

चेन्नै पेट्रोलियम कॉर्पोरेशन लिमिटेड

(इंडियनऑयल की ग्रुप कम्पनी)

Chennai Petroleum Corporation Limited

(A group company of IndianOil)



CS:01:001

September 12th, 2020

*The Secretary,
BSE Ltd.
Phiroze Jeejeeboy Towers,
25th Floor, Dalal Street,
Mumbai – 400 001*

*National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No.C/1, G-Block,
Bandra Kurla Complex
Bandra (e)
Mumbai – 400 051*

NSE TRADING SYMBOL: CHENNPETRO

BSE SCRIP CODE: 500110

ISIN: INE178A01016

Madam / Sir,

SUB.: DISCLOSURE UNDER REGULATION 44 OF SEBI (LODR) REGULATIONS, 2015 – VOTING RESULTS OF THE 54TH ANNUAL GENERAL MEETING OF CHENNAI PETROLEUM CORPORATION LIMITED (CPCL)

Pursuant to Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached (**Annexure – I**) the Voting Results of the 54th Annual General Meeting of Chennai Petroleum Corporation Limited (CPCL) held on 11.09.2020 (Friday) at 1500 HRS thru Virtual mode in the prescribed format. The Scrutinizers Report is also enclosed as **Annexure – II**.

The above is for your records and dissemination please.

Thanking you,

Yours faithfully,
for *Chennai Petroleum Corporation Limited*
P. Shankar
(P.SHANKAR)
COMPANY SECRETARY

आई एस ओ 9001:2008, आई एस ओ 14001:2004, बी एस ओ एच एस ए एस 18001:2007 प्रमाणित कम्पनी / An ISO 9001:2008, ISO 14001:2004, BS OHSAS 18001:2007 Certified company

कम्पनी की सी आई एन एल 40101 टी एन 1965 जी ओ आई 005389 / The CIN of the Company is L 40101 TN 1965 GOI 005389

मणली, चेन्नै / Manali, Chennai - 600 068, फोन / Phone : 2594 4000 to 09, वेबसाइट/Website : www.cpcl.co.in

पंजीकृत कार्यालय : 536, अण्णा सालै, तेनाम्पेट, चेन्नै - 600 018 / Regd. Office : 536, Anna Salai, Teynampet, Chennai - 600 018. फोन/Phone : 24349232, 24349833, 24349294, फैक्स/Fax : +91-44-24341753

पी. शंकर
P. SHANKAR
कंपनी सचिव
Company Secretary

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr.S.M.Vaidya DIN 06995642, who retires by rotation and being eligible, offers himself for reappointment.										
Whether promoter/ promoter group are interested in the agenda/resolution?	YES										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		100,198,100	0	100,198,100	0	100.0000	0.0000	0	0	
	Poll	100,198,100		0			0.0000	0.0000	0	0	
	Postal Ballot (if applicable)			0			0.0000	0.0000	0	0	
	Total		100,198,100	100.0000	100,198,100	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting		16,707,728	87.8335	12,915,493	3,792,235	77.3025	22.6974	0	6,470	
	Poll	19,022,044		0		0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)			0			0.0000	0.0000	0	0	
	Total		16,707,728	87.8335	12,915,493	3,792,235	77.3025	22.6975	0	6470	
Public- Non Institutions	E-Voting		21,536	0.0725	20,473	1,063	95.0640	4.9359	0	10	
	Poll		3,189	0.0107	2,982	207	93.5089	6.4910	1	0	
	Postal Ballot (if applicable)	29,691,256		0		0	0.0000	0.0000	0	0	
	Total		24,725	0.0832	23,455	1,270	94.8635	5.1365	1	10	
	Total	148,911,400	116,930,553	78.5236	113,137,048	3,793,505	96.7558	3.2442	1	6480	

P. Shankar

पी. शंकर

P. SHANKAR

कंपनी सचिव

Company Secretary

चेन्नै पेट्रोलियम कॉर्पोरेशन लिमिटेड

Chennai Petroleum Corporation Ltd.

