



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: Result of the Annual General Meeting held on 15 May 2019**

This has reference to our letter dated 22 April 2019, enclosing the notice of the 41<sup>st</sup> Annual General Meeting scheduled to be held on 15 May 2019.

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we inform you that the undersigned has declared the results of the electronic means (remote e-voting) today i.e. on 16 May 2019 at the registered office of the Company. All the resolutions have been passed by the members of the Company by requisite majority.

Please find enclosed the results of the remote e-voting process along with the scrutinizer's report.

Kindly acknowledge the receipt.

Thanking You,

Yours faithfully,  
For Castrol India Limited

*Chandana Dhar*

**Chandana Dhar**  
**Company Secretary and Compliance Officer**



Encl: As above

Combined Report of Scrutinizer on  
Remote E-Voting and Poll at the  
Annual General Meeting of  
**Castrol India Limited**  
(L23200MH1979PLC021359)

Scrutinizer:

**K.G.Saraf**

**Saraf and Associates**  
(Company Secretaries)

423 Hind Rajasthan Building,

95 Dadasaheb Phalke Road,

Dadar East, Mumbai 400022

Ph – 022-24130371/24153887

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[kgsaraf@sarafandassociates.com](mailto:kgsaraf@sarafandassociates.com)

Website – [www.sarafandassociates.com](http://www.sarafandassociates.com)



# SARAF & ASSOCIATES

## COMPANY SECRETARIES

www.sarafandassociates.com

423, Hind Rajasthan Building, 95, Dadasaheb Phalke Road, Dadar (East), Mumbai - 400 014.

☎ (022) 2413 0371 / 2415 3887 ☎ +91 98203 20072 ✉ kamalax\_saraf@hotmail.com

16.05.2019

To,  
The Chairman.  
Castrol India Limited.  
Technopolis Knowledge Park,  
Mahakali Caves Road,  
Andheri (East),  
Maharashtra,  
Mumbai 400093.

**Ref :** 41<sup>st</sup> Annual General Meeting of the members of **CASTROL INDIA LIMITED** held on Wednesday, 15 May 2019 at 10.00 a.m. at Yashwantrao Chavan Pratishthan Auditorium, General Jagannath Bhosale Marg, Nariman Point, Opp. Mantralaya, Mumbai – 400 021.

Dear Sir,

I, **K.G.Saraf, Practicing Company Secretary, Proprietor of Saraf and Associates Company Secretaries, Mumbai**, was appointed as the Scrutinizer by:

- The Board of Directors of **CASTROL INDIA LIMITED** vide Letter dated 08/04/2019 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20(4)(ix) of the Companies (Management and Administration) Rules, 2014, for scrutinizing the process of remote e-voting held between 11<sup>th</sup> May 2019 (09.00 a.m.) to 14<sup>th</sup> May 2019 (05.00 p.m.).
- The Chairman of the Annual General Meeting (AGM) for Poll under the provisions of Section Section 107 to 109 of the Companies Act, 2013 read with Rule 20 and Rule 21 of the Companies (Management and Administration) Rules, 2014 on the Resolutions contained in the Notice of the 41<sup>st</sup> AGM of the members of the Company, held on Wednesday, 15 May 2019 at 10.00 a.m. at Yashwantrao Chavan Pratishthan Auditorium, General Jagannath Bhosale Marg, Nariman Point, Opp. Mantralaya, Mumbai – 400 021.

The Management of the Company assumes complete responsibility of ensuring compliance of Sections 108 & 109 of the Companies Act, 2013, read with Rules 20 & 21 of the Companies (Management and Administration) Rules, 2014 as may be necessary and the Listing Obligation Disclosure Requirements, 2015 relating to the remote e-voting and poll process.

The Notice dated 08<sup>th</sup> April, 2019 convening Annual General Meeting (AGM) of the Company along with the Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 were sent to all the Shareholders through emails as made available by RTA and also had sent out the physical notices and annual report through courier in respect of the below mentioned resolutions to be passed at the said Annual General Meeting of the Company. The Notice was also uploaded on the website of the company.



