



**August 28, 2024**

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400001  
**Scrip Code : 507205**

To,  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block-G,  
Bandra-Kurla Complex, Bandra (East),  
Mumbai-400 051  
**Symbol : TI**

**Sub: Voting Results and Scrutinizer's Report on the Postal Ballot**

Dear Sir/Madam,

In furtherance to our Postal Ballot Notice dated July 26, 2024, we wish to inform you that, based on the Scrutinizer's Report, the following Special resolutions have been declared passed with requisite majority on August 27, 2024 (the last date of e-voting):

1. Approval of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME") and to grant Stock Appreciation Rights (SARs) Units to the employees of the company;
2. Approval for extension of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME") to employees of Group Company(ies) including its Subsidiary(ies) / Associate Company(ies);
3. Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME") through the Trust;
4. Authorization to the trust for secondary acquisition;
5. Approval for provision of Money by the Company to the Trust for purchase of the Shares of the Company for implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME").

Pursuant to the provisions of Regulation 44(3) of the SEBI (LODR) Regulations, 2015, please find enclosed herewith the voting results in the prescribed format along with the Scrutinizer's Report.

**Corp. Office:** Industrial Assurance Building, 3<sup>rd</sup> Floor,  
Churchgate, Mumbai, Maharashtra - 400 020, India  
**P** +91 (22) 2283 1716/18 **F** +91 (22) 2204 6904  
**E** [tiliquor@tilind.com](mailto:tiliquor@tilind.com)

**CIN:** L15420PN1933PLC133303

**Regd. Office:** P.O. Tilaknagar, Tal. Shrirampur,  
Dist. Ahmednagar, Maharashtra - 413 720, India  
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The above results may be accessed on the website of the Company i.e. [www.tilind.com](http://www.tilind.com) and CDSL website i.e. [www.cdslindia.com](http://www.cdslindia.com).

Kindly acknowledge the receipt and take the same on record.

Thanking you,

Yours faithfully,

**For Tilaknagar Industries Ltd.**

**Minuzeer Bamboat  
Company Secretary & Compliance Officer**

**Encl: a/a**

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## **RESULT OF POSTAL BALLOT**

In accordance with Section 110 of the Companies Act' 2013 read with the Rule 22 of the Companies (Management and Administration) Rules, 2014, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 Postal Ballot Notice dated July 26, 2024 containing the following Resolutions was circulated to Shareholders of the Company, to cast their votes either through e-Voting facility to them viz:

- a) Resolution No.1 As a Special Resolution for approval of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME") and to Grant Stock Appreciation Rights (SARs) Units to the employees of the Company.
- b) Resolution No.2 As a Special Resolution for approval for extension of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME") to Employees of Group Company(ies) including its Subsidiary(ies)/ Associate Company(ies).
- c) Resolution No.3 As a Special Resolution for Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME") through the trust.
- d) Resolution No.4 As a Special Resolution for Authorization to the trust for Secondary Acquisition.
- e) Resolution No.5 As a Special Resolution for approval for provision of money by the Company to the Trust for purchase of the shares of the Company for Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME").

Based on the report dated **August 28, 2024** submitted by CS Pradyumansinh Vala, Practicing Company Secretary (FCS-5193, C.P.No.4237) the Scrutinizer who was appointed by the Board of Directors of the Company by Board resolution on **February 12, 2024** pursuant to the Rule 22 of the Companies (Management and Administration) Rules, 2014 I give below the details of the votes and declare that the aforesaid special resolutions are duly passed by requisite majority.

Result of the voting conducted through Postal Ballot on the **Item No.1 Special Resolution** for approval of Tilaknagar Stock Appreciation Rights Scheme 2024 ("SAR SCHEME") and to Grant Stock Appreciation Rights (SARs) Units to the employees of the Company.

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Total No. of Shareholders		<b>87,749</b>	
Total No. of Shares		<b>19,28,05,054</b>	
Receipt of Postal Ballot Forms		<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024 at 5.00 p.m. (IST)</b>	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>2</b>	<b>140</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*649</b>	<b>10,46,17,885</b>

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>589</b>	<b>10,20,63,442</b>	<b>97.5583</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>63</b>	<b>25,54,443</b>	<b>2.4417</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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## Summary of Postal Ballot

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
<b>Promoter and Promoter Group</b>	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
<b>Public-Institutional holders</b>	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
<b>Public-Others</b>	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,685	18.8598	1,68,30,572	5,94,113	96.5904	3.4096
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,885</b>	<b>54.2610</b>	<b>10,20,63,442</b>	<b>25,54,443</b>	<b>97.5583</b>	<b>2.4417</b>

Percentage of votes casted in favour: **97.5583%**, Percentage of votes casted against: **2.4417%**

### RESULTS:

As the numbers of votes casted in favour of the Resolution (**97.5583%**), are more than three times the number of votes casted against it (**2.4417%**), I declare that the Resolution has been passed by the shareholders with requisite majority

Result of the voting conducted through Postal Ballot on the **Item No.2 Special Resolution** for approval for extension of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”) to Employees of Group Company(ies) including its Subsidiary(ies)/ Associate Company(ies).

