

**FORM NO. MGT-7**

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



सत्यमेव जयते

**Annual Return**  
(other than OPCs and Small Companies)

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	<b>Pre-fill</b>						
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	<div>MANALI EXPRESS HIGHWAY, MANALI CHENNAI Tamil Nadu 600068</div>							
(c) *e-mail ID of the company	secy-legal@tnpetro.com							
(d) *Telephone number with STD code	04425945588							
(e) Website	www.tnpetro.com							
(iii) Date of Incorporation	22/06/1984							
(iv)	<table border="1"><thead><tr><th>Type of the Company</th><th>Category of the Company</th><th>Sub-category of the Company</th></tr></thead><tbody><tr><td>Public Company</td><td>Company limited by shares</td><td>Indian Non-Government company</td></tr></tbody></table>	Type of the Company	Category of the Company	Sub-category of the Company	Public Company	Company limited by shares	Indian Non-Government company	
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	<input checked="" type="radio"/> Yes <input type="radio"/> No							
(vi) *Whether shares listed on recognized Stock Exchange(s)	<input checked="" type="radio"/> Yes <input type="radio"/> No							

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	The National Stock Exchange 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 01/04/2021 (DD/MM/YYYY) To date 31/03/2022 (DD/MM/YYYY)

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

(a) If yes, date of AGM 29/09/2022

(b) Due date of AGM 30/09/2022

(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)	0	0		

###### (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	Physical	DEMAT	Total			



At the beginning of the year	5,904,215	84,067,259	89971474	899,714,740	899,714,740	
Increase during the year	0	1,364,953	1364953	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify		1,364,953	1364953			
Dematerialization						
Decrease during the year	1,364,953	0	1364953	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	1,364,953		1364953			
Dematerialization						
At the end of the year	4,539,262	85,432,212	89971474	899,714,740	899,714,740	
<b>Preference shares</b>						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	
ii. Re-issue of forfeited shares	0	0	0	0	0	
iii. Others, specify				0	0	
NA						
Decrease during the year	0	0	0	0	0	0

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

ISIN of the equity shares of the company

INE148A01019

(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		15/09/2021
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					
	Surname		middle name		first name
Ledger Folio of Transferee					
Transferee's Name					
	Surname		middle name		first name

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							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

**(iv) \*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

Particulars	Number of units	Nominal value per unit	Total value
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
<b>Total</b>			0

**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
<b>Total</b>					

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

**(i) Turnover**

18,055,824,381

**(ii) Net worth of the Company**

7,093,733,753

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

S. No.	Category	Equity		Preference	
		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	<b>0</b>

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	42,180,301	46.88	0	
	(ii) Non-resident Indian (NRI)	3,276,881	3.64	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	0	0	0	
4.	Banks	8,825	0.01	0	
5.	Financial institutions	11,800	0.01	0	



6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	8,300	0.01	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,249,402	4.72	0	
10.	Others Clearing Member, Trust and	9,157,339	10.18	0	
	<b>Total</b>	58,893,348	65.45	0	0

Total number of shareholders (other than promoters)

115,925

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

115,927

**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)	92,591	115,925
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	4	0	0
<b>B. Non-Promoter</b>	0	6	0	6	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	6	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
Total	2	9	2	10	0	0

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

13

**(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)
SARANYAN KRISHNAN	03439632	Director	0	
ASHWIN MUTHIAH CH	00255679 <sup>y</sup>	Nominee director	0	<sup>y</sup>
DHANANJAY NAREND	00007563	Director	0	
SASHIKALA SRIKANTH	01678374	Director	0	
SUNDARADEVAN NA	00223399	Director	0	
SHANKAR CHATAPUF	08397818	Director	0	
GOVINDARAJAN DAT	08060285	Director	0	
DEBENDRANATH SAR	01408349	Director	0	
PANKAJ KUMAR BAN	05197128	Director	0	03/08/2022
RAMADOSS BHUVANE	06360681	Director	0	
SENTHI KUMAR	00202578	Whole-time directo	0	
KANNIVELU THIRUVE	02341353	Whole-time directo	200	
Balamurugan	AZPPB8074M	Company Secretar	0	

