



Tamilnadu Petroproducts Limited

e-mail: secy-legal@tnpetro.com

RESULTS OF VOTING AT THE GENERAL MEETING

The 30th Annual General Meeting of the Company was held at 10.35 a.m on 22nd September 2015 at Tamil Isai Sangam, Rajah Annamalai Mandram, No.5, Esplanade Road (Near High Court), Chennai – 600 108.

Pursuant to the provisions of Companies Act, 2013 and revised Clause 35B of the Listing Agreement, the Company had provided e-voting facility through CDSL platform to its members for voting on resolutions proposed in the AGM Notice. E-voting commenced on 18th September 2015 at 9.00 a.m and ended on 21st September 2015 at 5.00 p.m.

As per the requirements of Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended, Members who had not availed the e-voting facility, were provided an opportunity to cast their vote at the venue by Poll.

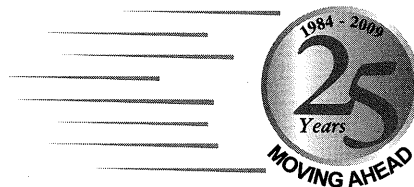
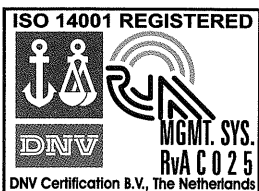
Mrs. B.Chandra was appointed as the Scrutiniser for both e-voting and polling at the venue. The voting by the members through e-voting and by poll at the venue of AGM have been consolidated and the Scrutiniser has submitted her report vide copy enclosed.

As per the Report of the Scrutiniser, all the resolutions proposed in the notice of the AGM have been duly passed, details of which are available in the report.

For Tamilnadu Petroproducts Limited

M. Pazhaniandy Pillai

Whole-time Director (Operations)



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Grams : 'PETROPRODUCTS', Website : www.tnpetro.com

CIN : L23200TN1984PLC010931





B. CHANDRA
PRACTISING COMPANY SECRETARY

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FORM NO. MGT - 13

Report of the Scrutinizer(s)

*[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the
Companies (Management and Administration) Rules, 2014]*

To

*The Chairman,
of the Annual General Meeting of the Equity Shareholders of Tamilnadu
Petroproducts Limited, held on 22nd September, 2015 at Rajah Annamalai Mandram, No.
5, Esplanade Road, Chennai - 600 108 at 10.35 a.m.*

Subject: *Ordinary Resolution(s) under different provisions of the Companies
Act, 2013 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 there under & Voting by Poll under Section 109 of
the Companies Act read with Rule 21 of the Companies (Management
& Administration) Rules, 2014, framed there under*

Dear Sir,

I, B Chandra, Practising Company Secretary, having my office at AG3, Ragamalika
No 26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as
Scrutinizer as per the letter dated 31.08.2015 for the purpose of voting by electronic
means on the below mentioned resolutions, at the Annual General Meeting of the
Equity Shareholders of *Tamilnadu Petroproducts Limited* held on

22nd September 2015, at Rajah Annamalai Mandram, No. 5, Esplanade Road, Chennai - 600 108 at 10.35 a.m. hereby submit my report as under:

a.	Pursuant to Section 101, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the dispatch of notice convening the meeting together with the Statement under Section 102 of the Act to all the members of the Company through electronic means (wherever email ids were available) and to the other shareholders by registered post was completed on 27.08.2015 and simultaneously, the Notice convening was also placed on the website of the Company and that of the Agency, i.e., Central Depository Services India Limited (CDSL), the Agency. The members of the Company were given an option to vote electronically on e-voting platform, provided by the CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL) .
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper of Financial Express on 29.08.2015 and a Tamil News Paper Makkal Kural on the 28.08.2015
c.	The e-voting period commenced on 18th September 2015 at 9.00 AM and ended on 21st September 2015 at 5.00 PM
d.	At the end of this voting period, on September 21, 2015 at 05:00 P.M, the CDSL portal was blocked for voting and accordingly, the electronic votes cast till then were taken into account
e.	The votes cast were unblocked in the presence of two witnesses namely CS Anuradha and Ms Jayashree both having their offices at AG 3 Ragamailaka, 26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026 on the September 22, 2015.
f.	The Corporate members who had participated in the e-voting had provided the scanned copy of the resolutions passed at the Board of Directors for authorization to exercise their votes through E-Voting.