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Total No. of Shares	<b>19,28,05,054</b>		
Receipt of Postal Ballot Forms	<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024 at 5.00 p.m. (IST)</b>		
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>1</b>	<b>40</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*650</b>	<b>10,46,17,985</b>

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>582</b>	<b>10,20,62,528</b>	<b>97.5573</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>71</b>	<b>25,55,457</b>	<b>2.4427</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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## Summary of Postal Ballot

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,785	18.8599	1,68,29,658	5,95,127	96.5846	3.4154
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,985</b>	<b>54.2610</b>	<b>10,20,62,528</b>	<b>25,55,457</b>	<b>97.5573</b>	<b>2.4427</b>

Percentage of votes casted in favour: **97.5573%**, Percentage of votes casted against: **2.4427%**

### RESULT:

As the numbers of votes casted in favour of the Resolution (**97.5573%**) are more than three times the number of votes casted against it (**2.4427%**), I declare that the Resolution has been passed by the shareholders with requisite majority.

Result of the voting conducted through Postal Ballot on the **Item No.3 Special Resolution** for Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”) through the trust

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Total No. of Shareholders		<b>87,749</b>	
Total No. of Shares		<b>19,28,05,054</b>	
Receipt of Postal Ballot Forms		<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024 at 5.00 p.m. (IST)</b>	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>3</b>	<b>450</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*648</b>	<b>10,46,17,575</b>

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>585</b>	<b>10,20,58,999</b>	<b>97.5544</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>66</b>	<b>25,58,576</b>	<b>2.4456</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

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## Summary of Postal Ballot

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*100	4	5	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,375	18.8594	1,68,26,129	5,98,246	96.5666	3.4334
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,575</b>	<b>54.2608</b>	<b>10,20,58,999</b>	<b>25,58,576</b>	<b>97.5544</b>	<b>2.4456</b>

Percentage of votes casted in favour: **97.5544%**, Percentage of votes casted against: **2.4456%**

### RESULT:

As the numbers of votes casted in favour of the Resolution (**97.5544 %**) are more than three times the number of votes casted against it (**2.4456%**), I declare that the Resolution has been passed by the shareholders with requisite majority.

Result of the voting conducted through Postal Ballot on the **Item No.4 Special Resolution** for Authorization to the trust for Secondary Acquisition

Total No. of Shareholders	<b>87,749</b>
Total No. of Shares	<b>19,28,05,054</b>
Receipt of Postal Ballot Forms	<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024</b>

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		at 5.00 p.m. (IST)	
		Number of Votes	Number of Shares
Total votes cast through e-voting	A	651	10,46,18,025
Less: Absence E voting	B	4	433
Valid No. of votes casted e-voting (Net) (A-B)	C	*647	10,46,17,592

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
588	10,20,59,965	97.5553

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
62	25,57,627	2.4447

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
NIL	NIL

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		1	2	(3)= [(2)/(1)]*1 00	4	5	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,392	18.8594	1,68,27,095	5,97,297	96.5721	3.4279
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,592</b>	<b>54.2608</b>	<b>10,20,59,965</b>	<b>25,57,627</b>	<b>97.5553</b>	<b>2.4447</b>

Percentage of votes casted in favour: **97.5553%**, Percentage of votes casted against: **2.4447%**

### RESULT:

As the numbers of votes casted in favour of the Resolution (**97.5553%**) are more than three times the number of votes casted against it (**2.4447%**), I declare that the Resolution has been passed by the shareholders with requisite majority.

Result of the voting conducted through Postal Ballot on the **Item No.5 Special Resolution** for approval for provision of money by the Company to the Trust for purchase of the shares of the Company for Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”).

