



**MANOJ SHAW & CO.**  
COMPANY SECRETARIES

"COMMERCE HOUSE",  
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**Scrutinizer's Report**

The Chairman  
Tide Water Oil Co India Ltd  
8 Dr Rajendra Prasad Sarani  
Kolkata-700001

**Scrutinizers Report on Postal Ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated 28<sup>th</sup> January, 2016 through Postal Ballot**

Dear Sir,

I, Manoj Prasad Shaw, Proprietor of M/S Manoj Shaw & Co., Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of M/s Tide Water Oil Co India Ltd (the Company) for scrutinizing postal ballot voting including voting by electronic means in respect of the passing of the resolutions contained in the Notice dated 28th January, 2016 through Postal Ballot.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made there under and (ii) the Listing Agreements with Stock Exchanges, relating to Postal Ballot voting including voting by electronic means. My responsibility as a Scrutinizer is restricted to making a Scrutinizer's Report of the votes cast by the members for the resolutions contained in Notice dated 28th January 2016, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the authorized agency engaged by the Company to provide e- voting facilities for e-voting and scrutiny of the Physical ballot received till the time fixed for closing of the voting process i.e. till 5 p.m. on 6th March 2016.

I submit my report as under:

After the time fixed for closing of the e-voting, i.e. 5 p.m. on 6th March 2016, a final electronic report of the e-voting was generated by me by accessing the data available to me from the website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) of National Securities Depository Limited (NSDL), the Authorized Agency to provide e-voting facility. Data regarding the e-votes was scrutinized.



The Physical postal ballots received till the time fixed for closing of the Postal Ballot i.e. 5 p.m. on 6th March 2016, were scrutinized and reconciled with the records maintained by the Company through M/S MCS Share Transfer Agent Limited the Registrar and Transfer Agents of the Company and the authorizations lodged with the Company.

The result of the scrutiny of the above postal ballot voting including voting by electronic means in respect of passing of the resolutions contained in the Notice dated 6th March 2016 through Postal Ballot, are as under:

1) Ordinary Resolution – Item No.1 - Ordinary Resolution for approval of sub-division of shares

SL. NO.	Votes Casted	By Physical Ballot	By Electronic Voting	Total no. of Valid Votes	% of Total votes cast
1	Favour	0	645487	645487	99.999
2	Against	0	8	8	0.001
	Total	0	645495	645495	100

Category	No. of Shares held	Mode of Voting	No. of Votes Polled	% Of votes polled on Outstanding shares	No. of votes in favour	No. of votes against	% of votes polled in favour	% of votes polled against
Promoter and promoter group	228490	E-voting	228490	100	228490	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub-Total (A)</b>	228490		228490	100	228490	0	100	0
Public Institutions	99034	E-voting	96747	97.69	96747	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (B)</b>	99034		96747	97.69	96747	0	100	0
Public Non-Institutions	543676	E-voting	320258	58.91	320250	8	99.998	0.002
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (C)</b>	543676		320258	58.91	320250	8	99.998	0.002
<b>TOTAL</b>	871200		645495	74.09	645487	8	99.999	0.001



2) Ordinary Resolution – Item No.2 - Ordinary Resolution for approval of increase in Authorized Share Capital of the Company

<u>SL. NO.</u>	<u>Votes Casted</u>	<u>By Physical Ballot</u>	<u>By Electronic Voting</u>	<u>Total no. of Valid Votes</u>	<u>% of Total votes cast</u>
1	Favour	0	644256	644256	99.80
2	Against	0	1268	1268	0.20
	Total	0	645524	645524	100

<u>Category</u>	<u>No. of Shares held</u>	<u>Mode of Voting</u>	<u>No. of Votes Polled</u>	<u>% Of votes polled on Outstanding shares</u>	<u>No. of votes in favour</u>	<u>No. of votes against</u>	<u>% of votes polled in favour</u>	<u>% of votes polled against</u>
Promoter and promoter group	228490	E-voting	228490	100	228490	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub-Total (A)</b>	228490		228490	100	228490	0	100	0
Public Institutions	99034	E-voting	96747	97.69	96747	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (B)</b>	99034		96747	97.69	96747	0	100	0
Public Non-Institutions	543676	E-voting	320287	58.91	319019	1268	99.60	0.40
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (C)</b>	543676		320287	58.91	319019	1268	99.60	0.40
<b>TOTAL</b>	871200		645524	74.10	644256	1268	99.80	0.20



