

General information about company

Scrip code	500777
NSE Symbol	TNPETRO
MSEI Symbol	NOTLISTED
ISIN	INE148A01019
Name of the entity	TAMILNADU PETROPRODUCTS LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson		Yes																							
Whether Chairperson is related to MD or CEO		No																							
		Disqualification of Directors under section 164 of the Companies Act, 2013																							
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committees) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	S. Krishnan	AAIDPK3840P	03439632	Non-Executive - Non Independent Director	Chairperson related to Promoter		29-06-1967	No				Active	NA		15-12-2021	29-09-2022			3	0	1	0		
2	Mr	Ashwin C. Muthiah	AAEPAA448H	00255679	Non-Executive - Non Independent Director	Not Applicable		01-01-1966	No				Active	NA		23-07-2001	29-09-2022			4	0	0	0		
3	Mr	Dhananjay N. Mungale	AAIDPW4264H	00007563	Non-Executive - Independent Director	Not Applicable		01-06-1953	No				Active	NA		27-05-2014	05-08-2019			106	5	5	9	4	
4	Ms	Sashikala Srikanth	AAIPSK299K	01678374	Non-Executive - Independent	Not Applicable		09-11-	No				Active	NA		12-08-2014	05-08-2019			104	5	5	8	4	

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sl. No.	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	N. Sundaradevan	AAMPS5095I	00223396	Non-Executive - Independent Director	Not Applicable		02-09-1952	No				Active	NA		01-09-2018	05-08-2019		55	3	3	6	2		
2	Mr	C S Shankar	AADPC2059A	08397818	Non-Executive - Independent Director	Not Applicable		30-11-1958	No				Active	NA		01-04-2019	05-08-2019		48	2	2	0	0		
3	Mr	G D Sharma	ABHP6163Q	08060285	Non-Executive - Independent Director	Not Applicable		19-06-1954	No				Active	NA		01-04-2019	05-08-2019		48	3	3	4	0		
4	Mr	Debandranath Sarangi	ANGPS2963K	01408349	Non-Executive - Independent Director	Not Applicable		01-01-1953	No				Active	NA		21-05-2019	05-08-2019		46	3	3	2	1		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sl. No.	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
9	Ms	Jayashree Maraldharan	ACGP11391M	03048710	Non-Executive - Non Independent Director	Not Applicable		24-01-1967	No				Active	NA		08-08-2022	29-09-2022			3	0	2	0		
10	Ms	Ramdas Bhuvaneshwari	BDRPH8926Q	06360681	Non-Executive - Non Independent Director	Not Applicable		18-05-1975	No				Active	NA		09-08-2021	15-09-2021			3	0	4	0		
11	Mr	D. Senth Kumar	AAZPS2424F	00202578	Executive Director	Not Applicable		01-06-1964	No				Active	NA		18-02-2016	18-02-2022			1	0	1	0		
12	Mr	KT Vijayagopal	AAHPV2110M	02341353	Executive Director	Not Applicable		22-06-1965	No				Active	NA		01-02-2016	12-02-2022			1	0	0	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01678374	Sashikala Srikanth	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	08060285	G D Sharma	Non-Executive - Independent Director	Member	01-04-2019		
3	00007563	Dhananjay N. Mungale	Non-Executive - Independent Director	Member	01-04-2019		
4	06360681	Ramdoss Bhuvaneshwari	Non-Executive - Non Independent Director	Member	08-11-2021		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08060285	G D Sharma	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	08397818	C S Shankar	Non-Executive - Independent Director	Member	01-04-2019		
3	00223399	N. Sundaradevan	Non-Executive - Independent Director	Member	27-12-2021		
4	06360681	Ramdoss Bhuvaneshwari	Non-Executive - Non Independent Director	Member	08-11-2021		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00223399	N. Sundaradevan	Non-Executive - Independent Director	Chairperson	28-03-2022		
2	08060285	G D Sharma	Non-Executive - Independent Director	Member	01-04-2019		
3	00202578	D. Senth Kumar	Executive Director	Member	18-02-2016		
4	06360681	Ramdoss Bhuvanewari	Non-Executive - Non Independent Director	Member	08-11-2021		
Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01678374	Sashikala Srikanth	Non-Executive - Independent Director	Chairperson	06-11-2014		
2	00202578	D. Senth Kumar	Executive Director	Member	18-02-2016		
3	08397818	C S Shankar	Non-Executive - Independent Director	Member	28-06-2021		
4	06360681	Ramdoss Bhuvanewari	Non-Executive - Non Independent Director	Member	08-11-2021		
Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01678374	Sashikala Srikanth	Non-Executive - Independent Director	Chairperson	01-04-2019		Textual Information(1)
2	08060285	G D Sharma	Non-Executive - Independent Director	Member	28-06-2021		
3	06360681	Ramdoss Bhuvanewari	Non-Executive - Non Independent Director	Member	08-11-2021		
4	00202578	D. Senth Kumar	Executive Director	Member	28-03-2022		