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		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>2</b>	<b>110</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*649</b>	<b>10,46,17,915</b>

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>584</b>	<b>10,20,61,124</b>	<b>97.5561</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>68</b>	<b>25,56,791</b>	<b>2.4439</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

## Summary of Postal Ballot

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**CIN:** L15420PN1933PLC133303

**Regd. Office:** P.O. Tilaknagar, Tal. Shirampur,  
Dist. Ahmednagar, Maharashtra - 413 720, India  
**P** +91 (2422) 265 123 / 265 032 **F** +91 (2422) 265 135  
**E** [regoff@tilind.com](mailto:regoff@tilind.com)  
**Web:** [www.tilind.com](http://www.tilind.com)



Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*1 00	4	5	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,715	18.8598	1,68,28,254	5,96,461	96.5769	3.4231
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,915</b>	<b>54.2610</b>	<b>10,20,61,124</b>	<b>25,56,791</b>	<b>97.5561</b>	<b>2.4439</b>

Percentage of votes casted in favour: **97.5561%**, Percentage of votes casted against: **2.4439%**

**RESULT:**

As the numbers of votes casted in favour of the Resolution (**97.5561%**) are more than three times the number of votes casted against it (**2.4439%**), I declare that the Resolution has been passed by the shareholders with requisite majority.

**For Tilaknagar Industries Ltd.**

**Amit Dahanukar**

**Chairman & Managing Director**

Place: Chennai

Date: **August 28, 2024**

**Registered Office:** P.O. Tilaknagar, Tal. Shrirampur, Dist. Ahmednagar, Maharashtra-413 720

**Corp. Office:** Industrial Assurance Building, 3<sup>rd</sup> Floor,  
Churchgate, Mumbai, Maharashtra - 400 020, India  
**P** +91 (22) 2283 1716/18 **F** +91 (22) 2204 6904  
**E** [tiliquor@tilind.com](mailto:tiliquor@tilind.com)

**CIN:** L15420PN1933PLC133303

**Regd. Office:** P.O. Tilaknagar, Tal. Shrirampur,  
Dist. Ahmednagar, Maharashtra - 413 720, India  
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**E** [regoff@tilind.com](mailto:regoff@tilind.com)

**Web:** [www.tilind.com](http://www.tilind.com)

<b>General information about company</b>	
Scrip code	507205
NSE Symbol	TI
MSEI Symbol	NOTLISTED
ISIN	INE133E01013
Name of the company	TILAKNAGAR INDUSTRIES LTD.
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	27-08-2024
Start time of the meeting	
End time of the meeting	

<b>Scrutinizer Details</b>	
Name of the Scrutinizer	Pradyumansinh Vala
Firms Name	P.M.Vala & Associates
Qualification	CS
Membership Number	F5193
Date of Board Meeting in which appointed	12-02-2024
Date of Issuance of Report to the company	28-08-2024

