

NOTICE FOR THE THIRTY SEVENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 37th Annual General Meeting (AGM) of the Company will be held at 3.00 P.M. on Thursday, the 29th September 2022, through Video Conference (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following businesses:

ORDINARY BUSINESS

1. **To receive, consider and adopt the Financial Statements of the Company and other Reports for the year ended 31st March 2022 by passing the following as an Ordinary Resolution:**

RESOLVED THAT pursuant to Section 129 and other applicable provisions, if any of the Companies Act, 2013, the Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March 2022 and the Reports of Directors, Auditors and Secretarial Auditor thereon are received, considered and adopted.

2. **To declare a dividend by passing the following as an Ordinary Resolution:**

RESOLVED THAT pursuant to the recommendation of the Board of Directors, a dividend of ₹ 3.00 per equity share on 8,99,71,474 Equity Shares of ₹10/- each, absorbing ₹ 26,99,14,422 (Rupees Twenty Six Crore Ninety Nine lakh Fourteen Thousand Four Hundred and Twenty Two only), subject to rounding off, is declared out of the profits for the year ended 31st March 2022 and the same be paid:

- i. In respect of shares held in physical form, to those members whose names appear on the Register of Members on 29th September 2022 and
- ii. In respect of shares held in electronic form, to those members whose names appear in the list of beneficial owners furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Depositories, as at the end of business hours on 22nd September 2022.

3. **To appoint a Director in the place of Mr. Ashwin C Muthiah (DIN 00255679), who retires by rotation and being eligible offers himself for re-appointment, by passing the following as an Ordinary Resolution:**

RESOLVED THAT pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and the Articles of Association of the Company, Mr. Ashwin C Muthiah (DIN 00255679), a Director retiring by rotation being eligible and offering for re-election, is re-appointed as a Director of the Company, liable to retire by rotation.

4. **To appoint the Auditors of the Company and fix their remuneration, by passing the following as an Ordinary Resolution:**

RESOLVED THAT

- i. Pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification or re-enactment thereof), and pursuant to the recommendation of the Audit Committee of the Board of Directors, M/s. RGN Price & Co., Chartered Accountants, Chennai having ICAI Registration Number 002785S is appointed as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 42nd Annual General Meeting of the Company to be held during the year 2027.
- ii. The Auditors be paid a remuneration of ₹ 30,00,000/- (Rupees Thirty Lakh only), per year, plus reimbursement of out of pocket expenses and applicable taxes, for the next two years i.e., 2022-23 and 2023-24 for the audit of the accounts and related services as the Auditors of the Company.

SPECIAL BUSINESS

5. **To appoint Mr.S.Krishnan, IAS (DIN 03439632) as a Director of the Company by passing the following as an Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and the Articles of Association of the Company, Mr. S. Krishnan, IAS, (DIN 03439632) is appointed as a Director of the Company, not liable to retire by rotation.

6. **To appoint Ms.Jayashree Muralidharan, IAS (DIN 03048710) as a Director of the Company by passing the following as an Ordinary Resolution:**

RESOLVED THAT pursuant to the provisions of Section 160 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder and the Articles of Association of the Company, Ms. Jayashree Muralidharan, IAS, (DIN 03048710) is appointed as a Director of the Company, liable to retire by rotation.

7. **To ratify the remuneration to the Cost Auditors for the year 2021-22 by passing the following as an Ordinary Resolution:**

RESOLVED THAT pursuant to Section 148 of the Companies Act, 2013 and the Rules made thereunder, the remuneration of ₹ 2,75,000/- (Rupees Two Lakh Seventy Five Thousand only) to Mr.Krishnamoorthy & Associates, Cost Accountants, Chennai for the year 2021-22 is ratified.

8. **Prior approval for material related party transactions, during October 2022 to September 2023, by passing the following as an Ordinary Resolution:**

RESOLVED THAT pursuant to Regulation 23 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, prior approval is accorded for transactions with Manali Petrochemicals Limited for the period from Oct-2022 to Sep-2023 for purchase and sale of goods and services and other transactions for aggregate value upto ₹ 425.00 crore (Rupees Four Hundred and Twenty Five crore) plus applicable taxes.

