

TIL Limited

CIN: L74999WB1974PLC041725

Registered Office:

1, Taratolla Road, Garden Reach

Kolkata-700 024

Ph : 6633-2000, 6633-2845 Fax : 2469-3731/2143 Website : www.tilindia.in

10th September, 2021

The Secretary

The Calcutta Stock Exchange

Ltd.

7, Lyons Range Kolkata 700 001 The Manager,

Listing Department

National Stock Exchange of India Ltd., BSE Ltd.,

Exchange Plaza, C-1, Block - G,

Bandra Kurla Complex, Bandra (E),

Mumbai 400 051

The Secretary,
Listing Department

BSE Ltd.,

P.J. Towers, Dalal Street, Fort,

Mumbai 400001.

Stock Code: TIL

Scrip Code: 505196

Dear Sir/Madam,

Sub: Proceedings of 46th Annual General Meeting of TIL Limited ('the Company')

Pursuant to Regulation 30 read with Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a summary of the proceedings of the 46th Annual General Meeting (AGM) of the Company held on Friday, 10th September, 2021 at 10.00 a.m. IST through Video Conferencing.

The details of the voting results (both Remote e-voting and e-voting at the AGM) are enclosed herewith as **Annexure A**, in the prescribed format, in terms of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same shall also be uploaded in XBRL format on the BSE Listing portal and NEAPS portal, separately.

The Consolidated Scrutinizer's Report dated 10th September, 2021, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21(1) of the Companies (Management and Administration) Rules, 2014, with respect to the results of Remote e-voting and e-voting at the AGM are enclosed as **Annexure B** and **Annexure-C** respectively.

Please note that all the resolutions set out in the Notice of the AGM dated 31st May, 2021 have been approved by the Members of the Company with requisite majority.

This is for your kind information and records.

Thanking you,

Yours faithfully, For **TIL LIMITED**

SEKHAR BHATTACHARJEE COMPANY SECRETARY

Encl: As above



SUMMARY OF THE PROCEEDINGS OF THE 46TH ANNUAL GENERAL MEETING OF TIL LIMITED ('THE COMPANY') PURSUANT TO REGULATION 30 READ WITH SCHEDULE III OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 (SEBI LODR)

The 46^{th} Annual General Meeting ('AGM') of the Company was convened at 10.00 a.m. on Friday, 10^{th} September, 2021 through Video Conferencing.

Mr. Sumit Mazumder, Chairman & Managing Director of the Company chaired the proceedings of the Meeting.

The details of number of shareholders who participated in the AGM are as follows:

Category	Promoter and	Public	Total
	Promoter Group		
In Person or through proxy	NA	NA	-
Through Video Conferencing	21	30	51
Total	21	30	51

The Chairman called the meeting to order on ascertainment of requisite quorum being present.

The Chairman introduced the Directors and Invitees present at the meeting.

With the consent of the Members present at the meeting, the Notice convening the AGM, the Report of Board of Directors and the Accounts (namely, standalone and consolidated) for the financial year ended 31st March, 2021 were taken as read. The Auditor's Report was also taken as read.

The Chairman informed the Shareholders that pursuant to the General Circular No. 02/2021 dated 13th January 2021 issued by the Ministry of Corporate Affairs read with SEBI Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 the 46th AGM of the Company has been held through Video Conferencing and the Company has extended the facility of remote e-voting as well as e-voting at the AGM to all the Shareholders of the Company in respect of the resolutions to be passed at the AGM. The remote e-voting commenced on Tuesday, 7th September, 2021 at 9.00 a.m and ended on Thursday, 9th September, 2021 at 5.00 p.m.

The Chairman then delivered his speech on the performance of the Company vis-à-vis the economy as a whole.

The Chairman informed that Ms. Binita Pandey, Practicing Company Secretary, ACS 41594, Partner of M/s Tarun Chatterjee & Associates, FRN-P2007WB067100, Company Secretaries Firm, was appointed as the Scrutinizer by the Board of Directors for conducting the remote e-voting and e-voting at the AGM in a fair and transparent manner.

The Chairman then invited questions and comments from the Shareholders who registered themselves as speakers in the AGM and satisfactorily replied to all the queries put forth by such Shareholders.



TIL Limited



Thereafter, the Chairman informed the Members that the results of remote e-voting and e-voting at the AGM will be declared within two days and the Consolidated Scrutinizer's Report will be displayed on the Notice Board of the Company as well as on the website of the Company.

