Tamilnadu Petroproducts Limited

Email: secy-legal@tnpetro.com
Phone No. 044-69185588

Secy / 189 / 2025-26

18th September 2025

The General Manager
Listing Department
BSE Limited
Corporate Relations Department
1st Floor, New Trading Ring
Rotunda Building, PJ Towers
Dalal Street, Fort, Mumbai – 400 001
Scrip Code: 500777

The Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No: C/1 'C' Block
Bandra – Kurla Complex
Bandra (E)
Mumbai – 400 051
Scrip ID / Symbol: TNPETRO

Dear Sir / Madam,

Sub: Scrutinizer's Report for the 40th Annual General Meeting of the Company

We wish to inform you that the 40th Annual General Meeting of the Company was held at 2.00 PM (IST) on 17th September 2025, and the businesses as mentioned in the notice dated 12th August 2025 were transacted.

In this regard, the following are submitted:

a. Declaration of Results by Authorised Person under Rule 20 of the Companies (Management & Administration) Rules, 2014;
b. Scrutinizer's Report from M/s. B Chandra & Associates, Practicing Company Secretaries;

The above will also be available on the website of the Company www.tnpetro.com.

We request you to kindly take the above on record.

Thanking you,
Yours faithfully,
For **Tamilnadu Petroproducts Limited**

SANGEETHA SEKAR

Digitally signed by SANGEETHA SEKAR
Date: 2025.09.18 17:21:50 +05'30'

Sangeetha Sekar
Company Secretary

Encl: As above

18th September 2025

RESULTS OF E-VOTING — 40TH ANNUAL GENERAL MEETING

The 40th Annual General Meeting of the Company was held at 2.00 PM (IST) on 17th September 2025 through Video Conferencing/ Other Audio-Visual Means.

Pursuant to the provisions of the Companies Act, 2013, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company provided remote e-Voting facility through CDSL Platform to its shareholders for voting on the resolutions proposed in the AGM Notice. e-Voting commenced on 12th September 2025 at 09.00 AM (IST) and ended on 16th September 2025 at 05.00 PM (IST).

As per Rule 20 of the Companies (Management & Administration) Rules, 2014, the facility for voting during the meeting was also provided electronically to those shareholders who had not availed the remote e-Voting facility.

M/s. B Chandra & Associates, Practicing Company Secretaries were appointed as the Scrutinizers for both remote e-Voting and e-Voting during the meeting. The voting by the Members through remote e-Voting and by e-Voting during the meeting have been consolidated and the Scrutinizers have submitted their report dated 18th September 2025, a copy of which is enclosed.

As per the Report of the Scrutinizers, all the resolutions proposed in the notice of the AGM have been duly passed with requisite majority, details of which are furnished in the said report.

For **Tamilnadu Petroproducts Limited**

D. Senthi Kumar
Managing Director
DIN : 00202578

Encl: As stated

FORM NO. MGT - 13

Report of the Scrutinizer
[Pursuant to section 108 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

Dated 18-09-2025

To

The Chairperson,
of the 40th Annual General Meeting of M/s. Tamilnadu Petroproducts Limited, held on Wednesday, 17th September 2025, at 2.00 PM (through Video Conferencing / Other Audio-Visual Means (VC/OAVM)

Subject: Ordinary and Special Resolutions passed under various provisions of the Companies Act, 2013 / SEBI Regulations read with Rules made there under – Voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014, framed thereunder & Voting by electronic mode during the meeting under Section 109 of the Companies Act read with Rule 21 of the Companies (Management & Administration) Rules, 2014, framed thereunder and the relevant Circulars of MCA

Dear Sir,

We, B Chandra & Associates, Practising Company Secretaries, having our office at AG3, Ragamalika, No 26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizers as per the letter dated 21st August 2025 for the purpose of remote e-Voting and e-Voting provided at the 40th Annual General Meeting (AGM) of the Equity Shareholders of Tamilnadu Petroproducts Limited held through Video Conferencing / other audio visual means (VC/OAVM) on Wednesday, 17th September 2025, at 2.00 PM in line with the Circular Nos 14/2020 dated April 8 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13,2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 and Circulars of SEBI dated 12th May, 2020, 15th January, 2021, 13th May 2022, 5th January 2023 and 7th October 2023 on the below mentioned resolutions, hereby submit our report as under:

B. CHANDRA & ASSOCIATES Company Secretaries

a.	Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended up to date, the notice convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means [wherever email ids were available with the Company/ Cameo Corporate Services Limited (RTA)] on 26th August 2025 and simultaneously, the same was also placed on the website of the Company and Central Depository Services (India) Limited (CDSL), the Agency who was appointed to provide e-Voting facility. As per the report of RTA, out of 92239 emails sent, 2339 emails were bounced. The required paper advertisement with respect to other shareholders *inter alia* by way of seeking updation of mail ids through a dedicated email id/on-line process was given in all Editions of Financial Express (English) and Makkal Kural (Tamil) on 15th August 2025.
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in Financial Express (English) on and Makkal Kural (Tamil) on 27th August 2025.
c.	The Remote e-Voting through CDSL portal commenced on Friday, 12th September 2025 (9:00 AM IST) and ended on Tuesday, 16th September 2025 (5:00 PM IST). Subsequently, the CDSL portal was blocked for remote e-Voting. Those members of the Company who have not voted through remote e-Voting were given an option to vote electronically on e-Voting platform, provided by CDSL during the meeting.
d.	The votes cast through Remote e-Voting and during the meeting were unlocked in the presence of two witnesses on 17th September 2025.
e.	The Corporate members who had participated in the e-Voting had provided the scanned copy of the resolutions passed by the Board of Directors/ Powers of Attorney for authorization to exercise their votes through e-Voting.

Ms. Mariam Pallavi Baldev (DIN : 09281201), Chairperson of the Company commenced the proceedings at 02:00 PM. Pursuant to the Circulars mentioned aforesaid and the provisions of law read with the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs, the facility for e-Voting by those Members who were present and had not voted earlier through Remote e-Voting, to cast their vote during the meeting commenced on announcement by the Chairperson and remained open for ten minutes after the conclusion of the meeting.

The resolutions for which this Annual General Meeting of the shareholders was held are as follows:

B. CHANDRA & ASSOCIATES Company Secretaries

S. No	Resolutions	Nature of Resolution
1	To receive, consider and adopt the Audited Financial Statements of the Company (standalone and consolidated) and the Reports thereon for the year ended 31st March 2025	**Ordinary**
2	To declare a dividend of ₹ 1.20 per equity share	**Ordinary**
3	To re-appoint Mr. Ashwin C Muthiah, Director (DIN 00255679) who retires by rotation and being eligible offers himself for re-appointment as a Director	**Ordinary**
4	To approve the increase in remuneration payable to the Auditors of the Company	**Ordinary**
5	To ratify the remuneration payable to Cost Auditors for the financial year 2025-26	**Ordinary**
6	To approve the appointment of M/s. B Chandra & Associates Practising Company Secretaries, Chennai as Secretarial Auditors of the Company for five consecutive years from FY 2025-26 to FY 2029-30	**Ordinary**
7	To approve the transactions with Manali Petrochemicals Limited, a Related party from 1st October 2025 to 30th September 2026 for an aggregate value upto ₹ 425 Crore (Rupees Four Hundred and Twenty-Five Crore) pursuant to Regulation 23(4) of the SEBI (LODR) Regulations, 2015, as amended	**Ordinary**
8	To approve the payment of remuneration to Non-Executive Directors for the Financial year 2024-25	**Special**

A register has been maintained electronically to record the assent or dissent, received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares. As there were no shares with differential voting rights, the question of maintaining the list of shares with differential voting rights does not arise.

The results of the remote e-Voting and e-Voting at AGM through VC/OAVM are summarised as follows in terms of the count and sum of votes cast for and against out of the total valid votes is given below:

B. CHANDRA & ASSOCIATES
Company Secretaries

Resolution S. No	Count of Votes cast for	Sum of votes cast for	Count of votes cast against	Sum of votes cast against	Total valid votes	Assent %	Dissent %
1	216	39336521	10	1540	39338061	99.996	0.004
2	219	39760834	8	1340	39762174	99.997	0.003
3	207	39334516	20	427658	39762174	98.924	1.076
4	205	39749403	22	12771	39762174	99.968	0.032
5	205	39749403	22	12771	39762174	99.968	0.032
6	213	39760225	14	1949	39762174	99.995	0.005
7	210	7674041	13	10051	7684092	99.869	0.131
8	206	39751036	21	11138	39762174	99.972	0.028

For the resolution No. 7 pertaining to approval of material related party transactions, the related parties abstained from voting, as stipulated under the relevant regulations.

Since the requisite number of votes cast in favor exceeded the number of votes cast against in respect of resolutions in S No. 1 to 7, we hereby report that the resolutions 1 to 7 were duly passed with requisite majority as Ordinary Resolutions.

Since the number of votes cast in favor exceeds by three times the number of votes cast against in respect of S No 8, we hereby report that the resolution number 8 was duly passed with requisite majority as Special Resolution.

The data sheet relating to Remote e-Voting and e-Voting after AGM through VC/OAVM, records are in the safe custody of the undersigned and that they will be handed over to the Company, once the Minutes are approved and signed.

Thanking you,

Yours faithfully,

B Chandra & Associates
Company Secretaries in Practice

B CHANDRA & ASSOCIATES Company Secretaries

B Chandra
Partner
CP No. 21407
UDIN: A020879G001276091
Peer Review No 1711/2022

Report received on behalf of the Chairperson
For Tamilnadu Petroproducts Limited

B Senthi Kumar
Managing Director
DIN 00202578

TAMILNADU PETROPRODUCTS LIMITED MANALI CHENNAI 600 068

Place: Chennai
Date : 18/09/2025