

MINISTRY OF CORPORATE AFFAIRS
RECEIPT
G.A.R. 7

SRN : F64931884

Service Request Date : 23/09/2023

Payment made into : HDFC Bank

Received From :

Name : EFILING KOLKATA

Address : Kolkata

Kolkata, West Bengal

IN - 700013

Entity on whose behalf money is paid

CIN: L23209WB1921PLC004357

Name : TIDE WATER OIL CO INDIA LTD

Address : 8 DR RAJENDRA PRASAD SARANI

KOLKATA, West Bengal

India - 700001

Full Particulars of Remittance

Service Type: eFiling

Service Description	Type of Fee	Amount(Rs.)
Fee for Form MGT-7 for the financial year ending on 2023	Normal	600.00
Total		600.00

Mode of Payment: Internet Banking - HDFC Bank

Received Payment Rupees: Six Hundred Only

Note –The Registrar may examine this eForm any time after the same is processed by the system under Straight Through Process (STP). In case any defects or incompleteness in any respect is noticed by the Registrar , then this eForm shall be treated and labeled as defective and the eForm shall have to be filed afresh with the fee and additional fee, as applicable. (Please refer Rule 10 of the Companies (Registration offices offices and Fees) Rules, 2014)

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



सत्यमेव जयते

Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L23209WB1921PLC004357

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AABCT1122C

(ii) (a) Name of the company

TIDE WATER OIL CO INDIA LTD

(b) Registered office address

8 DR RAJENDRA PRASAD SARANI
KOLKATA
West Bengal
700001
India

(c) *e-mail ID of the company

saptarshi.ganguly@veedol.com

(d) *Telephone number with STD code

03371257700

(e) Website

www.veedolindia.com

(iii) Date of Incorporation

26/10/1921

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes ☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes ☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
	NATIONAL STOCK EXCHANGE OF INDIA LIMITED	1,024
	BSE LIMITED	1

(b) CIN of the Registrar and Transfer Agent

U20221WB1982PTC034886

Pre-fill

Name of the Registrar and Transfer Agent

MAHESHWARI DATAMATICS PVT LTD.

Registered office address of the Registrar and Transfer Agents

23, R.N. Mukherjee Road
5th Floor

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☒ Yes ☐ No

(a) If yes, date of AGM

23/08/2023

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C5	Coke and refined petroleum products	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	VEEDOL INTERNATIONAL LIMIT		Subsidiary	100
2	VEEDOL INTERNATIONAL DMC		Subsidiary	100

3	VEEDOL DEUTSCHLAND GMBH		Subsidiary	100
4	VEEDOL UK LIMITED		Subsidiary	100
5	ENEOS TIDE WATER LUBRICAN		Joint Venture	50

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	100,000,000	17,424,000	17,424,000	17,424,000
Total amount of equity shares (in Rupees)	200,000,000	34,848,000	34,848,000	34,848,000

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	100,000,000	17,424,000	17,424,000	17,424,000
Nominal value per share (in rupees)	2	2	2	2
Total amount of equity shares (in rupees)	200,000,000	34,848,000	34,848,000	34,848,000

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	50,301	17,373,699	17424000	34,848,000	34,848,000	
Increase during the year	0	2,577	2577	0	0	0
i. Public Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify	0	2,577	2577	0		
Dematerialization						
Decrease during the year	2,577	0	2577	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify	2,577	0	2577	0	0	
Dematerialization						
At the end of the year	47,724	17,376,276	17424000	34,848,000	34,848,000	
Preference shares						

At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐ Yes ☐ No ☐ Not Applicable

Separate sheet attached for details of transfers

☐ Yes ☐ No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting				<input style="width: 100%;" type="text"/>			
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>			
Type of transfer		<input style="width: 50%;" type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input style="width: 50%;" type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input style="width: 50%;" type="text"/>	
Ledger Folio of Transferor				<input style="width: 100%;" type="text"/>			
Transferor's Name		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>	
		Surname		middle name		first name	
Ledger Folio of Transferee				<input style="width: 100%;" type="text"/>			
Transferee's Name		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>		<input style="width: 50%;" type="text"/>	
		Surname		middle name		first name	
Date of registration of transfer (Date Month Year)				<input style="width: 100%;" type="text"/>			
Type of transfer		<input style="width: 50%;" type="text"/>		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock			
Number of Shares/ Debentures/ Units Transferred		<input style="width: 50%;" type="text"/>		Amount per Share/ Debenture/Unit (in Rs.)		<input style="width: 50%;" type="text"/>	