The meeting concluded at 11.20 a.m.

Post completion of the AGM, the Scrutinizer downloaded the total votes cast through remote e-voting and e-voting at the AGM from the NSDL e-voting system and the votes were counted and consolidated. The Scrutinizer submitted their Report post verification of the votes.

As per the Report submitted by the Scrutinizer considering the results of remote e-voting and e-voting at the AGM, all the resolutions included in the Notice of the AGM dated 31st May, 2021 were approved by the Members with requisite majority.

ANNEXURE-A

DETAILS OF VOTING RESULTS OF 46TH ANNUAL GENERAL MEETING

Date of AGM/EGM	10th September, 2021
Total number of shareholders on record date	10,426
(3 rd September, 2021 being the cut-off date for determining the	
no. of shareholders)	
No. of shareholders present in the meeting either in person	
or through proxy	
	NOT APPLICABLE
Promoters and Promoters Group:	
Public:	
No. of shareholders attended the meeting through	
Video Conferencing	
Promoters and Promoters Group:	21
Public:	30



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ITEM NO. 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2021, and the Reports of the Board of Directors and the Auditors thereon.

Ordinary No Whether promoter/ promoter group are interested in the agenda/resolution: Resolution Required:

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2021 together with the Reports of the Board of Directors and the Auditors thereon, be and are hereby received, considered and adopted."

% OF VOTES AGAINST ON VOTES POLLED	[001(z)/(c)]=(/)	[001.(2)/(c)]	0 [001(7)/(c)]	[001.(7)/(c)]	[001.(7)/(c)]	[ont.(z)/(c)]	[ont.(z)/(c)]	[0 (2)/(c)]	[ont.(z)/(c)]	[ont.(z)/(c)]	[001.(2)/(c)]	[ont.(z)/(c)]	[ont.(z)/(c)]	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0
% OF VOTES % IN FAVOUR AG ON VOTES POLLED 1 (6)=[(4)/(2)]*100 (7)=	100			ı		100	100	1	1			100	86.98	1		ſ		86.66	
NO. OF % VOTES II AGAINST (5) (6)	0	1	1			0	0	1	,1			0	9	ı	1			9	
NO. OF VOTES IN FAVOUR (4)	5646798	1	1			5646798	1040814	1	1			1040814	37968	ı	1			37968	0000000
% OF VOTES POLLED ON OUTSTANDING SHARES (3)=[(2)/(1)]*100	100.00	1	t			100.00	82.32	1	ı			82.32	1.22	1	1			1.22	E7 0E
NO OF VOTES POLLED (2)	5646798	t	1			5646798	1040814	1	1			1040814	37974	ı	1			37974	9855049
NO. OF SHARES HELD (1)		5646798				5646798			1264321			1264321			3119146			3119146	100000
MODE OF VOTING	E-voting	Poll	Postal Ballot	(if	applicable)	Total	E-voting	Poll	Postal Ballot	(if	applicable)	Total	E-voting	Poll	Postal Ballot	(if	applicable)	Total	
CATEGORY	Promoter/Promoter	Croup					Public -Institution						Public-Non Institution						TOTAI

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ITEM NO. 2: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021, together with the Reports of the Auditors thereon.

Ordinary	solution: No	
Resolution Required:	Whether promoter/ promoter group are interested in the agenda/resolut	

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2021 together with the Reports of the Auditors thereon, be and are hereby received, considered and adopted."

			T =	Τ.			T .		T -	_			T	_		_			T	T-
	% OF VOTES AGAINST ON VOTES POLLED	(7)=[(5)/(2)*100]	0		I	ï		0	,				0	0.02	1				0.02	
	% OF VOTES IN FAVOUR ON VOTES POLLED	$(6)=[(4)/(2)]^*100$	100		1		100	100	1	1			100	86.66	1	1			86.66	100
	NO. OF VOTES AGAINST (5)		0	1	1		0	0	ı	1			0	9	1	1			9	9
	NO. OF VOTES IN FAVOUR (4)		5646798	ı	t		5646798	1040814	ī	1			1040814	37747	1	1			37747	6725359
	% OF VOTES POLLED ON OUTSTANDING SHARES	001 [(1)//2)]_(6)	100.00	1			100.00	82.32	1	1			82.32	1.21	1	1			Culmittee 1.21	(A) 100000 A 67.05
	NO. OF VOIES POLLED (2)	w.	5646798	1	1		5646798	1040814	ŀ	1			1040814	37753	1	1	o 1		37753	6725365
()	SHARES HELD (1)			5646798			5646798			1264321			1264321			3119146			3119146	10030265
TO THE OWNER	VOTING		E-voting	Poll	Postal Ballot	(1† applicable)	Total	E-voting	Poll	Postal Ballot	(if	applicable)	Total	E-voting	Poll	Postal Ballot	(if	applicable)	Total	
VIII O O THAT O	CALEGORI		Promoter/Promoter Group					Public -Institution						Public-Non Institution		7				TOTAI



