

चेन्नै पेट्रोलियम कॉर्पोरेशन लिमिटेड
(भारत सरकार का उद्यम और आईओसीएल की समूह कम्पनी)
Chennai Petroleum Corporation Limited
(A Government of India Enterprise and Group Company of IOCL)



CS:01:002

24.08.2022

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 SYMBOL: CHENNPETRO

BSE SCRIP CODE: 500110

ISIN: INE178A01016

Dear Sir/Madam,

SUBJECT: PROCEEDINGS OF 56TH ANNUAL GENERAL MEETING ('AGM') AND VOTING RESULTS.

In continuation to our intimation dated July 30th, 2022, the 56th AGM of the Company was held on August 23rd, 2022, and the business mentioned in the Notice dated June 20th, 2022 were transacted and passed with requisite majority. In this regard, please find the following enclosures;

1. Summary of proceedings as required under the Regulation 30, Part A and Regulation 51, Part B of Schedule- III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Chairperson's speech as read out during the AGM as **Annexure-1**.
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure - II**.
3. Report of the Scrutinizer dated August 24th, 2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration), Rules 2014 as **Annexure - III**.

We request you to take the above on records.

Thanking you,

Yours faithfully,
for **Chennai Petroleum Corporation Limited**,

P. SHANKAR

COMPANY SECRETARY

Encl.: a/a

ANNEXURE – I

SUMMARY OF PROCEEDINGS OF THE 56TH ANNUAL GENERAL MEETING OF CHENNAI PETROLEUM CORPORATION LIMITED (CPCL) HELD ON TUESDAY, THE AUGUST 23RD, 2022:

The 56th Annual General Meeting (AGM) of the Members of the Company was held on Tuesday, the August 23rd, 2022 at 03.30 P.M (1ST) through video conferencing and other audio visual means (VC/OA VM). The meeting was held in compliance with the Circulars issued by Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder:

DIRECTORS IN ATTENDANCE:

1. Mr.S.M.Vaidya, Chairman (Joined over VC from New Delhi)
2. Mr.Arvind Kumar, Managing Director (Joined over VC from Chennai)
3. Mr.Rajeev Ailawadi, Director (Finance) (Joined over VC from Chennai)
4. Mr.S.Krishnan, Director (Operations) (Joined over VC from Chennai)
5. Mr.H.Shankar, Director (Technical) (Joined over VC from Chennai)
6. Ms.Sukla Mistry, Nominee Director (IOCL) (Joined over VC from New Delhi)
7. Mr.Deepak Srivastava, Nominee Director (MoP&NG, Gol) (Joined over VC from New Delhi)
8. Mr.Babak Bagherpour, Nominee Director (NICO) (Joined over VC from Baku, Azerbaijan)
9. Mr.Mohammad Bagher Dakhili, Nominee Director (NICO) (Joined over VC from Tehran, Iran)
10. Ms.Sobhana Surendran, Independent Director (Joined over VC from Trivandrum)
11. Mr.Ravi Kumar Rungta, Independent Director (Joined over VC from Port Blair)
12. Dr.C.K.Shivanna, Independent Director (Joined over VC from Kolar)

OTHER REPRESENTATIVES:

1. M/s. PADMANABHAN RAMANI & RAMANUJAM, Chartered Accountants (Statutory Auditors, joined over VC)
2. Mr.Balu Sridhar, Partner M/s.A.K.Jain & Associates, Practicing Company Secretaries (Secretarial Auditors, joined over VC from Chennai)
3. M/s.Vivekanandan Unni & Associates, Cost Accountants (Cost Auditors, Joined over VC from Chennai)

QUORUM OF THE MEETING:

A total of 50 members representing 10,02,71,148 shares attended the meeting. The meeting commenced at 03:30 PM (IST) and concluded at 04.48 PM (IST).

Shri.S.M.Vaidya, Chaired the meeting. The Chairperson informed that this Annual General Meeting was held through video conference in accordance with the circulars issued by the Ministry of Corporate Affairs and SEBI. The requisite quorum being present, the Chairperson called the meeting to order. The Chairperson welcomed all shareholders, auditors and other invitees joining over VC and delivered his speech. The Chairperson informed that the Company had provided members the facility to cast their vote electronically, on all resolutions set forth in the Notice.

