

चेन्नै पेट्रोलियम कॉर्पोरेशन लिमिटेड  
(भारत सरकार का उद्यम और आईओसीएल की समूह कंपनी)  
**Chennai Petroleum Corporation Limited**  
(A Government of India Enterprise and Group Company of IOCL)



CS:01:100/24-25

08<sup>th</sup> August, 2024

The Secretary  
BSE Ltd.  
Phiroze Jeejeeboy Towers  
25<sup>th</sup> Floor, Dalal Street  
Mumbai – 400 001

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No.C/1, G-Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400 051

BSE Scrip Code: **500110**  
ISIN: **INE178A01016**

NSE Trading Symbol: **CHENNPETRO**

Dear Sir,

**SUBJECT:** Voting Results of 58<sup>th</sup> Annual General Meeting for the year 2023-24 held on 07<sup>th</sup> August 2024.

In continuation to our intimation dated August 07<sup>th</sup>, 2024, the 58<sup>th</sup> AGM of the Company was held on August 07<sup>th</sup>, 2024, and the businesses mentioned in the Notice dated July 07<sup>th</sup>, 2024 were transacted and passed with requisite majority. In this regard, please find the following enclosures;

1. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure - I**.
2. Report of the Scrutinizer dated August 08<sup>th</sup>, 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration), Rules 2014 as **Annexure - II**.

The above is for your information and record please.

Thanking you,

Yours faithfully,  
for **Chennai Petroleum Corporation Limited**

PARAMES  
WARAN /  
SHANKAR

**P.Shankar**  
**Company Secretary**

**Encl: a/a**

<b>Name of the Company</b>	CHENNAI PETROLEUM CORPORATION LIMITED
<b>Date of the AGM/EGM</b>	07-08-2024
<b>Total number of shareholders on record date</b>	135347
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	2
<b>Public:</b>	63

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENT OF THE COMPANY (STANDALONE AND CONSOLIDATED) FOR THE PERIOD FROM 1ST APRIL 2023 TO 31ST MARCH 2024, TOGETHER WITH THE DIRECTORS' REPORT AND THE AUDITOR'S REPORT.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>10,01,98,100</b>	<b>100.0000</b>	<b>10,01,98,100</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	2,49,38,114	1,93,55,710	77.6150	1,87,83,307	5,72,403	97.0427	2.9572	0	18,85,490
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>1,93,55,710</b>	<b>77.615</b>	<b>1,87,83,307</b>	<b>5,72,403</b>	<b>97.0427</b>	<b>2.9573</b>	<b>0</b>	<b>1885490</b>
Public- Non Institutions	E-Voting	2,37,75,186	71,904	0.3024	69,903	2,001	97.2171	2.7828	0	1,349
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,309</b>	<b>0.3251</b>	<b>75,308</b>	<b>2,001</b>	<b>97.4117</b>	<b>2.5883</b>	<b>0</b>	<b>1349</b>
<b>Total</b>		<b>14,89,11,400</b>	<b>11,96,31,119</b>	<b>80.3371</b>	<b>11,90,56,715</b>	<b>5,74,404</b>	<b>99.5199</b>	<b>0.4801</b>	<b>0</b>	<b>1886839</b>

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - TO DECLARE DIVIDEND ON PREFERENCE SHARES FOR THE YEAR 2023-24.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>10,01,98,100</b>	<b>100.0000</b>	<b>10,01,98,100</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	2,49,38,114	2,12,41,200	85.1756	2,12,41,200	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,12,41,200</b>	<b>85.1756</b>	<b>2,12,41,200</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	2,37,75,186	72,333	0.3042	69,635	2,698	96.2700	3.7299	0	920
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,738</b>	<b>0.3269</b>	<b>75,040</b>	<b>2,698</b>	<b>96.5294</b>	<b>3.4706</b>	<b>0</b>	<b>920</b>
<b>Total</b>		<b>14,89,11,400</b>	<b>12,15,17,038</b>	<b>81.6036</b>	<b>12,15,14,340</b>	<b>2,698</b>	<b>99.9978</b>	<b>0.0022</b>	<b>0</b>	<b>920</b>