ITEM NO. 3: To appoint a Director in place of Mr. Sumit Mazumder (DIN: 00116654), who retires by rotation and being eligible offers himself for re-appointment.

Ordinary	yes
Resolution Required:	Whether promoter/ promoter group are interested in the agenda/resolution:

"RESOLVED THAT Mr. Sumit Mazumder (DIN 00116654), Director of the Company, who retires by rotation and being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company."

CATEGORY	MODE OF VOTING	NO. OF SHARES HELD (1)	NO. OF VOTES POLLED (2)	% OF VOTES POLLED ON OUTSTANDING	NO. OF VOTES IN FAVOUR	NO. OF VOTES AGAINST	% OF VOTES IN FAVOUR ON VOTES	% OF VOTES AGAINST ON VOTES
				SHARES $(3)=[(2)/(1)]*100$	(4)	(5)	POLLED $(6)=[(4)/(2)]*100$	POLLED (7)=[(5)/(2)*100]
Promoter/Promoter	E-voting		5646798	100.00	5646798	0.	100	0
Group	Poll	5646798	1	1	1	1	ī	1
	Postal Ballot		l	1	1	1	ı	1
	(if applicable)							
	Total	5646798	5646798	100.00	5646798	0	100	0
Public -Institution	E-voting		1040814	82.32	1040814	0	100	0
	Poll	1264321	ı	ı	1	t	1	1
	Postal Ballot			1	1	1	1	t
	(if applicable)							
	Total	1264321	1040814	82.32	1040814	0	100	0
Public-Non Institution	E-voting		37753	1.21	37587	166	99.56	0.44
	Poll	3119146	l	1	ı	I	1	1
	Postal Ballot		1	1	1	1	1	1
	(if applicable)							22
	Total	3119146	37753	1.21	37587	166	99.56	0.44
TOTAL		10030265	6725365	67.05	6725199	166	100	0





ITEM NO. 4: To appoint Messrs. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E) as Statutory Auditors of the Company for a term of five

Ordinary No Whether promoter/ promoter group are interested in the agenda/resolution: Resolution Required:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Messrs. Singhi & Co., Chartered Accountants (Registration No. 302049E), be and is hereby appointed as the Statutory Auditors of the Company for a term of five years commencing from the conclusion of this Annual General Meeting till the conclusion of the 51st Annual General Meeting of the Company at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company."

							I - I	
CATEGORY	MODEOF	NO. OF	NO. OF VOTES	% OF VOTES	NO. OF	NO. OF	% OF VOTES	% OF VOTES
	DNIIOA	SHAKES HELD (1)	FOLLED (2)	FOLLED ON OUTSTANDING	VOTES IN FAVOUR	VOTES	IN FAVOUR ON VOTES	AGAINST ON VOTES
				SHARES $(3)=[(2)/(1)]*100$	(4)	(5)	POLLED $(6)=[(4)/(2)]*100$	POLLED $(7)=[(5)/(2)*100]$
Promoter/Promoter	E-voting		5646798	100.00	5646798	0.	100	0
dnors	Poll	5646798	1	1	1	1	1	ı
	Postal Ballot		1	1		1	1	1
	(if applicable)							ı
	Total	5646798	5646798	100.00	5646798	0	100	0
Public -Institution	E-voting		1040814	82.32	1040814	0	100	0
	Poll	1264321	I	1	1	1	1	1
v.	Postal Ballot		1		1	1		
	(if applicable)							ı
	Total	1264321	1040814	82.32	1040814	0	100	0
Public-Non Institution	E-voting		37753	1.21	37697	56	99.85	0.15
	Poll	3119146	ī	ı	1 2	1	ŧ	t
	Postal Ballot		1	1	1	1	1	1
	(if applicable)							
	Total	3119146	37753	1.21	37697	56	99.85	0.15
TOTAL		10030265	6725365	20.79	6725309	26	100	0





ITEM NO. 5: Ratification of the remuneration payable to Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018), Cost Auditors of the Company for the financial year 2021-22.

