

TIL Limited

CIN: L74999WB1974PLC04172S Registered Office:

1, Taratolia Road, Garden Reach Kolkata-700 024

6633-2000, 6633-2645 2489-3731/2143

Website: www.tilindia.in

12th September, 2020

The Secretary

The Calcutta Stock Exchange

Association 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

P.J. Towers,

Dalal Street, Fort, Mumbai 400001.

Stock Code: TIL

Scrip Code: 505196

Dear Sir/Madam,

Sub: Proceedings of 45th Annual General Meeting of TIL Limited ('the Company')

Pursuant to Regulation 30 read with Schedule III to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a summary of the proceedings of the 45th Annual General Meeting (AGM) of the Company held on Friday, 11th September, 2020 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 has also be uploaded in XBRL format on the BSE Listing portal and NEAPS portal, separately.

The Consolidated Scrutinizer's Report dated 12th September, 2020, 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 29th June, 2020 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 MMITED

SEKHAR BHATTACHARJEE COMPANY SECRETARY

Encl: As above

SUMMARY OF THE PROCEEDINGS OF THE 45TH 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 45th Annual General Meeting ('AGM') of the Company was convened at 10.00 a.m. on Friday, 11th September, 2020 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 Promoter Group	Public	Total
In Person or through proxy	NA	NA	-
Through Video Conferencing	19	44	63
Total	19	44	63

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 for the financial year ended 31st March, 2020 were taken as read. The Auditor's Report was also taken as read.

The Chairman then delivered his speech on the performance of the Company 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 and satisfactorily replied to all the queries put forth by such Shareholders.

The Chairman informed the Shareholders that pursuant to the General Circular No. 20/2020 dated 5th May 2020, read with General Circular No. 14/2020 dated 8th April 2020 and General Circular No. 17/2020 dated 13th April 2020 issued by the Ministry of Corporate Affairs the 45th 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, 8th September, 2020 at 9.00 a.m and ended on Thursday, 10th September, 2020 at 5.00 p.m.

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.



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 11.30 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 29th June, 2020 were passed with requisite majority.

ANNEXURE-A

DETAILS OF VOTING RESULTS OF 45TH ANNUAL GENERAL MEETING

11th September, 2020		
10145		
NOT APPLICABLE		
19		
19 44		





ITEM NO. 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2020 together with the Reports of the Board of Directors and the Auditors thereon, be and are hereby received, considered and adopted."

CATEGORY	MODE OF VOTING	NO. OF SHARES HELD (1)	NO. OF VOTES POLLED (2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)=[(2)/(1)]*100	NO. OF VOTES IN FAVOUR (4)	NO. OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=[(4)/(2)]*100	% OF VOTES AGAINST ON VOTES POLLED (7)=[(5)/(2)*100]
Promoter/Promoter	E-voting		5646798	100.00	5646798	0	100	0
Group	Poll	5646798			-	-		
	Postal Ballot (if applicable)	3040730	28		**	-	2	-
	Total	5646798	5646798	100.00	5646798	0	100	0
Public -Institution	E-voting		1040814	76.29	1040814	0	100	0
	Poll		- 8	-		-	ET.	-
	Postal Ballot (if applicable)	1364321	5		=	*		
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-voting		48955	1.62	48955	0	100	0
	Poll	I response	20	-	-	E.		
	Postal Ballot (if applicable)	3019146	23		*	-	<u>:</u>	
	Total	3019146	48955	1.62	48955	0	100	0
TOTAL		10030265	6736567	67.16	6736567	0	100	0





ITEM NO. 2: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2020 together with the Reports of the Auditors thereon.

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

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2020 together with the Reports of the Auditors thereon, be and are hereby received, considered and adopted."