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - TO DECLARE DIVIDEND ON EQUITY SHARES FOR THE YEAR 2023-24.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,49,38,114	2,12,41,200	85.1756	2,12,41,200	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,12,41,200	85.1756	2,12,41,200	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,37,75,186	72,341	0.3043	70,370	1,971	97.2754	2.7245	0	911
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		77,746	0.327	75,775	1,971	97.4648	2.5352	0	911
Total		14,89,11,400	12,15,17,046	81.6036	12,15,15,075	1,971	99.9984	0.0016	0	911

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - TO APPOINT A DIRECTOR IN PLACE OF MR. DEEPAK SRIVASTAVA (DIN: 09275923), WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>10,01,98,100</b>	<b>100.0000</b>	<b>10,01,98,100</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	2,49,38,114	2,12,41,200	85.1756	15,08,825	1,97,32,375	7.1032	92.8967	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,12,41,200</b>	<b>85.1756</b>	<b>15,08,825</b>	<b>1,97,32,375</b>	<b>7.1033</b>	<b>92.8967</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2,37,75,186	72,088	0.3032	69,295	2,793	96.1255	3.8744	0	1,169
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,493</b>	<b>0.3259</b>	<b>74,700</b>	<b>2,793</b>	<b>96.3958</b>	<b>3.6042</b>	<b>0</b>	<b>1169</b>
<b>Total</b>	<b>14,89,11,400</b>	<b>12,15,16,793</b>	<b>81.6034</b>	<b>10,17,81,625</b>	<b>1,97,35,168</b>	<b>83.7593</b>	<b>16.2407</b>	<b>0</b>	<b>1169</b>	

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - TO APPOINT A DIRECTOR IN PLACE OF MR. ROHIT KUMAR AGRAWALA (DIN: 10048961), WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>10,01,98,100</b>	<b>100.0000</b>	<b>10,01,98,100</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	2,49,38,114	2,12,41,200	85.1756	97,19,609	1,15,21,591	45.7582	54.2417	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,12,41,200</b>	<b>85.1756</b>	<b>97,19,609</b>	<b>1,15,21,591</b>	<b>45.7583</b>	<b>54.2417</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2,37,75,186	71,891	0.3024	68,998	2,893	95.9758	4.0241	0	1,361
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,296</b>	<b>0.3251</b>	<b>74,403</b>	<b>2,893</b>	<b>96.2572</b>	<b>3.7428</b>	<b>0</b>	<b>1361</b>
<b>Total</b>	<b>14,89,11,400</b>	<b>12,15,16,596</b>	<b>81.6033</b>	<b>10,99,92,112</b>	<b>1,15,24,484</b>	<b>90.5161</b>	<b>9.4839</b>	<b>0</b>	<b>1361</b>	

Resolution No.	6									
Resolution required: (Ordinary/ Special)	ORDINARY - TO APPOINT A DIRECTOR IN PLACE OF MR. S.M.VAIDYA (DIN: 06995642), WHO RETIRES BY ROTATION AND IS ELIGIBLE FOR REAPPOINTMENT.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,49,38,114	2,12,41,200	85.1756	25,91,978	1,86,49,222	12.2025	87.7974	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,12,41,200	85.1756	25,91,978	1,86,49,222	12.2026	87.7974	0	0
Public- Non Institutions	E-Voting	2,37,75,186	71,754	0.3018	68,861	2,893	95.9681	4.0318	0	1,496
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		77,159	0.3245	74,266	2,893	96.2506	3.7494	0	1496
Total		14,89,11,400	12,15,16,459	81.6032	10,28,64,344	1,86,52,115	84.6505	15.3495	0	1496

Resolution No.	7									
Resolution required: (Ordinary/ Special)	ORDINARY - APPOINTMENT OF MR. INDER JEET (DIN: 10385230) AS A DIRECTOR.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	2,49,38,114	2,12,41,200	85.1756	35,31,336	1,77,09,864	16.6249	83.3750	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,12,41,200	85.1756	35,31,336	1,77,09,864	16.6249	83.3751	0	0
Public- Non Institutions	E-Voting	2,37,75,186	72,080	0.3032	69,031	3,049	95.7699	4.2300	0	1,169
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		77,485	0.3259	74,436	3,049	96.0650	3.9350	0	1169
Total		14,89,11,400	12,15,16,785	81.6034	10,38,03,872	1,77,12,913	85.4235	14.5765	0	1169