<b>Voting results</b>	
Record date	19-07-2024
Total number of shareholders on record date	87449
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL OF TILAKNAGAR STOCK APPRECIATION RIGHTS SCHEME 2024 ("SAR SCHEME") AND TO GRANT STOCK APPRECIATION RIGHTS (SARs) UNITS TO THE EMPLOYEES OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$\frac{(3)}{[(2)/(1)]*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$
Promoter and Promoter Group	E-Voting	77458460						
	Poll							
	Postal Ballot (if applicable)		73901855	95.4084	73901855	0	100	0
	Total		77458460	73901855	95.4084	73901855	0	100
Public-Institutions	E-Voting	22955773						
	Poll							
	Postal Ballot (if applicable)		13291345	57.8998	11331015	1960330	85.2511	14.7489
	Total		22955773	13291345	57.8998	11331015	1960330	85.2511
Public- Non Institutions	E-Voting	92390821						
	Poll							
	Postal Ballot (if applicable)		17424685	18.8598	16830572	594113	96.5904	3.4096
	Total		92390821	17424685	18.8598	16830572	594113	96.5904
Total		192805054	104617885	54.261	102063442	2554443	97.5583	2.4417
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR EXTENSION OF TILAKNAGAR STOCK APPRECIATION RIGHTS SCHEME 2024 ("SAR SCHEME") TO EMPLOYEES OF GROUP COMPANY(IES) INCLUDING ITS SUBSIDIARY(IES)/ ASSOCIATE COMPANY(IES).				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	$\frac{(3)}{[(2)/(1)]*100}$	(4)	(5)	$\frac{(6)}{[(4)/(2)]*100}$	$\frac{(7)}{[(5)/(2)]*100}$
Promoter and Promoter Group	E-Voting	77458460						
	Poll							
	Postal Ballot (if applicable)		73901855	95.4084	73901855	0	100	0
	Total		77458460	73901855	95.4084	73901855	0	100
Public- Institutions	E-Voting	22955773						
	Poll							
	Postal Ballot (if applicable)		13291345	57.8998	11331015	1960330	85.2511	14.7489
	Total		22955773	13291345	57.8998	11331015	1960330	85.2511
Public- Non Institutions	E-Voting	92390821						
	Poll							
	Postal Ballot (if applicable)		17424785	18.8599	16829658	595127	96.5846	3.4154
	Total		92390821	17424785	18.8599	16829658	595127	96.5846
Total		192805054	104617985	54.261	102062528	2555457	97.5573	2.4427
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				IMPLEMENTATION OF TILAKNAGAR STOCK APPRECIATION RIGHTS SCHEME 2024 ("SAR SCHEME") THROUGH THE TRUST.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	77458460						
	Poll							
	Postal Ballot (if applicable)		73901855	95.4084	73901855	0	100	0
	Total		77458460	73901855	95.4084	73901855	0	100
Public-Institutions	E-Voting	22955773						
	Poll							
	Postal Ballot (if applicable)		13291345	57.8998	11331015	1960330	85.2511	14.7489
	Total		22955773	13291345	57.8998	11331015	1960330	85.2511
Public- Non Institutions	E-Voting	92390821						
	Poll							
	Postal Ballot (if applicable)		17424375	18.8594	16826129	598246	96.5666	3.4334
	Total		92390821	17424375	18.8594	16826129	598246	96.5666
Total		192805054	104617575	54.2608	102058999	2558576	97.5544	2.4456
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				AUTHORIZATION TO THE TRUST FOR SECONDARY ACQUISITION				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)= [(2)/(1)]*100	(4)	(5)	(6)= [(4)/(2)]*100	(7)= [(5)/(2)]*100
Promoter and Promoter Group	E-Voting	77458460						
	Poll							
	Postal Ballot (if applicable)		73901855	95.4084	73901855	0	100	0
	Total		77458460	73901855	95.4084	73901855	0	100
Public-Institutions	E-Voting	22955773						
	Poll							
	Postal Ballot (if applicable)		13291345	57.8998	11331015	1960330	85.2511	14.7489
	Total		22955773	13291345	57.8998	11331015	1960330	85.2511
Public- Non Institutions	E-Voting	92390821						
	Poll							
	Postal Ballot (if applicable)		17424392	18.8594	16827095	597297	96.5721	3.4279
	Total		92390821	17424392	18.8594	16827095	597297	96.5721
Total		192805054	104617592	54.2608	102059965	2557627	97.5553	2.4447
Whether resolution is Pass or Not.						Yes		
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVAL FOR PROVISION OF MONEY BY THE COMPANY TO THE TRUST FOR PURCHASE OF THE SHARES OF THE COMPANY FOR IMPLEMENTATION OF TILAKNAGAR STOCK APPRECIATION RIGHTS SCHEME 2024 ("SAR SCHEME").				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	77458460						
	Poll							
	Postal Ballot (if applicable)		73901855	95.4084	73901855	0	100	0
	Total		77458460	73901855	95.4084	73901855	0	100
Public- Institutions	E-Voting	22955773						
	Poll							
	Postal Ballot (if applicable)		13291345	57.8998	11331015	1960330	85.2511	14.7489
	Total		22955773	13291345	57.8998	11331015	1960330	85.2511
Public- Non Institutions	E-Voting	92390821						
	Poll							
	Postal Ballot (if applicable)		17424715	18.8598	16828254	596461	96.5769	3.4231
	Total		92390821	17424715	18.8598	16828254	596461	96.5769
Total		192805054	104617915	54.261	102061124	2556791	97.5561	2.4439
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

<b>Details of Invalid Votes</b>	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





# P. M. VALA & ASSOCIATES

## COMPANY SECRETARIES

Shop No.1, Laxmi Sadan CHS. Ltd., Opp. New Rose Villa,

Daji Ramchandra Road, Charai, Thane (West) - 400 601

Ph: 022-2538 0966 / Cell: 98696 99875

E-mail: pmvala@yahoo.co.in / valaguroo@gmail.com

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Date: August 28, 2024

To

The Chairman & Managing Director

Tilaknagar Industries Ltd.

