

**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

20<sup>th</sup> July, 2022

The Secretary  
The Calcutta Stock Exchange  
Ltd.  
7, Lyons Range  
Kolkata 700 001

The Manager,  
Listing Department  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block - G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai 400 051

The Secretary,  
Listing Department  
Bombay Stock Exchange Ltd.,  
P.J. Towers,  
Dalal Street, Fort,  
Mumbai 400001.

Stock Code: TIL

Scrip Code: 505196

Dear Sir/Madam,

**Re: Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Quarterly Compliance Report on Corporate Governance of TIL Limited ("the Company")**

In terms of Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find the Compliance Report on Corporate Governance of the Company for the first quarter ended on 30<sup>th</sup> June, 2022 of the financial year 2022-23 (Annexure-I) for your kind perusal and record.

Thanking you,

Yours faithfully,  
For TIL LIMITED

  
SEKHAR BHATTACHARJEE  
COMPANY SECRETARY

Encl. As above

## TIL LIMITED

## Quarterly Compliance Report on Corporate Governance for the First Quarter ended 30th June, 2022

## I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	Category of directors (Chairperson/ Executive/ Non- Executive/ Independent /Nominee)	Date of Birth	Whether special resolution passed? [Refer Reg 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	SUMIT MAZUMDER	PAN-AEOPM4572K DIN-00116654	Chairperson/ Executive Director/MD	11-02-1948	NA		01-06-1994	01-06-2020	-		1	0	1	0
2	Mr	R. L. GAGGAR	PAN-ADVPG9976H DIN-00066068	Non-Executive - Independent Director	01-12-1932	YES	13-08-2019	14-05-1985	28-07-2019	-	60	5	5	9	2
3	Mr	G. SWARUP	PAN-AKTPS6727K DIN-00374298	Non-Executive - Independent Director	21-11-1956	NA		26-03-2008	28-07-2019	-	60	6	3	6	2
6	Mrs	MANJU MAZUMDER	PAN-AEOPM4573J DIN-00743164	Non-Executive - Non Independent Director	22-10-1948	NA		08-02-2019	13-08-2019	-		1	0	1	0
7	Mr.	D. K. BANERJEE	PAN-ACWPB6639C DIN-07326051	Non-Executive - Nominee Director	02-09-1960	NA		12-11-2020	12-11-2020	-		1	0	0	0



## II. Composition of Committees

### Audit Committee Details

Sr	DIN	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00374298	Mr. G. SWARUP	Non-Executive - Independent Director	Chairperson	26-03-2008	-
2	00066068	Mr. R. L. GAGGAR	Non-Executive - Independent Director	Member	31-10-2000	-
3	00743164	Mrs. MANJU MAZUMDER	Non-Executive -Non- Independent Director	Member	10-02-2022	

### Nomination and remuneration committee

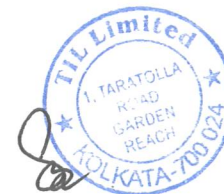
Sr	DIN	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00066068	Mr. R. L. GAGGAR	Non-Executive - Independent Director	Chairperson	05-05-2014	-
2	00374298	Mr. G. SWARUP	Non-Executive - Independent Director	Member	05-02-2015	-
3	00743164	Mrs. MANJU MAZUMDER	Non-Executive - Non-Independent Director	Member	10-02-2022	-

### Stakeholders Relationship Committee

Sr	DIN	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00066068	Mr. R. L. GAGGAR	Non-Executive - Independent Director	Chairperson	20-05-2014	-
2	00116654	Mr. SUMIT MAZUMDER	Executive Director	Member	20-05-2014	-
3	00374298	Mr. G. SWARUP	Non-Executive - Independent Director	Member	20-05-2014	-

### Corporate Social Responsibility Committee

Sr	DIN	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	00116654	Mr. SUMIT MAZUMDER	Executive Director	Chairperson	20-05-2014	-
2	00743164	Mrs. MANJU MAZUMDER	Non-Executive - Non-Independent Director	Member	10-02-2022	-
3	00066068	Mr. R. L. GAGGAR	Non-Executive - Independent Director	Member	20-05-2014	-



### III. Meeting of Board of Directors

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting
1	10-02-2022		Yes	5	2

### IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Number of Directors present	No. of Independent Directors attending the meeting
1	Audit Committee	10-02-2022		Yes	3	2
2	Nomination & Remuneration Committee	31-03-2022		Yes	3	2
3	Stakeholders Relationship Committee	31-03-2022		Yes	3	2
4	Corporate Social Responsibility Committee	31-03-2022		Yes	3	1





**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non- compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	-
2	Whether shareholder approval obtained for material RPT	NA	-
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	-

**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015: a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015: Risk management committee (applicable to the top 100 listed entities)	NA
4	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
5	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No
6	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	No