तेनारुपेट, चेन्नै/Chennai-600 018

Resolution No.	4	ORDINARY - Appointment of Mr.S.Krishnan DIN 08691391 as a Director									
Resolution required: (Ordinary/ Special)											
Whether promoter/ promoter group are interested in the agenda//resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		100,198,100	100.0000	100,198,100	0	100.0000	0.0000	0	0	
	Poll	100,198,100		0	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)			0	0	0	0.0000	0.0000	0	0	
	Total		100,198,100	100.0000	100,198,100	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting		16,707,728	87.8335	13,288,272	3,419,456	79.5336	20.4663	0	6,470	
	Poll	19,022,044		0	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)			0	0	0	0.0000	0.0000	0	0	
	Total		16,707,728	87.8335	13,288,272	3,419,456	79.5337	20.4663	0	6470	
Public- Non Institutions	E-Voting		21,536	0.0725	20,843	693	96.7821	3.2178	0	10	
	Poll	29,691,256	3,189	0.0107	2,982	207	93.5089	6.4910	1	0	
	Postal Ballot (if applicable)			0	0	0	0.0000	0.0000	0	0	
	Total		24,725	0.0832	23,825	900	96.3600	3.6400	1	10	
	Total	148,911,400	116,930,553	78.5236	113,510,197	3,420,356	97.0749	2.9251	1	6480	

P. Shankar

पी. शंकर
P. SHANKAR

कंपनी सचिव
Company Secretary
चेन्नै पेट्रोलियम कॉर्पोरेशन लिमिटेड
Chennai Petroleum Corporation Ltd.
तेनमिड/Toynamepet, चेन्नै/Chennai-600 018

Resolution No.	5	ORDINARY - Appointment of Mrs.Sobha Surendran DIN 08599985 as an Independent Director									
Resolution required: (Ordinary/ Special)											
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category		No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		100,198,100	100.0000	100,198,100	0	100.0000	0.0000	0	0	
	Poll			0		0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		100,198,100								
	Total			0	100,198,100	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting		16,707,728	87.8335	15,236,228	1,471,500	91.1926	8.8073	0	6,470	
	Poll			0							
	Postal Ballot (if applicable)										
	Total				19,022,044	0	0.0000	0.0000	0	0	
Public- Non Institutions	E-Voting		21,536	0.0725	19,713	1,823	91.5351	8.4648	0	10	
	Poll		3,189	0.0107	2,982	207	93.5089	6.4910	1	0	
	Postal Ballot (if applicable)										
	Total		24,725	0.0832	22,695	2,030	91.7897	8.2103	1	10	
	Total	148,911,400	116,930,553	78.5236	115,457,023	1,473,530	98.7398	1.2602	1	6480	

P. Shankar

पी. शंकर

P. SHANKAR

कंपनी सचिव

Company Secretary

चेन्नै पेट्रोलियम कॉर्पोरेशन लिमिटेड

Chennai Petroleum Corporation Ltd.

तेलपेट/तेयनपेट, चेन्नै/Chennai-600 018

Resolution No.	6										
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Manoj Sharma DIN 08777977 as a Director										
Whether promoter/ promoter group are interested in the agenda/resolution?	YES										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		100,198,100	0	0.0000	0	0	0.0000	0	0	
	Poll	100,198,100					0	0.0000	0	0	
	Postal Ballot (if applicable)						0	0.0000	0	0	
Public- Institutions	Total		100,198,100	0	0.0000	0	0	0.0000	0	0	
	E-Voting		16,707,728	87.8335	13,279,719	3,428,009	79.4824	20.5175	0	6,470	
	Poll	19,022,044		0	0.0000	0	0	0.0000	0	0	
Public- Non Institutions	Postal Ballot (if applicable)			0	0.0000	0	0	0.0000	0	0	
	Total		16,707,728	87.8335	13,279,719	3,428,009	79.4825	20.5175	0	6470	
	E-Voting		21,536	0.0725	19,348	2,188	89.8402	10.1597	0	10	
Public- Non Institutions	Poll	29,691,256		3,189	0.0107	2,982	207	93.5089	6.4910	1	0
	Postal Ballot (if applicable)		0	0	0.0000	0	0	0.0000	0	0	
	Total		24,725	0.0832	22,330	2,395	90.3134	9.6866	1	10	
Total		148,911,400	116,930,553	78.5236	113,500,149	3,430,404	97.0663	2.9337	1	6480	

P. Shankar

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P. SHANKAR

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Company Secretary

चेन्नै पेट्रोलियम कॉर्पोरेशन लिमिटेड
Chennai Petroleum Corporation Ltd.
तेलमंगलम/तेयनपेट, चेन्नै/Chennai-600 018