3. Special Resolution – Item No.3 - Special Resolution for approval of alteration of the Capital Clause of the Memorandum of Association

SL. NO.	Votes Casted	By Physical Ballot	By Electronic Voting	Total no. of Valid Votes	% of Total votes cast
1	Favour	0	644309	644309	99.82
2	Against	0	1194	1194	0.18
	Total	0	645503	645503	100

Category	No. of Shares held	Mode of Voting	No. of Votes Polled	% Of votes	No. of votes in favour	No. of votes against	% of votes	% of votes
				polled on Outstanding shares			polled in favour	polled against
Promoter and promoter group	228490	E-voting	228490	100	228490	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub-Total (A)</b>	228490		228490	100	228490	0	100	0
Public Institutions	99034	E-voting	96747	97.69	96747	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (B)</b>	99034		96747	97.69	96747	0	100	0
Public Non-Institutions	543676	E-voting	320266	58.91	319072	1194	99.63	0.37
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (C)</b>	543676		320266	58.91	319072	1194	99.63	0.37
<b>TOTAL</b>	871200		645503	74.09	644309	1194	99.82	0.18



**4. Special Resolution – Item No.4- Special Resolution for approval of alteration of the Capital Clause of the Articles of Association**

<u>SL. NO.</u>	<u>Votes Casted</u>	<u>By Physical Ballot</u>	<u>By Electronic Voting</u>	<u>Total no. of Valid Votes</u>	<u>% of Total votes cast</u>
1	Favour	0	644307	644307	99.82
2	Against	0	1194	1194	0.18
	Total	0	645501	645501	100

<u>Category</u>	<u>No. of Shares held</u>	<u>Mode of Voting</u>	<u>No. of Votes Polled</u>	<u>% Of votes polled on Outstanding shares</u>	<u>No. of votes in favour</u>	<u>No. of votes against</u>	<u>% of votes polled in favour</u>	<u>% of votes polled against</u>
Promoter and promoter group	228490	E-voting	228490	100	228490	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub-Total (A)</b>	228490		228490	100	228490	0	100	0
Public Institutions	99034	E-voting	96747	97.69	96747	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (B)</b>	99034		96747	97.69	96747	0	100	0
Public Non-Institutions	543676	E-voting	320264	58.91	319070	1194	99.63	0.37
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (C)</b>	543676		320264	58.91	319070	1194	99.63	0.37
<b>TOTAL</b>	871200		645501	74.09	644307	1194	99.82	0.18



5. Special Resolution – Item No.5 Special Resolution for approval of issue of bonus shares.

SL. NO.	Votes Casted	By Physical Ballot	By Electronic Voting	Total no. of Valid Votes	% of Total votes cast
1	Favour	0	645510	645510	99.999
2	Against	0	4	4	0.001
	Total	0	645514	645514	100

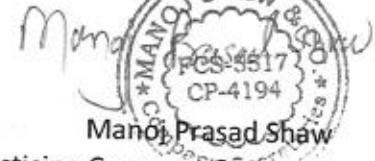
Category	No. of Shares held	Mode of Voting	No. of Votes Polled	% Of votes	No. of votes in favour	No. of votes against	% of votes	% of votes
				polled on Outstanding shares			polled in favour	polled against
Promoter and promoter group	228490	E-voting	228490	100	228490	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub-Total (A)</b>	228490		228490	100	228490	0	100	0
Public Institutions	99034	E-voting	96747	97.69	96747	0	100	0
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (B)</b>	99034		96747	97.69	96747	0	100	0
Public Non-Institutions	543676	E-voting	320277	58.91	320273	4	99.999	0.001
		Postal ballot	0	0	0	0	0	0
<b>Sub Total (C)</b>	543676		320277	58.91	320273	4	99.999	0.001
<b>TOTAL</b>	871200		645514	74.09	645510	4	99.999	0.001



The electronic data along with the postal ballots and all other relevant records relating to the e-voting and the Postal Ballot received is handed over to the Company Secretary.

Thanking You,

Yours faithfully,  
For M/S Manoj Shaw & Co.  
Company Secretaries

  
Manoj Prasad Shaw

Practicing Company Secretary

Proprietor

Membership No.- 5517

C.O.P- 4194

Place: Kolkata  
Date: 07.03.2016