9. **To approve the payment of remuneration to the Non-Executive Directors for the year 2021-22 by passing the following as a Special Resolution:**

RESOLVED THAT

- a. Pursuant to Section 197 and other applicable provisions, if any, of the Companies Act, 2013, the Rules made thereunder, Regulation 17 (6) and other applicable Regulations, if any of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Article 126 (c) of the Articles of Association of the Company and subject to such other approvals as may be required, sanction is accorded for payment of remuneration to the Non-Executive Directors of the Company for the year 2021-22 as detailed below, subject to tax:

Sl. No.	Name of the Director	Amount In ₹
01	Mr. S Krishnan IAS (payable to TIDCO)	1,00,000
02	Mr. Ashwin Muthiah	5,00,000
03	Mr. Dhananjay Mungale	5,00,000
04	Ms. Sashikala Srikanth	5,00,000
05	Mr. G D Sharma	5,00,000
06	Dr. N Sundaradevan, IAS (Retd.)	5,00,000
07	Mr. Debendranath Sarangi IAS (Retd.)	5,00,000
08	Mr. CS Shankar	5,00,000
09	Mr. Pankaj Kumar Bansal IAS (payable to TIDCO)	3,00,000
10	Ms. R Bhuvaneswari (payable to TIDCO)	1,00,000
	Total remuneration	40,00,000

- b. The Board of Directors of the Company (hereinafter called “the Board” which term shall be deemed to include any Committees, which the Board may have constituted or hereinafter constitute to exercise its powers including the powers conferred by this resolution and with the power to delegate such authority to any person or persons), is authorized to take such further actions as may be required for giving effect to the above proposal, which shall include the power to settle all or any matter, issue or question arising out of or in relation to or incidental to the aforesaid proposal and to do all other acts, deeds, matters and things as, the Board in its absolute discretion and as may be necessary, expedient or desirable in this regard.

10. To approve the renewal of appointment and increase in remuneration of Mr. D Senthikumar (DIN 00202578) as the Whole-time Director (Operations) by passing the following as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 203 of the Companies Act, 2013 (‘the Act’), Schedule V thereto, the applicable Rules and Article 135 of the Articles of Association of the Company and subject to the other provisions of the Act and of the Articles, as may be applicable, and such other approvals as may be required, consent of the Members is accorded for the renewal of appointment of Mr. D Senthikumar, (DIN 00202578) as the Whole-time Director (Operations) of the Company on the following terms and conditions:

- A. PERIOD OF APPOINTMENT: 2 YEARS (18.02.2022 TO 17.02.2024)
- B. NATURE OF APPOINTMENT: CONTRACTUAL
- C. REMUNERATION: Mr. D Senthikumar (DIN 00202578) shall be paid remuneration as detailed below:
- Total remuneration shall be ₹ 78.99 lakh per annum including annual performance pay of ₹ 12.00 lakh and all other allowances.
 - In addition to the above he shall be eligible for contribution to Provident and other Funds, gratuity, leave with salary and encashment thereof, and other benefits shall be in accordance with the applicable law/service rules of the Company.
 - In the event of loss or inadequacy of profits, the aforesaid remuneration other than the annual performance pay shall be the minimum remuneration payable to Mr. D Senthikumar.
 - The contribution to Provident Fund, gratuity payable and encashment of leave at the end of the tenure shall not be included in the computation of ceiling for the aforesaid minimum remuneration.
 - The quantum of the annual performance pay shall be as may be decided by the Board for each year, including for the years in which there is a loss or inadequacy of profits, subject to the condition that the total remuneration including the annual performance pay shall be within the limits prescribed under the Act.
 - The aforesaid revised remuneration shall be applicable from 18th February, 2022.
- D. The following shall not be deemed to be remuneration to Mr. D Senthikumar, (DIN 00202578)
- Provision of car with driver for official use.
 - Provision of telephone at residence and mobile phone.
 - Reimbursement of entertainment expenses and travelling expenses actually incurred for the conduct of business of the Company, subject to a reasonable ceiling as may be fixed by the Board from time to time.
 - Other expenses incurred by him in relation to the discharge of his duties in relation to the business of the Company
- E. All the other terms and conditions of appointment and remuneration shall remain the same.
- F. The term of office of Mr. D Senthikumar, as a Director of the Company shall be coterminous with his term as Whole-time Director, unless otherwise decided by the Board.



11. To approve the renewal of appointment and increase in remuneration of Mr. KT Vijayagopal (DIN 02341353) as the Whole-time Director (Finance) by passing the following as a Special Resolution:

RESOLVED THAT pursuant to the provisions of Sections 196, 197 & 203 of the Companies Act, 2013 ('the Act'), Schedule V thereto, the applicable Rules and Article 135 of the Articles of Association of the Company and subject to the other provisions of the Act and of the Articles, as may be applicable, and such other approvals as may be required, consent of the Members is accorded for the renewal of the appointment of Mr. KT Vijayagopal, (DIN 02341353) as the Whole-time Director (Finance) of the Company on the following terms and conditions:

- A. PERIOD OF APPOINTMENT: 3 YEARS (12.02.2022 TO 11.02.2025)
- B. NATURE OF APPOINTMENT: CONTRACTUAL
- C. REMUNERATION: Mr. K T Vijayagopal (DIN 02341353) shall be paid remuneration as detailed below:
- Total remuneration shall be ₹ 78.99 lakh per annum including annual performance pay of ₹12.00 lakh and all other allowances.
 - In addition to the above he shall be eligible for contribution to Provident and other Funds, gratuity, leave with salary and encashment thereof, and other benefits shall be in accordance with the applicable law/service rules of the Company.
 - In the event of loss or inadequacy of profits, the aforesaid remuneration other than the annual performance pay shall be the minimum remuneration payable to Mr. K T Vijayagopal.
 - The contribution to Provident Fund, gratuity payable and encashment of leave at the end of the tenure shall not be included in the computation of ceiling for the aforesaid minimum remuneration.
 - The quantum of the annual performance pay shall be as may be decided by the Board for each year, including for the years in which there is a loss or inadequacy of profits, subject to the condition that the total remuneration including the annual performance pay shall be within the limits prescribed under the Act.
 - The aforesaid revised remuneration shall be applicable from 12th February, 2022.
- D. The following shall not be deemed to be remuneration to Mr. K T Vijayagopal, (DIN 02341353)
- Provision of car with driver for official use.
 - Provision of telephone at residence and mobile phone.
 - Reimbursement of entertainment expenses and travelling expenses actually incurred for the conduct of business of the Company, subject to a reasonable ceiling as may be fixed by the Board from time to time.
 - Other expenses incurred by him in relation to the discharge of his duties in relation to the business of the Company
- E. All the other terms and conditions of appointment and remuneration shall remain the same.
- F. The term of office of Mr. K T Vijayagopal, as a Director of the Company shall be coterminous with his term as Whole-time Director, unless otherwise decided by the Board.

Regd.Office:
Manali Express Highway,
Manali, Chennai-600 068

8th August 2022

By order of the Board
for **Tamilnadu Petroproducts Limited**

V. Balamurugan
Company Secretary

IMPORTANT NOTES:

Statutory information:

1. The Register of Members and the Share Transfer books of the Company will remain closed from 23rd September 2022 to 29th September 2022 (both days inclusive) in connection with the Annual General Meeting (AGM) & payment of dividend.
2. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the Act), and disclosure under Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 setting out details relating to Special Business of the meeting is annexed hereto.
3. Particulars of the Directors seeking appointment / re-appointment / renewal of appointment at the Annual General Meeting are enclosed and form an integral part of the Notice. The Directors have furnished the requisite declarations for their appointment / re-appointment / renewal of appointment.

Meeting through Video Conferencing/Other Audio Visual Means (OAVM):

4. Pursuant to the General Circular No. 20/2020 dated 5th May 2020 read with General Circulars No. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, and 02/2021 dated 13th January 2021 and the General Circular No.02/2022 dated 05th May 2022, the Meeting will be held through Video Conferencing/ Other Audio Visual Means.
5. In terms of the above Circulars, there is no provision for appointment of proxies for the meeting. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of bodies corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. For participating in the meeting through the VC/OAVM please see instructions in page 15.
7. Members desirous of speaking at the meeting may register through the web portal of the Registrar & Transfer Agent M/s Cameo Corporate Services Limited through the following web-link: <https://Investors.cameoindia.com>
8. The above facility for participant registration will be open from 9:00 AM on 21st September 2022 to 5:00 PM on 25th September 2022. It may please be noted that there will be no option for spot registration and only those shareholders who have registered through the above process will be able to speak at the meeting.
9. Members who do not wish to speak during the AGM but have queries may send their queries on or before 24th September 2022, mentioning their name, demat account number/folio number, E-mail id, mobile number at secy-legal@tnpetro.com. These queries will be replied to by the company suitably by email.

Despatch of Annual Report and Notice of the meeting:

10. Electronic copy of the Annual Report for the year 2021-22 and the Notice of the 37th AGM are being sent to the Members whose E-mail IDs are registered with the Company and for persons holding shares in demat form as per the information provided by the Depositories, unless any member who requests a hard copy of the same.
11. Annual Report and the Notice of the AGM are available in the Company's website viz., <https://tnpetro.com/>. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

Facility for Remote E-voting and Voting during the meeting:

12. Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Section 108 of the Companies Act 2013, and the relevant Rules, the Company has



entered into an arrangement with Central Depository Services of (India) Limited (CDSL) to facilitate the Members to exercise their right to vote at the Annual General Meeting by electronic means. The detailed process for participating in e-voting is furnished in the Annexure to the Notice in Page No 12.