Remote E-voting

- The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting Remote E-voting by the Shareholders of the Company.
- The Shareholders of the Company holding shares as on the "cutoff" date **08<sup>th</sup> May 2019**, were entitled to vote on the proposed resolutions as set out at Item No's. 1 to 5 in the Notice of the AGM of Castrol India Limited.
- The voting period for remote E-voting remained open from **9.00 a.m. (IST) on 11 May 2019 to 5.00 p.m. (IST) on 14 May 2019** and the National Securities Depository Limited (NSDL) e-voting platform was blocked thereafter and the votes cast under e-voting facility were then unblocked after the conclusion of the Annual General Meeting in the presence of Mr. Mandar Saraf and Ms. Jinal Juthani who are not in the employment of the Company. **(Declaration I Attached)**
- Only the Votes cast by Corporate/Institutional Members who have emailed the scanned certified true copy of Board Resolution/Power of Attorney/Authority letter etc at email ID [castrolagm2018@sarafandassociates.com](mailto:castrolagm2018@sarafandassociates.com) , [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or who have uploaded on the website of National Security Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com> have been considered valid.

Poll

- The Company has availed Poll facility from Link Intime India Pvt Ltd, their Register and Share Transfer Agents for enabling the shareholders to vote at the AGM Venue.
- After the time fixed for closing of the poll by the chairman, the ballot box kept for polling was locked in my presence.
- The locked ballot box were subsequently opened in my presence and under the witness of Mr. Mandar Saraf and Ms. Jinal Juthani who are not in the employment of the Company and poll papers were diligently scrutinized. **(Declaration II Attached)**
- The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
- The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.

As a scrutinizer of the process, my responsibility is restricted to ensure the process to be carried on in fair manner and to report on the votes cast in 'Favour' and 'Against' the resolutions. Based on the information furnished by Link Intime India Pvt Ltd, the Company's Registrars and Share Transfer Agents, on the Poll conducted at the AGM Venue and based on the data downloaded from the Official website of National Securities Depository Limited (NSDL) for the Remote E-voting process, we now submit a combined report on **Remote E-voting and Poll as under:**

**Scrutinizer's Combined Report on Remote E-Voting and Poll of Castrol India Limited.**



**Item No 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.**

**Remote E-Voting.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means	524	260,318,773
Less: Total Number of Invalid Votes	18	13,583,695
<b>Total Number of Valid Votes (A)</b>	<b>506</b>	<b>246,735,078</b>

**Poll.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Poll	56	504,551,893
Less: Total Number of Invalid Votes	3	18,576
<b>Total Number of Valid Votes (B)</b>	<b>53</b>	<b>504,533,317</b>

**Remote E-Voting and Poll (Combined)**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means and Poll	580	764,870,666
Less: Total Number of Invalid Votes	21	13,602,271
<b>Total Number of Valid Votes (A+B)</b>	<b>559</b>	<b>751,268,395</b>

**1. Voted in Favour of the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	496	246,733,382	99.9993
Poll	53	504,533,317	100
<b>Combined (E-Voting &amp; Poll)</b>	<b>549</b>	<b>751,266,699</b>	<b>99.9998</b>

**2. Voted in Against the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	10	1,696	0.0007
Poll	0	0	0.0000
<b>Combined (E-Voting &amp; Poll)</b>	<b>10</b>	<b>1,696</b>	<b>0.0002</b>

**3. Invalid Votes**

**Remote E-Voting.**

Reason for Invalidation	Number of Votes	Number of Shares
Board Resolution/Power of Attorney/Authority letter not Received	18	13,583,695
<b>Total (I)</b>	<b>18</b>	<b>13,583,695</b>

**Poll.**

Abstained / Incorrectly Voted	3	18,576
<b>Total (II)</b>	<b>3</b>	<b>18,576</b>
<b>Total (Combined) (I+II)</b>	<b>21</b>	<b>13,602,271</b>



**Item No 2. To confirm payment of interim dividend and to declare a final dividend on equity shares for the financial year ended 31 December 2018.**

**Remote E-Voting.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means	528	260,423,127
Less: Total Number of Invalid Votes	18	13,583,695
<b>Total Number of Valid Votes (A)</b>	<b>510</b>	<b>246,839,432</b>

**Poll.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Poll	56	504,551,893
Less: Total Number of Invalid Votes	3	18,576
<b>Total Number of Valid Votes (B)</b>	<b>53</b>	<b>504,533,317</b>

**Remote E-Voting and Poll (Combined)**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means and Poll	584	764,975,020
Less: Total Number of Invalid Votes	21	13,602,271
<b>Total Number of Valid Votes (A+B)</b>	<b>563</b>	<b>751,372,749</b>

**1. Voted in Favour of the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	504	246,838,667	99.9997
Poll	53	504,533,317	100
<b>Combined (E-Voting &amp; Poll)</b>	<b>557</b>	<b>751,371,984</b>	<b>99.9999</b>