Resolution No.	8									
Resolution required: (Ordinary/ Special)	ORDINARY - APPOINTMENT OF MR. SUBHAJIT SARKAR (DIN: 09706305) AS A DIRECTOR.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>10,01,98,100</b>	<b>100.0000</b>	<b>10,01,98,100</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	2,49,38,114	2,12,41,200	85.1756	36,69,748	1,75,71,452	17.2765	82.7234	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,12,41,200</b>	<b>85.1756</b>	<b>36,69,748</b>	<b>1,75,71,452</b>	<b>17.2766</b>	<b>82.7234</b>	<b>0</b>	<b>0</b>
Public- Non Institutions	E-Voting	2,37,75,186	71,891	0.3024	69,219	2,672	96.2832	3.7167	0	1,361
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,296</b>	<b>0.3251</b>	<b>74,624</b>	<b>2,672</b>	<b>96.5432</b>	<b>3.4568</b>	<b>0</b>	<b>1361</b>
<b>Total</b>		<b>14,89,11,400</b>	<b>12,15,16,596</b>	<b>81.6033</b>	<b>10,39,42,472</b>	<b>1,75,74,124</b>	<b>85.5377</b>	<b>14.4623</b>	<b>0</b>	<b>1361</b>

Resolution No.	9									
Resolution required: (Ordinary/ Special)	ORDINARY - APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS WITH CAUVERY BASIN REFINERY AND PETROCHEMICALS LIMITED, A JOINT VENTURE COMPANY OF CPCL, FOR THE YEAR 2025-26.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)#	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,01,98,100	2,29,32,900	22.8876	2,29,32,900	0	100.0000	0.0000	0	7,72,65,200
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,29,32,900</b>	<b>22.8876</b>	<b>2,29,32,900</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Institutions	E-Voting	2,49,38,114	2,12,41,200	85.1756	2,12,41,200	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,12,41,200</b>	<b>85.1756</b>	<b>2,12,41,200</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>	<b>0</b>
Public- Non Institutions	E-Voting	2,37,75,186	72,211	0.3037	70,208	2,003	97.2261	2.7738	0	1,042
	Poll		5,405	0.0227	5,405	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>77,616</b>	<b>0.3264</b>	<b>75,613</b>	<b>2,003</b>	<b>97.4193</b>	<b>2.5807</b>	<b>0</b>	<b>1042</b>
<b>Total</b>		<b>14,89,11,400</b>	<b>4,42,51,716</b>	<b>29.7168</b>	<b>4,42,49,713</b>	<b>2,003</b>	<b>99.9955</b>	<b>0.0045</b>	<b>0</b>	<b>77266242</b>

# Note: The votes to the extent of 2,29,32,900 voted in favor of the resolution by one of the promoters has been treated as invalid pursuant to Regulation 23(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the same has been considered as invalid votes by the Scrutinizer's in their report dated 08th August, 2024.



**CHITRA LALITHA & ASSOCIATES**

Flat No. 'G', 1st Floor, Senthil Flats, No.59, Burkit Road,  
T. Nagar, Chennai - 600 017  
Ph : 044 24338111/9111

**CONSOLIDATED SCRUTINIZER'S REPORT**

*(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rule, 2014)*

To  
The Chairman/Managing Director/ Company Secretary  
M/s Chennai Petroleum Corporation Limited  
536, Anna Salai, Teynampet, Chennai - 600018.