Ordinary No Whether promoter/ promoter group are interested in the agenda/resolution: Resolution Required:

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remuneration payable to Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018), appointed by the Board of Directors, on the recommendation of the Audit Committee, as the Cost Auditor of the Company, to conduct the audit of the cost records maintained by the Company for the financial year 2021-22, amounting to Rs 120,000/- (Rupees One Lakh Twenty Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses as approved by the Board of Directors of the Company be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

_																					
% OF VOTES	AGAINST ON	(7)=[(5)/(2)*100]	0	1		ī		0	0	1		1	9	0	0.15	1				0.15	0
% OF VOTES	IN FAVOUR	POLLED	(6)=1(4)/(2)]*100	1		I		100	100	ı		ı		100	99.85	1	ı			99.85	100
NO. OF	VOTES	(5)	0		-1	Ţ		0	0	1	1			0	26	ı	1	*		56	56
NO. OF	VOTES IN FAVOUR	(4)	5646798	1	1			5646798	1040814	ı	1			1040814	37697	1	1			37697	6725309
% OF VOTES	POLLED ON OUTSTANDING	SHARES (3)=[(2)/(1)]*100	100	1	1			100	82.32	1	1			82.32	1.21	i	- Julio	0	A TARATOLLA A	AK CARDEN /27.1.21	10. KAT 109 67.05
NO. OF VOTES	POLLED (2)		5646798	1	1			5646798	1040814	1	ı	5		1040814	37753	1	ı			37753	6725365
NO. OF	SHARES HELD (1)	al a		5646798	00000			5646798	,	1264321				1264321			3119146			3119146	10030265
MODE OF	NOTING		E-voting	Poll	Postal Ballot	(if	applicable)	Total	E-voting	Poll	Postal Ballot	(if	applicable)	Total	E-voting	Poll	Postal Ballot	(if	applicable)	Total	
CATEGORY			Promoter/Promoter Group						Public -Institution	1					Public-Non Institution						TOTAL



ITEM NO. 6: Re-appointment of Dr. T. Mukherjee (DIN 00004777) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 1st April 2021

Special Resolution Required

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ('Act') and the Rules No Whether promoter/ promoter group are interested in the agenda/resolution:

framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations'), Dr. T. Mukherjee (DIN 00004777), whose re-appointment has been recommended by the Nomination & Remuneration Committee and the Board of Directors and who has submitted a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby re-appointed as an Independent Director of the Company for a further term of five consecutive years with effect from 1st April, 2021 whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

ITEM NO. 7: Re-appointment of Ms. Veena Hingarh (DIN 00885567) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 26th March 2021

Special Resolution Required

Whether promoter/ promoter group are interested in the agenda/resolution:

No

that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby re-appointed as "RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations'), Ms. Veena Hingarh (DIN 00885567), whose re-appointment has been recommended by the Nomination & Remuneration Committee and the Board of Directors and who has submitted a declaration to the effect an Independent Director of the Company for a further term of five consecutive years with effect from 26th March, 2021, whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

CATEGORY	MODE OF VOTING	NO. OF SHARES HELD	NO. OF VOTES POLLED	% OF VOTES POLLED ON	NO. OF VOTES IN	NO. OF VOTES	% OF VOTES	% OF VOTES
		(1)	(2)	OUTSTANDING	FAVOUR	AGAINST	ON VOTES	VOTES
				SHARES	(4)	(5)	POLLED	POLLED
n d				(2)=[(7)/(1)]100			(6)=[(4)/(2)]*100	(7)=[(5)/(2)*100]
Fromoter/Promoter	E-voting		2646798	100	5646798	0	100	0
dnors	Poll	5646798	1	ı	1	T	1	1
	Postal Ballot		ı	1				
	(if					ı	1	1
	applicable)							
	Total	5646798	5646798	100	5646798	0	100	0
Public -Institution	E-voting		1040814	82.32	1040814	0	100	0
	Poll	1264321	i	1	1	1	1	1
	Postal Ballot							
	(if				ı	1	I	ī
	applicable)							
	Total	1264321	1040814	82.32	1040814	0	100	0
Public-Non Institution	E-voting		37753	1.21	37597	156	99.59	0.41
	Poll	2	1	- Chull	ı	1	1	ī
	Postal Ballot	3119146	-	-	1	1		
	ji)			1, TARATOLLA X			1	1
	applicable)			GARDEN				
	Total	3119146	37753	1.21	37597	156	99.59	0.41
TOTAL		10030265	6725365	67.05	6725209	156	100	0
)