At the Annual general meeting held at the scheduled time, date and venue, the Chairman announced a poll taking into account the provisions of law.

The polling papers in **Form MGT-12** as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the ballot box kept at convenient locations in the Venue.

Two empty polling boxes were locked and sealed in the presence of the members and the proxies.

1. At the time fixed for closing of the poll by the Chairman, all the ballot boxes kept for polling was locked in my presence with due identification marks placed by me/us.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the company.
3. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid.

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

S.No	Resolutions	Nature of Resolution
1	To receive, consider and adopt the Financial Statements of the Company and the Directors' Report and Auditors' Report for the year ended 31st March 2015 by passing as an Ordinary resolution	Ordinary
2	To appoint a Director in place of Mr. Ashwin C Muthiah (DIN 00255679) who retires by rotation and being eligible offers himself for re-election by passing as an Ordinary resolution.	Ordinary
3	To ratify the appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants (Registration No.008072S) as the Auditors of the Company.	Ordinary
4	To pass an ordinary resolution for appointment of Mr. Kulbir Singh, (DIN 00204829) as a Director of the Company and approve his appointment as an Independent Director of the Company for a period of five years commencing from 12 th August 2014	Ordinary
5	To pass an ordinary resolution for appointment of Ms. Sashikala Srikanth (DIN: 01678374) as a Director of the Company and approve her appointment as an Independent Director of the Company for a period of five years commencing from 12 th August 2014.	Ordinary
6	To ratify the remuneration to the Cost Auditor for the year 2014-15.	Ordinary

The results of the poll & voting by electronic means are as follows:

The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.No	Number of members who cast their votes either by e- voting/ poll in the AGM		Number of members whose votes were considered valid	Number of members whose votes were considered invalid
	ASSENT	DISSENT		
1	56	11	67	0
2	52	14	66	0
3	54	13	67	0
4	53	13	66	0
5	51	15	66	0
6	55	12	67	0

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below.

E VOTING & POLL						
Resolution S.No	No of VOTES CAST IN FAVOUR	No of VOTES CAST AGAINST	Total - Valid Votes	Assent %	Dissent %	Passed/Not Passed
1	32084973	4480451	36565424	87.75	12.25	Passed as ordinary resolution
2	32082348	4482826	36565174	87.74	12.26	Passed as ordinary resolution
3	32083348	4482076	36565424	87.74	12.26	Passed as ordinary resolution
4	32083048	4482126	36565174	87.74	12.26	Passed as ordinary resolution
5	32082148	4483026	36565174	87.74	12.26	Passed as ordinary resolution
6	32084748	4480676	36565424	87.75	12.25	Passed as ordinary resolution

Since the requisite no. of votes cast in favour exceeded the No. of votes cast against in respect of resolutions in S No. 1 to 6, I hereby report that the above resolutions were passed with requisite majority.

4. The poll papers and all other relevant records were sealed and handed over to the Company Secretary as authorized by the Board for safe keeping.
5. The data sheet relating to e-voting and other related papers/registers, records are in the safe custody of the undersigned, and that they will be handed over to the Chairman of the company, once the Minutes are approved and signed.

Thanking you,

Place: Chennai

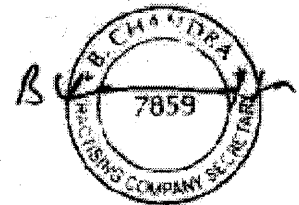
Date: 24-9-2015

Yours faithfully,

On behalf of the Chairman

For TAMILNADU PETROPRODUCTS LIMITED

M. Pazhaniandy Pillai
M. PAZHANIANDY PILLAI
Wholetime Director (Operations)



B CHANDRA
Company Secretary in Practice
CP No 7859

Encl: Polling Papers 36 in number.