

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

18th October, 2022

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
BSE 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 second quarter ended on 30th September, 2022 (Annexure-I) and the half year ended on 30th September, 2022 (Annexure-II) respectively 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 Second Quarter ended 30th September, 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 the Director is disqualified	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	NO	NA		01-06-1994	01-06-2020	-		1	0	1	0
2	Mrs.	MANJU MAZUMDER	PAN-AEOPM4573J DIN-00743164	Non-Executive - Non Independent Director	22-10-1948	NO	NA		08-02-2019	13-08-2019			1	0	1	0
3	Mr	SUBIR BHATTACHARYYA	PAN-ADSPB8805H DIN-09711826	Non-Executive - Independent Director	02-09-1944	NO	NO		13-09-2022	13-09-2022		60	1	1	2	2
4	Mr	TULSI DAS BANERJEE	PAN-ABKPB4117E DIN-03573211	Non-Executive - Independent Director	03-11-1955	NO	NA		13-09-2022	13-09-2022		60	1	1	1	0
5	Mr	R. L. GAGGAR	PAN-ADVPG9976H DIN-00066068	Non-Executive - Independent Director	01-12-1932	NO	YES	13-08-2019	14-05-1985	28-07-2019	13-09-2022	60	5	5	9	2
6	Mr	G. SWARUP	PAN-AKTPS6727K DIN-00374298	Non-Executive - Independent Director	21-11-1956	NO	NA		26-03-2008	28-07-2019	13-09-2022	60	6	3	6	2
7	Mr.	D. K. BANERJEE	PAN-ACWPB6639C DIN-07326051	Non-Executive - Nominee Director	02-09-1960	NO	NA		12-11-2020	12-11-2020	13-09-2022		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	09711826	MR. SUBIR BHATTACHARYYA	Non-Executive - Independent Director	Chairperson	13-09-2022	-
2	03573211	MR. TULSI DAS BANERJEE	Non-Executive - Independent Director	Member	13-09-2022	-
3	00743164	MRS. MANJU MAZUMDER	Non-Executive -Non Independent Director	Member	10-02-2022	-
4	00374298	MR. G. SWARUP	Non-Executive - Independent Director	Member	26-03-2008	13-09-2022
5	00066068	MR. R. L. GAGGAR	Non-Executive - Independent Director	Member	31-10-2000	13-09-2022

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	03573211	MR. TULSI DAS BANERJEE	Non-Executive - Independent Director	Chairperson	13-09-2022	-
2	09711826	MR. SUBIR BHATTACHARYYA	Non-Executive - Independent Director	Member	13-09-2022	-
3	00743164	MRS. MANJU MAZUMDER	Non-Executive -Non Independent Director	Member	10-02-2022	-
4	00066068	MR. R. L. GAGGAR	Non-Executive - Independent Director	Member	05-05-2014	13-09-2022
5	00374298	MR. G. SWARUP	Non-Executive - Independent Director	Member	05-02-2015	13-09-2022

Stakeholders Relationship Committee

Sr	DIN	Name of Committee Members	Category 1 of Directors	Category 2 of Directors	Date of Appointment	Date of Cessation
1	09711826	MR. SUBIR BHATTACHARYYA	Non-Executive - Independent Director	Chairperson	13-09-2022	-
2	00116654	MR. SUMIT MAZUMDER	Executive Director	Member	20-05-2014	-
3	00743164	MRS. MANJU MAZUMDER	Non-Executive -Non Independent Director	Member	10-02-2022	-
4	00066068	MR. R. L. GAGGAR	Non-Executive - Independent Director	Chairperson	20-05-2014	13-09-2022
5	00374298	MR. G. SWARUP	Non-Executive - Independent Director	Member	20-05-2014	13-09-2022

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	00743164	MRS. MANJU MAZUMDER	Non-Executive -Non Independent Director	Chairperson	10-02-2022	-
2	00116654	MR. SUMIT MAZUMDER	Executive Director	Member	20-05-2014	-
3	09711826	MR. SUBIR BHATTACHARYYA	Non-Executive - Independent Director	Member	13-09-2022	-
4	00066068	Mr. R. L. GAGGAR	Non-Executive - Independent Director	Member	20-05-2014	13-09-2022



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)	Total No. of Directors as on the date of meeting	Number of Directors present (All directors including Independent Directors)	No. of Independent Directors attending the meeting
1	13-09-2022		Yes	4	4	2
2	19-09-2022	5	Yes	4	4	2

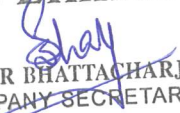
IV. Meeting of Committees

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)	Total No. of Directors as on the date of meeting	Number of Directors present (All directors including Independent Directors)	No. of Independent Directors attending the meeting	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	19-09-2022		Yes	3	3	2	0



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.	Yes
6	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

TIL Limited

SEKHAR BHATTACHARJEE
COMPANY SECRETARY

ANNEXURE-II

Compliance Report on Corporate Governance for the Half Year ended on 30th September, 2022

Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	No	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	No	

TIL Limited

 SEKHAR BHATTACHARJEE
 COMPANY SECRETARY