Corp. Office: Industrial Assurance Building,

3<sup>rd</sup> Floor, Churchgate, Mumbai - 400020

Dear Sir,

**Sub: Scrutiny of Postal Ballot only by remote e-voting facility through electronic means (Remote e-voting) received in respect of following Special Business contained under Item Nos. 1 to 5 of the Notice of Postal Ballot dated July 26, 2024**

**Item No.1- As a Special Resolution for approval of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”) and to Grant Stock Appreciation Rights (SARs) Units to the employees of the Company.**

**Item No.2- As a Special Resolution for approval for extension of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”) to Employees of Group Company(ies) including its Subsidiary(ies)/ Associate Company(ies).**

**Item No. 3- As a Special Resolution for Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”) through the trust.**

**Item No. 4- As a Special Resolution for Authorization to the trust for Secondary Acquisition.**

**Item No. 5- As a Special Resolution for approval for provision of money by the Company to the Trust for purchase of the shares of the Company for Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”).**

I was appointed as the Scrutinizer by the Board of Directors on February 12, 2024 to scrutinize the votes cast on the aforesaid resolutions which could be casted by Postal Ballot only by voting through electronic means (Remote e-voting). I am submitting herewith my report for your perusal and record.

Thanking you,

Yours faithfully,  
**For P. M. Vala & Associates,**  
Company Secretaries

Pradyumansi  
nh Manubhai  
Vala

Digitally signed by Pradyumansi Manubhai Vala  
DN: cn=Pradyumansi Manubhai Vala, o=Pradyumansi Manubhai Vala  
c=IN, email=pradyumansi.manubhai.vala@pradyumansi.com, ou=Pradyumansi Manubhai Vala  
2.5.4.20=3906a6774a8bc116885f358a659a8bd  
4f511c11998507880a0a707304b  
postNet-CO=409021, st=Maharashtra,  
emailAddress=pradyumansi.manubhai.vala@pradyumansi.com, cn=Pradyumansi Manubhai Vala  
Date: 2024.02.28 14:45:04 +05'30'

P. M. Vala  
(Proprietor)

FCS No. 5193, COP No. 4237

ICSI Unique Code: I2001MH250600

Encl: a/a.



# P. M. VALA & ASSOCIATES

## COMPANY SECRETARIES

Shop No.1, Laxmi Sadan CHS. Ltd., Opp. New Rose Villa,

Daji Ramchandra Road, Charai, Thane (West) - 400 601

Ph: 022-2538 0966 / Cell: 98696 99875

E-mail: [pmvala@yahoo.co.in](mailto:pmvala@yahoo.co.in) / [valaguroo@gmail.com](mailto:valaguroo@gmail.com)

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### SCRUTINIZER'S REPORT

*[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015 ("SEBI Listing Regulations")]*

The Chairman & Managing Director,  
Tilaknagar Industries Ltd.  
Corp. Office: Industrial Assurance Building,  
3<sup>rd</sup> Floor, Churchgate, Mumbai - 400020

Dear Sir,

In terms of the provisions of Sections 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification (s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (as amended from time to time), Regulation 44 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 ('SEBI Listing Regulations') and the Secretarial Standard-2 on "General Meetings" issued by the Institute of Company Secretaries of India ('SS-2) and approved by the Central Government and other applicable laws and regulations (including any statutory modification or re-enactment thereof for the time being in force), as amended from time to time, read with the General Circular No. 14/ 2020 dated April 08, 2020 and the General Circular No. 17/ 2020 dated April 13, 2020 and other relevant circulars, the latest one being and General Circular No.09/2023 dated September 25,2023 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and pursuant to other applicable laws and regulations. I have been appointed as Scrutinizer by the Board of Directors of Tilaknagar Industries Ltd ('the Company') by Board resolution on **February 12, 2024** to conduct the Postal ballot through electronic voting process ("remote e-voting") in a fair and transparent manner in respect of the following Special Business as contained under Item Nos. **1 to 5** of the Notice of Postal Ballot dated **July 26, 2024** proposed to be passed by the Members of the Company :

1.	Special Resolution	APPROVAL OF TILAKNAGAR STOCK APPRECIATION RIGHTS SCHEME 2024 (“SAR SCHEME”) AND TO GRANT STOCK APPRECIATION RIGHTS (SARs) UNITS TO THE EMPLOYEES OF THE COMPANY.
2.	Special Resolution	APPROVAL FOR EXTENSION OF TILAKNAGAR STOCK APPRECIATION RIGHTS SCHEME 2024 (“SAR SCHEME”) TO EMPLOYEES OF GROUP COMPANY(IES) INCLUDING ITS SUBSIDIARY(IES)/ ASSOCIATE COMPANY(IES).
3.	Special Resolution	IMPLEMENTATION OF TILAKNAGAR STOCK APPRECIATION RIGHTS SCHEME 2024 (“SAR SCHEME”) THROUGH THE TRUST.
4.	Special Resolution	AUTHORIZATION TO THE TRUST FOR SECONDARY ACQUISITION
5.	Special Resolution	APPROVAL FOR PROVISION OF MONEY BY THE COMPANY TO THE TRUST FOR PURCHASE OF THE SHARES OF THE COMPANY FOR IMPLEMENTATION OF TILAKNAGAR STOCK APPRECIATION RIGHTS SCHEME 2024 (“SAR SCHEME”).