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

10

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)
KAKARLA USHA	07283218	Director	14/06/2021	Cessation
KARTHIKEYAN KALIAF	08218878	Director	18/06/2021	Cessation
PANKAJ KUMAR BANS	05197128	Additional director	09/08/2021	Appointment
RAMADOSS BHUVANE	06360681	Additional director	09/08/2021	Appointment
RAMADOSS BHUVANE	06360681	Director	15/09/2021	Change in Designation as Director
PANKAJ KUMAR BANS	05197128	Director	15/09/2021	Change in Designation as Director
MURUGANANDAM NA	00540135	Director	13/12/2021	Cessation
SARANYAN KRISHNA	03439632	Additional director	15/12/2021	Appointment
Meenakshi Jayaraman	AXEPJ7466J	Company Secretar	15/12/2021	Cessation
Balamurugan	AZPPB8074M	Company Secretar	09/02/2022	Appointment

#### 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	15/09/2021	117,395	59	36.22

##### B. BOARD MEETINGS

\*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	28/06/2021	9	9	100
2	09/08/2021	9	9	100
3	08/11/2021	12	10	83.33

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
4	09/02/2022	12	11	91.67
5	28/03/2022	12	11	91.67

#### C. COMMITTEE MEETINGS

Number of meetings held

12

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 Committee	28/06/2021	3	3	100
2	Audit Committee	09/08/2021	3	3	100
3	Audit Committee	08/11/2021	3	3	100
4	Audit Committee	09/02/2022	4	3	75
5	STAKEHOLDER	09/02/2022	4	2	50
6	NOMINATION	09/08/2021	3	2	66.67
7	NOMINATION	07/02/2022	4	3	75
8	NOMINATION	28/03/2022	4	2	50
9	ISK MANAGEMENT	05/11/2021	3	3	100
10	ISK MANAGEMENT	07/02/2022	4	3	75

#### 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	
								29/09/2022 (Y/N/NA)
1	SARANYAN K	2	1	50	0	0	0	Yes
2	ASHWIN MUT	5	5	100	4	0	0	Yes
3	DHANANJAY	5	5	100	4	4	100	Yes
4	SASHIKALA S	5	5	100	8	8	100	Yes



5	SUNDARADE	5	5	100	2	2	100	Yes
6	SHANKAR CI	5	5	100	5	4	80	Yes
7	GOVINDARA	5	5	100	10	10	100	Yes
8	DEBENDRAN	5	5	100	0	0	0	No
9	PANKAJ KUM	3	3	100	0	0	0	Not Applicable
10	RAMADOSS E	3	1	33.33	6	1	16.67	No
11	SENTHI KUM	5	5	100	3	3	100	Yes
12	KANNIVELU	5	5	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	SENTHI KUMAR	Whole-time Dire	6,997,000	0	0	61,000	7,058,000
2	KANNIVELU THIRU	Whole-time Direct	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Balamurugan	Company Secre	205,848	0	0	0	205,848
2	Meenakshi Jayaran	Company Secre	574,336	0	0	91,846	666,182
	Total		780,184	0	0	91,846	872,030

Number of other directors whose remuneration details to be entered

10

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SARANYAN KRISH	Chairman	0	0	0	100,000	100,000
2	ASHWIN MUTHIAH	Vice Chairman	0	0	0	500,000	500,000
3	DHANANJAY NARE	Director	0	0	0	500,000	500,000
4	SASHIKALA SRIKA	Director	0	0	0	500,000	500,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
5	SUNDARADEVAN	Director	0	0	0	500,000	500,000
6	SHANKAR CHATAI	Director	0	0	0	500,000	500,000
7	GOVINDARAJAN C	Director	0	0	0	500,000	500,000
8	DEBENDRANATH S	Director	0	0	0	500,000	500,000
9	PANKAJ KUMAR B	Director	0	0	0	300,000	300,000
10	RAMADOSS BHUV	Direocter	0	0	0	100,000	100,000
	Total		0	0	0	4,000,000	4,000,000

#### 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

B.Chandra

Whether associate or fellow

☒ Associate ☐ Fellow

Certificate of practice number

7859

#### 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. ... 17 dated 09/02/2022 (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:

- 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.
- 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

SENTHI KUMAR  
Digitally signed by SENTHI KUMAR  
Date: 2022.11.22  
11:06:16 +0530

DIN of the director

00202578

To be digitally signed by

BALAMU RUGAN  
Digitally signed by BALAMU RUGAN  
Date: 2022.11.22  
11:06:52 +0530

- ☒ Company Secretary  
☐ Company secretary in practice

Membership number

48545

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

[Attach](#)[Attach](#)[Attach](#)[Attach](#)**List of attachments**

TPNsht.pdf  
Ltr to Roc TPL.pdf  
Committee\_Meeting Annexure.pdf  
TPL MGT 8 21-22.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**