13. *A person who has participated in e-voting is not debarred from participating in the meeting though he/she shall not be able to vote at the meeting again and his/her earlier vote cast electronically shall be treated as final. However, as per Rule 20 of the Companies (Management & Administration) Rules, 2014, facility for voting will also be made available at the meeting and Members who have not cast their vote by e-voting shall be able to exercise their right at the meeting, which would also be through electronic means.*

Payment of dividend and withholding tax thereon:

14. The dividend for the year 2021-22 upon declaration at the AGM, would be paid on 25th October 2022, as below:
- a. In respect of Shares held in physical form to those Members whose names appear on the Register of Members on 29th September 2022 and
 - b. In respect of Shares held in electronic form, to those Members whose names appear in the list of beneficial owners furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Depositories, as at the end of business hours on 22nd September 2022.
15. Dividend is taxable in the hands of the recipient from 1st April 2020. The Company is required to deduct tax at source from dividend. Accordingly, dividend would be paid net of TDS @ 20% if the Member has not provided his/her valid PAN and @ 10% in other cases.
16. Tax Deduction would be PAN based and so in the case of multiple holding by the same first named person, dividend amount would be aggregated for determining the TDS rate.
17. If the Member
- (a) Is a resident individual and the amount of dividend does not exceed ₹ 5,000 or furnishes a declaration in Form 15G/15H, no such deduction will be made.
 - (b) Is a Non-Resident or Foreign Institutional Investor or a Foreign Portfolio Investor, the tax deduction would be @ 20%.
 - (c) Is other than (a) or (b) above, TDS would be deducted irrespective of the amount @ 10% or as the case maybe 20%, in the absence of a valid PAN.
 - (d) In addition to the above surcharge and cess as applicable will be deducted.
 - (e) Resident shareholders may also submit certificate under Section 197 of the Income Tax Act, 1961, issued by the concerned authority for no or lower deduction of tax.
 - (f) Non Resident Shareholders, including foreign companies and institutional investors like FIIs, FPIs, etc. if eligible can avail lower withholding taxes under the Double Taxation Avoidance Agreements by submitting the necessary documents such as Tax Residency Certificate, Form 10F and other declarations specified in the relevant Rules.
18. The aforesaid forms and declarations may be provided through the Web-portal of the RTA <https://investors.cameoindia.com>. It may please be noted that physical copies of the Forms will not be acceptable and so Members may provide the declaration only electronically. The facility for providing the declaration for Dividend 2021-22 will not be available after 05th October 2022 5:00 PM.

19. As per SEBI guidelines, dividend is to be paid through electronic mode into the bank account as per the details furnished by the depositories. In case electronic payment is not possible, the bank account details, if available will be printed on the warrant/other payment instrument. The Company is not permitted to entertain any direct request for deletion or change of such bank details.
20. There may be delays in receipt of the warrants by the shareholders, depending on the situation prevailing at the time of processing and payment of dividend. Members may register their bank account through the RTA well in advance.

Unpaid/Unclaimed Dividend:

21. As per Section 125 of the Act the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. The Company was not required to transfer any unpaid and unclaimed dividend amount during the year.
22. The details of unpaid dividend relating to the years 2017-18 to 2020-21 as on 15th September 2021 being the date of the last AGM is available in the website of the Company <https://tnpetro.com/>. The updated details of unpaid dividend as on the date of the ensuing AGM relating to the years 2017-18 to 2020-21 will be uploaded on the Website of the Company in due course.
23. Shareholders who are yet to encash their dividend warrants are requested to contact the Company or Cameo Corporate Services Limited, the Registrar at an early date and lodge their claims.
24. As per the extant law, the shareholders are entitled to claim the unpaid dividends transferred to the IEPF for which they are required to submit the request online in Form IEPF-5. The procedure for making the claims is available in the websites of the Company and also the IEPF.

General:

25. To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and the holdings should be verified.
26. The Securities and Exchange Board of India (SEBI) has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to submit their PAN details to the RTA through the web-link: <https://Investors.cameoindia.com>
27. SEBI vide Circular dated 03-11-2021 and 14-12-2021 have mandated the Company to disseminate the requirement of the holders of physical shareholders to furnish valid PAN, KYC details and Nomination, on their respective websites and also directly intimate its shareholders about the folios which are incomplete under the said circulars. Accordingly, individual letters were sent to those shareholders where folios are incomplete. In spite of this many shareholders have not come forward to provide the information. Such folios in which the PAN registered is not linked with Aadhar as on the notified cutoff date of 31-03-2023 or any other date may be specified by CBDT shall be frozen. Further, if the folios, wherein any one of the cited documents in the said circular / details are not available to on or after 01-04-2023, the folios shall be frozen. Please link your PAN with Aadhar at the earliest and note that if the folio continues to remain frozen as on 31-12-2025, the details of securities in the frozen folios shall be informed to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and / or Prevention of Money Laundering Act, 2022.



28. Pursuant to proviso to Regulation 40 (1) of the Listing Regulations, effective from 1st April 2019 transfer of securities other than transmission or transposition of names are not to be processed by the Company in physical form and pursuant to amended Regulation 39 & 40 of the Regulations effective from 24th January, 2022, all service request relating to transmission or transposition replacement of duplicate certificates and the like were issued only in dematerialised form. So, shareholders desirous of transferring (including transmission, transposition, replacement of duplicate certificates) their shares are requested to dematerialize their holdings.
29. Members may avail nomination facility in respect of their holdings. Those holding shares in physical form may download the form available in the website of the Company and submit the same to the RTA. Those holding shares in demat form may approach their DP for registering the nominations.
30. The documents and information to be made available for inspection by the Members during the AGM will be provided electronically through the e-voting facility of CDSL.