**2. Voted in Against the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	6	765	0.0003
Poll	0	0	0.0000
<b>Combined (E-Voting &amp; Poll)</b>	<b>6</b>	<b>765</b>	<b>0.0001</b>

**3. Invalid Votes**

**Remote E-Voting.**

Reason for Invalidation	Number of Votes	Number of Shares
Board Resolution/Power of Attorney/Authority letter not Received	18	13,583,695
<b>Total (I)</b>	<b>18</b>	<b>13,583,695</b>

**Poll.**

Abstained / Incorrectly Voted	3	18,576
<b>Total (II)</b>	<b>3</b>	<b>18,576</b>
<b>Total (Combined) (I+II)</b>	<b>21</b>	<b>13,602,271</b>



**Item No 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.**

**Remote E-Voting.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means	521	260,421,328
Less: Total Number of Invalid Votes	18	13,583,695
<b>Total Number of Valid Votes (A)</b>	<b>503</b>	<b>246,837,633</b>

**Poll.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Poll	56	504,551,893
Less: Total Number of Invalid Votes	3	18,576
<b>Total Number of Valid Votes (B)</b>	<b>53</b>	<b>504,533,317</b>

**Remote E-Voting and Poll (Combined)**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means and Poll	577	764,973,221
Less: Total Number of Invalid Votes	21	13,602,271
<b>Total Number of Valid Votes (A+B)</b>	<b>556</b>	<b>751,370,950</b>

**1. Voted in Favour of the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	466	244,079,387	98.8826
Poll	53	504,533,317	100
<b>Combined (E-Voting &amp; Poll)</b>	<b>519</b>	<b>748,612,704</b>	<b>99.6329</b>

**2. Voted in Against the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	37	2,758,246	1.1174
Poll	0	-	0.0000
<b>Combined (E-Voting &amp; Poll)</b>	<b>37</b>	<b>2,758,246</b>	<b>0.3671</b>

**3. Invalid Votes**

**Remote E-Voting.**

Reason for Invalidation	Number of Votes	Number of Shares
Board Resolution/Power of Attorney/Authority letter not Received	18	13,583,695
<b>Total (I)</b>	<b>18</b>	<b>13,583,695</b>

**Poll.**

Abstained / Incorrectly Voted	3	18,576
<b>Total (II)</b>	<b>3</b>	<b>18,576</b>
<b>Total (Combined) (I+II)</b>	<b>21</b>	<b>13,602,271</b>



**Item No 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.**

**Remote E-Voting.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means	520	260,421,351
Less: Total Number of Invalid Votes	18	13,583,695
<b>Total Number of Valid Votes (A)</b>	<b>502</b>	<b>246,837,656</b>

**Poll.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Poll	56	504,551,893
Less: Total Number of Invalid Votes	3	18,576
<b>Total Number of Valid Votes (B)</b>	<b>53</b>	<b>504,533,317</b>

**Remote E-Voting and Poll (Combined)**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means and Poll	576	764,973,244
Less: Total Number of Invalid Votes	21	13,602,271
<b>Total Number of Valid Votes (A+B)</b>	<b>555</b>	<b>751,370,973</b>

**1. Voted in Favour of the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	453	242,849,628	98.3844
Poll	53	504,533,317	100
<b>Combined (E-Voting &amp; Poll)</b>	<b>506</b>	<b>747,382,945</b>	<b>99.4692</b>

**2. Voted in Against the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	49	3,988,028	1.6156
Poll	0	0	0.0000
<b>Combined (E-Voting &amp; Poll)</b>	<b>49</b>	<b>3,988,028</b>	<b>0.5308</b>

**3. Invalid Votes**

**Remote E-Voting.**

Reason for Invalidation	Number of Votes	Number of Shares
Board Resolution/Power of Attorney/Authority letter not Received	18	13,583,695
<b>Total (I)</b>	<b>18</b>	<b>13,583,695</b>

**Poll.**

Abstained / Incorrectly Voted	3	18,576
<b>Total (II)</b>	<b>3</b>	<b>18,576</b>
<b>Total (Combined) (I+II)</b>	<b>21</b>	<b>13,602,271</b>





**Item No 5. To consider and ratify the remuneration payable to M/s. Kishore Bhatia & Associates, cost accountants for the financial year ending 31 December 2019.**