T. Chatterjee & Associates

Practicing Company Secretaries FRN - P2007WB067100 Office: "ABHISHEK POINT" (4th Floor) 152, S. P. Mukherjee Road, Kolkata - 700026 Phono: (033) 4060 5149 / 6459 7983, Mobile: 8017287937 E-mail: tchatterjeeassociates@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Regulation 44(3) of the of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Chairman
TIL Limited
(L74999WB1974PLC041725)
1, Taratolla Road Garden Reach,
Kolkata – 700 024

Sir,

1. I, Binita Pandey, Practicing Company Secretary, ACS 41594, CP 19730, Partner of M/s. T. Chatterjee & Associates, FRN – P2007WB067100, Company Secretaries Firm in Practice, have been appointed by the Board of Directors of TIL Limited, (hereinafter referred as the Company) at its meeting held on 31-05-2021 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 46th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 10th September 2021, in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Secretarial Standards on General Meetings, on the resolutions contained in the Notice dated 31st May 2021 of the 46th AGM of the members of the Company.

The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from Tuesday, 7th September 2021 (09:00 A.M IST) to Thursday, 9th September 2021 (5:00 P.M IST).



- The Company had also provided e-voting facility for voting during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.
- 3. After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 10th September 2021 at 12:12 PM. and were counted.
- 4. I have scrutinized and reviewed the remote e-voting, e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
- 5. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to remote e-voting and voting through electronic voting system during the AGM held on the resolutions contained in the Notice dated 31st May 2021 of the 46th AGM of the members of the Company.

My responsibility as a Scrutinizer of remote e-voting and e-voting during the AGM is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by the members of the Company.

6. I do hereby submit the Consolidated Report of votes cast through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice dated 31st May 2021 of 46th AGM.



Date of the AGM	10-09-2021
Total number of shareholders on record date	10426
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group: Public:	NOT APPLICABLE
No. of Shareholders attended the meeting through video	
Conferencing:	·
Promoters and Promoter Group	21
Public	30



ORDINARY BUSINESS

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2021, and the Reports of the Board of Directors and the Auditors thereon.

Resolution R	Resolution Required:					Resoluti	on	
Whether pro		noter group	are inte	rested in	No			
the resolution	n	0 1						
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled	No. of Votes- in	No. of Votes- against	% of Votes in favour on votes	% of Votes against
		(1)	(2)	on outstan ding shares (3)=[(2) /(1)]*	favour (4)	(5)	polled (6)=[(4)/(2)] * 100	on votes polled (7)=[(5)/(2)]*100
Promoter	E \$7 - 12	F (1 (F O O	E (4 (E))	100	F(1/F00			
and	E-Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
Promoter	Poll		0	0	0	0	0	0
Group	Postal Ballot (if		0	0	0	0	0	0
	applicab le)							
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-	E-Voting	1264321	1040814	82.32	1040814	0	100.00	0
Institution	Poll		0	0	0	0	0	0
	Postal Ballot (if		0	0	0	0	0	0
	applicab le)							
	Total	1264321	1040814	82.32	1040814	0	100.00	0
Public- Non	E-Voting	3119146	37974	1.22	37968	6	99.98	0.02
Institution	Pol1		0	0	0	0	0	0
	Postal Ballot (if applicab		0	0	0	0	0	0
	le)							
	Total	3119146	37974	1.22	37968	6	99.98	0.02
Total		10030265	6725586	67.05	6725580	6	100	0.00



Item No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended $31^{\rm st}$ March 2021, together with the Reports of the Auditors thereon.