The following items of business, as per the Notice of AGM dated June 20th, 2022, were transacted at the meeting. Shareholders were provided a facility to ask questions or express their views through VC,

audio. Clarifications were provided to the queries raised by the members. The resolutions were passed with the requisite majority.

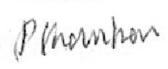
Item No.	Resolution	Type
1	To receive, consider and adopt the Audited Financial Statement of the Company (Standalone and Consolidated) for the period from 01 st April 2021 to 31 st March 2022, together with the Directors' Report and the Auditor's Report.	Ordinary
2	To declare dividend on Cumulative Preference Shares for the year 2021-22 and previous years.	Ordinary
3	To declare dividend on Equity Shares for the year 2021-22.	Ordinary
4	To appoint a Director in place of Mr. S.M. Vaidya (DIN: 06995642), who retires by rotation and being eligible, offers himself for reappointment	Ordinary
5	To appoint a Director in place of Mr. Rajeev Ailawadi (DIN: 07826722), who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
6	Appointment of Mr Arvind Kumar (DIN: 09224177) as a Director	Ordinary
7	Appointment of Ms. Sukla Mistry (DIN: 09309378) as a Director	Ordinary
8	Appointment of Dr.C.K.Shivanna (DIN: 09398521) as an Independent Director	Special
9	Appointment of Mr. Ravi Kumar Rungta (DIN: 00993270) as an Independent Director	Special
10	Ratification of remuneration of Cost Auditor for the year 2022-23	Ordinary

The Board of Directors had appointed M/s. LB and Co., Practicing Company Secretaries, Chennai as the Scrutinizer to supervise the e-voting process. The details of the voting results (remote e-voting and e-voting at the AGM) on all the resolutions as set out in the Notice of AGM is available in Annexure II.

This is for your information and records.

Thanking you,

Yours faithfully,
For **Chennai Petroleum Corporation Limited**


P.SHANKAR
COMPANY SECRETARY
& COMPLIANCE OFFICER

Dear Esteemed Shareholders,

Welcome to the 56th Annual General Meeting of CPCL. Let me begin by extending my best wishes to each one of you for the Azadi Ka Amrit Mahotsav.

As the economy continues to rebound from the devastation caused by the pandemic, India's oil demand is projected to increase to approx. 5.2 million barrels per day during the current fiscal, a jump by nearly 8% over the last year. Further, domestic oil demand is projected to rise at the fastest pace in the world to reach around 9 million barrels per day by 2040.

Moving on to CPCL's performance in 2021-22, Your Company achieved a throughput of 9.04 MMTPA in 2021-22 as compared to 8.24 MMTPA in the previous year. During the year, your Company recorded an increase in direct sales by about 11 %, from 570 TMT in 2020-21 to 631 TMT. This growth was possible because of introduction of new value-added products like Mineral Turpentine Oil (MTO) apart from the wide range of products like Propylene, Paraffin wax and Petcoke.

As far as energy conservation measures are concerned, we have made critical inroads this year. The Energy Intensity Index (EII) improved to 96.2 as compared to 102.3 in the previous year. Operational availability was enhanced during the year to the extent of 96.5% as compared to 92.6% in the previous year, which is a result of the successful implementation of Reliability improvement strategies.

Your Company continuously strives to create an intrinsically safe ecosystem by adopting the best practices in the industry. This focus has translated into incident-free 1060 days and fire-free 932 days.

Coming to CPCL's financial performance, it is heartening to note that the your Company has achieved the highest ever turnover of Rs 60,402 Cr with a Profit Before Tax of Rs.1,832 Cr and a profit after tax of Rs.1,342 Cr. During 2021-22, CPCL's contribution towards the exchequer was Rs. 18,922 Cr. Average crude prices increased to nearly 78 US\$/bbl in 2021-22 as against 44 US\$/bbl during the previous year. I am also happy to add that the impressive performance from the previous year has continued during the first quarter of 2022-23.

Coming to dividends, I am glad to share that on the back of good all round performance & profitability, the Board has recommended a dividend of 20% to the Equity Share Holders.