**Remote E-Voting.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means	520	260,421,950
Less: Total Number of Invalid Votes	18	13,583,695
<b>Total Number of Valid Votes (A)</b>	<b>502</b>	<b>246,838,255</b>

**Poll.**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Poll	56	504,551,893
Less: Total Number of Invalid Votes	3	18,576
<b>Total Number of Valid Votes (B)</b>	<b>53</b>	<b>504,533,317</b>

**Remote E-Voting and Poll (Combined)**

Particulars	Number of Members who voted / Polled	Number of Equity Shares (N.V of Rs.5/- Each)
Total Votes received by Electronic means and Poll	576	764,973,843
Less: Total Number of Invalid Votes	21	13,602,271
<b>Total Number of Valid Votes (A+B)</b>	<b>555</b>	<b>751,371,572</b>

**1. Voted in Favour of the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	472	246,812,581	99.9896
Poll	53	504,533,317	100
<b>Combined (E-Voting &amp; Poll)</b>	<b>525</b>	<b>751,345,898</b>	<b>99.9966</b>

**2. Voted in Against the resolution:**

Mode of Voting	Number of Members who voted / Polled	Number of Equity Shares	% of Total Number of Valid Votes Cast.
Remote E- voting	30	25,674	0.0104
Poll	0	0	0.0000
<b>Combined (E-Voting &amp; Poll)</b>	<b>30</b>	<b>25,674</b>	<b>0.0034</b>

**3. Invalid Votes**

**Remote E-Voting.**

Reason for Invalidation	Number of Votes	Number of Shares
Board Resolution/Power of Attorney/Authority letter not Received	18	13,583,695
<b>Total (I)</b>	<b>18</b>	<b>13,583,695</b>

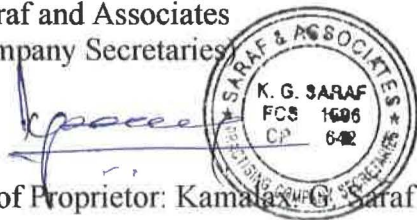
**Poll.**

Abstained / Incorrectly Voted	3	18,576
<b>Total (II)</b>	<b>3</b>	<b>18,576</b>
<b>Total (Combined) (I+II)</b>	<b>21</b>	<b>13,602,271</b>



- In cases where Votes are casted in both, Remote E-voting and Poll at the AGM, only the votes casted in E-voting are taken into account in respect of such shareholder.
- The aforesaid combined report is computed on the basis of Acceptance and Rejection as annexed herewith, which forms an integral part of this Report.
- The relevant records relating to remote E- Voting and Poll were sealed and handed over to the person authorized by the Board for safe keeping.
- The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting after which the same will be handed over to the Company for safe keeping.
- You may accordingly declare the result of voting.

Thanking you,  
Yours faithfully,  
For Saraf and Associates  
(Company Secretaries)



Name of Proprietor: Kamalax G. Saraf  
Membership No: 1596  
COP No: 642

Date : 16.05.2018  
Place : Mumbai.

**Annexure****A. Basis of Acceptance****I. Physical Polling Papers.**

1. The assent or dissent has been given by any other mark, the Poll Paper has been considered.
2. Where the Joint shareholder(s) has/ have signed the Poll Paper instead of first named shareholder; the Vote(s) cast by the joint named shareholders has/have been considered.
3. Shareholder has assented or dissented without mentioning the number of shares, the entire shareholding has been considered.
4. Shareholder has voted for less number of shares than his actual Shareholding, the number of shares (votes) indicated/cast has been considered.
5. Shareholder has voted for more than his actual shareholding, the actual shareholding has been considered.
6. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and Voting done through Poll has been treated as Invalid.

**II. Voting through Electronic Mode (Remote E-Voting).**

1. Member has voted only through e-voting i.e. electronic mode.

**B. Basis of Rejection****I. Physical Polling Papers.**

1. Shareholder has not put any mark on either assent or dissent.
2. Poll paper is not signed.
3. Specimen signature of the shareholder with the Registrar and Share Transfer Agent differs with that of the signature in the Poll Papers.
4. The specimen signature of the beneficial owner is not provided to the Registrar and Share Transfer Agent by the Depositories and consequently there is no way to verify the signature with the specimen.
5. Shareholder has put tick mark for both assent and dissent without indicating number of shares.
6. In case where a Poll Paper has been signed by Authorised Signatory / Power of Attorney Holder and certified true copy of Board Resolution / Power of Attorney / Letter of Authority not provided to the Company/ Registrar and Share Transfer Agent.