Resolution	Resolution Required:					Resoluti	on	
Whether pr		moter grou	p are inte	rested in	No	resoluti		
the resoluti	on	0	1					ř
Category	Mode of	No. of	No. of	% of	No. of	No. of	% of Votes	% of
	Voting	Shares	Votes	Votes	Votes-	Votes-	in favour	Votes
		held	Polled	Polled	in	agains	on votes	against
•				on	favour	t	polled	on votes
	7	(1)	(2)	outstan	(4)		1	polled
				ding		(5)	$(6)=[(4)/(2)]^*$	_
				shares			100	
		-		(3)=[(2)				(7)=[(5)/(2
				/(1)]*)]*100
				100				
Promoter	E-	5646798	5646798	100.00	5646798	0	100.00	0.00
and	Voting			_				
Promoter	Poll	ļ	0	0	0	0	0	00
Group	Postal		0	0	0	0	0	0
	Ballot							
	(if							
	applicab							
	le)	F.(46F00	E (4 / HOO	100.00				
D 11:	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-	E-	1264321	1040814	82.32	1040814	0	100.00	0.00
Institution	Voting							
ļ	Poll		0	0	0	0	0	00
	Postal		0	0	0	0	0	0
	Ballot							
	(if							
	applicab le)							
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00
Public-	E-	3119146	37753	1.21	37747	6	100.00 99.98	0.00
Non	Voting	011/140	37733	1.41	3//4/	U	77.70	0.02
Institution	Poll		0	0	0	0	0	0
	Postal		0	0	0	0	0	0
	Ballot		U	U	0	U	U	U
	(if						-	
	applicab							
	le)							
	Total	3119146	37753	1.21	37747	6	99.98	0.02
Total		10030265	6725365	67.05	6725359	6	100.00	0.00



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Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Sumit Mazumder (DIN: 00116654), who retires by rotation and being eligible offers himself for re-appointment.

Resolution	Required:				Ordinary	Resoluti	on	
Whether pr	omoter/pr	omoter grou	up are inte	rested in	Yes			*
the resolution	on		•					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstan	No. of Votes- in favour (4)	No. of Votes- agains t	% of Votes in favour on votes polled	% of Votes against on votes polled
		· ·		ding shares (3)=[(2) /(1)]* 100		(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter and	E- Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
Promoter	Poll		0	0	0	0	0	0
Group	Postal Ballot (if applica		0	0	0	0	0	0
t.	ble) Total	5646798	5646798	100.00	5646700	0	400.00	
Public-	E-	1264321	1040814	100.00	5646798	0	100.00	0.00
Institution	Voting	1204321		82.32	1040814	0	100.00	0.00
	Poll	-	0	0	0	0	0	0
	Postal Ballot (if applica ble)	-	0	0	0	0	0	0
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00
Public- Non	E- Voting	3119146	37753	1.21	37587	166	99.56	0.44
Institution	Poll	,	0	0	0	0	0	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	3119146	37753	1.21	37587	166	99.56	0.44
Total		10030265	6725365	67.05	6725199	166	100.00	0.00





Item No. 4: Ordinary Resolution

To appoint Messrs. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E) as Statutory Auditors of the Company for a term of five years.

Resolution 1	Required:				Ordinary	Resoluti	On	
Whether pro		omoter grou	p are inte	rested in	No			
the resolution	n	<i>6</i>	-P	Tosted III	110			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled	No. of Votes- in favour	No. of Votes- agains t	% of Votes in favour on votes polled	% of Votes against on votes
		(1)	(2)	outstan ding shares (3)=[(2) /(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter	E-	5646798	5646798	100.00	5646798	0	100.00	0.00
and Promoter	Voting Poll	_	0	0				
Group	Postal	_	0	0	0	0	0	0
Group	Ballot (if applica		0	0	0	0	0	0
	ble)							
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public- Institution	E-	1264321	1040814	82.32	1040814	0	100.00	0.00
institution	Voting Poll	-	0	0	0	0	. 0	
	Postal Ballot		0	0	0	0	0	0
	(if applica ble)			7				
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00
Public- Non	E- Voting	3119146	37753	1.21	37697	56	99.85	0.15
Institution	Poll		0	0	0	0	0	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	3119146	37753	1.21	37697	56	99.85	0.15
Total		10030265	6725365	67.05	6725309	56	100.00	0.00





SPECIAL BUSINESS:

Item No. 5: Ordinary Resolution

Ratification of the remuneration payable to Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018), Cost Auditors of the Company for the financial year 2021-22.