GUIDANCE TO SHAREHOLDERS FOR REMOTE E-VOTING

1. The voting period begins at 9:00 AM on 26-09-2022 and ends on 28-09-2022 at 5:00 PM. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22-09-2022 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
2. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
3. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-Voting facility.
4. Pursuant to abovesaid SEBI Circular, Login process for e-Voting and joining virtual meetings for individual shareholders holding securities in Demat mode are given below:

A. Shareholders holding securities with CDSL

- i. If you have opted for CDSL Easi / Easiest facility, you can login using your existing user id and password. The URL to login to Easi / Easiest is <https://web.cdslindia.com/myeasi/home/login>. Alternatively, you can visit www.cdslindia.com and click on Login icon and select New System Myeasi.
- ii. After successful login, you will be able to see the e-Voting option for eligible companies where the e-Voting is in progress as per the information provided by the respective company. On clicking the e-Voting option, you will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & vote during the meeting.
- iii. Links are also provided to access the system of all the e-Voting Service Providers viz., CDSL/NSDL/KARVY/LINKINTIME, so that you can visit the e-Voting service providers' website directly.
- iv. If you are not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>.

- v. Alternatively, you may directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on the below link: <https://evoting.cdslindia.com/Evoting/EvotingLogin>
- vi. The system will authenticate your credentials by sending OTP on the registered Mobile & Email as recorded in the Demat Account.
- vii. After successful authentication, you will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.

B. Shareholders holding securities with NSDL

- i. If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsd.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com> by selecting “Register Online for IDeAS “Portal or clicking the below link: <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
- ii. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting

C. Login through their Depository Participants

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/ CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

- D. If you are unable to retrieve User ID/ Password please use Forget User ID and Forget Password option available at abovementioned websites and follow the instructions for resetting the information.

E. Help Desk in case of log-in issues of demat holders:

- Members holding demat account with CDSL and facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33.



- Members holding demat account with NSDL and facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

5. Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form is as below:

- The shareholders should log on to the e-voting website www.evotingindia.com.
- Click on “Shareholders” module.
- Now enter your User ID
 - For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- Next enter the Image Verification as displayed and Click on Login.
- If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none">• Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is available in the e-mail forwarding the Annual Report.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.
OR Date of Birth (DOB)	<ul style="list-style-type: none">• If both the details are not recorded with the depository or company please enter the member id / folio number as mentioned in instruction (v).

- After entering these details appropriately, click on “SUBMIT” tab.
- Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for Tamilnadu Petroproducts Limited
- On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- xiii. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
 - xiv. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 - xv. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
 - xvi. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 - xvii. Shareholders can also cast their vote using CDSL’s mobile app “m-Voting”. The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.
6. For the attention of Non – Individual Shareholders and Custodians – applicable only for remote e-voting and not for attending the AGM or voting thereat
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer bchandraassociates@gmail.com or to the Company at the email address viz; secy-legal@tnpetro.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE RTA OR DEPOSITORIES MAY USE THE WEBLINK OF THE RTA <https://Investors.cameoindia.com> AND FOLLOW THE INSTRUCTIONS THEREIN. In case of any difficulty please contact the RTA. Upon registration of the E-mail ID as above, the RTA will provide the login credentials for the e-voting when the notice of the AGM is sent based on the registration.

GUIDANCE TO SHAREHOLDERS TO ATTEND THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. As mentioned earlier, the AGM will be held through Video Conferencing/Other Audio Visual Means (OAVM).
2. The procedure for attending meeting & e-Voting on the day of the AGM/ EGM is same as the instructions mentioned above for e-voting.
3. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.



4. Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. In other words, **the window for joining the meeting would be available from 2:45 PM to 3:15 PM on the AGM day.**
5. The facility of participation at the AGM through VC/OAVM will be made available to 1000 members on first come first served basis. This shall not apply to Shareholders holding 2% or more shares and other categories of persons mentioned in the relevant Circular.
6. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
7. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience. Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
8. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
9. Only those shareholders who have registered themselves as a speaker will be allowed to express their views/ask questions during the meeting. There is no provision for spot registration to speak at the meeting.
10. Shareholders are requested not to permit any other person to use their log-in credentials, as it would be a violation of the provisions of the Companies Act, 2013 and the Rules made there under.

GUIDANCE TO SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their votes on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. E-voting facility during the meeting will be available from the beginning of the Meeting till 5 minutes after the close of the meeting. Shareholders may, at their option, vote at any time during this period. The voting facility will be closed thereafter.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

FOR THE ATTENTION OF NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.



- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Non-Individual shareholders who have voted from the tab for individuals or not submitted the relevant documents in the CDSL E-voting system are required to send the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote by email, to the Scrutinizers bchandraassociates@gmail.com or to the Company at secy-legal@tnpetro.com.

Contact For Further Information

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 23.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 23.

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 (“THE ACT”)

The following statements sets out all material facts relating to the special businesses mentioned in the accompanying notice:

Item No. 5

Mr. S. Krishnan, IAS (DIN 00540135) Additional Chief Industry Secretary, being nominee of TIDCO was appointed as Additional Director of the Company through a Circular Resolution of the Board on 15th December 2021 and pursuant to Section 161 of the Companies Act, 2013 (the Act) he holds office till the ensuing AGM.

Proposal has been received from TIDCO for his appointment as Director of the Company under Section 160 of the Act. Since the proposal has been recommended by the Nomination and Remuneration Committee, there is no requirement of any deposit for considering the same. Brief profile of the appointee is given in the enclosure.

In terms of the Joint Sector Agreement entered between the promoters, TIDCO is entitled to have their nominees on the Board of the Company. Accordingly, the Board recommends the resolution for the consideration of the Members as an Ordinary resolution.

Except the appointee none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution

Item No. 6

Ms. Jayashree Muralidharan, IAS (DIN 03048710), Special Secretary, to Government, Industries Department, Government of Tamil Nadu, being nominee of TIDCO was appointed as Additional Director of the Company by the Board of Directors of the Company at their meeting held on 08th August, 2022 and pursuant to Section 161 of the Companies Act, 2013 (the Act) she holds office till the ensuing AGM.

Proposal has been received from TIDCO for her appointment as Director of the Company under Section 160 of the Act. Since the proposal has been recommended by the Nomination and Remuneration Committee, there is no requirement of any deposit for considering the same. Brief profile of the appointee is given in the enclosure.



In terms of the Joint Sector Agreement entered between the promoters, TIDCO is entitled to have their nominees on the Board of the Company. Accordingly, the Board recommends the resolution for the consideration of the Members as an Ordinary resolution.

Except the appointee none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution.

Item No. 7

At the Board Meeting held on 9th August, 2021, M.Krishnaswamy & Co., Cost Accountants, Chennai has been appointed as the Cost Auditor of the Company for the year 2021-2022 on remuneration of ₹ 2,75,000/- (Rupees Two Lakh Seventy Five Thousand only) as recommended by the Audit Committee of the Company. As per Section 148 of the Act read with Companies (Audit and Auditors) Rules, 2014, remuneration to the Cost Auditor as recommended by Audit Committee, and approved by the Board is to be ratified by the Members and hence the same is placed for consideration and approval at the AGM.

The Board recommends the resolution for approval of the Members as an ordinary resolution.

None of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the above resolution.

Item No. 8

The Company has been having transactions with Manali Petrochemicals Limited (MPL) for more than 3 decades for the purchase/sale of various goods/services. MPL is a major customer of TPL for its products such as Propylene Oxide, Chlorine, etc and at times TPL also purchases materials from MPL. MPL is purchasing Propylene Oxide from TPL since 2017-18 for its derivative plants which is in addition to the other products/services.

TPL and MPL are not related parties under the provisions of the Act. MPL has been identified as a Related Party of the Company under the IndAs-24 and so the requirements relating to transactions with Related Parties are being complied with. The transactions with MPL have always been in the ordinary course of business at arms' length and would continue to be so, aligned to the extant market conditions and prevailing terms of sale/purchase. Hence, they are not covered under Section 188 of the Act. However, the stipulations in the Listing Regulations are attractive.

It is essential for the Company to continue the transactions with MPL, being a major customer of TPL for more than 3 decades, which takes place at arms' length.

In terms of the relevant Policy of the Company read with Regulation 23 of the Listing Regulations, the transactions with Related Parties would be deemed material if they are more than 10% of the consolidated turnover of the Company in the preceding year. In this connection, prior approval of the ₹ 350 crore, excluding taxes, the estimated value of transactions with MPL during the financial year 2022-23, which was about 20% of the estimated consolidated turnover of the Company in FY 2021-22, was obtained from the Members of the Company on 26.03.2022, vide postal ballot.

It is estimated that the transactions with MPL during the period from Oct-2022 to Sep-2023 would be 425 crore excluding taxes and duties, which would be about 24% of the estimated consolidated turnover of the Company in FY 2021-22.

Pursuant to the amended provisions of Regulation 23 (4) of SEBI (LODR) Regulations, 2015 effective from 1-4-2022 all material related party transactions shall require prior approval of the shareholders other than the Related Parties through resolution. Accordingly, the same is placed before the Members for approval.

As required under Regulation 23 of the Regulations, the Audit Committee at the meeting held on 09-08-2022 accorded its prior approval for transactions with MPL during the period from October 2022 to September 2023 up to ₹ 425 crore plus applicable taxes and duties. In terms of SEBI's Circular dated

22-11-2021 all the required information, viz., the name of the Party, nature of the relationship, details of the proposed transactions, tenure and justification as detailed above were submitted to the Audit Committee for consideration.