7. The Poll Paper is received torn or defaced or mutilated to an extent that it is difficult for the Scrutinizers to identify either the Member or the number of votes.
8. If both Shareholder and Proxy have signed and deposited the Poll Paper, the Poll Paper of the Proxy has been rejected and treated as invalid.
9. If the Name of the Person is not found in the Register of Members or Proxy Register or as an Authorised Representative of the Body Corporate, the Poll Paper has been rejected and treated as invalid.
10. If the Identity of the Person Voting is not known and there is no other way to trace his/her Identity due to incomplete Poll Paper, then the Poll paper has been rejected and treated as invalid.
11. If the Shareholder has voted both in e-Voting and Poll, then Voting done through e-Voting has been considered and voting done through Poll has been treated as Invalid.

## II. Voting through Electronic Mode (Remote E-Voting).

1. Votes cast by Corporate/Institutional Members who have not emailed the scanned certified true copy of Board Resolution/Power of Attorney/Authority letter etc at email ID [castrolagm2018@sarafandassociates.com](mailto:castrolagm2018@sarafandassociates.com) , [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or who have not uploaded the same on the website of National Security Depository Limited (NSDL) i.e. <https://www.evoting.nsdl.com> have been considered Invalid.



## Declaration I

(Unblocking of votes cast through E-Voting)

We, **Mr. Mandar Saraf** and **Ms. Jinal Juthani** hereby state that the Excel Sheet containing the Results of E-Voting held between 11<sup>th</sup> May 2019 (09.00 a.m.) to 14<sup>th</sup> May 2019 (05.00 p.m.), were unblocked from the website of M/s. National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) and opened in our presence as required under Rule 20(4)(xii) of Companies (Management and Administration) Rules, 2014.

**Witness 1**



Name: Mandar Saraf

Address: 1, Guruprasad Plot 192  
SIOM (9) Mumbai

**Witness 2**



Name: Jinal Juthani

Address: B/601, vijay apt,  
B.J. Patel Road  
Malad west

## Declaration II

(Ballot Box)

We, **Mr. Mandar Saraf** and **Ms. Jinal Juthani** hereby state that the Polling Box, in which Equity Shareholders of **Castrol India Limited** ("the Company") cast their vote by way of Poll at the 41st Annual General Meeting of the members of CASTROL INDIA LIMITED held on Wednesday, 15 May 2019 at 10.00 a.m. at Yashwantrao Chavan Pratishthan Auditorium, General Jagannath Bhosale Marg, Nariman Point, Opp. Mantralaya, Mumbai – 400 021, was opened in our presence as required under Rule 21(1)(f) of Companies (Management and Administration) Rules, 2014.

Witness 1



Name: Mandar Saraf

Address: 1, Guruprasad Plot 192  
Sion (e) Mumbai

Witness 2



Name: Jinal Juthani

Address: B/601, Vijay apt,  
B.J. Patel Road  
Malad west

## Castrol India Limited

Resolution Required : (Ordinary)			1 - Audited Financial Statement for the Financial Year ended 31 December 2018 and the Reports of the Board of Directors and Statutory Auditors thereon.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	504452416	0	0.0000	0	0	0.0000	0.0000
	Poll		504452416	100.0000	504452416	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>504452416</b>	<b>100.0000</b>	<b>504452416</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	284420747	234811721	82.5579	234811721	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>234811721</b>	<b>82.5579</b>	<b>234811721</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	200249221	11923357	5.9543	11921661	1696	99.9858	0.0142
	Poll		80901	0.0404	80901	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12004258</b>	<b>5.9947</b>	<b>12002562</b>	<b>1696</b>	<b>99.9859</b>	<b>0.0141</b>
<b>Total</b>		<b>989122384</b>	<b>751268395</b>	<b>75.9530</b>	<b>751266699</b>	<b>1696</b>	<b>99.9998</b>	<b>0.0002</b>