I submit my report as under:

1. The Company completed the dispatch of Postal Ballot Notice along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned on **Friday, July 26, 2024** as confirmed by the Company, was sent via e-mail, only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company / Registrar and Transfer Agent (‘RTA’) / Depository Participants (DPs) as on the **cut-off date i.e. Friday, July 19, 2024**.

Accordingly, a physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope were not sent to the Members for this Postal Ballot.

2. The Company published an advertisement regarding the completion of dispatch of Postal Ballot Notices in **Business Standard** - English Newspaper and **Kesari** (Marathi)- Vernacular Newspaper both on **Saturday, July 27, 2024**.
3. The Company had availed the e-voting facility provided by Central Depository Services (India) Limited (CDSL) at [www.evotingindia.com](http://www.evotingindia.com). The members of the Company holding shares as on the “cut-off” date of **Friday, July 19, 2024** were entitled to vote on the resolution as contained in the Notice.
4. The voting period (remote e-voting) commenced on **Monday, July 29, 2024 at 09:00 a.m. (IST)** and concluded on **Tuesday, August 27, 2024 at 5:00 p.m. (IST)**. The votes cast under remote e-voting facility were thereafter unblocked.

5. Remote e-voting done by the Members have been entered in a Register maintained for the purpose in accordance with the Companies (Management and Administration) Rules, 2014, as amended.
6. In accordance with the Companies (Management and Administration) Rules, 2014 all votes casted through Remote e-voting **on or before 5.00 p.m. (IST) on Tuesday, August 27, 2024** (the last date and time fixed by the Company for receipt of remote e-voting) were considered for my scrutiny.
7. The Votes cast vis remote e-voting were unblocked on August 27,2024 at 5.10 p.m. in the presence of following two witnesses not being in the employment of the Company as under
  - a) Bhagwan Bagwe
  - b).Mansi Bhosale
8. A final electronic report of the e-voting was generated by me by accessing the data available to me from the website of CDSL at [www.evotingindia.com](http://www.evotingindia.com).
9. Members' demographic details , their voting rights and voting pattern were downloaded by me from CDSL e-voting Platform.
10. All the votes cast by the members were found to be valid.
11. The particulars of electronic voting report generated by CDSL have been entered in a separate Register maintained for the purpose.
12. The Management of the Company is responsible to ensure compliance with the requirements of the Act, Rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the Notice of the Postal Ballot.
13. My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report on the votes cast in favour or against the said Resolutions. I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolutions.
14. On scrutiny, I report that out of **87749** Members, **651**Members have exercised their vote through Remote e-voting. The details of voting results for the item placed for consideration by the Members are given below:



**Item No. 1- Special Resolution for approval of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”) and to Grant Stock Appreciation Rights (SARs) Units to the employees of the Company.**

Total No. of Shareholders		<b>87,749</b>	
Total No. of Shares		<b>19,28,05,054</b>	
Receipt of Postal Ballot Forms		<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024 at 5.00 p.m. (IST)</b>	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>2</b>	<b>140</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*649</b>	<b>10,46,17,885</b>

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>589</b>	<b>10,20,63,442</b>	<b>97.5583</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>63</b>	<b>25,54,443</b>	<b>2.4417</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

## Summary of Postal Ballot

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*1 00	4	5	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,685	18.8598	1,68,30,572	5,94,113	96.5904	3.4096
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,885</b>	<b>54.2610</b>	<b>10,20,63,442</b>	<b>25,54,443</b>	<b>97.5583</b>	<b>2.4417</b>

Percentage of votes casted in favour: **97.5583%**, Percentage of votes casted against: **2.4417%**

### RESULTS:

As the number of votes casted in favour of the Resolution i.e. **97.5583%** is more than three times the number of votes casted against i.e. **2.4417%**, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated July 26, 2024 has been passed by the Members with requisite majority. The Resolution is deemed to have been passed as on the last date of receipt of the duly completed Remote e-voting i.e. **August 27, 2024**.

