



MANOJ SHAW & CO.
COMPANY SECRETARIES

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CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon]

The Chairman
Tide Water Oil Co. (India) Ltd
8, Dr. Rajendra Prasad Sarani,
Kolkata 700001

Consolidated Scrutinizer's Report on Remote E-Voting in terms of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (and subsequent amendments thereon) and Voting through Electronic Voting System on the date of AGM at the Hundredth Annual General Meeting (AGM) of Tide Water Oil Co. (India) Ltd, held on 23rd August, 2023 at 10:00 A.M. IST through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")

Dear Sir,

I, Manoj Prasad Shaw, Company Secretary in Practice, having membership no. FCS: 5517, CP: 4194, Proprietor of Manoj Shaw & Co. was appointed by the Board of Directors of **Tide Water Oil Co. (India) Ltd** ("the Company") as the Scrutinizer for the purpose of scrutinizing the Remote E-voting and E-Voting on the date of AGM, made available to those shareholders who attended the AGM and did not cast their votes through Remote E-voting process, in a fair and transparent manner and ascertaining the requisite majority carried out, as per the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon and Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subsequent amendments thereon, at the 100th Annual General Meeting (AGM) of the Company, in respect of the resolutions contained in the Notice convening the said AGM for approval of the members therein.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules made thereon and SEBI (Listing Obligation and Disclosure Requirement)



Regulations, 2015, and subsequent amendments thereon, relating to voting through electronic means on the resolutions contained in the Notice of the said AGM.

My responsibility as a scrutinizer for the E-Voting on the date of AGM and Remote E-voting process is restricted to ensure that the voting process is conducted in a fair and transparent manner and to make a Scrutinizer's Report for the votes cast "In Favour" or "Against" the resolutions as stated in the Notice of the said AGM, based on the report generated from the e-voting system provided by NSDL, the authorized Agency to provide e-voting facility, engaged by the Company.

In this regard, I submit my report as hereunder:-

1. The Company had provided facility of casting vote to the members of the Company through electronic means.
2. The Remote e-voting period remained open from Sunday, 20th August, 2023 (10:00 A.M. IST) and ended on Tuesday, 22nd August, 2023 (5:00 P.M. IST) both days inclusive.
3. The members of the Company holding shares as on Cut-off date i.e. 16th August, 2023 were entitled to vote on the Resolutions as set out in the Notice.
4. The Company had followed the process as required under Rule 20 of the Companies (Management and Administration) Rules, 2014 and subsequent amendments thereon, in respect of providing voting through electronic means.
5. Fifteen minutes after the conclusion of the time allowed for voting at the Hundredth AGM through VC / OAVM, I unblocked the votes cast through E-Voting on the date of AGM and remote e-voting, in the presence of two witnesses who were not in employment of the Company, and e-voting result/ list of equity shareholders who have voted "IN FAVOUR" and "AGAINST" were downloaded from the e-voting website of National Securities Depository Limited (NSDL) i.e. www.evoting.nsd.com.
6. The particulars of all the votes cast through e- voting process have been recorded in a register separately maintained for the purpose.
7. The Consolidated results of voting i.e. remote e-voting and voting through electronic means on the date of AGM by NSDL is as hereunder:-



ORDINARY BUSINESS:

Item No. 1- Ordinary Resolution:

Consideration and adoption of the Statement of Profit and Loss Account for the year ended 31st March, 2023, the Balance Sheet as at that date and the Reports of the Board of Directors and the Auditors thereon:

	Remote e-voting		E-voting on the date of AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	247	10850168	5	145	252	10850313	99.9971
Voted against the resolution	4	307	0	0	4	307	0.0029
Invalid votes	0	0	0	0	0	0	0
Total	251	10850475	5	145	256	10850620	100

Item No. 2- Ordinary Resolution:

Confirmation of payment of First, Second and Third Interim Dividends and declaration of Final Dividend for the financial year ended 31st March, 2023:

	Remote e-voting		E-voting on the date of AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	250	10854720	5	145	255	10854865	99.9972
Voted against the resolution	3	305	0	0	3	305	0.0028
Invalid votes	0	0	0	0	0	0	0
Total	253	10855025	5	145	258	10855170	100



Item No. 5- Ordinary Resolution:

Approval to related party transactions with Eneos Tide Water Lubricants India Private Limited (formerly JX Nippon TWO Lubricants India Private Limited):

	Remote e-voting		E-voting on the date of AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	220	771674	5	145	225	771819	88.3189
Voted against the resolution	29	102081	0	0	29	102081	11.6811
Invalid votes	0	0	0	0	0	0	0
Total	249	873755	5	145	254	873900	100

** Votes cast by the related parties of the Company have not been considered for the purpose of calculating voting results.*

Item No. 6- Ordinary Resolution:

Ratification of remuneration payable to M/s DGM and Associates, Cost Accountants, Cost Auditor for undertaking cost audit for the year ended 31st March, 2024:

	Remote e-voting		E-voting on the date of AGM		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted	Number of shares for which votes cast	Total number of members who voted	Total number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	244	11282439	5	145	249	11282584	99.9935
Voted against the resolution	10	736	0	0	10	736	0.0065
Invalid votes	0	0	0	0	0	0	0
Total	254	11283175	5	145	259	11283320	100



All the relevant records have been handed over to the Company Secretary of the Company as authorized by the Board of Directors in this behalf for safe keeping.

Yours faithfully

Date: 24.08.2023
Place: Kolkata



For Manoj Shaw & Co.

Manoj Prasad Shaw

(Manoj Prasad Shaw)

(Scrutinizer)

FCS-5517; CP-4194

UDIN: F005517E000847688

WITNESS 1: *Arif Karmakar*

(ARIT KARMAKAR)

WITNESS 2: *Abhishek Pal*

(ABHISHEK PAL)

Counter-signed by
FOR TIDE WATER OIL CO. (INDIA) LTD

Manoj Prasad Shaw

(Chairman)