Respected Sir,

We, M/s Chitra Lalitha & Associates, Company Secretaries were appointed as Scrutinizer by the M/s Chennai Petroleum Corporation Limited ("the Company") for the purpose of Scrutinizing the voting process i.e. remote e-voting and e-voting at the 58<sup>th</sup> Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular Nos.14/2020, 17/2020, 20/2020, 22/2020, 2/2022, 10/2022, 09/2023 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020, June 15, 2020, 05<sup>th</sup> May, 2022, 28<sup>th</sup> December, 2022 and 25<sup>th</sup> September, 2023 respectively and SEBI Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020, January 15, 2021 respectively (MCA & SEBI Circulars) on the resolution(s) mentioned in the Notice dated July 07, 2024. We submit our report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting facility for AGM and on the resolutions contained in the Notice dated July 07, 2024. Our responsibility as scrutinizer is restricted to make a consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' and/or abstain/invalid towards the resolutions as stated in the AGM Notice.
2. The Integrated Annual Report for the year 2023-24 containing the Notice dated July 07, 2024 along with statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through e-mail whose email IDs are registered with the Company/Depository Participant(s) on Sunday, July 14, 2024.
3. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having sent the notice of 58<sup>th</sup> Annual General Meeting and providing e-voting facility in 'The Hindu' (English daily newspaper) on Tuesday, July 16, 2024 and in 'Makkal Kural' (Tamil daily newspaper) on Tuesday, July 16, 2024.



4. In terms of the aforesaid Notice, voting through electronic means was kept open for 4 (Four) days from Saturday, August 03, 2024 (09:00 A.M) to Tuesday, August 06, 2024 (05:00 P.M).
5. The voting rights of members were considered in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date i.e. Thursday, August 01, 2024.
6. After completion of e-voting at the AGM, the data of e-voting at AGM was diligently scrutinized. Thereafter, data of e-voting at AGM were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company.
7. Thereafter, the votes cast through remote e-voting were unblocked after completion of e-voting at the AGM in the presence of two witnesses Mr S Neeraj and Mr Mirza Ismail Irshad Ahmed, who are not in employment with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM.
8. The shareholders exercised their voting either by remote e-voting or e-voting at AGM. There was no shareholder who opted for both the facilities. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they actually voted was considered.
9. Summary of the remote e-voting and e-voting at the AGM is as follows:



**Item No.1:-**

To receive, consider and adopt the Audited Financial Statement of the Company (Standalone and Consolidated) for the period from 01<sup>st</sup> April 2023 to 31<sup>st</sup> March 2024, together with the Directors' Report and the Auditor's Report.

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	570	28	598	119051310	5405	119056715	99.5199
Voted Against	17	0	17	574404	-	574404	0.4801
<b>Total</b>	<b>587</b>	<b>28</b>	<b>615</b>	<b>119625714</b>	<b>5405</b>	<b>119631119</b>	<b>100</b>

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
14	-	14	18,86,839	-	18,86,839

The Item No.1 has been approved with requisite majority by way of an Ordinary Resolution.



**Item No.2:-**

**To declare dividend on Preference Shares for the year 2023-24**

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	571	28	599	121508935	5405	121514340	99.9978
Voted Against	22	0	22	2698	0	2698	0.0022
<b>Total</b>	<b>593</b>	<b>28</b>	<b>621</b>	<b>121511633</b>	<b>5405</b>	<b>121517038</b>	<b>100</b>

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
8	-	8	920	-	920

The Item No.2 has been approved with requisite majority by way of an Ordinary Resolution.



**Item No.3:-**

**To declare dividend on Equity Shares for the year 2023-24**

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	583	28	611	121509670	5405	121515075	99.9984
Voted Against	11	0	11	1971	0	1971	0.0016
<b>Total</b>	<b>594</b>	<b>28</b>	<b>622</b>	<b>121511641</b>	<b>5405</b>	<b>121517046</b>	<b>100</b>

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
7	-	7	911	-	911

The Item No.3 has been approved with requisite majority by way of an Ordinary Resolution.





**Item No.4:-**

To appoint a Director in place of Mr. Deepak Srivastava (DIN: 09275923), who retires by rotation and is eligible for re-appointment.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	367	28	395	101776220	5405	101781625	83.7593
Voted Against	221	0	221	19735168	0	19735168	16.2407
<b>Total</b>	<b>588</b>	<b>28</b>	<b>616</b>	<b>121511388</b>	<b>5405</b>	<b>121516793</b>	<b>100</b>

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
14	-	14	1,169	-	1,169

The Item No.4 has been approved with requisite majority by way of an Ordinary Resolution.