**Item No. 2- Special Resolution for approval for extension of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”) to Employees of Group Company(ies) including its Subsidiary(ies)/ Associate Company(ies).**

Total No. of Shareholders		<b>87,749</b>	
Total No. of Shares		<b>19,28,05,054</b>	
Receipt of Postal Ballot Forms		<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024 at 5.00 p.m. (IST)</b>	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>1</b>	<b>40</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*650</b>	<b>10,46,17,985</b>

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>582</b>	<b>10,20,62,528</b>	<b>97.5573</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>71</b>	<b>25,55,457</b>	<b>2.4427</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

## Summary of Postal Ballot

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*1 00	4	5	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,785	18.8599	1,68,29,658	5,95,127	96.5846	3.4154
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,985</b>	<b>54.2610</b>	<b>10,20,62,528</b>	<b>25,55,457</b>	<b>97.5573</b>	<b>2.4427</b>

Percentage of votes casted in favour: **97.5573%**, Percentage of votes casted against: **2.4427%**

### RESULTS:

As the number of votes casted in favour of the Resolution i.e. **97.5573%** is more than three times the number of votes casted against i.e. **2.4427%**, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated July 26, 2024 has been passed by the Members with requisite majority. The Resolution is deemed to have been passed as on the last date of receipt of the duly completed Remote e-voting i.e. **August 27, 2024**.

**Item No. 3- Special Resolution for Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”) through the trust**

Total No. of Shareholders		<b>87,749</b>	
Total No. of Shares		<b>19,28,05,054</b>	
Receipt of Postal Ballot Forms		<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024 at 5.00 p.m. (IST)</b>	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>3</b>	<b>450</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*648</b>	<b>10,46,17,575</b>

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>585</b>	<b>10,20,58,999</b>	<b>97.5544</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>66</b>	<b>25,58,576</b>	<b>2.4456</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

## Summary of Postal Ballot

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*1 00	4	5	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,375	18.8594	1,68,26,129	5,98,246	96.5666	3.4334
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,575</b>	<b>54.2608</b>	<b>10,20,58,999</b>	<b>25,58,576</b>	<b>97.5544</b>	<b>2.4456</b>

Percentage of votes casted in favour: **97.5544%**, Percentage of votes casted against: **2.4456%**

### RESULTS:

As the number of votes casted in favour of the Resolution i.e. **97.5544%** is more than three times the number of votes casted against i.e. **2.4456%**, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated July 26, 2024 has been passed by the Members with requisite majority. The Resolution is deemed to have been passed as on the last date of receipt of the duly completed Remote e-voting i.e. **August 27, 2024**.

**Item No. 4- Special Resolution for Authorization to the trust for Secondary Acquisition.**

Total No. of Shareholders	<b>87,749</b>		
Total No. of Shares	<b>19,28,05,054</b>		
Receipt of Postal Ballot Forms	<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024 at 5.00 p.m. (IST)</b>		
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>4</b>	<b>433</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*647</b>	<b>10,46,17,592</b>

\* Incase of this resolution 3 Voters have partially voted in favour as well as against the resolution.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>588</b>	<b>10,20,59,965</b>	<b>97.5553</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>62</b>	<b>25,57,627</b>	<b>2.4447</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

## Summary of Postal Ballot

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*1 00	4	5	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,392	18.8594	1,68,27,095	5,97,297	96.5721	3.4279
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,592</b>	<b>54.2608</b>	<b>10,20,59,965</b>	<b>25,57,627</b>	<b>97.5553</b>	<b>2.4447</b>

Percentage of votes casted in favour: **97.5553%**, Percentage of votes casted against: **2.4447%**

### RESULTS:

As the number of votes casted in favour of the Resolution i.e. **97.5553%** is more than three times the number of votes casted against i.e. **2.4447%**, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated July 26, 2024 has been passed by the Members with requisite majority. The Resolution is deemed to have been passed as on the last date of receipt of the duly completed Remote e-voting i.e. **August 27, 2024**.



**Item No. 5- Special Resolution for approval for provision of money by the Company to the Trust for purchase of the shares of the Company for Implementation of Tilaknagar Stock Appreciation Rights Scheme 2024 (“SAR SCHEME”).**

Total No. of Shareholders		<b>87,749</b>	
Total No. of Shares		<b>19,28,05,054</b>	
Receipt of Postal Ballot Forms		<b>From Monday, July 29, 2024 at 09:00 a.m. (IST) till Tuesday, August 27, 2024 at 5.00 p.m. (IST)</b>	
		<b>Number of Votes</b>	<b>Number of Shares</b>
Total votes cast through e-voting	A	<b>651</b>	<b>10,46,18,025</b>
Less: Absence E voting	B	<b>2</b>	<b>110</b>
Valid No. of votes casted e-voting (Net) (A-B)	C	<b>*649</b>	<b>10,46,17,915</b>

\* In case of this resolution 3 Voters have partially voted in favour as well as against the resolution.

