

Castrol India Limited

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1 May 2021

**To,
The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400001.**

**National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai 400051**

Scrip Code: 500870

Scrip Symbol: CASTROLIND

Dear Sir/Madam,

Subject: Proceedings and Voting Results of the 43rd Annual General Meeting of the Company held on 30 April 2021- Regulation 30 and Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

This is to inform you that the 43rd Annual General Meeting (AGM) of Castrol India Limited was held on Friday, 30 April 2021 at 3:00 p.m. (IST) through Video Conferencing ("VC") I Other Audio Visual Means ("OAVM") and concluded at 5.04 p.m. (IST)

We are enclosing the following information by way of Annexures in connection with the proceedings and voting results of the aforesaid AGM, pursuant to Regulation 30 and Regulation 44(3) of the Listing Regulations and Rule 20 of The Companies (Management and Administration) Rules, 2014:

1. Proceedings of the AGM of the Company pursuant to Regulation 30, Part A of Schedule - III of the SEBI (Listing Obligations and Disclosure Requirements), 2015 (Annexure A)
2. Details regarding the Voting Results of the business transacted at the AGM of the Company in the format prescribed pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) (Annexure B)
3. Report dated 1 May 2021, by the Scrutinizer (Annexure C).

You are requested to take the above information on record.

Thanking you,

Yours truly,
For Castrol India Limited

A handwritten signature in black ink that reads 'Chandana Dhar'.

**Chandana Dhar
Company Secretary and Compliance Officer**

Encl. As above



Annexure A

Proceedings of Forty Third (43rd) Annual General Meeting of Castrol India Limited held on 30 April 2021

The 43rd Annual General Meeting (“AGM” or “Meeting”) of Castrol India Limited (“Company”) was held on Friday, 30 April 2021 through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”). The Meeting commenced at 3.00 p.m. (IST) and concluded at 5.04 p.m. (IST).

The Meeting was attended by all Directors (except two Nominee Directors who could not join the meeting due to other professional commitments), Company Secretary and representatives of the Statutory Auditors and the Secretarial Auditors.

The requisite quorum being present, the Chairman commenced the Meeting at 3.00 p.m.(IST) Mr. R. Gopalakrishnan, the Chairman of the Company, chaired the proceeding of the Meeting and stated that since the Meeting is being conducted virtually where members can join in person, the proxy facility is not necessitated and accordingly has not been provided. On Chairman’s proposal, the Directors elected Mr. Uday Khanna as an Alternate Chairman to maintain the continuity of the Meeting in the unlikely event of technology connectivity being lost for the Chairman.

The Notice convening the AGM was taken as read. The Chairman stated that the reports from the Statutory Auditor and the Secretarial Auditor did not contain any qualification, reservation or adverse remark and were therefore, taken as read with permission of the members present. He then requested the Directors present, to introduce themselves.

The Chairman informed that the Company has appointed Mr. K.G. Saraf, Proprietor of M/s. Saraf & Associates, Practising Company Secretaries, as Scrutinizer for the remote e-voting and the e-voting at the Meeting.

The Company Secretary of the Company then provided general instructions to the members present regarding participation and voting at the Meeting. It was also stated that Company had provided its members facility to exercise their right to vote on resolutions proposed to be considered at the 43rd AGM, by electronic means (remote e-voting). The remote e-voting period began on 26 April 2021 at 9.00 am (IST) and ended on 29 April 2021 at 5.00 p.m. (IST). During this period, Members of the Company, who held shares either in physical form or in dematerialized form, as on the cut-off date being 23 April 2021, were eligible to vote by electronic means or at the AGM. Further, members present at the Meeting could cast their votes by means of electronic voting (e-voting) that was made available during and for 15 minutes after the conclusion of the Meeting, in respect of all the resolutions. Members who had already cast their votes through remote e-voting system were requested to abstain from the e-voting process at the Meeting as the votes cast through remote e-voting prevail and further e-voting at the Meeting is treated invalid.

Mr. R. Gopalakrishnan, the Chairman of the Company then addressed the Meeting and also briefed the Members on the operational and financial performance of the Company for the financial year ended 31 December 2020 especially during COVID-19 pandemic.



Thereafter, members who had registered themselves as speakers were requested to ask questions and/or express their views, which were later responded / addressed by Mr. R. Gopalakrishnan, Chairman and Mr. Sandeep Sangwan, Managing Director.

After answering the pertinent and material questions raised by speaker shareholders, the following items of business as set out in the Notice were put for the Members' approval by way of e-voting:

1. To receive, consider and adopt the Audited Financial Statements for the Financial Year ended 31 December 2020 and the reports of the Board of Directors and the statutory auditors thereon.
2. To declare a final dividend on equity shares for the financial year ended 31 December 2020.
3. To appoint a director in place of Mr. Sandeep Sangwan (DIN 08617717), who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider and ratify the remuneration payable to M/s. Kishore Bhatia & Associates, cost accountants for the financial year ending 31 December 2021.
5. To consider the appointment of Mr. Deepesh Baxi (DIN: 02509800) as Director of the Company.
6. To consider the appointment of Mr. Deepesh Baxi (DIN: 02509800) as a Wholetime Director of the Company for a period of five years effective 1 January 2021.

The members were informed that the consolidated result of remote e-voting and e-voting conducted at the AGM would be declared within 48 hours of the conclusion of the AGM and will be shared with the Stock Exchanges and uploaded on the websites of the Company and CDSL.

Mr. R. Gopalakrishnan then concluded the meeting and informed the members that the e-voting facility will be available for 15 minutes after the closure of the meeting. He thanked the Directors and Members for participating in the Meeting and wished everyone good health and safety in days to come.

For Castrol India Limited

Chandana Dhar
Company Secretary & Compliance Officer