CATEGORY	MODE OF VOTING	NO. OF SHARES HELD (1)	NO. OF VOTES POLLED (2)	% OF VOTES POLLED ON OUTSTANDING SHARES (3)=[(2)/(1)]*100	NO. OF VOTES IN FAVOUR (4)	NO. OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=[(4)/(2)]*100	% OF VOTES AGAINST ON VOTES POLLED (7)=[(5)/(2)*100]
Promoter/Promoter Group	E-voting		5646798	100.00	5646798	0	100	0
	Poll	5646798				-		
	Postal Ballot (if applicable)	3040750	-	-			*	
	Total	5646798	5646798	100,00	5646798	0	100	0
Public -Institution	E-voting		1040814	76.29	1040814	0	100	0
	Poll		-		-	(-)	3	
	Postal Ballot (if applicable)	1364321	-			J.F.	8	
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-voting		48955	1.62	48955	0	100	0
	Poll			-		-		-
	Postal Ballot (if applicable)	3019146	-	×	1.2	4	-	-
	Total	3019146	48955	1.62	48955	0	100	0
TOTAL		10030265	6736567	67.16	6736567	0	100	0



ITEM NO. 3: To appoint a Director in place of Mrs. Manju Mazumder (DIN 00743164), who retires by rotation and being eligible, offers herself for re-appointment.

Resolution Required:

Ordinary

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

yes

"RESOLVED THAT Mrs. Manju Mazumder (DIN 00743164), 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 SHARES (3)=[(2)/(1)]*100	NO. OF VOTES IN FAVOUR (4)	NO. OF VOTES AGAINST (5)	% OF VOTES IN FAVOUR ON VOTES POLLED (6)=[(4)/(2)]*100	% OF VOTES AGAINST ON VOTES POLLED (7)=[(5)/(2)*100]
Promoter/Promoter	E-voting		5646798	100.00	5646798	0.	100	0
Group	Poll	5646798	-	-	-	-	-	
	Postal Ballot (if applicable)			-	2	2		
	Total	5646798	5646798	100.00	5646798	0	100	0
Public -Institution	E-voting	1364321	1040814	76.29	1040814	0	100	0
	Pol1		-	-	-	2.0	191	
	Postal Ballot (if applicable)	1100001	-		-			
	Total	1364321	1040814	76.29	1040814	0	100	0
Public-Non Institution	E-voting		48955	1.62	48840	115	99,77	0.23
	Poll	3019146	+	-	*	+3	14	
	Postal Ballot (if applicable)	0017190	+3	9	50		-	
	Total	3019146	48955	1.62	48840	115	99.77	0.23
TOTAL		10030265	6736567	67.16	6736452	115	100	0



ITEM NO. 4: Ratification of Remimeration payable to Messts. D. Radhakrishnan & Cn., Cost Auditors of the Company (Firm Registration No. 000018) for the financial year 2020-21

Resolution Required:

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

No

"RESOLVED THAT pursuent to the provisions of Section 148 and any other applicable provisions, if any, of the Companies Act, 2013 and the Rales Gained thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the remaineration payable to Messas 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 Auditors of the Company, to conduct the audit of the cost national day the Company for the financial year 2020/21, amounting to Rs. 120.000/+ (Ropers 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 EITRTHER 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."

								r—··· ·- ·· ·-
CATEGORY	MODE OF	NO. OF	NO. OF VOTES	% OF VOTES	NO. OF	NO. OF	% OF VOTES	M-OF VOTES
	VOTING	SHARES HELD	FOLLED	POLLED ON	VOTES IN	VOTES	IN FAVOUR	AGAINST ON
		(1)	(2)	OUTSTANDING	FAVOUR	AGAINST	ON VOYES	VOTES POLIAD
		' '		SHARES	(4)	(5)	POLLED	(7)+J(5V(2)*t00]
				$(3)=[(2)/(1)]^{4}100$			(6)=[(4)/(2)]*100	
Promoter /Promoter Group	li-vating		5546793	100	5646798	G.	700	U
	Poll	5646798				-	-	
	Postal Ballot	30740790		_ •	· _	_ !		
	(if							
	applicable)							
		5646798	5646798	100	5646798			0
77 17 17 17	Total	3040736						
Public -Institution	E-voting	i	1040814	76.29	1040514	וט	יטור	0
	Poli		-	-	-	-	-	•
	Postal Ballot	1364327						-
	(if							
	applicable)		' I	!			!	
	Total	1364321	1040814	7 6.2 9	1040614	0	100	0
Public-Non Institution	E-voting		48955	1 62	48940	15	99.57	0.03
		'	-		- [
	Postal Ballot	3019146				i	_	_
	(if							
	applicable)		İ	1				
	Total	3019146	48955	1.62	48940	15	99.97	0.03
TOTAL		10030265	6736567	67.16	6736552	1.5	300	σ