As regards CAPEX performance during 2021-22 is concerned, CPCL achieved a CAPEX of about Rs.635 Cr, against Rs.583 crores during 2020-21.

Your Company is also setting up a new grass root refinery of 9 MMTPA capacity at Nagapattinam in JV mode with IndianOil and other strategic partners. The new Refinery will be built at an estimated cost of Rs. 31,580 Cr. and produce BS-VI Petrol & Diesel and Polypropylene as a value-added product. The project is expected to be completed by June 2025.

Speaking about Human Resources, your Company believes in holistic and meaningful employee engagement and the development of its human resources. As a responsible public sector organization, your Company also believes in constantly going beyond the realms of business to contribute to the development and well-being of society.

One of our CSR focus areas has been education and the skill development sector. We have been delivering best-in-class training programs at CPCL Refinery Engineering School Of Training [RESOT]. Over the years, on an annual basis, about 25,000 person-hours of knowledge-sharing sessions are conducted across multidisciplinary participants.

Your Company is also a pioneer in skill development, running its polytechnic college to impart high-quality industry-based technical knowledge to develop competency skills. Every year around 200 students pass out from the polytechnic.

Keeping in sync with the triple objectives formulated by the Government of India under the Procurement schemes for MSMEs, CPCL has consistently exceeded the 25% MSME procurement target, including SC/ST and women MSMEs, for three years now.

I must underline that your Company complies with the guidelines issued by the Department of Public Enterprises as applicable to public sector undertakings, the details of which are provided in the Corporate Governance Report forming part of the Annual Report.

Let me assert that your Company is focused on strengthening infrastructure, improving operational excellence, implementing best practices and enhancing network productivity. As we move forward, the focus will be on strengthening the existing businesses of Refining.

Speaking of the future, I must share that CPCL is completely aligned with national green priorities, and we are already working on various initiatives to mitigate our carbon footprint and move towards net zero. While traditional ways like tree plantation drive are in place, your Company is also exploring green hydrogen technologies, biofuels usage, Compressed Bio Gas (CBG) facilities and other sustainable energy horizons.

Ladies and Gentlemen, let me thank The Government of India, particularly the Ministry of Petroleum & Natural Gas, your holding Company, IndianOil and Naftiran Intertrade Company Ltd. for their continued support.

I must also thank the Government of Tamil Nadu, Controller & Auditor General of India, Central Vigilance Commission, Oil Industry Development Board, Oil Industry Safety Directorate, Centre for High Technology, Petroleum & Explosives Safety Organization, and other statutory & regulatory authorities, banks and financial institutions for their guidance and valuable support. Let me also convey my sincere gratitude to all our valued stakeholders, including our customers, contractors and vendors, for their patronage and support.

On behalf of the Board members of CPCL, I would also like to share our appreciation for the valuable contributions made by the non-executive directors Shri Manoj Sharma, Shri Amitabh Mathur & Shri Myneni Narayana Rao during their tenure on the CPCL Board.

Last but not least, I thank each of you, our valued shareholders, for joining us today and look forward to your continued support in strengthening and improving your Company's performance in the coming years.

Stay healthy, Stay safe.

Jai Hind.

CHENNAI PETROLEUM CORPORATION LIMITED										
Date of the AGM/EGM	23-08-2022									
Total number of shareholders on record date	107326									
No. of shareholders present in the meeting either in person or through proxy:										
Promoters and Promoter Group:	Not Applicable									
Public:	Not Applicable									
No. of Shareholders attended the meeting through Video Conferencing	2									
Promoters and Promoter Group:	48									
Public:										

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Audited Financial Statement of the Company (Standalone and Consolidated) for the period from 1st April 2021 to 31st March 2022, together with the Directors' Report and the Auditor's Report.									
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	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll	10,01,98,100		0		0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,45,27,730	81,96,107	56.4170	81,96,107	0	100.0000	0.0000	0	17,97,936
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		81,96,107	56.4170	81,96,107	0	100.0000	0.0000	0	17,97,936
Public- Non Institutions	E-Voting	3,41,85,570	90,416	0.2645	90,156	260	99.7124	0.2875	0	1,092
	Poll		19,930	0.0583	19,930	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,10,346	0.3228	1,10,086	260	99.7644	0.2356	0	1,092
Total		14,89,11,400	10,85,04,553	72.8652	10,85,04,293	260	99.9998	0.0002	0	1,79,90,238