Ledger Folio of Transferor							
Transferor's Name							
	Surname		middle name		first name		
Ledger Folio of Transferee							
Transferee's Name							
	Surname		middle name		first name		

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

14,923,601,596.21

(ii) Net worth of the Company

6,842,355,959.48

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	9,980,280	57.28	0	
10.	Others	0	0	0	
	Total	9,980,280	57.28	0	0

Total number of shareholders (promoters)

3

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage

1.	Individual/Hindu Undivided Family				
	(i) Indian	4,856,645	27.87	0	
	(ii) Non-resident Indian (NRI)	110,395	0.63	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	927,312	5.32	0	
4.	Banks	8,000	0.05	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	142,480	0.82	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	901,505	5.17	0	
10.	Others Employee Benefit Trusts, A	497,383	2.85	0	
	Total	7,443,720	42.71	0	0

Total number of shareholders (other than promoters)

66,015

**Total number of shareholders (Promoters+Public/
Other than promoters)**

66,018

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING I	DEUTSCHE BANK AG, DB HOUSE, F		NA	2,016	0.01
ALASKA PERMANENT	DEUTSCHE BANK AG		NA	1,579	0.01
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H		NA	360	0
AMERICAN CENTURY I	DEUTSCHE BANK AG, DB HOUSE, H		NA	3,215	0.02

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
BUMA-UNIVERSAL-FO	JPMORGAN CHASE BANK, 6th FLO		NA	2,489	0.01
CC & L Q GROUP GLOB	DEUTSCHE BANK AG, DB HOUSE, F		NA	406	0
CC& L Q GLOBAL EQU	DEUTSCHE BANK AG, DB HOUSE, F		NA	1,125	0.01
CC&L Q EMERGING M	STANDARD CHARTERED BANK, SE		NA	749	0
CC&L Q EMERGING M	HSBC SECURITIES SERVICES 11TH F		NA	3,110	0.02
CC&L Q GLOBAL SMAI	STANDARD CHARTERED BANK, SE		NA	2,194	0.01
CC&L Q INTERNATIONAL	STANDARD CHARTERED BANK, SE		NA	837	0
CITY OF LOS ANGELES	CITIBANK N.A. CUSTODY SERVICES		NA	900	0.01
CITY OF NEW YORK GP	DEUTSCHE BANK AG		NA	3,560	0.02
DFA AUSTRALIA LIMIT	CITIBANK N.A. CUSTODY SERVICES		NA	600	0
DFA INTERNATIONAL	STANDARD CHARTERED BANKSEC		NA	499	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES		NA	20	0
DIMENSIONAL EMERG	CITIBANK CUSTODY SERVICES, FIF		NA	20	0
DIMENSIONAL EMERG	CITIBANK CUSTODY SERVICES, FIF		NA	24	0
DIMENSIONAL EMERG	CITIBANK CUSTODY SERVICES, FIF		NA	40	0
DIMENSIONAL EMERG	CITIBANK N.A. CUSTODY SERVICES		NA	12,468	0.07
DIMENSIONAL FUNDS	DEUTSCHE BANK AG, DB HOUSE		NA	970	0.01
DIMENSIONAL WORLE	CITIBANK N.A. CUSTODY SERVICES		NA	3,518	0.02
EMERGING MARKETS C	DEUTSCHE BANK AG, DB HOUSE		NA	3,330	0.02
EMERGING MARKETS C	CITIBANK N.A. CUSTODY SERVICES		NA	36,684	0.21
EMERGING MARKETS S	CITIBANK N.A. CUSTODY SERVICES		NA	2,844	0.02

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	3	3
Members (other than promoters)	65,122	66,015
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	0	3	0	3	0	0
B. Non-Promoter	1	5	1	6	0	0
(i) Non-Independent	1	0	1	1	0	0
(ii) Independent	0	5	0	5	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	1	8	1	9	0	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date

