

Castrol India Limited

CIN L23200MH1979PLC021359
Technopolis Knowledge Park,
Mahakali Caves Road,
Chakala, Andheri (East),
Mumbai - 400 093.

Tel: (022) 6698 4100
Fax: (022) 6698 4101
<https://www.castrol.com/en in/india.html>
Customer Service Toll Free No. : 1800 222 100 / 1800 209 8100



8 June 2022

To,

The BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai – 400 051

Scrip Code: 500870

Scrip Symbol: CASTROLIND

Dear Sir/Madam,

Sub.: Proceedings of the 44th Annual General Meeting of the Company held on 8 June 2022

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Part A of Schedule III thereto, please find enclosed the summary of the proceedings of the 44th Annual General Meeting of the Company held on Wednesday, 8 June 2022, at 10:00 a.m. (IST) through Video Conferencing facility /Other Audio-Visual Means ("VC/OAVM") and concluded at 1:01 p.m. (IST).

You are requested to take the same on record.

Thank you.

Yours faithfully,

For Castrol India Limited

Hemangi Ghag
Company Secretary & Compliance Officer

Encl.: As above



**Summary of the Proceedings of 44th Annual General Meeting of Castrol India Limited
held on 8 June 2022**

The 44th Annual General Meeting (“AGM” or “Meeting”) of Castrol India Limited (“the Company”) was held on Wednesday, 8 June 2022 through Video Conferencing facility / Other Audio Visual Means (“VC/OAVM”). The Meeting commenced at 10:00 a.m. (IST) and concluded at 1:01 p.m. (IST).

The requisite quorum being present, the Chairman commenced the Meeting at 10:00 a.m. (IST). Mr. R. Gopalakrishnan, Chairman of the Board, chaired the Meeting and stated that since the Meeting is being conducted virtually where members cannot join in person, the proxy facility was not necessitated and accordingly was not 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 Chairman then introduced the Directors and Company Secretary present. The Meeting was attended by all Directors (except two Nominee Directors who could not join the meeting due to other commitments), Company Secretary and representatives of the Statutory Auditors and the Secretarial Auditors.

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

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 qualifications, reservations or adverse remarks and were therefore, taken as read with permission of the members present.

The Company Secretary of the Company then provided general instructions to the Members present regarding participation and e-voting at the Meeting. It was also stated that the Company had provided its Members facility to exercise their right to vote on resolutions proposed to be considered at the 44th AGM, by electronic means (remote e-voting). The remote e-voting period began on Saturday, 4 June 2022 at 9.00 a.m. (IST) and ended on Tuesday, 7 June 2022 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 Wednesday, 1 June 2022, were eligible to vote by electronic means or at the AGM. Further, members present at the Meeting could cast their votes by means of e-voting that was available during the Meeting 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 informed that they could not vote again at the Meeting.

Mr. R. Gopalakrishnan 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 2021 and the future outlook of the Company. He also highlighted the progress made by the Company on its sustainability agenda and the Corporate Social Responsibility initiatives.

Thereafter, members who had registered themselves as speakers were requested to ask questions, which were later responded / addressed by Mr. R. Gopalakrishnan, Chairman, Mr. Sandeep Sangwan, Managing Director, Mr. Deepesh Baxi, Wholetime Director & Chief Financial Officer and Ms. Hemangi Ghag, Company Secretary & Compliance Officer.

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 2021 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 2021.
3. To appoint a Director in place of Mr. Sashi Mukundan (DIN: 02519725), who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint a Director in place of Mr. Deepesh Baxi (DIN: 02509800), who retires by rotation and being eligible, offers himself for re-appointment.
5. To re-appoint Statutory Auditors and fix their remuneration.
6. To consider and ratify the remuneration payable to M/s. Kishore Bhatia & Associates, Cost Accountants, for the financial year ending 31 December 2022.
7. To consider the appointment of Mr. Mayank Pandey (DIN: 09274832) as Director of the Company.



8. To consider the appointment of Mr. Mayank Pandey (DIN: 09274832) as a Wholetime Director of the Company for a period of five years effective 9 August 2021.
9. To consider the appointment of Mr. Saugata Basuray (DIN: 09522239) as Director of the Company.
10. To consider the appointment of Mr. Saugata Basuray (DIN: 09522239) as a Wholetime Director of the Company for a period of five years effective 1 April 2022.

The Members were informed that the consolidated result of remote e-voting and e-voting conducted at the AGM would be declared within two working days 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

Hemangi Ghag
Company Secretary & Compliance Officer