Resolution	Resolution Required:					Ordinary Resolution			
Whether pro	omoter/pr	omoter grou	ıp are inte	rested in					
the resolution	on		_						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding shares	No. of Votes- in favour (4)	No. of Votes- agains t	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled	
				(3)=[(2) /(1)]* 100				(7)=[(5)/(2)]*100	
Promoter and	E- Voting	5646798	5646798	100.00	5646798	0	100.00	0.00	
Promoter	Poll		0	0	0	0	0	0	
Group	Postal Ballot (if applica ble)		0	0	0	0	0	0.	
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00	
Public- Institution	E- Voting	1264321	1040814	82.32	1040814	0	100.00	0.00	
	Poll		0	0	0	0	0	0	
,	Postal Ballot (if applica ble)		0	0	0	0	0	0	
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00	
Public- Non	E- Voting	3119146	37753	1.21	37697	56	99.85	0.15	
Institution	Poll		0	0	0	0	0	0	
	Postal Ballot (if applica ble)		0	0	0	0	0	0	
	Total	3119146	37753	1.21	37697	56	99.85	0.15	
Total		10030265	6725365	67.05	6725309	56	100.00	0.00	



Item No. 6: Special Resolution

Re-appointment of Dr. T. Mukherjee (DIN 00004777) as Independent Director of the Company for a further term of five (5) consecutive years with effect from $1^{\rm st}$ April 2021

Resolution	Required:				Special E	esolution	n	
Whether pr	omoter/pr	omoter grou	ın are inte	rested in	No	Special Resolution No		
the resoluti	on	grand gran	ap are mic	icstcu III	110			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding shares	No. of Votes- in favour (4)	No. of Votes- agains t	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled
			1	(3)=[(2) /(1)]* 100				(7)=[(5)/(2)]*100
Promoter and	E- Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
Promoter	Poll		0	0	0	0	0	0
Group	Postal Ballot (if		0	0	0	. 0	0	0
	applica ble)	F (4 (F00)						
Public-	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Institution	E- Voting	1264321	1040814	82.32	1040814	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00 ·
Public- Non	E- Voting	3119146	37753	1.21	37597	156	99.59	0.41
Institution	Poll		0	0	0	0	0	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	3119146	37753	1.21	37597	156	99.59	0.41
Total		10030265	6725365	67.05	6725209	156	100	0.00



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Item No. 7: Special Resolution

Re-appointment of Ms. Veena Hingarh (DIN 00885567) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 26^{th} March 2021

Resolution 1	Required:				Special R	esolution	1	
Whether pro		omoter grou	ıp are inte	rested in	No			
the resolution		·	•					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on	No. of Votes- in favour	No. of Votes- agains t	% of Votes in favour on votes polled	% of Votes against on votes
		(1)	(2)	outstan ding shares (3)=[(2)	(4)	(5)	(6)=[(4)/(2)]* 100	polled (7)=[(5)/(2
	,			/(1)]* 100)]*100
Promoter and	E- Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
Promoter	Poll		0	0	0	0	0	0
Group	Postal Ballot (if applica		0	0	0	0	0	0
	ble) Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public- Institution	E- Voting	1264321	1040814	82.32	1040814	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applica ble)	·	0	0	0	0	0	0
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00
Public- Non	E- Voting	3119146	37753	1.21	37597	156	99.59	0.41
Institution	Poll		0	0	0	0	0	0
	Postal Ballot (if applica ble)		0	. 0	0	0	0	0
	Total	3119146	37753	1.21	37597	156	99.59	0.41
Total		10030265	6725365	67.05	6725209	156	100	0.00



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A compact Disc (CD) containing list of equity shareholders who voted "FOR" and "AGAINST" each resolution is submitted with the report.

Thanking you,

Yours faithfully

For M/s. T. Chatterjee & Associates Practicing Company Secretaries Firm (FRN No. P2007WB067100)

Binita Pandey, Partner Membership No. 41594

Certificate of Practice: 19730

UDIN: A041594C000932704

Place: Kolkata Date: 10-09-2021



T. Chatterjee & Associates

Practicing Company Secretaries FRN - P2007WB067100 Office "ABHISHEK POINT" (4th Floor)-152, S. P. Mukherjee Road, Kolkata - 700026 Phono (033) 4060 5149 / 6459 7983, Mobile : 8017287937 E-mail: tchatterjeeassociates@gmail.com

CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 and 21(1) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
TIL Limited
(L74999WB1974PLC041725)
1, Taratolla Road Garden Reach,
Kolkata – 700 024

Sir,

1. I, Binita Pandey, Practicing Company Secretary, ACS 41594, CP 19730, Partner of M/s. T.Chatterjee & Associates, FRN - P2007WB067100, Company Secretaries Firm in Practice, have been appointed by the Board of Directors of TIL Limited, (hereinafter referred as the Company) at its meeting held on 31-05-2021 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 46th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 10th September 2021 in a fair and transparent manner as per the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 and 21 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Rules, 2015 and Secretarial Standards on General Meetings, on the resolutions contained in the Notice dated 31st May 2021 of the 46th AGM of the members of the Company.