Sr Text Block

Textual Information(1)	Ms. Sashikala Srikanth was appointed as Chairperson of the Committee effective 28.03.2022
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Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	01-11-2022				Yes	12		
2		06-02-2023	96		Yes	12	12	6
3		21-03-2023	42		Yes	12	11	5

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Risk Management Committee	31-10-2022				Yes	4	4	2	0
2	Risk Management Committee	03-02-2023	94			Yes	4	3	2	0
3	Audit Committee	01-11-2022				Yes	4	3	3	0
4	Audit Committee	06-02-2023	96			Yes	4	3	3	0
5	Audit Committee	21-03-2023	42			Yes	4	2	2	0
6	Nomination and remuneration committee	06-02-2023				Yes	4	2	2	0

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	03-02-2023				Yes	4	3	2	0
8	Corporate Social Responsibility Committee	03-02-2023				Yes	4	3	2	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block	
Textual Information(1)	Details of Related Party Transactions during the quarter ended 31-12-2022 noted by the Audit Committee at the meeting held on 06-02-2023.
Textual Information(2)	Prior approval of Members for material-related party transactions for the period October 2022 to September 2023 was obtained at the AGM held on 29.09.2022

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Sangeetha Sekar
2	Designation	Company Secretary and Compliance Officer

Text Block

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://tncpetro.com/who-we-are/
2	Terms and conditions of appointment of independent directors	Yes		https://tncpetro.com/wp-content/uploads/2016/09/Terms-of-Appointment-for-Independent-Directors-of-TPL.pdf
3	Composition of various committees of board of directors	Yes		https://tncpetro.com/board-of-directors-committees/
4	Code of conduct of board of directors and senior management personnel	Yes		https://tncpetro.com/wp-content/uploads/2016/09/Code-of-Conduct-for-Directors-of-the-Company.pdf https://tncpetro.com/wp-content/uploads/2016/09/Code-of-Conduct-for-Senior-Management-of-the-Company.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://tncpetro.com/wp-content/uploads/2016/09/Vigil-mechanism-Whistle-Blower-Policy-3.pdf
6	Criteria of making payments to non-executive directors	Yes		https://tncpetro.com/wp-content/uploads/2016/09/Criteria-for-Payment-of-Remuneration-to-Non-Executive-Directors-2.pdf
7	Policy on dealing with related party transactions	Yes		https://tncpetro.com/wp-content/uploads/2016/09/POLICY-ON-MATERIALITY-OF-TRANSACTIONS-WITH-RELATED-PARTIES-2.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://tncpetro.com/wp-content/uploads/2016/09/Policy-for-Material-Subsidiaries.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://tncpetro.com/wp-content/uploads/2016/09/Familiarization-Programme-for-Independent-Directors-2022-23-3.pdf

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://tnpetro.com/contact-us/
11	email address for grievance redressal and other relevant details	Yes		https://tnpetro.com/investor-queries-grievances/
12	Financial results	Yes		https://tnpetro.com/financials-annual-reports/
13	Shareholding pattern	Yes		https://tnpetro.com/shareholding-patterns-unpaid-dividend/
14	Details of agreements entered into with the media companies and/or their associates	Yes		https://tnpetro.com/wp-content/uploads/2023/04/2023-Fortuna-Public-Relations-P-Ltd.pdf
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://tnpetro.com/financials-annual-reports/
18	Credit rating or revision in credit rating obtained	Yes		https://tnpetro.com/credit-rating/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://tnpetro.com/financials-annual-reports/#1531715118137-ab1777ce-9def
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://tnpetro.com/_trashed-2/
21	Materiality Policy as per Regulation 30	Yes		https://tnpetro.com/wp-content/uploads/2016/09/Policy-for-Determining-Materiality-for-Disclosure-of-Events-or-Information-1.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://tnpetro.com/wp-content/uploads/2016/09/Dividend-Distribution-Policy-2021.pdf
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://tnpetro.com/

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Sangeetha Sekar
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	Sangeetha Sekar
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure

Applicability of disclosure	Applicable	
Reason for Non Applicability	Textual Information(1)	

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below

(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(D) Additional Information Textual Information(2)

II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Textual Information(3)
Name	KT VIJAYAGOPAL	
Designation	CFO	
Place	Chennai	
Date	06-04-2023	

Signatory Details

Name of signatory	Sangeetha Sekar
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	20-04-2023