In the light of the above, Board recommends the resolution for consideration and approval of the Members as an Ordinary Resolution. None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or in any way interested financially or otherwise in the aforementioned proposal.

Item No. 9

The Non-Executive Directors (NEDs) of the Company possess diverse knowledge and have rich experience in their respective areas of expertise. They provide critical and strategic advice on various matters and the Company is immensely benefitted from their guidance. At present they are only paid sitting fees for the Board meetings, which do not commensurate with their contributions to the Company. So, it has been proposed that they be paid remuneration over and above the sitting fees, as set out in the resolution. In terms of the Remuneration Policy of the Company the aforesaid remuneration has been recommended by the Nomination & Remuneration Committee and approved by the Board at their respective meetings held on 23rd May 2022.

As per Article 126 (c) of the Articles of Association of the Company, subject to the provisions of the Act, the Company in General Meeting may by special resolution sanction and pay to the Directors, other than executive directors, in addition to the sitting fees for attending the meetings of the Board or Committees thereof, a remuneration not exceeding such percentage of the net profits of the company calculated in accordance with the provisions of the Act. The said amount of remuneration shall be paid to all or any such Director(s) of the Company who held office as Non-Executive Director at any time during the financial year in respect of which such remuneration is paid in such proportion or manner as prescribed under the Act or as determined by the Board.

Section 197 of the Companies Act, 2013 provides that the NEDs may be paid remuneration upto 1% of the net profits of the Company in the form of fee, remuneration or commission. In this connection, it may be noted that the proposed amount of ₹ 40 lakh is well within the limit fixed under the Act.

Under Regulation 17 of the SEBI (LODR) Regulations, 2015, any fee or other payments to NEDs are to be determined by the Board and requires approval of Members. Accordingly, approval of the Members is sought for the proposal by way of a Special Resolution.

The Board recommends the resolution for the consideration of the Members. Except the Non-Executive Directors and their relatives, none of the other Directors or Key Managerial Personnel of the Company or their relatives are deemed to be concerned or interested financially or otherwise in the above proposal.

Item No. 10 & 11

Based on the recommendation of the Nomination and Remuneration Committee, the Board at the Meeting held on 09th February 2022 renewed the appointment of Mr. D Senthil Kumar (DIN: 00202578) as the Whole-time Director (Operations) for a period of two years with effect from 19th February 2022, subject to approval of the Members and renewed the appointment of Mr. KT Vijayagopal (DIN: 02341353) as Whole-time Director (Finance) for a period of three years with effect from 12th February, 2022, subject to approval of the Members.

The brief profiles of the said appointees are given in the Annexure from which it could be seen that they have adequate qualifications and requisite experience to be the Wholetime Directors of the Company and discharge their responsibilities.

Based on the recommendation of the NRC, the remuneration of the aforesaid Wholetime Directors have been revised as detailed in the Resolutions.

The revised remunerations are considered reasonable taking into account various factors including but not limited to the performance of the Company, the individual, remuneration to similarly placed executives in other companies and the like.



Statement pursuant to Clause (iv) of second proviso to of Paragraph B of Section II of Part II of Schedule V to the Act is enclosed to the extent applicable.

The Board recommends the resolutions for the consideration of the Members. Except the aforesaid appointees, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolutions.

Regd.Office:
Manali Express Highway,
Manali, Chennai-600 068

By order of the Board
for **Tamilnadu Petroproducts Limited**

8th August 2022

V. Balamurugan
Company Secretary

INFORMATION ABOUT THE DIRECTORS PROPOSED TO BE APPOINTED AT THE 37TH AGM.

Items 3,5,6,10 & 11 of the Notice

Brief Profiles of the proposed appointees

Mr. Ashwin C Muthiah

Mr. Ashwin C Muthiah, (DIN: 00255679), is the Founder Chairman of AM Group of Companies, Singapore which has interests across the globe in fertilizers, petrochemicals, distribution, infrastructure, healthcare and green energy. He is a commerce graduate from Loyola College, Chennai. After completing his post-graduation in management studies in the US, he joined the Group in India.

Mr. Ashwin, a third-generation business leader, has led the group since 2001; he initiated the strategic re-orientation of various business entities to transform them into future-ready and sustainable entities in the new global economic environment. Today, the US\$ 2 billion Group's ventures span diverse, traditional and new-age businesses across India, South East Asia and the UK.

Besides steering the Group as Chairman of the parent company, Mr. Ashwin also heads the Boards of the various group companies such as Southern Petrochemical Industries Corporation (SPIC), Manali Petrochemicals Limited (MPL), Sicagen India Limited and Wilson International, Singapore. He is also the Vice Chairman of Tamilnadu Petroproducts Limited (TPL).