1FEM NO. 5: Re-appointment of Mr. Sumit Mazumder (DIN 00116654) as the Chairman and Managing Director of the Company for a period of 45 9five) years with effect from 1* June, 2020 to 31* May, 2025.

Resolution Required:	Special
Whether promoter/ promoter group are interested in the agenda/resolution:	Yes

"RESOLVED THAT passessed to the provisions of Sections 196, 197, 198, 263 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read with Schedule V thereto and the Companies (Appointment and Removeration of Managerial Personnel) Rules, 2014 (including any statutory modification (s) or re-enactment thereof, for the time being in force) Mr. Statut Mazurador (DIN 00116664) he and is hereby re-appointment as the Chairman and Managing Director of the Company for a period of 5 (five) years with effect from 1st June 2020 to 31st May 2025 on the terms and conditions of service as detailed in the Explanatory Statement annexed to the Notice of this Meeting, with liberty to the Board of Directors (the Board) including the Nomination and Removeration Committee of the Board, to after or vary the terms and conditions of appointment and / or removeration, subject to the light specified under Schedule V to the Act and any statutory modification(s) or re-construction.

RESOLVED FORTHECTHAT the Beard 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	NO. OF	NO. OF VOTES	% OF VOTES	NO. OF	NO. OF	% OF VOTES	WOF VOTES
	VOTING	SHARES HELD	POLLED	TOLLED ON	VOTES IN	VOTES	IN FAVOUR	AGAINSTON
		(t) (t)	(2)	OUTSTANDING	FAVOUR	AGAINST	ON VOTES	VOTES
				SHARES	(4)	(5)	POLLED	POLLED
l	 	<u> </u>		(3)=[(2)/(1)]*100		l	(6)-[(4)/(2)]*100	(7)-[(5)/(2)*100]
Promoter /Promoter	E-voting		5646798	100	5646798	ס	100	D
Gtoup	Pall	. 56467984	-	- }		-	-	-
	Postal Ballot		-	-		_	. :	-
	(if							
	applicable)				.			
	Total	5646798	5646798	100	5646798	0	100	U
Public -Institution	H-voting		1040514	76.29	1040814	ı)	100	0
	Poff		-	-	-	-	- '	- '
	Postal Ballot	1364321	-	-			-	
	(if	i						
	applicable)							
	Total	2364321	1040814	76.29	1040814	0	100	a
Public-Non Institution	E-voting		48955	1 62	48840	175	59.77	0.23
	Ի ս][-		-	-	
	Postal Ballot	3019146	- :		·			
	(if		į					
	applicable)		į					
	Total	3019146	43955	1.62	48840	115	99.77	0.23
TOTAL.		10030265	6736567	67.16	6736452	115	100	U



ANNEXURE - B

T. Chatterjee & Associates
Prociong Company Secretaries
FRN - P2007W8067100

Office : "ABHISHEK POINT" (4th Figor) 152, S. P. Mukharjee Road, Kolkara - 700028 Phona (033) 1980 8149 / 6459 7963, Mobile : 80 (7287937 E-mak : hthalterjeesssociales @gmak.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 (1.74999WB1974PLC041725) I. Taratolla Road Garden Reach, Kolkata - 700 (124

Sir,

- 1. I, Binita Pandey, Practicing Company Secretary, ACS 41594, CP 19730, Partner of M/s. T. Chatterjee & Associates, PRN 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 29-06-2020 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 45th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 11th September 2020, 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 29th June 2020 of the 45th ACM of the members of the Company.
- 2. 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, 8th September 2020 (09:00 A.M IST) to Thursday, 10th September 2020 (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.
- 4. After the closure of e-voting at the AGM, the report on voting done during the ACM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 11th September 2020 at 11:10 AM. 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 29th June 2020 of the 45th 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.