For Castrol India Limited

*Chandana Dhar*

Chandana Dhar  
Company Secretary

## Castrol India Limited

Resolution Required : (Ordinary)			2 - Confirming the payment of interim dividend, special dividend and Declaration of final dividend on equity shares for the Financial Year ended 31 December 2018.					
Whether promoter/ promoter group are interested in the agenda/resolution?			NO					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	504452416	0	0.0000	0	0	0.0000	0.0000
	Poll		504452416	100.0000	504452416	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>504452416</b>	<b>100.0000</b>	<b>504452416</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	284420747	234915113	82.5942	234915113	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>234915113</b>	<b>82.5942</b>	<b>234915113</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	200249221	11924319	5.9547	11923554	765	99.9936	0.0064
	Poll		80901	0.0404	80901	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12005220</b>	<b>5.9951</b>	<b>12004455</b>	<b>765</b>	<b>99.9936</b>	<b>0.0064</b>
<b>Total</b>		<b>989122384</b>	<b>751372749</b>	<b>75.9636</b>	<b>751371984</b>	<b>765</b>	<b>99.9999</b>	<b>0.0001</b>



For Castrol India Limited

*Chandana Dhar*

Chandana Dhar  
Company Secretary



## Castrol India Limited

Resolution Required : (Ordinary)

3 - Re-appointment of Mr. Omer Dormen (DIN 07282001), who retires by rotation and, being eligible, offers himself for re-appointment.

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	504452416	0	0.0000	0	0	0.0000	0.0000
	Poll		504452416	100.0000	504452416	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>504452416</b>	<b>100.0000</b>	<b>504452416</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	284420747	234915113	82.5942	232183091	2732022	98.8370	1.1630
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>234915113</b>	<b>82.5942</b>	<b>232183091</b>	<b>2732022</b>	<b>98.8370</b>	<b>1.1630</b>
Public Non Institutions	E-Voting	200249221	11922520	5.9538	11896296	26224	99.7800	0.2200
	Poll		80901	0.0404	80901	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12003421</b>	<b>5.9942</b>	<b>11977197</b>	<b>26224</b>	<b>99.7815</b>	<b>0.2185</b>
<b>Total</b>		<b>989122384</b>	<b>751370950</b>	<b>75.9634</b>	<b>748612704</b>	<b>2758246</b>	<b>99.6329</b>	<b>0.3671</b>

For Castrol India Limited



*Chandana Dhar*

Chandana Dhar  
Company Secretary

## Castrol India Limited

Resolution Required : (Ordinary)		4 - Re-appointment of Ms. Rashmi Joshi (DIN 06641898), who retires by rotation and, being eligible, offers herself for re-appointment.						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	504452416	0	0.0000	0	0	0.0000	0.0000
	Poll		504452416	100.0000	504452416	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>504452416</b>	<b>100.0000</b>	<b>504452416</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	284420747	234915113	82.5942	230978588	3936525	98.3243	1.6757
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>234915113</b>	<b>82.5942</b>	<b>230978588</b>	<b>3936525</b>	<b>98.3243</b>	<b>1.6757</b>
Public Non Institutions	E-Voting	200249221	11922543	5.9539	11871040	51503	99.5680	0.4320
	Poll		80901	0.0404	80901	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12003444</b>	<b>5.9943</b>	<b>11951941</b>	<b>51503</b>	<b>99.5709</b>	<b>0.4291</b>
<b>Total</b>		<b>989122384</b>	<b>751370973</b>	<b>75.9634</b>	<b>747382945</b>	<b>3988028</b>	<b>99.4692</b>	<b>0.5308</b>



For Castrol India Limited

*Chandana Dhar*

Chandana Dhar  
Company Secretary

## Castrol India Limited

Resolution Required : (Ordinary)

5 - Payment of Remuneration to Cost Auditors M/s. Kishore Bhatia & Associates, Cost Accountant for Financial Year ended 31 December 2019

Whether promoter/ promoter group are interested in the agenda/resolution?

NO

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes –Against	% of Votes in favour on votes polled	% of Votes against on votes polled
			[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100
Promoter and Promoter Group	E-Voting	504452416	0	0.0000	0	0	0.0000	0.0000
	Poll		504452416	100.0000	504452416	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>504452416</b>	<b>100.0000</b>	<b>504452416</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	284420747	234915113	82.5942	234915113	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>234915113</b>	<b>82.5942</b>	<b>234915113</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	200249221	11923142	5.9542	11897468	25674	99.7847	0.2153
	Poll		80901	0.0404	80901	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>12004043</b>	<b>5.9946</b>	<b>11978369</b>	<b>25674</b>	<b>99.7861</b>	<b>0.2139</b>
<b>Total</b>		<b>989122384</b>	<b>751371572</b>	<b>75.9635</b>	<b>751345898</b>	<b>25674</b>	<b>99.9966</b>	<b>0.0034</b>

For Castrol India Limited



*Chandana Dhar*

**Chandana Dhar**  
Company Secretary