Resolution No.	7	ORDINARY - Ratification of remuneration of Cost Auditor for the year 2020-21									
Resolution required: (Ordinary/ Special)		No									
Whether promoter/ promoter group are interested in the agenda/resolution?											
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting		100,198,100	100.0000	100,198,100	0	100.0000	0.0000	0	0	
	Poll	100,198,100		0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)										
	Total		100,198,100	100.0000	100,198,100	0	100.0000	0.0000	0	0	
Public- Institutions	E-Voting		16,707,728	87.8335	16,707,728	0	100.0000	0.0000	0	6,470	
	Poll	19,022,044		0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)			0.0000	0	0	0.0000	0.0000	0	0	
	Total		16,707,728	87.8335	16,707,728	0	100.0000	0.0000	0	6470	
Public- Non Institutions	E-Voting		21,536	0.0725	19,879	1,657	92.3059	7.6940	0	10	
	Poll	29,691,256		0.0107	3,181	8	99.7491	0.2508	1	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		24,725	0.0832	23,060	1,665	93.2659	6.7341	1	10	
	Total	148,911,400	116,930,553	78.5236	116,928,888	1,665	99.9986	0.0014	1	6480	

P. Shankar

पी. शंकर

P. SHANKAR

कंपनी सचिव

Company Secretary

चेन्नई पेट्रोलियम कॉर्पोरेशन लिमिटेड
Chennai Petroleum Corporation Ltd.
तेलमट्ट/तेयनपेट, चेन्नई/Chennai-600 018

LB & Co

Company Secretaries

Head Off: 2nd Floor, No. 36/98, Halls Road, Kilpauk, Chennai-600 010.
Land Line: +91 044-45510091; Mobile: +91 99625 11540,
E-mail: lalitha.companysecretary@gmail.com / lbandco.cs@gmail.com
Branch Off: No. 13, 14th Street, Nanganallur, Chennai-600 061.

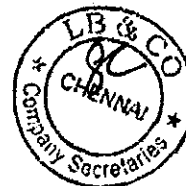
CONSOLIDATED SCRUTINIZER'S REPORT
(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rule, 2014)

To
The Chairman/Managing Director
M/s Chennai Petroleum Corporation Limited
536, Anna Salai, Teynampet, Chennai-600018.

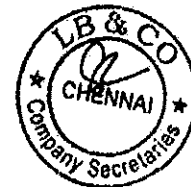
Respected Sir,

We, M/s LB & Co, Company Secretaries were appointed as Scrutinizer by the M/s Chennai Petroleum Corporation Limited ("the Company") for the purpose of Scrutinizing the voting process i.e. remote e-voting and instapoll at Annual General Meeting (AGM) under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time) and General Circular Nos. 14/2020, 17/2020, 20/2020 & 22/2020 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020 and June 15, 2020 respectively and SEBI Circular dated May 12, 2020 (MCA & SEBI Circulars) on the resolution(s) mentioned in Notice dated August 17, 2020 ('Notice') for 54th AGM of the Company held on September, 11, 2020 at 03:00 P.M through Video Conferencing (VC)/ other Audio Visual Means (OAVM). We submit our report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting facility for AGM and on the resolutions contained in the Notice of 54th Annual General Meeting (AGM) of the members of the Company. Our responsibility as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' and/or abstain/invalid towards the resolutions as stated in the AGM Notice.
2. The Annual Report for the year 2019-20 containing Notice dated August 17, 2020 along with statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through e-mail to shareholders whose email IDs are registered with the Company/Depository Participant(s) on Tuesday, August 18, 2020.



3. As per the provisions of Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has published advertisement about having sent the notice of Annual General Meeting and providing e-voting facility in 'The Hindu' (English daily newspaper) and in 'Makkal Kural' (Tamil daily newspaper) on Wednesday, August 19, 2020.
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 4 (Four) days from Monday, September 07, 2020 (09:00 A.M) to Thursday, September, 10, 2020 (05:00 P.M).
5. The voting rights of members were considered in proportion to their shares in the paid up equity share capital of the Company as on the cut-off date i.e. Friday, September, 4, 2020.
6. After completion of instapoll at the AGM, the data of instapoll at AGM was diligently scrutinized. Thereafter, data of instapoll at AGM were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company. Detailed registers were maintained containing the summary of results of remote e-voting and instapoll at AGM.
7. Thereafter, the votes cast through remote e-voting were unblocked after completion of instapoll at the AGM in the presence of two witnesses Mr S Neeraj and Ms V Sukanya, who are not in employment with the Company.
8. The shareholders exercised their voting either by remote e-voting or instapoll at AGM. There was no shareholder who opted for both the facilities. Further, shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which they actually voted was considered.
9. Summary of the remote e-voting and instapoll at the AGM is as follows:



Item No.1:-

To receive, consider and adopt the Audited Financial Statement of the Company (Standalone and Consolidated) for the period from 01st April 2019 to 31st March 2020, together with the Directors' Report and the Auditor's Report.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total	
Voted in Favour	133	14	147	11,69,26,694	3,181	11,69,29,875	99.999
Voted Against	10	2	12	680	8	688	0.001
Total	143	16	159	11,69,27,374	3,189	11,69,30,563	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total
2	1	3	6470	1	6471

The Item No.1 has been approved with requisite majority by way of ordinary resolution.