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend on Cumulative Preference shares for the year 2021-22 and previous years.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
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	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0	0
	Poll	10,01,98,100	0.0000	0	0	0.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0.0000	0.0000	0	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	99,94,043	68.7929	99,94,043	0	100.0000	0.0000	0	0	0
	Poll	1,45,27,730	0.0000	0	0	0.0000	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0.0000	0.0000	0	0	0
	Total		99,94,043	68.7929	99,94,043	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,41,85,570	89,278	0.2612	88,817	461	99.4836	0.5163	0	2,230
	Poll		19,930	0.0583	19,930	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0.0000	0.0000	0	0	0
	Total		1,09,208	0.3195	1,08,747	461	99.5779	0.4221	0	2,230
	Total	14,89,11,400	11,03,01,351	74.0718	11,03,00,890	461	99.9996	0.0004	0	2,230

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To declare dividend on Equity Shares for the year 2021-22									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
	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	
Category	Mode of Voting									
Promoter and Promoter Group	E-Voting	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0	0
	Poll	10,01,98,100	0	0.0000	0	0	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,45,27,730	99,94,043	68.7929	99,94,043	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0	0	0
	Total		99,94,043	68.7929	99,94,043	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	3,41,85,570	91,488	0.2676	90,023	1,465	98.3986	1.6013	0	20
	Poll		19,930	0.0583	19,930	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0	0	0
	Total		1,11,418	0.3259	1,09,953	1,465	98.851	1.149	0	20
	Total	14,89,11,400	11,03,03,561	74.0733	11,03,02,096	1,465	99.9987	0.0013	0	20

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr S.M.Vaidya (DIN06995642), 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	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll	10,01,98,100		0	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)			0	0	0	0.0000	0.0000	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting		99,94,043	68.7929	60,44,174	39,49,869	60.4777	39.5222	0	0
	Poll	1,45,27,730	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		99,94,043	68.7929	60,44,174	39,49,869	60.4778	39.5222	0	0
Public- Non Institutions	E-Voting		87,222	0.2551	86,395	827	99.0518	0.9481	0	4,286
	Poll	3,41,85,570	19,930	0.0583	19,930	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,07,152	0.3134	1,06,325	827	99.2282	0.7718	0	4286
	Total	14,89,11,400	11,02,99,295	74.0704	10,63,49,599	39,50,696	96.4182	3.5818	0	4286

Resolution No.	5									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr Rajeev Allawadi (DIN07826722), who retires by rotation and being eligible, offers himself for reappointment.									
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	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll	10,01,98,100	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,45,27,730	99,94,043	68.7929	60,44,174	39,49,869	60.4777	39.5222	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		99,94,043	68.7929	60,44,174	39,49,869	60.4778	39.5222	0	0
Public- Non Institutions	E-Voting	3,41,85,570	87,222	0.2551	86,311	911	98.9555	1.0444	0	4,286
	Poll		19,930	0.0583	19,930	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,07,152	0.3134	1,06,241	911	99.1498	0.8502	0	4,286
Total		14,89,11,400	11,02,99,295	74.0704	10,63,48,515	39,50,780	96.4181	3.5819	0	4,286

Resolution No.	6	ORDINARY - APPOINTMENT OF MR.ARVIND KUMAR (DIN 09224177) AS A DIRECTOR									
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	Mode of Voting		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0	
	E-Voting			0	0.0000	0	0.0000	0.0000	0	0	
	Poll	10,01,98,100									
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0	
Public- Institutions	Mode of Voting		99,94,043	68.7929	99,28,512	65,531	99.3442	0.6557	0	0	
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll	1,45,27,730									
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		99,94,043	68.7929	99,28,512	65,531	99.3443	0.6557	0	0	
Public- Non Institutions	Mode of Voting		87,241	0.2552	86,719	522	99.4016	0.5983	0	4,267	
	E-Voting		19,930	0.0583	19,930	0	100.0000	0.0000	0	0	
	Poll	3,41,85,570									
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,07,171	0.3135	1,06,649	522	99.5129	0.4871	0	4267	
	Total	14,89,11,400	11,02,99,314	74.0704	11,02,33,261	56,053	99.9401	0.0599	0	4267	

