



Tamilnadu Petroproducts Limited

e-mail: secy-legal@tnpetro.com

Secy / 32nd AGM / 2017-18

25th July 2017

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

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

Scrip code: 500777

Scrip Id: TNPETRO

Dear Sir,

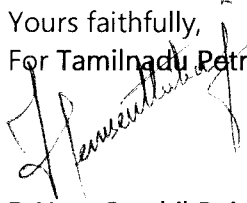
Sub: Voting Results under Regulation 44 of SEBI (LODR) 2015 and Scrutiniser's Report for the 32nd AGM of TPL held on 24th July 2017 - Reg.

Please find enclosed the copy of the Voting Results under Regulation 44 of SEBI (LODR) 2015 and Scrutiniser's Report for the 32nd Annual General Meeting of the Company held on 24th July 2017 at Tamizh Isai Sangam, Rajah Annamalai Mandram, Esplanade Road, Chennai – 600 108

We request you to kindly take the above on record.

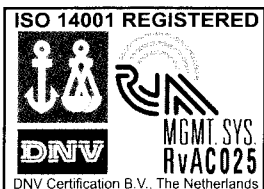
Thanking you,

Yours faithfully,
For Tamilnadu Petroproducts Limited


D Hem Senthil Raj
Company Secretary & Compliance Officer
M No: F8366



Encl: as stated



Regd. Office & Factory :
Post Box No. 9, Manali Express Highway, Manali, Chennai - 600 068. India.
Tel. : (0091) - 44 - 25945500 to 09 Telefax : 044-25945588
Grams " 'PETROPRODUCTS', Website : www.tnpetro.com
CIN : L23200TN1984PLC010931





25th July 2017

RESULTS OF VOTING AT THE GENERAL MEETING

The 32nd Annual General Meeting of the Company was held at 10.30 AM on 24th July 2017 at Tamizh Isai Sangam, Rajah Annamalai Mandram, No; 5, Esplanade Road, (Near High Court), Chennai – 600 108.

Pursuant to the provisions of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company had provided e-voting facility through CDSL Platform to its members for voting on the resolutions proposed in the AGM Notice. E-voting commenced on 21st July 2017 at 09.00 AM and ended on 23rd July 2017 at 05.00 PM.

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.

Ms. 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 with requisite majority, details of which are furnished in the report.

For Tamilnadu Petroproducts Limited

D Senthikumar
Whole Time Director (Operations)
DIN: 00202578

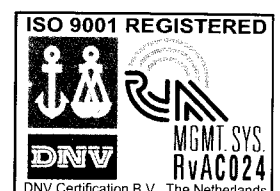


Encl: as stated



1984 - 2009
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B. CHANDRA
Practising Company Secretary

AG3, Ragamalika,
#26, Kumaran Colony Main Road,
Vadapalani, Chennai - 600 026.

E-mail : behandra1@gmail.com
behandracosecy@gmail.com
H/P : 9840276313, 9840375053, 7358269819

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]

Dated 25th July 2017

To

The Chairman,
of the 32nd Annual General Meeting of M/s. **Tamilnadu Petroproducts Limited**, held on
24th July 2017 at Rajah Annamalai Mandram, No. 5, Esplanade Road (Opp to High Court),
Chennai - 600 108 at 10.30 A.M.

Subject: Resolutions passed 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, was appointed as Scrutinizer as
per the letter dated 03.06.2017 for the purpose of voting by electronic means and for the poll
conducted on the below mentioned resolutions, at the 32nd Annual General Meeting of the
Equity Shareholders of Tamilnadu Petroproducts Limited held on 24th July 2017, at Rajah
Annamalai Mandram, No. 5, Esplanade Road (Opp to High Court), Chennai - 600 108, at
10.30 A.M. hereby submit my report as under:

B. Chandra

a.	Pursuant to Section 101, 108 of the Act and 3(1) of Rule 20 of the Companies (Management & Administration) Rules, 2014, the notices convening the meeting including Statement under Section 102 of the Act have been dispatched to all the members of the Company through electronic means on 27.06.2017 (wherever email ids were available) and to the other shareholders by permitted mode on 27.06.2017 and subsequently, the Notice convening was also placed on the website of the Company and that of the agency, i.e., Central Depository Services (India) Limited . The members of the Company were given an option to vote electronically on e-voting platform, provided by the (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 07.07.2017 and a Tamil News Paper Makkal Kural on 06.07.2017.
c.	The e-voting period commenced on 21 st July 2017 at 9.00 AM and ended on 23 rd July 2017 at 5.00 PM.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 23 rd July, 2017 at 05:00 P.M, the CDSL portal was blocked for voting thereafter.
e.	The votes cast were unblocked in the presence of two witnesses on the 24 th July 2017.
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. The votes cast of such of the corporate members who had not attached scan copies resolution had been considered invalid.

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 as well as the Notifications issued by the Ministry of Corporate Affairs dated 19-03-2015- Companies (Management and Administration) Amendment Rules, 2015.

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

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.

B. Ue



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 Standalone and consolidated Financial Statements of the Company and other Reports for the year ended 31 st March 2017.	Ordinary
2	To reappoint Mr. R. Karthikeyan [DIN 00824621], Director who retires by rotation and being eligible offering himself for re-appointment.	Ordinary
3	To appoint Auditors of the company and fix their remuneration.	Ordinary
4	To appoint Mr. Atulya Misra, (DIN 02210369) as a Director of the Company.	Ordinary
5	To ratify the remuneration to the Cost Auditor for the year 2016-17.	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 valid votes either by e-voting/ poll in the AGM		Number of members who cast valid Votes	Number of members whose votes were considered invalid
	ASSENT	DISSENT		
1	34	4	38	NIL
2	36	2	38	NIL
3	37	1	38	NIL
4	37	1	38	NIL
5	37	1	38	NIL

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.

B4e 

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	32086387	1200	32087587	99.9963%	0.0037%	Passed as ordinary resolution
2	32086687	900	32087587	99.9972%	0.0028%	Passed as ordinary resolution
3	32087387	200	32087587	99.9994%	0.0006%	Passed as ordinary resolution
4	32087387	200	32087587	99.9994%	0.0006%	Passed as ordinary resolution
5	32087387	200	32087587	99.9994%	0.0006%	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 5. 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 chairman authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

B Chandra

 B CHANDRA
 Company Secretary in Practice

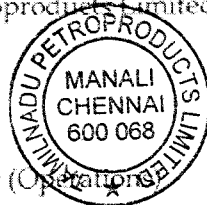
CP No 7859

Encl: Polling Papers 26 in number.

COUNTER SIGNED ON BEHALF OF THE CHAIRMAN

For Tamilnadu Petroproducts Limited

D. Senthikumar



D. Senthikumar

Whole-time Director (Operations)

DIN 00202578

Place: Chennai

Date: 25th July 2017