



Tamilnadu Petroproducts Limited

Secy / 14 / 35th AGM / 2020

Email: secy-legal@tnpetro.com
11th September 2020

The General Manager
Listing Department
BSE Limited
Corporate Relations Department
1st Floor, New Trading Ring
Rotunda Building, PJ Towers
Dalal Street, Fort,
Mumbai - 400 001

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No: C/1 'G' Block
Bandra - Kurla Complex
Bandra E
Mumbai - 400 051

Scrip Code: 500777

Scrip ID: TNPETRO

Dear Sir,

Sub: Voting Results under Regulation 44 of SEBI (LODR) 2015 and Scrutiniser's Report for the 35th AGM of TPL held on 9th September 2020 - Reg.

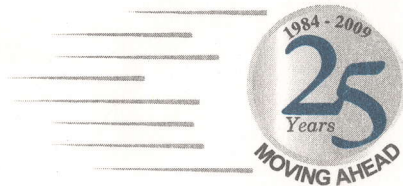
Please find enclosed the copy of the Voting Results under Regulation 44 of SEBI (LODR) 2015 and Scrutinizers' Report on the voting relating to the 35th Annual General Meeting of the Company held on 9th September 2020 at 2.00 PM through Video Conference ("VC") / Other Audio Visual Means ("OAVM").

We request you to kindly take the above on record.

Thanking you,

Yours faithfully,
For **Tamilnadu Petroproducts Limited**

D Senthikumar
Wholetime Director (Operations)
DIN: 00202578



Regd. Office & Factory :
Post Box No. 9, Manali Express Highway, Manali, Chennai - 600 068. India.
Tel. : (0091) - 44 - 25945500 to 09 Telefax : 044-25945588
Website : www.tnpetro.com CIN : L23200TN1984PLC010931
TPL GSTIN : 33AAACT1295M1Z6





Tamilnadu Petroproducts Limited

11th September 2020

RESULTS OF VOTING AT THE GENERAL MEETING

The 35th Annual General Meeting of the Company was held at 02.00 PM on 9th September 2020 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 6th September 2020 at 09.00 AM and ended on 8th September 2020 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.

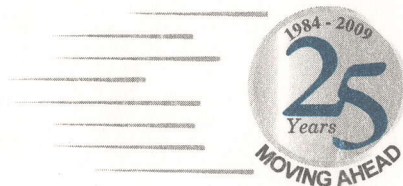
M/s B Chandra & Associates, Practicing Company Secretaries were appointed as the Scrutinizers for both remote e-voting and e-voting during the meeting. The voting by the Members through remote e-voting and by e-voting during the meeting have been consolidated and the Scrutinizers have submitted their 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)
DIN: 00202578

Encl.: As stated



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B CHANDRA & ASSOCIATES

PRACTISING COMPANY SECRETARIES

Regn. No : P2017TN065700

FORM NO. MGT - 13

Report of the Scrutinizer(s)

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

Dated 11th September 2020

To

The Chairman,

of the 35th Annual General Meeting of M/s. **Tamilnadu Petroproducts Limited**, held on
9th September, 2020 through Video Conferencing /Other Audio Visual Means (VC/OAVM) at
02.00 P.M.

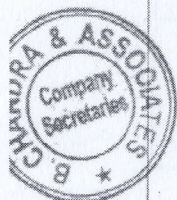
Subject: Ordinary Resolutions passed under different provisions of the Companies Act,
2013 read with Rules made there under – Voting through electronic means in
terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the
Companies (Management & Administration) Rules, 2014, framed there under
& 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 14th August 2020 for the purpose of voting by remote
e- voting and e-voting provided at the 35th Annual General Meeting of the Equity
Shareholders of Tamilnadu Petroproducts Limited held through Video Conferencing (VC) /
other audio visual means (OAVM) at 02.00 P.M. in line with the Circular No14/2020 dated 8th
April 2020, Circular No.17/2020 dated April 13, 2020 and No.20/2020 dated May 5, 2020 on the
below mentioned resolutions, hereby submit our report as under:

a. Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management &
Administration) Rules, 2014, as amended upto 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 18th August, 2020 and simultaneously, the
Notice convening the AGM was also placed on the website of the Company.

The required paper advertisement with respect to other shareholders inter alia by way
of seeking updation of mail ids to a dedicated email id was given in English in all
Editions of Financial Express and Makkal Kural vernacular newspaper on 11th August
2020, both of which are also published in electronic version.