Mr. Ashwin is the Consul General Ad Honorem for the Republic of Philippines in India and has served as a member of the Singapore Economic Development Board (EDB).

His philanthropic interests are focused on the areas of provision of safe drinking water and solving the sanitation issues of the needy through CSR efforts of AM Foundation. He is also a trustee of the Saigon Chettiars' Temple Trust in Singapore that promotes ancient history, culture and traditions.

Mr. S Krishnan, IAS

Mr. S Krishnan, IAS, [DIN: 03439632], 54, is a B.A. (Hons), MA in Economics and 1989 Batch IAS Officer who has held many key positions in various departments in the Government of Tamil Nadu and Government of India. Presently, Mr Krishnan is the Additional Chief Secretary, Industries Department.

During his career spanning more than 32 years, he has held key positions of Sub collector, Cuddalore, Collector Viruthunagar, Managing Director Tamilnadu Textbook Corporation, Member Secretary, Sports Development Authority and Chairman, Fifth State Finance Commission and CEO, Tamilnadu Infrastructure Board. He worked in Government of India as Secretary to Finance Minister and Senior Advisor, Office of the Executive Director for India, Sri Lanka, Bangladesh and Bhutan, International Monetary Fund, Washington DC.



Presently, Mr. Krishnan is the Chairman and Director of State Industries Promotion Corporation of Tamilnadu Ltd., Tamilnadu Minerals Ltd., Tamilnadu Newsprint and Papers Ltd., Tamilnadu Magnesite Ltd., Titan Company Ltd., Tamilnadu Cements Corporation Ltd., and Director of Tamilnadu Industrial Development Corporation Ltd., (TIDCO) Tamilnadu Generation and Distribution Corporation Ltd., Tamilnadu Industrial Investment Corporation Ltd., IIT Madras Research Park, Tamilnadu Startup and Innovation Mission and Tamilnadu Trade Promotion Organisation.

He has been nominated as Director of Tamilnadu Industrial Investment Corporation Ltd., and as Chairman of TIDEL Park Ltd. He does not hold any shares in the Company nor is related to any of its Director.

Ms. Jayashree Muralidharan, IAS

Ms. Jayashree Muralidharan is a 2002 batch IAS Officer, who has held many key positions in various departments in the Government of Tamil Nadu. Ms. Jayashree Muralidharan has two decades of wide experience in Public Administration. She is currently the Special Secretary, to the Government of Industries Department, Tamil Nadu.

Presently, Ms. Jayashree Muralidharan is the Managing Director of Tamilnadu Industrial Development Corporation Limited (TIDCO) and Chairman of Tamilnadu Salt Corporation Limited and Director of TIDEL Park Limited, CBIC Ponneri Industrial Township Limited, State Industries Promotion Corporation of Tamilnadu Limited. Titan Company Limited, Electronics Corporation of Tamilnadu Limited, Tamil Nadu Water Investment Company Limited, Tamilnadu Trade Promotion Organisation and Golden Jubilee Biotech Park for Women Society.

She has been nominated as Director of TIDEL Park Coimbatore Limited, Marine Infrastructure Developers Private Limited, Tamil Nadu Centre of Excellence for Advanced Manufacturing and Tamilnadu Smart and Advanced Manufacturing.

She does not hold any shares in Tamilnadu Petroproducts Limited and not related to any of the Directors of the Company.

Mr. D Senthikumar

Mr. D Senthikumar, (DIN: 00202578), 58, holds B.TECH (Chemical Engineering Degree) from Anna University and also completed his EMBA in IIBM. He has more than 31 years of experience in the industry. He started his career as a trainee in TPL and became the AVP (Operations). He has handled many areas in TPL and has good knowledge about the operations and other functions of all the units of the Company. His qualification and knowledge about TPL will be very useful to the Company. Presently he is the WTD (Operations) of TPL and a Director of TPL Employees Welfare Foundation. He is a member of the Risk Management Committee, CSR Committee and Stakeholders Relationship Committee of TPL.

Mr. KT Vijayagopal

Mr. KT Vijayagopal, (DIN: 02341353), 57, is a graduate in Commerce and a Fellow member of the Institute of Chartered Accountants of India (ICAI). He has more than 31 years of experience mostly in Oil & Gas, Power, Engineering and Manufacturing sectors and has held various positions in multinational companies & premier Indian Companies including Board level assignments. He has widely travelled and has worked with various nationalities like British, Canadians, Americans etc., In addition to the general corporate experience, his commercial acumen combined with people skills is expected to be useful to the Company. He is the Chief Financial Officer of the Company and the WTD (Finance) from 1st February 2016. Presently he is a Director of TPL Employees Welfare Foundation.

None of the above directors hold any shares in the Company except Mr.KT Vijaygopal who holds 200 equity shares and none of the appointees are related to any of the directors of the Company.