**Item No.5:-**

To appoint a Director in place of Mr. Rohit Kumar Agrawala (DIN: 10048961), who retires by rotation and is eligible for re-appointment.

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	431	28	459	109986707	5405	109992112	90.5161
Voted Against	161	0	161	11524484	0	11524484	9.4839
<b>Total</b>	<b>592</b>	<b>28</b>	<b>620</b>	<b>121511191</b>	<b>5405</b>	<b>121516596</b>	<b>100</b>

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
15	-	15	1,361	-	1,361

The Item No.5 has been approved with requisite majority by way of an Ordinary Resolution.



**Item No.6:-**

**To appoint a Director in place of Mr. S. M. Vaidya (DIN: 06995642), who retires by rotation and is eligible for re-appointment.**

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	370	28	398	102858939	5405	102864344	84.6505
Voted Against	216	0	216	18652115	0	18652115	15.3495
<b>Total</b>	<b>586</b>	<b>28</b>	<b>614</b>	<b>121511054</b>	<b>5405</b>	<b>121516459</b>	<b>100</b>

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
16	-	16	1,496	-	1,496

The Item No.6 has been approved with requisite majority by way of an Ordinary Resolution.



**Item No.7:-**

**Appointment of Mr. Inder Jeet (DIN: 10385230) as a Director.**

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	382	28	410	103798467	5405	103803872	85.4235
Voted Against	209	0	209	17712913	0	17712913	14.5765
<b>Total</b>	<b>591</b>	<b>28</b>	<b>619</b>	<b>121511380</b>	<b>5405</b>	<b>121516785</b>	<b>100</b>

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
14	-	14	1,169	-	1,169

The Item No.7 has been approved with requisite majority by way of an Ordinary Resolution.



**Item No.8:-**

**Appointment of Mr. Subhajit Sarkar (DIN: 09706305) as a Director**

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	387	28	415	103937067	5405	103942472	85.5377
Voted Against	203	0	203	17574124	0	17574124	14.4623
<b>Total</b>	<b>590</b>	<b>28</b>	<b>618</b>	<b>121511191</b>	<b>5405</b>	<b>121516596</b>	<b>100</b>

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
15	-	15	1,361	-	1,361

The Item No.8 has been approved with requisite majority by way of an Ordinary Resolution.



**Item No.9:-**

**Approval for Material Related Party Transactions with Cauvery Basin Refinery and Petrochemicals Limited, a Joint Venture Company of CPCL, for the year 2025-26**

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	576	28	604	21311408	5405	21316813	99.9906
Voted Against	14	-	14	2003	-	2003	0.0094
<b>Total</b>	<b>590</b>	<b>28</b>	<b>618</b>	<b>21313411</b>	<b>5405</b>	<b>21318816</b>	<b>100</b>

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
11	-	11	10,01,99,142	-	10,01,99,142

Note: The votes to the extent of 2,29,32,900 voted in favour of the resolution by one of the promoters has been treated as invalid pursuant to Regulation 23 (4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the same has been included in Invalid Votes.

The Item No.9 has been approved with requisite majority by way of an Ordinary Resolution.



**Item No.10:-**

**Ratification of Remuneration of Cost Auditor for the year 2024 – 25**

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	570	28	598	121508515	5405	121513920	99.9976
Voted Against	20	0	20	2910	0	2910	0.0024
<b>Total</b>	<b>590</b>	<b>28</b>	<b>618</b>	<b>121511425</b>	<b>5405</b>	<b>121516830</b>	<b>100</b>

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
11	-	11	1,128	-	1,128

The Item No.10 has been approved with requisite majority by way of an Ordinary Resolution.



The registers, all other papers and relevant records relating to e-voting shall remain in our safe custody and the same will be handed over to the Company Secretary for safe keeping after approval of minutes by the Chairman.

Thanking You,

Yours Sincerely,

For Chitra Lalitha and Associates  
Firm Registration Number: P2021TN085400  
Peer Review Certificate Number: 1843/2022

*S Lalitha*

S Lalitha  
Partner  
FCS No.: 4464  
C P No.: 2666



Place: Chennai  
Date: 08<sup>th</sup> August, 2024  
UDIN: F004464F000931753