12

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
PRAVEEN PURUSHOT	00016814	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
BHARATHI SIVASWAMI	00120900	Director	0	
VINOD SOMALAL VYAS	00176206	Director	0	
DURGESH SANJIVRAO	00176277	Director	0	
SUBIR DAS	00199255	Director	0	
PARTHA SARATHI BHATTACHARYA	00329479	Director	0	
PRAKASH YASHWANT	02004317	Director	0	
ARIJIT BASU	07215894	Managing Director	0	
SANJOY BHATTACHARYA	07674268	Director	0	
VIJAY MITTAL	09548096	Director	0	
SUPRATIK BASU	AEKPB7475C	CFO	0	
SAPTARISHI GANGULI	ALMPG0550C	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

4

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
RAJENDRA NATH GHOSH	00308865	Managing Director	28/02/2023	CESSATION
ARIJIT BASU	07215894	Managing Director	01/03/2023	APPOINTMENT
VIJAY MITTAL	09548096	Additional director	30/05/2022	APPOINTMENT
VIJAY MITTAL	09548096	Director	24/08/2022	CHANGE IN DESIGNATION

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
99th ANNUAL GENERAL MEETING	24/08/2022	67,488	85	28.71

B. BOARD MEETINGS

*Number of meetings held

4

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	30/05/2022	10	10	100
2	13/08/2022	10	9	90
3	14/11/2022	10	8	80
4	14/02/2023	10	9	90

C. COMMITTEE MEETINGS

Number of meetings held

26

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	AUDIT COMM	30/05/2022	3	3	100
2	AUDIT COMM	13/08/2022	3	3	100
3	AUDIT COMM	11/11/2022	3	3	100
4	AUDIT COMM	13/02/2023	3	3	100
5	NOMINATION	27/05/2022	6	6	100
6	NOMINATION	12/08/2022	6	5	83.33
7	NOMINATION	19/10/2022	6	5	83.33
8	NOMINATION	03/11/2022	6	6	100
9	NOMINATION	14/02/2023	6	6	100
10	CORPORATE	27/05/2022	3	3	100

D. * ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on (Y/N/NA)
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								23/08/2023

1	PRAVEEN PU	4	4	100	14	7	50	Yes
2	BHARATHI SI	4	4	100	6	6	100	No
3	VINOD SOMA	4	3	75	7	6	85.71	No
4	DURGESH SA	4	4	100	5	5	100	No
5	SUBIR DAS	4	4	100	26	26	100	Yes
6	PARTHA SAR	4	4	100	10	9	90	Yes
7	PRAKASH YA	4	4	100	5	5	100	Yes
8	ARIJIT BASU	4	4	100	25	25	100	Yes
9	SANJOY BHA	4	4	100	13	13	100	Yes
10	VIJAY MITTAL	4	1	25	0	0	0	No

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAJENDRA NATH	Managing Direct	13,911,000	859,000	0	0	14,770,000
2	ARIJIT BASU	Managing Direct	1,154,000	71,000	0	0	1,225,000
	Total		15,065,000	930,000	0	0	15,995,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SUPRATIK BASU	CFO(KMP)	11,060,000	0	0	0	11,060,000
2	SAPTARISHI GANG	Company Secre	3,305,000	0	0	0	3,305,000
	Total		14,365,000	0	0	0	14,365,000

Number of other directors whose remuneration details to be entered

8

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	SANJOY BHATTAC	Director	0	0	0	385,000	385,000
2	VINOD SOMALAL V	Director	0	0	0	180,000	180,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
3	DURGESH SANJIV	Director	0	0	0	325,000	325,000
4	SUBIR DAS	Director	0	0	0	710,000	710,000
5	PRAVEEN PURUSHOTAM	Director	0	0	0	375,000	375,000
6	PRAKASH YASHWANT	Director	0	0	0	325,000	325,000
7	PARTHA SARATHI	Director	0	0	0	425,000	425,000
8	BHARATHI SIVASUBRAMANIAM	Director	0	0	0	350,000	350,000
	Total		0	0	0	3,075,000	3,075,000

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

MANOJ PRASAD SHAW

Whether associate or fellow



Associate



Fellow

Certificate of practice number

4194

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

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dated

14/02/2023

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

ARIJIT BASU
Digitally signed
by ARIJIT BASU
Date: 2023.09.23
13:37:21 +05'30'

DIN of the director

07215894

To be digitally signed by

MANOJ
PRASAD
SHAW
Digitally signed by
MANOJ PRASAD
SHAW
Date: 2023.09.23
13:38:21 +05'30'