(i) Voted in favour of the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>584</b>	<b>10,20,61,124</b>	<b>97.5561</b>

(ii) Voted against the resolution:

Number of Members voted	Number of votes cast by them	% of total number of valid votes cast
<b>68</b>	<b>25,56,791</b>	<b>2.4439</b>

(iii) Invalid votes:

Total number of member whose votes were declared invalid/Abstained	Total number of votes cast by them
<b>NIL</b>	<b>NIL</b>

## Summary of Postal Ballot

Promoter/ Public	Mode of Voting	No. of shares held	No. of votes polled*	% of Votes Polled on outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)= [(2)/(1)]*1 00	4	5	(6)= [(4)/(2)]*1 00	(7)= [(5)/(2)]*100
Promoter and Promoter Group	Remote E-Voting	7,74,58,460						
	Poll							
	Postal Ballot		7,39,01,855	95.4084	7,39,01,855	0.0000	100.0000	0.0000
Public- Institutional holders	Remote E-Voting	2,29,55,773						
	Poll							
	Postal Ballot		1,32,91,345	57.8998	1,13,31,015	19,60,330	82.2511	14.7489
Public- Others	Remote E-Voting	9,23,90,821						
	Poll							
	Postal Ballot		1,74,24,715	18.8598	1,68,28,254	5,96,461	96.5769	3.4231
<b>Total</b>		<b>19,28,05,054</b>	<b>10,46,17,915</b>	<b>54.2610</b>	<b>10,20,61,124</b>	<b>25,56,791</b>	<b>97.5561</b>	<b>2.4439</b>

Percentage of votes casted in favour: **97.5561%**, Percentage of votes casted against: **2.4439%**

### RESULTS:

As the number of votes casted in favour of the Resolution i.e. **97.5561%** is more than three times the number of votes casted against i.e. **2.4439%**, I report that the Special Resolution under Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as set out in the Notice of Postal Ballot dated July 26, 2024 has been passed by the Members with requisite majority. The Resolution is deemed to have been passed as on the last date of receipt of the duly completed Remote e-voting i.e. **August 27, 2024**.

- I further report that as per the Postal Ballot Notice dated **July 26, 2024** and the Board Resolution dated **February 12, 2024**, the Chairman or any person authorized by him in writing may declare and confirm the above results of voting through Remote e-voting in respect of the Resolutions referred herein above **on or before Thursday, August 29, 2024** at the Corporate Office of the Company and intimated to the Stock Exchanges. The results so declared along with the Scrutinizer's Report shall be placed on the website of the Company i.e. [www.tilind.com](http://www.tilind.com) and CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) and shall also be

forwarded to the Stock Exchanges on which shares of the Company are listed i.e. National Stock Exchange of India Limited and BSE Limited.

16. I further report that as per Rule 22 of the Companies (Management and Administration) Rules 2014, the Company has duly complied with the applicable provisions. I further report that as per the said Rules, the records maintained by me including the data as obtained from CDSL, the System Provider for e-voting facility extended by them as also a Register recording the consent or otherwise received from the Members, voting through Remote e-voting which includes all the particulars of the Members such as the name, folio number/DP ID/ Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented and other related papers are in my safe custody which will be handed over to the Company after the Chairman approves and signs the Minutes of the Meeting.

I thank you for the opportunity given to act as a Scrutinizer for the above Postal Ballot.

Thanking You,

**For P. M. Vala & Associates,  
Company Secretaries**

Pradyumansinh Manubhai Vala

Digitally signed by Pradyumansinh Manubhai Vala  
DN: cn=Pradyumansinh Manubhai Vala, o=Pradyumansinh Manubhai Vala, email=pradyumansinh.manubhai.vala@pma.co.in, c=IN, ou=Personal, serial=0934,  
pseudoym=38d1feeb6c546d796dfb62a50adaab  
d,  
2.5.4.20=390e6d76a1c1c116885d358a5591d8d  
4f5cc05199f085070880eb5f0f28d,  
postalCode=400005, st=Maharashtra,  
serialNumber=12885ea1520a66d6c0d8f3078b0b4f  
4e799e2a9c8f85f5cc9f8c0d0033c4b06,  
cn=Pradyumansinh Manubhai Vala  
Date: 2024.08.28 16:44:07 +0530

**P. M. Vala**

**(Proprietor)**

**FCS No. 5193, COP No. 4237**

**ICSI Unique Code: I2001MH250600**

**Peer Review No.1884/2022**

**UDIN : F005193F001058773**

**Place: Thane**

**Date: August 28, 2024**