Item No.2:-

To appoint a Director in place of Mr Rajeev Ailawadi (DIN: 07826722), who retires by rotation and being eligible, offers himself for reappointment.

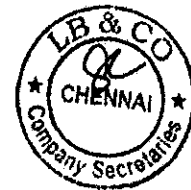
i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total	
Voted in Favour	116	14	130	11,61,50,817	2,982	11,61,53,799	99.336
Voted Against	28	2	30	7,76,547	207	7,76,754	00.664
Total	144	16	160	11,69,27,364	3,189	11,69,30,553	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total
3	1	4	6480	1	6481

The Item No.2 has been approved with requisite majority by way of ordinary resolution.



Item No.3:-

To appoint a Director in place of Mr S M Vaidya (DIN: 06995642), who retires by rotation and being eligible, offers himself for reappointment.

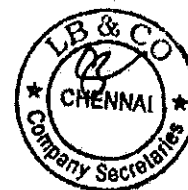
i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total	
Voted in Favour	106	14	120	11,31,34,066	2,982	11,31,37,048	96.756
Voted Against	36	2	38	37,93,298	207	37,93,505	03.244
Total	142	16	158	11,69,27,364	3,189	11,69,30,553	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total
3	1	4	6480	1	6481

The Item No.3 has been approved with requisite majority by way of ordinary resolution.



Item No.4:-

Appointment of Mr S Krishnan (DIN: 08691391) as a Director

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total	
Voted in Favour	114	14	128	11,35,07,215	2,982	11,35,10,197	97.075
Voted Against	29	2	31	34,20,149	207	34,20,356	02.925
Total	143	16	159	11,69,27,364	3,189	116,930,553	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total
3	1	4	6480	1	6481

The Item No.4 has been approved with requisite majority by way of ordinary resolution.



Item No.5:-

Appointment of Mrs Sobha Surendran (DIN: 08599985) as an Independent Director

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total	
Voted in Favour	126	14	140	11,54,54,041	2,982	11,54,57,023	98.740
Voted Against	16	2	18	14,73,323	207	14,73,530	01.260
Total	142	16	158	11,69,27,364	3,189	11,69,30,553	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total
3	1	4	6480	1	6481

The Item No.5 has been approved with requisite majority by way of ordinary resolution.



Item No.6:-

Appointment of Mr Manoj Sharma (DIN: 08777977) as a Director

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total	
Voted in Favour	110	14	124	11,34,97,167	2,982	11,35,00,149	97.066
Voted Against	32	2	34	34,30,197	207	34,30,404	02.934
Total	142	16	158	11,69,27,364	3,189	11,69,30,553	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total
3	1	4	6480	1	6481

The Item No.6 has been approved with requisite majority by way of ordinary resolution.



Item No.7:-

Ratification of Remuneration of Cost Auditor for the year 2020-21

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total	
Voted in Favour	128	14	142	11,69,25,707	3,181	11,69,28,888	99.999
Voted Against	14	2	16	1,657	8	1,665	00.001
Total	142	16	158	11,69,27,364	3,189	11,69,30,553	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	Instapoll	Total	Remote E-Voting	Instapoll	Total
3	1	4	6480	1	6481

The Item No.7 has been approved with requisite majority by way of ordinary resolution.



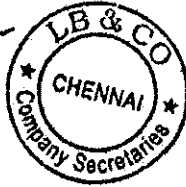
LB & Co
Company Secretaries

The registers, all other papers and relevant records relating to e-voting shall remain in our safe custody and the same will be handed over to the Company Secretary for safe keeping after approval of minutes by the Chairman.

Thanking You,

Yours Sincerely,

For LB and Co.,
Company Secretaries
ICSI Firm Reg No: 5363



CS Lalitha S
Partner
M No: 4464
CP No. 2666
UDIN: F004464B000704933

Place: Chennai
Dated: 12th September, 2020