

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

L23200TN1984PLC010931

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAACT1295M

(ii) (a) Name of the company

TAMILNADU PETROPRODUCTS

(b) Registered office address

MANALI EXPRESS HIGHWAY,  
MANALI  
CHENNAI  
Tamil Nadu  
600068

(c) \*e-mail ID of the company

secy-legal@tnpetro.com

(d) \*Telephone number with STD code

04425945500

(e) Website

www.tnpetro.com

(iii) Date of Incorporation

22/06/1984

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Lited	1
2	The National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67120TN1998PLC041613

Pre-fill

Name of the Registrar and Transfer Agent

CAMEO CORPORATE SERVICES LIMITED

Registered office address of the Registrar and Transfer Agents

"SUBRAMANIAN BUILDING"  
No.1 CLUB HOUSE ROAD

(vii) \*Financial year From date 01/04/2019 (DD/MM/YYYY) To date 31/03/2020 (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM 09/09/2020

(b) Due date of AGM 30/09/2020

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities 1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given 2

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	CERTUS INVESTMENT & TRADII		Subsidiary	100
2	CERTUS INVESTEMENT & TRAD		Subsidiary	0

#### IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

##### (i) \*SHARE CAPITAL

###### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	200,000,000	89,976,899	89,971,474	89,971,474
Total amount of equity shares (in Rupees)	2,000,000,000	899,768,990	899,714,740	899,714,740

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	200,000,000	89,976,899	89,971,474	89,971,474
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	2,000,000,000	899,768,990	899,714,740	899,714,740

###### (b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

###### (c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

###### (d) Break-up of paid-up share capital

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
Equity shares				

<b>At the beginning of the year</b>	89,971,474	899,714,740	899,714,740	
<b>Increase during the year</b>	0	0	0	0
i. Public Issues	0	0	0	0
ii. Rights issue	0	0	0	0
iii. Bonus issue	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	89,971,474	899,714,740	899,714,740	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify				
<b>Decrease during the year</b>	0	0	0	0

i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \*

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	05/08/2019		
Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			

Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			371,419,034.92
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Deposit			0
<b>Total</b>			371,419,034.92

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

12,249,645,687

(ii) Net worth of the Company

4,327,870,133

VI. (a) \*SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	15,843,751	17.61	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	15,234,375	16.93	0	
10.	Others	0	0	0	
	<b>Total</b>	31,078,126	34.54	0	0

Total number of shareholders (promoters)

2

(b) \*SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	40,062,657	44.53	0	
	(ii) Non-resident Indian (NRI)	3,098,568	3.44	0	
	(iii) Foreign national (other than NRI)	500	0	0	



2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	3,808,206	4.23	0	
4.	Banks	2,025	0	0	
5.	Financial institutions	95,311	0.11	0	
6.	Foreign institutional investors	4,573,665	5.08	0	
7.	Mutual funds	8,300	0.01	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,189,780	7.99	0	
10.	Others Clearing Members, Director	54,336	0.06	0	
	<b>Total</b>	58,893,348	65.45	0	0

**Total number of shareholders (other than promoters)**

81,533

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

81,535

**(c) \*Details of Foreign institutional investors' (FIIs) holding shares of the company**

0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	2	2
Members (other than promoters)	81,872	81,535
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
<b>A. Promoter</b>	2	3	2	3	0	0
<b>B. Non-Promoter</b>	0	3	0	6	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	3	0	6	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
<b>Total</b>	<b>2</b>	<b>6</b>	<b>2</b>	<b>9</b>	<b>0</b>	<b>0</b>

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date**

12

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
KAKARLA USHA	07283218	Director	0	
ASHWIN C MUTHIAH	00255679	Nominee director	0	
DHANANJAY N MUNG	00007563	Director	0	
SASHIKALA SRIKANTH	01678374	Director	0	
N. SUNDERADEVAN	00223399	Director	0	
C S SHANKAR	08397818	Director	0	
G D SHARMA	08060285	Director	0	
DEBENDRANATH SAR	01408349	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
K P KARTHIKEYAN	08218878	Additional director	0	
D SENTHI KUMAR	00202578	Whole-time director	0	
KT VIJAYAGOPAL	02341353	Whole-time director	200	
K PRIYA	CBWPP9668N	Company Secretary	0	31/08/2020