- The Company had provided remote e-voting facility for its members as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 which remained open from Tuesday, 7th September 2021 (09:00 A.M IST) to Thursday, 9th September 2021 (5:00 P.M IST).
- 3. The Company had also provided e-voting facility for voting during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.
- 4. After the closure of e-voting at the AGM, the report on voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 10th September 2021 at 12:12 P.M. and were counted.
- I have scrutinized and reviewed the remote e-voting, e-voting during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.
- 6. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereto relating to remote e-voting and voting through electronic voting system during the AGM held on the resolutions contained in the Notice dated 31st May 2021 of the 46th AGM of the members of the Company.

My responsibility as a Scrutinizer of remote e-voting and e-voting during the AGM is limited to prepare and submit the Scrutinizer's report of the votes casted "in favour" or "against" the resolutions by the members of the Company.



7. I do hereby submit the Consolidated Report of votes cast through electronic voting system during the meeting and on remote e-voting on the resolutions contained in the Notice dated 31st May 2021 of 46th AGM.

ORDINARY BUSINESS

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2021, and the Reports of the Board of Directors and the Auditors thereon.

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
100	6725580	100.00

No. of members	No. of votes cast by them	% of total number of valid votes cast
3	6	0.00



Item No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021, together with the Reports of the Auditors thereon.

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by	% of total number of
	them	valid votes cast
99	6725359	100.00

No. of members	No. of votes cast by them	% of total number of valid votes cast
3	6	0.00



Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Sumit Mazumder (DIN: 00116654), who retires by rotation and being eligible offers himself for re-appointment.

(I) Vote **in favour** of the Resolution:

No. of members	No. of votes cast by	% of total number of
	them	valid votes cast
96	6725199	100.00

	No. of members	No.	of	votes	cast	by	%	of	total	number	of
l		then	n.				va	lidy	votes c	ast	
	6			166					0.	00	





Item No. 4: Ordinary Resolution

To appoint Messrs. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E) as Statutory Auditors of the Company for a term of five years.

(I) Vote **in favour** of the Resolution:

	No. of members	· -	% of total number of valid votes cast
L	98	6725309	100.00

No. of members	No. then	votes	cast	ı	total otes c	number ast	of
4		56			 0.	00	



SPECIAL BUSINESS:

Item No. 5: Ordinary Resolution

Ratification of the remuneration payable to Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018), Cost Auditors of the Company for the financial year 2021-22.

(I) Vote **in favour** of the Resolution:

No. of members	I	% of total number of valid votes cast
98	6725309	100.00

No. of members	No. them	votes	cast	_		total otes c	number ast	of
4		 56					00	



Item No. 6: Special Resolution

Re-appointment of Dr. T. Mukherjee (DIN 00004777) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 1^{st} April 2021

(I) Vote **in favour** of the Resolution:

No. of members		% of total number of valid votes cast
97	6725209	100.00

No. of members	l _	% of total number of valid votes cast
5	156	0.00



Item No. 7: Special Resolution

Re-appointment of Ms. Veena Hingarh (DIN 00885567) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 26^{th} March 2021

(I) Vote **in favour** of the Resolution:

N	o. of members	No. of votes cast by % of total number them valid votes cast	of
	97	6725209 100.00	

(II) Vote **against** the Resolution:

No. of members	_	% of total number of valid votes cast
5	156	0.00

A compact Disc (CD) containing list of equity shareholders who vote "FOR" and "AGAINST" each resolution is submitted with the report.

Thanking you,

Yours faithfully

For M/s. T. Chatterjee & Associates Practicing Company Secretaries Firm (FRN No. P2007WB067100)

D. 1

Binita Pandey, Partner Membership No. 41594 Certificate of Practice: 19730

UDIN: A041594C000932704

Place: Kolkata Date: 10-09-2021