of the Meeting, in respect of all the resolutions. Members who had already cast their votes through remote e-voting system were requested to abstain from the e-voting process at the Meeting as the votes cast through remote e-voting prevail and further e-voting at the Meeting is treated invalid.

The Chairman informed that the Company has appointed Mr. K.G. Saraf, Proprietor of M/s. Saraf & Associates, Practising Company Secretaries as Scrutinizer for the remote e-voting and the e-voting at the Meeting.



The Chairman thereafter invited the Managing Director to make his comments on the operational and financial performance of the Company for the Financial Year ended 31 December 2018.

After answering the pertinent and material questions raised by various members, the following items of business as set out in the Notice were put for the Members' approval by way of e-voting:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31 December 2018 and the reports of the Board of Directors and the statutory auditors thereon.
2. To confirm payment of interim dividend and to declare a final dividend on equity shares for the financial year ended 31 December 2018.
3. To appoint a Director in place of Mr. Omer Dormen (DIN 07282001), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Ms. Rashmi Joshi (DIN 06641898), who retires by rotation and being eligible, offers herself for re-appointment.
5. To consider and ratify the remuneration payable to M/s. Kishore Bhatia & Associates, cost accountants for the financial year ending 31 December 2019.

The members were informed that the consolidated result of remote e-voting and e-voting conducted at the AGM would be declared within 48 hours of the conclusion of the AGM.

For Castrol India Limited



Chandana Dhar
Company Secretary & Compliance Officer