☐ Company Secretary

☒ Company secretary in practice

Membership number

5517

Certificate of practice number

4194

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

Attach**Attach****Attach****Attach****List of attachments**

DETAILS OF FIIs.pdf
DETAILS OF COMMITTEE MEETINGS.pdf
MGT-8_ 2023_ Tide Water.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company



MANOJ SHAW & CO.
COMPANY SECRETARIES

"PODDAR COURT" 18, Rabindra Sarani
Gate no. 1, 3rd Floor, Room No. 331,
Kolkata - 700001

☎ :033-46031517

E-mail : shawmanoj2003@gmail.com
shawmanoj2003@yahoo.co.in

Form No. MGT - 8

[Pursuant to section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies
(Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Tide Water Oil Co. (India) Ltd.**, as required to be maintained under the Companies Act, 2013 ('the Act') and the rules made there under for the financial year ended on 31st March, 2023. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

B. During the aforesaid financial year the Company has complied with provisions of the Act & Rules made there under in respect of:

1. its status under the Act;
2. maintenance of registers/records & making entries therein within the time prescribed there for;
3. filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;
4. calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the Company on due dates as stated in the annual return in respect of which meetings, proper notices were given



and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been recorded in the Minute Book/ registers maintained for the purpose and the same have been signed;

5. the Company has closed its Register of the Members and the Transfers Register during the Financial Year;
6. there were no advances/ loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
7. the Company has complied with the provisions of section 188 of the Act, relating to contracts /arrangements with related parties and has obtained the approval of its members during the year for entering into transactions involving sale, purchase or supply of any goods or material and/or availing or rendering of any services with:
 - Standard Greases & Specialities Private Limited, a related party of the Company, up to an amount of Rs. 700 crores till the date of the 100th Annual General Meeting of the Company for a period not exceeding 15 months;
 - JX Nippon TWO Lubricants India Private Limited, a related party of the Company, upto an amount of Rs. 700 crores till the date of the 100th Annual General Meeting of the Company for a period not exceeding 15 months;
8. during the year, neither any shares or securities were issued/ allotted/ transferred/ transmitted/ bought back/ altered/ reduced/ converted, nor any preference shares or debentures were redeemed;
9. there were no instances for keeping in abeyance the rights to dividend, right shares and bonus shares pending registration of transfer of shares.
10. pursuant to the provisions of section 125 of the Act, wherever applicable, relevant amounts which remained unpaid or unclaimed for a period of seven years have been transferred by the Company, from time to time on due dates, to the Investor Education and Protection Fund;



11. the audited financial statement were signed in accordance with the provisions of section 134 of the Act and report of directors were signed as per sub-sections (3), (4) and (5) thereof;

12. constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them

- the details of change in directors during the financial year are as follows:-

Name	DIN	Designation	Date of Appointment/ Change in Designation/ Cessation	Nature Of Change (Appointment/ Change in Designation/ Cessation)
Rajendra Nath Ghosal	00308865	Managing Director	28/02/2023	Cessation
Arijit Basu	07215894	Managing Director	01/03/2023	Appointment
Vijay Mittal	09548096	Additional director	30/05/2022	Appointment
Vijay Mittal	09548096	Director	24/08/2022	Change in Designation

13. appointment/re-appointment/filling up casual vacancies of Auditors as per the provisions of Section 139 of the Act (during the year, the Company obtained the approval of its members for appointment of M/s Price Waterhouse, Chartered Accountants LLP (Firm Registration No. 012754N/N500016), as the Statutory Auditors of the Company for a second term of 5 years to hold office till the conclusion of the 104th Annual General Meeting of the Company);

14. approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act;



15. there was no acceptance/ renewal/ repayment of deposits made by the Company during the period under audit.
16. the Company has not borrowed any amount from its directors, members, public financial institutions, banks and others during the financial year, however, it has discounted sales bills which carry an interest rate of 6 months T Bill + 76 basis points. No creation/ modification/ satisfaction of charges has been made during the financial year;
17. loan or investments or guarantee given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act were in compliance with the Act;
18. alteration of the provisions of the Memorandum and/or Articles of Association of the Company (during the year the Company did not alter its Memorandum of Association or Articles of Association).

Place: Kolkata
Date: 22.09.2023

For MANOJ SHAW & CO
Company Secretary in Practice



Manoj Prasad Shaw

MANOJ PRASAD SHAW
Proprietor
FCS No. - 5517
C.P No.- 4194

PEER REVIEW NO: 1243/2021
UDIN: F005517E001061792