Resolution No.	7	ORDINARY - APPOINTMENT OF MS. SUKLA MISTRY (DIN 09309378) AS A DIRECTOR									
Resolution required: (Ordinary/ Special)											
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
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	Mode of Voting		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0	
	E-Voting			0	0.0000	0	0.0000	0.0000	0	0	
	Poll	10,01,98,100									
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Public- Institutions	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0	
	E-Voting		99,94,043	68.7929	60,44,174	39,49,869	60.4777	39.5222	0	0	
	Poll	1,45,27,730		0.0000		0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Public- Non Institutions	Total		99,94,043	68.7929	60,44,174	39,49,869	60.4778	39.5222	0	0	
	E-Voting		87,245	0.2552	86,389	856	99.0188	0.9811	0	4,263	
	Poll	3,41,85,570	19,930	0.0583	19,930	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
Total	Total		1,07,175	0.3135	1,06,319	856	99.2013	0.7987	0	4263	
	Total	14,89,11,400	11,02,99,318	74.0704	10,63,48,593	39,50,725	96.4182	3.5818	0	4263	

Resolution No.	8	SPECIAL - APPOINTMENT OF DR. C.K. SHIVANNA (DIN 09398521) AS AN INDEPENDENT DIRECTOR									
Resolution required: (Ordinary/ Special)	No										
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		
Mode of Voting											
E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100		100.0000	0.0000	0	0		
Poll	10,01,98,100		0.0000				0.0000				
Postal Ballot (if applicable)											
Total		10,01,98,100	100.0000	10,01,98,100		100.0000	0.0000	0	0		
Promoter and Promoter Group											
E-Voting	99,94,043	68,7929	68.7929	71,97,093	27,96,950	72.0138	27.9861	0	0		
Poll	1,45,27,730		0.0000				0.0000				
Postal Ballot (if applicable)											
Total		99,94,043	68.7929	71,97,093	27,96,950	72.0138	27.9861	0	0		
Public- Institutions											
E-Voting	87,219	0.2551	86.696		523	99.4003	0.5996	0	4,289		
Poll	19,930	0.0583	19.930			100.0000	0.0000	0	0		
Postal Ballot (if applicable)	3,41,85,570										
Total		1,07,149	0.3134	1,06,626	523	99.5119	0.4881	0	4289		
Public- Non Institutions											
Total	14,89,11,400	11,02,99,292	74.0704	10,75,01,819	27,97,473	97.4637	2.5363	0	4289		

Resolution No.	9	SPECIAL - APPOINTMENT OF RAVI KUMAR RUNGTA (DIN 00993270) AS AN INDEPENDENT DIRECTOR									
Resolution required: (Ordinary/ Special)	No										
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		
Mode of Voting											
E-Voting	10,01,98,100	10,01,98,100	100.0000	10,01,98,100		100.0000	0.0000	0	0		
Poll	10,01,98,100		0.0000				0.0000				
Postal Ballot (if applicable)											
Total		10,01,98,100	100.0000	10,01,98,100		100.0000	0.0000	0	0		
Promoter and Promoter Group											
E-Voting	99,94,043	68,7929	68.7929	71,97,093	27,96,950	72.0138	27.9861	0	0		
Poll	1,45,27,730		0.0000				0.0000				
Postal Ballot (if applicable)											
Total		99,94,043	68.7929	71,97,093	27,96,950	72.0138	27.9861	0	0		
Public- Institutions											
E-Voting	87,281	0.2553	86.661		620	99.2896	0.7103	0	4,227		
Poll	19,930	0.0583	19.930			100.0000	0.0000	0	0		
Postal Ballot (if applicable)	3,41,85,570										
Total		1,07,211	0.3136	1,06,591	620	99.4217	0.5783	0	4227		
Public- Non Institutions											
Total	14,89,11,400	11,02,99,354	74.0705	10,75,01,784	27,97,570	97.4637	2.5363	0	4227		

