



MANOJ SHAW & CO.
COMPANY SECRETARIES

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SCRUTINIZER REPORT

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Amendment Rules, 2015 and Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

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

98th Annual General Meeting of the Members of Tide Water Oil Co. (India) Ltd. ("the Company") held on Wednesday, 08th September, 2021 at 10.15 a.m. at the Registered Office of the Company at Yule House, 8, Dr. Rajendra Prasad Sarani, Kolkata- 700001

Dear Sir,

I, Manoj Prasad Shaw, Proprietor of Manoj Shaw & Co. appointed by the Board of Directors of the Company to act as the Scrutinizer in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, read with Regulation 44(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the purpose of scrutinizing the process of remote e-voting and physical votes through ballot paper, pursuant to the provisions of Section 109 of the Companies Act, 2013 and Rule 21 of the Companies (Management and Administration) Rules, 2014, at the 98th Annual General Meeting (AGM) of the Company in respect of the Resolutions for approval at the said AGM.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules framed thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and relating to voting through electronic means (i.e. by remote e-voting) and voting by Ballot at the AGM for the resolutions contained in the Notice to the AGM of the Company. My responsibility as a scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting) is restricted to

For MANOJ SHAW & CO.
(Company Secretaries)


MANOJ PRASAD SHAW
(Proprietor)
FCS-5517, CP-4194

make a consolidated scrutinizer's report of the votes cast "In Favour" or "Against" the resolutions, based on the reports generated from the e-voting system provided by NSDL, the Agency authorized under the Rules and from Ballot Papers received at the venue of the AGM of the Company.

I submit my report as under:-

The Remote e-voting period remained open from Sunday, 05th September, 2021 (10:00 a.m. IST) and ended on Tuesday, 07th September, 2021, (5:00 p.m. IST).

The members of the Company as on the "cut off" date i.e., Wednesday, 01st September, 2021 were entitled to vote on the resolutions as set out in the notice of the AGM of the Company.

The votes cast on remote e- voting were unblocked at 12:02 p.m. on 08th September 2021, 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. website www.evoting.nsdl.com.

After the time fixed for closing of the physical voting at the AGM by the Chairman, one ballot box kept for physical voting was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and two witnesses not in employment of the Company and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.

None of the ballot papers were found as incomplete or defective.

The combined results of voting i.e. remote e-voting through e-voting services by NSDL and physical voting at the AGM is hereunder:-

For MANOJ SHAW & CO.
(Company Secretaries)


MANOJ PRASAD SHAW
(Proprietor)
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ORDINARY BUSINESS:**Item No.1- Ordinary Resolution:**

Consideration and adoption of the Statement of Profit and Loss Account for the year ended 31st March, 2021, the Balance Sheet as at that date and the Reports of the Board of Directors and the Auditors thereon:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	232	5392211	5	66	237	5392277	99.99
Voted against the resolution	5	37	0	0	5	37	0.01
Invalid votes*	0	0	1	20	1	20	0.00
Total	237	5392248	5	66	242	5392314	100

Item No.2- Ordinary Resolution:

Confirmation of the payment of interim dividend and to declare final dividend for the financial year ended 31st March, 2021:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	232	5395751	5	66	237	5395817	99.99
Voted against the resolution	4	35	0	0	4	35	0.01
Invalid votes*	0	0	1	20	1	20	0.00
Total	236	5395786	5	66	241	5395852	100

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(Company Secretaries)

MANOJ PRASAD SHAW
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Item No.3- Ordinary Resolution:

Appointment of a Director in place of Shri Vinod. S. Vyas who retires by rotation and being eligible offers himself for re-appointment:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	214	5336968	5	66	219	5337034	98.91
Voted against the resolution	20	58812	0	0	20	58812	1.09
Invalid votes*	0	0	1	20	1	20	0.00
Total	234	5395780	5	66	239	5395846	100