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

B Chandra

E-mail : bchandraandassociates@gmail.com

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H/P : 9840276313, 9840375053

Phone : 044-23620157



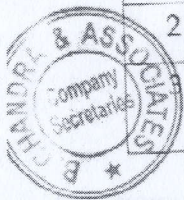
B CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES
Regn. No : P2017TN065700

b.	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 17 th August 2020 and a vernacular newspaper "Makkal Kural" on the same date. The members of the Company were given an option to vote electronically on e-voting platform, provided by the Central Depository Services (India) Limited (CDSL).
c.	The e-voting period commenced on 6 th September, 2020 at 9.00 AM and ended on 08 th September 2020 at 5.00 PM.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 8 th September 2020 at 05:00 P.M, the CDSL portal was blocked for voting thereafter.
e.	The votes cast were unblocked in the presence of two witnesses on the 9 th September 2020.
f.	The Corporate members who had participated in the e-voting had provided the scanned copy of the resolutions passed by the Board of Directors for authorization to exercise their votes through E-Voting.

At the AGM held at the scheduled time through VC/ OAVM, the Chairperson of the Company had communicated her inability to attend the meeting and hence pursuant to Article 87 of the Articles of Association, and hence a poll by electronic means was conducted in which the Vice-Chairman, Mr.Ashwin C Muthiah (DIN: 00255679) was elected as the Chairman of the Meeting. The voting commenced on announcement by the Chairman of the meeting and remained open for 5 minutes after the conclusion of the meeting, to those members who had not voted earlier through Remote e-voting to cast their vote pursuant to 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 dated 23-09-2016.

The resolutions for which this Annual General Meeting of the shareholders was held were 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 st March 2020.	Ordinary
2	To declare a dividend of Rs.1.50 per equity share (15%)	Ordinary
	To reappoint Mr. Ashwin C Muthiah, (DIN 00255679) Director who retires by rotation and being eligible offers himself for re-election.	Ordinary



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B Chandra

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Phone : 044-23620157



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PRACTISING COMPANY SECRETARIES

Regn. No : P2017TN065700

4	To appoint of Ms. Kakarla Usha, IAS, (DIN 07283218) as a Director of the Company u/s 160 of the Act, not liable to retire by rotation	Ordinary
5	To appoint Dr. K. P. Karthikeyan IAS, (DIN 08218878) as a Director of the Company liable to retire by rotation	Ordinary
6	To ratify the remuneration of Rs.2,50,000/- (Rupees Two lakhs fifty thousand only) to M/s. M. Krishnaswamy and Associates, Cost Accountants, the Cost Auditors of the Company for the year 2019-20.	Ordinary
7	To approve the transactions with Manali Petrochemicals Limited, a Related Party for purchase and sale of goods and services and other transactions for aggregate value upto Rs. 150 crore (Rupees one hundred fifty crore) plus applicable taxes , pursuant to Regulation 23(4) of the SEBI (LODR) Regulations, 2015, as amended.	Ordinary

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 did 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

Remote evoting & evoting at the Annual General Meeting									
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 %	Count of votes treated invalid	Sum of votes treated invalid
1	107	36628880	5	659	36629739	99.9977%	0.0023%	0	0
2	108	36628890	4	849	36629739	99.9977%	0.0023%	0	0
3	107	36628790	5	949	36629739	99.9974%	0.0026%	0	0
4	106	36628865	6	874	36629739	99.9976%	0.0024%	0	0
5	106	36628865	6	874	36629739	99.9976%	0.0024%	0	0
6	106	36628878	6	861	36629739	99.9976%	0.0024%	0	0
7	101	4550084	6	873	4550957	99.9808%	0.0192%	5	32078782



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B CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARIES
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For the resolution No. 7 pertaining to approval of material related party transactions, the votes of the related parties have not been considered, as stipulated under the relevant Regulations.

Since the requisite no. of votes cast in favour exceeded the No. of votes cast against in respect of resolutions in S No. 1 to 7, we hereby report that the above resolutions were duly passed with requisite majority as Ordinary 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: A020879B000690570



COUNTER SIGNED ON BEHALF OF
THE CHAIRMAN

For TAMILNADU PETROPRODUCTS LIMITED

D. SENTHIKUMAR
Whole - Time Director (Operations)

PLACE: CHENNAI
DATE: 11/09/2020