Resolution No.	ORDINARY - RATIFICATION OF REMUNERATION OF COST AUDITOR FOR THE YEAR 2022-23									
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	10,01,98,100	10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,01,98,100	100.0000	10,01,98,100	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	99,94,043	99,94,043	68.7929	99,94,043	0	100.0000	0.0000	0	0
	Poll	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)	1,45,27,730	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		99,94,043	68.7929	99,94,043	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	87,281	87,281	0.2553	85,658	623	99.2862	0.7137	0	4,227
	Poll	3,41,85,570	19,930	0.0583	19,930	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)	0	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,07,211	0.3136	1,06,588	623	99.4189	0.5811	0	4,227
	Total	14,89,11,400	11,02,99,354	74.0705	11,02,98,734	623	99.9994	0.0006	0	4,227

P. Shankar

पी. शंकर
 P. SHANKAR
 कंपनी सचिव
 Company Secretary
 चेन्नै पेट्रोलियम कॉर्पोरेशन लिमिटेड
 Chennai Petroleum Corporation Ltd.
 तैयामपेट/तेयनम्पेट, चेन्नै/Chennai-600 018

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/ Company Secretary
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 e-voting at the 56th 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, 2/2022 issued by the Ministry of Corporate Affairs on April 08, 2020, April 13, 2020, May 05, 2020, June 15, 2020 and 05th May, 2022 respectively and SEBI Circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated May 12, 2020, January 15, 2021 respectively (MCA & SEBI Circulars) on the resolution(s) mentioned in the Notice dated June 20, 2022. 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 dated June 20, 2022. 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 2021-22 containing Notice dated June 20, 2022 along with statement setting out material facts under Section 102 of the Act was dispatched to the Shareholders through e-mail whose email IDs are registered with the Company/Depository Participant(s) on Saturday, July 30, 2022.



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 56th Annual General Meeting and providing e-voting facility in 'The Hindu' (English daily newspaper) on Tuesday, August 02, 2022 and in 'Makkal Kural' (Tamil daily newspaper) on Tuesday, August 02, 2022.
4. In terms of the aforesaid Notice, voting through electronic means was kept open for 4 (Four) days from Friday, August 19, 2022 (09:00 A.M) to Monday, August 22, 2022 (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. Wednesday, August 17, 2022.
6. After completion of e-voting at the AGM, the data of e-voting at AGM was diligently scrutinized. Thereafter, data of e-voting at AGM were reconciled with the records maintained by the Registrar and Share Transfer Agent of the Company.
7. Thereafter, the votes cast through remote e-voting were unblocked after completion of e-voting at the AGM in the presence of two witnesses Mr S Neeraj and Mr Ankith Jain H, who are not in employment with the Company. Detailed registers were maintained containing the summary of results of remote e-voting and e-voting at AGM.
8. The shareholders exercised their voting either by remote e-voting or e-voting 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 e-voting 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 2021 to 31st March 2022, 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	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	241	11	252	10,84,84,363	19,930	10,85,04,293	99.9998
Voted Against	8	-	8	260	-	260	0.0002
Total	249	11	260	10,84,84,623	19,930	10,85,04,553	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
6	-	6	17,99,028	-	17,99,028

The Item No.1 has been approved with requisite majority by way of an Ordinary Resolution.



Item No.2:-

To declare dividend on Cumulative Preference Shares for the year 2021-22 and previous years.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	240	11	251	11,02,80,960	19,930	11,03,00,890	99.9996
Voted Against	11	-	11	461	-	461	0.0004
Total	251	11	262	11,02,81,421	19,930	11,03,01,351	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
4	-	4	2,230	-	2,230

The Item No.2 has been approved with requisite majority by way of an Ordinary Resolution.



Item No.3:-

To declare dividend on Equity Shares for the year 2021-22.

i. Voted in **Favour** or **Against** the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	245	11	256	11,02,82,166	19,930	11,03,02,096	99.9987
Voted Against	9	-	9	1,465	-	1,465	0.0013
Total	254	11	265	11,02,83,631	19,930	11,03,03,561	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
1	-	1	20	-	20

The Item No.3 has been approved with requisite majority by way of an Ordinary Resolution.



