

**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

10<sup>th</sup> September, 2024

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,

**Sub: Proceedings of the 49<sup>th</sup> 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, as amended (SEBI LODR), please find enclosed herewith a summary of the proceedings of the 49<sup>th</sup> Annual General Meeting (AGM) of the Company held on Tuesday, 10<sup>th</sup> September, 2024 at 11.00 a.m.

This is for your kind information and records.

Thanking you,

Yours faithfully,  
For TIL LIMITED  
CHANDRANI CHATTERJEE  
COMPANY SECRETARY

Encl: As above

**PROCEEDINGS OF THE 49<sup>TH</sup> ANNUAL GENERAL MEETING OF TIL LIMITED ('THE COMPANY') HELD ON TUESDAY, 10<sup>TH</sup> SEPTEMBER, 2024 AT 11.00. A.M. AT THE REGISTERED OFFICE OF THE COMPANY**

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The 49<sup>th</sup> Annual General Meeting ('AGM') of the Company was convened at 11.00 a.m. on Tuesday, 10<sup>th</sup> September, 2024 through Video Conferencing.

**DIRECTORS PHYSICALLY PRESENT**

Mr. Sunil Kumar Chaturvedi : Chairman & Managing Director  
Mr. Amit Mukherjee : Non-Executive Independent Director  
Mr. Alok Kumar Tripathi : Director & President  
Mr. Ayan Banerjee : Director - Finance

**DIRECTORS ATTENDED THROUGH VIDEO CONFERENCE (VC)**

Ms. Saroj Punhani : Non-Executive Independent Director  
Lt Gen. N.B. Singh : Non-Executive Director

**OTHER REPRESENTATIVES**

Ms. Chandrani Chatterjee : Company Secretary  
Mr. Kanhaiya Gupta : Chief Financial Officer  
Mr. G. L. Choudhary : Statutory Auditor, M/s. Singhi & Co. (attended through VC)  
Ms. Binita Pandey : Secretarial Auditor & Scrutinizer, M/s. T. Chatterjee & Associates

**QUORUM OF AGM**

107 shareholders present - In person  
53 shareholders present - Through VC

Mr. Sunil Kumar Chaturvedi, Chairman & Managing Director of the Company chaired the proceedings of the Meeting.

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 and the Auditor's Report was taken as read.

The shareholders were informed that the Register of Directors' Shareholding was kept at the venue for the inspection of the shareholders as per the Companies Act, 2013.



Thereafter, the Chairman informed the Shareholders that the 49th AGM of the Company has been arranged both physically and 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 Company had engaged the services of NSDL for providing the e-voting facility to the shareholders. The remote e-voting commenced on Friday, 6<sup>th</sup> September, 2024 at 9.00 a.m and ended on Monday, 9<sup>th</sup> September, 2024 at 5.00 p.m.

The Chairman then delivered his speech on the performance of the Company, its future prospects etc. vis-à-vis the economy as a whole.

The Chairman then invited questions and comments from the Shareholders who registered themselves as speakers in the AGM. Several shareholders, both physically and through virtual mode placed their deliberations. The Chairman thanked all the speakers for their valuable observations and suggestions and satisfactorily replied to all the queries put forth by such Shareholders.

Thereafter the Chairman read out all the resolutions, as per the Notice of the AGM dated 28<sup>th</sup> May, 2024 one by one:

**1) As an Ordinary Resolution:**

“RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2024 together with the Reports of the Board of Directors and the Auditors thereon, be and are hereby received, considered and adopted.”

**2) As an Ordinary Resolution:**

“RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2024 together with the Reports of the Auditors thereon, be and are hereby received, considered and adopted”.

**3) As an Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 148 and any 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 2024-25, amounting to Rs 132,000/- (Rupees One Lakh Thirty Two 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.”





**4) As an Ordinary Resolution:**

"RESOLVED that Sri Sunil Kumar Chaturvedi (DIN: 02183147), who was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 24th January 2024 and who holds office as per Section 161 of the Companies Act, 2013 up to the date of this Annual General Meeting pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in respect of whom the Company has, pursuant to Section 160 of the Companies Act, 2013, received a notice in writing proposing his candidature for the office of director, be and is hereby appointed a director of the Company, liable to retire by rotation.

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."

**5) As an Ordinary Resolution:**

"RESOLVED that Sri Alok Kumar Tripathi (DIN: 10470292), who was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 24th January 2024 and who holds office as per Section 161 of the Companies Act, 2013 up to the date of this Annual General Meeting pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in respect of whom the Company has, pursuant to Section 160 of the Companies Act, 2013, received a notice in writing proposing his candidature for the office of director, be and is hereby appointed a director of the Company, 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."

**6) As an Ordinary Resolution:**

"RESOLVED that Sri Ayan Banerjee (DIN: 07563764), who was appointed as an Additional Director of the Company by the Board of Directors at their meeting held on 24th January 2024 and who holds office as per Section 161 of the Companies Act, 2013 up to the date of this Annual General Meeting pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in respect of whom the Company has, pursuant to Section 160 of the Companies Act, 2013, received a notice in writing proposing his candidature for the office of director, be and is hereby appointed a director of the Company, 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."



The Chairman thereafter 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.

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 2.10 p.m.