SPECIAL BUSINESS:**Item No.4- Ordinary Resolution:**

Approval for appointment of Shri Sanjoy Bhattacharya (DIN: 07674268) as a Director of the Company:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	217	5336488	5	66	222	5336554	98.90
Voted against the resolution	17	59292	0	0	17	59292	1.10
Invalid votes*	0	0	1	20	1	20	0.00
Total	234	5395780	5	66	239	5395846	100

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(Proprietor)
FCS-5517, CP-419d

Item No.5- Ordinary Resolution:

Approval for appointment of Shri Jeetendra Singh as a Director of the Company:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	217	5336988	5	66	222	5337054	98.91
Voted against the resolution	17	58792	0	0	17	58792	1.09
Invalid votes*	0	0	1	20	1	20	0
Total	234	5395780	5	66	239	5395846	100

Item No.6- Ordinary Resolution:

Approval for appointment of Shri Praveen P. Kadle (DIN: 00016814) as an Independent Director of the Company:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	226	5395052	5	66	231	5395118	99.99
Voted against the resolution	8	430	0	0	8	430	0.01
Invalid votes*	0	0	1	20	1	20	00
Total	234	5395482	5	66	239	5395548	100

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Item No.7- Ordinary Resolution:

Approval for appointment of Smt. B. S. Sihag (DIN: 00120900) as an Independent Director of the Company:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	224	5394950	5	66	229	5395016	99.98
Voted against the resolution	10	830	0	0	10	830	0.02
Invalid votes*	0	0	1	20	1	20	00
Total	234	5395780	5	66	239	5395846	100

Item No.8- Ordinary Resolution:

Approval to related party transactions with Standard Greases & Specialities Private Limited, for the year 2021-22:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of member s who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	Number of shares for which votes cast	Total number of member s 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	221	823799	5	66	226	823865	99.93
Voted against the resolution	11	556	0	0	11	556	0.07
Invalid votes*	0	0	1	20	1	20	0
Total#	232	824355	5	66	237	824421	100

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(Proprietor)
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Item No.9- Ordinary Resolution:

Approval to related party transactions with JX Nippon TWO Lubricants India Private Limited for the year 2021-22:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	225	824485	5	66	230	824551	99.98
Voted against the resolution	8	170	0	0	8	170	0.02
Invalid votes*	0	0	1	20	1	20	0
Total#	233	824655	5	66	238	824721	100

Item No.10- Ordinary Resolution:

Ratification of remuneration payable to Cost Auditor for undertaking cost audit for the year 2021-22:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	225	5395670	5	66	230	5395736	99.99
Voted against the resolution	10	115	0	0	10	115	0.01
Invalid votes*	0	0	1	20	1	20	0
Total	235	5395785	5	66	240	5395851	100

For MANOJ SHAW & CO.
(Company Secretaries)

MANOJ PRASAD SHAW
(Proprietor)
FCS-5517, CP-4, 94

Item No.11- Ordinary Resolution:

Approval for extending the term of appointment of Shri R. N. Ghosal, Managing Director of the Company till the close of business on 28th February, 2023:

	Remote e-voting		Voting at the AGM venue		Consolidated voting results		
	Number of members who voted	Number of shares for which votes cast	Number of members who voted (in person or by proxy)	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	227	5395324	5	66	232	5395390	99.99
Voted against the resolution	8	460	0	0	8	460	0.01
Invalid votes*	0	0	1	20	1	20	0
Total	235	5395784	5	66	240	5395850	100

Note: * In case of votes cast by shareholders through both polling paper and remote e-voting system, the votes cast by that shareholder through polling paper have been treated as invalid

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

The Electronic data and the ballot papers and all other relevant records were sealed and handed over to the Company Secretary authorized by the Board for safe keeping.

Yours faithfully

Date: 09.09.2021

Place: Kolkata

For MANOJ SHAW & CO.
(Company Secretaries)
Manoj Prasad Shaw
Manoj Prasad Shaw
(Scrutinizer)
FCS-5517, CP-4194
UDIN: F005517C000926272

WITNESS 1: Arif Karmakar
(ARIT KARMAKAR)

WITNESS 2: Abhishek Pal
(ABHISHEK PAL)

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

Shankar
(Chairman)