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

18

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
ANEESH SEKHAR S	07887010	Additional director	05/04/2019	APPOINTMENT
C S SHANKAR	08397818	Additional director	01/04/2019	APPOINTMENT
G D SHARMA	08060285	Additional director	01/04/2019	APPOINTMENT
DEBENDRANATH SAR	01408349	Additional director	21/05/2019	APPOINTMENT
DHANANJAY N MUNG	00007563	Additional director	27/05/2019	APPOINTMENT
MURUGANANDAM N	00540135	Director	05/08/2019	CHANGE IN DESIGNATION AS DIR
ANEESH SEKHAR S	07887010	Director	05/08/2019	CHANGE IN DESIGNATION AS DIR
N SUNDARADEVAN	00223399	Director	05/08/2019	CHANGE IN DESIGNATION AS DIR
C S SHANKAR	08397818	Director	05/08/2019	CHANGE IN DESIGNATION AS DIR
G D SHARMA	08060285	Director	05/08/2019	CHANGE IN DESIGNATION AS DIR
DEBENDRANATH SAR	01408349	Director	05/08/2019	CHANGE IN DESIGNATION AS DIR
DHANANJAY N MUNG	00007563	Director	05/08/2019	CHANGE IN DESIGNATION AS DIR
SASHIKALA SRIKANTH	01678374	Director	05/08/2019	CHANGE IN DESIGNATION AS DIR
ANEESH SHEKAR S	07887010	Director	18/11/2019	CESSATION
KAKARLA USHA	07283218	Additional director	27/11/2019	APPOINTMENT
K P KARTHIKEYAN	08218878	Additional director	05/03/2020	APPOINTMENT
RAMESH CHAND MEE	08009394	Director	14/10/2019	CESSATION
N MURUGANANDAM	00540135	Director	19/03/2020	CESSATION

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
ANNUAL GENERAL MEETING	05/08/2019	83,961	5,712	40.71

### B. BOARD MEETINGS

\*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	21/05/2019	12	10	83.33
2	31/07/2019	12	9	75
3	11/11/2019	11	9	81.82
4	10/02/2020	11	10	90.91

### C. COMMITTEE MEETINGS

Number of meetings held

19

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	21/05/2019	4	3	75
2	AUDIT COMM	31/07/2019	4	3	75
3	AUDIT COMM	11/11/2019	3	3	100
4	AUDIT COMM	10/02/2020	3	3	100
5	SRC	21/05/2019	4	3	75
6	SRC	31/07/2019	4	3	75
7	SRC	11/11/2019	4	3	75
8	SRC	10/02/2020	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
9	RMC	21/05/2019	3	2	66.67
10	RMC	31/07/2019	3	2	66.67

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	09/09/2020
								(Y/N/NA)
1	KAKARLA US	1	1	100	0	0	0	No
2	ASHWIN C MI	4	4	100	11	11	100	Yes
3	DHANANJAY	4	4	100	4	4	100	Yes
4	SASHIKALA S	4	4	100	11	11	100	Yes
5	N. SUNDERA	4	4	100	0	0	0	Yes
6	C S SHANKAR	4	4	100	4	4	100	Yes
7	G D SHARMA	4	4	100	12	12	100	Yes
8	DEBENDRAN	4	4	100	0	0	0	Yes
9	K P KARTHIK	0	0	0	0	0	0	Yes
10	D SENTHI KU	4	4	100	8	8	100	Yes
11	KT VIJAYAGC	4	4	100	0	0	0	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	D.Senthi Kumar	Whole-time Dire	6,997,000	0	0	61,000	7,058,000
2	KT Vijayagopal	Whole-time Dire	6,997,000	0	0	61,000	7,058,000
	Total		13,994,000	0	0	122,000	14,116,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	K.PRIYA	Company Secre	956,000	0	0	51,000	1,007,000
	Total		956,000	0	0	51,000	1,007,000

Number of other directors whose remuneration details to be entered

9

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Kakarla Usha IAS	Director	0	0	0	100,000	100,000
2	Ashwin C Muthiah	Nominee Directo	0	0	0	400,000	400,000
3	Ramesh Chand Me	Director	0	0	0	100,000	100,000
4	Dhananjay N Munga	Director	0	0	0	400,000	400,000
5	Sashikala Srikanth	Director	0	0	0	400,000	400,000
6	N Sunderadevan	Director	0	0	0	400,000	400,000
7	G D Sharma	Director	0	0	0	400,000	400,000
8	C S Shankar	Director	0	0	0	400,000	400,000
9	Debendranath Sara	Director	0	0	0	400,000	400,000
	Total		0	0	0	3,000,000	3,000,000

#### XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

#### XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

(In case of 'No', submit the details separately through the method specified in instruction kit)

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow  Associate  Fellow

Certificate of practice number

**I/We certify that:**

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

**Declaration**

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- 1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- 2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

**To be digitally signed by**

Director

DHARMAR SENTHIKU MAR Digitally signed by DHARMAR SENTHIKU MAR Date: 2020.11.04 16:20:54 +05'30'

DIN of the director

**To be digitally signed by**

CHANDRA BALASUBR AMANIAN Digitally signed by CHANDRA BALASUBR AMANIAN Date: 2020.11.04 17:45:57 +05'30'

- Company Secretary
- Company secretary in practice

Membership number

Certificate of practice number

**Attachments**

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

<b>Attach</b>
<b>Attach</b>
<b>Attach</b>
<b>Attach</b>

**List of attachments**

Committee Meetings annex.pdf
Ltr to ROC.pdf
TPNsht.pdf
MGT 8 TPL.pdf
UDIN FOR MGT 7 CERT.pdf
TPL Ltr to ROC_19-20.pdf

**Remove attachment**

Modify

Check Form

Prescrutiny

Submit

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**