Item No.4:-

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	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	212	11	223	10,63,28,669	19,930	10,63,48,599	96.4182
Voted Against	38	-	38	39,50,696	-	39,50,696	3.5818
Total	250	11	261	11,02,79,365	19,930	11,02,99,295	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
5	-	5	4,286	-	4,286

The Item No.4 has been approved with requisite majority by way of an Ordinary Resolution.



Item No.5:-

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	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	210	11	221	10,63,28,585	19,930	10,63,48,515	96.4181
Voted Against	39	-	39	39,50,780	0	39,50,780	3.5819
Total	249	11	260	11,02,79,365	19,930	11,02,99,295	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
5	-	5	4,286	-	4,286

The Item No.5 has been approved with requisite majority by way of an Ordinary Resolution.



Item No.6:-

Appointment of Mr Arvind Kumar (DIN: 09224177) as a Director

i. Voted in **Favour** or **Against** the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	232	11	243	11,02,13,331	19,930	11,02,33,261	99.9401
Voted Against	16	-	16	66,053	-	66,053	0.0599
Total	248	11	259	11,02,79,384	19,930	11,02,99,314	100

ii. Abstain/Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
7	-	7	4,267	-	4,267

The Item No.6 has been approved with requisite majority by way of an Ordinary Resolution.



Item No.7:-

Appointment of Ms. Sukla Mistry (DIN: 09309378) as a Director

i. Voted in Favour or Against the resolution:

<i>Particulars</i>	<i>Number of Members</i>			<i>Number of Votes</i>			<i>%</i>
	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	
Voted in Favour	211	11	222	10,63,28,663	19,930	10,63,48,593	96.4182
Voted Against	38	0	38	39,50,725	-	39,50,725	3.5818
Total	249	11	260	11,02,79,388	19,930	11,02,99,318	100

ii. Abstain/ Invalid votes:

<i>Number of Members</i>			<i>Number of Votes</i>		
<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>	<i>Remote E-Voting</i>	<i>E-voting at AGM</i>	<i>Total</i>
6	-	6	4,263	-	4,263

The Item No.7 has been approved with requisite majority by way of an Ordinary Resolution.



Item No.8:-

Appointment of Dr.C.K.Shivanna (DIN: 09398521) as an Independent Director

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	218	11	229	10,74,81,889	19,930	10,75,01,819	97.4637
Voted Against	31	-	31	27,97,473	-	27,97,473	2.5363
Total	249	11	260	11,02,79,362	19,930	11,02,99,292	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
6	-	6	4,289	-	4,289

The Item No.8 has been approved with requisite majority by way of a Special Resolution.



Item No.9:-

Appointment of Mr. Ravi Kumar Rungta (DIN: 00993270) as an Independent Director

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	219	11	230	10,74,81,854	19,930	10,75,01,784	97.4637
Voted Against	30	-	30	27,97,570	-	27,97,570	2.5363
Total	249	11	260	11,02,79,424	19,930	11,02,99,354	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
6	-	6	4,227	0	4,227

The Item No.9 has been approved with requisite majority by way of a Special Resolution.



Item No.10:-

Ratification of remuneration of Cost Auditor for the year 2022-23

i. Voted in Favour or Against the resolution:

Particulars	Number of Members			Number of Votes			%
	Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total	
Voted in Favour	234	11	245	11,02,78,801	19,930	11,02,98,731	99.9994
Voted Against	15	0	15	623	-	623	0.0006
Total	249	11	260	11,02,79,424	19,930	11,02,99,354	100

ii. Abstain/Invalid votes:

Number of Members			Number of Votes		
Remote E-Voting	E-voting at AGM	Total	Remote E-Voting	E-voting at AGM	Total
6	0	6	4227	0	4227

The Item No.10 has been approved with requisite majority by way of an Ordinary Resolution.



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



Bhoomijha Murali
Partner
M No: A10779
CP No. 12673
UDIN: A010779D000837871

Place: Chennai
Dated: 24th August, 2022