 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 29th June 2020 of 45th AGM.





Date of the AGM	11-09-2020
Total number of shareholders on record date	10145
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	19
Public	44





ORDINARY BUSINESS

Rem No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31° March 2020, and the Reports of the Board of Directors and the Auditors thereon.

Resolution R	equired:		 -		Ordinary	Resplati		
Whether pro		anter group	are inter	ested in	No		<u> </u>	·
the resolution	n	0 - 4						
Category	Mode of Voting	No, of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding shares (3)=[(2) /(1)]*	No. of Votes- in favour (4)	No. of Votes- agains t	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	"/u of Votes agains! on votes pulled (7)=[(5)/(2)]*100
Promoter	E-Voting	5646798	5646798	100	5646798		100	0
and	Poll		-	-	-	·- -	-	
Promoter	Postal			-		- "	-	-
Group	Ballot (if							
	applicab le)	_						
	Tutal	5646798	5646798	100	5646798	O	100	U
Public-	E-Voting	136432]	1040314	76.29	1040814	0	100	()
Institution	Poll		-	-		-		-
	Postal		-	-		-	-	-
	Ballot (if applicab le)		ı					
	Total	1364321	1040814	76.29	1040814	Ö	100	0
Public- Non		3019146	48955	1.62	48955	0	100	a · · · ·
Institution	Poll		-			-		
	Postal		-	-	-	-	-	
	Ballot (if	İ						
	applicab							
	_fe) . Total	3019146	48955	1.62	48955		700	л
Total	· IVI	10030265	6736567	67.16	6736567	0	100	0
101411		10000203	0/30201	07.10	u/.ww/m/		TOTO .	יטן





Item No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended $31^{\rm o}$ March 2020, logether with the Reports of the Auditors thereon.

Resolution	Required:				Ordinary	Resoluti	·		
Whether pr		moter grou	p are inte	rested in	No.				
the resolution	on	Ç1	L						
Category	Mode of	No. of	No. uf	% of	No. of	No. of	% of Votes	% of	
	Voting	Shares	Votes	Votes	Voles-	Votes-	in favour	Vates	
	}	held	Polled	Polled	in	agains	on votes	against	
				on	favour	t t	polled	on votes	
		(1)	(2)	outstan	(4)	`	Fonce	polled	
			1.7	ding	`-'	(5)	(6)=[(4)/(2)]*	P	
				shares		'' '	100	.	
				(3)=[(2)				(7)=[(5)/(2]	
				/(1)]*)]*100	
	<u></u>			100		i			
Promoter	E-	5646798	5646798	100	5646798	. 0	100		
and	Voting				L _			İ	
Promoter	Poll	_		_	· -	-	-		
Group	Postal			-	-	i :	-		
	Ballot								
	(if			İ					
	applicab								
	le)				<u>.</u>				
	Total	5646798	5646798	100	5646798	0	100	D	
Public-	E-	1364321	1040814	76 29	1040814	0	100	ı)	
Institution	Voting		! 						
	Poll		<u> </u>	-	-	-	-	-	
	Postal		-	-	-	-	-	-	
	Ballot		:						
	(if		!						
	applicab								
	le)		<u> </u>						
——	Total		1040814	76.29	1040814	0_	100	0	
Public-	E-	3019146	48955	1.62	48955	0	TOO	0	
Non	Voting								
Institution	Poll		: <u>-</u>	-	-			-	
	Postal		-	-	-	-	-	-	
	Ballot								
	(if				Ì				
	applicab								
	le)		40055	0.00	40055				
Total	Total	3019146	48955	1.62	48955	0	100	0	
Total		10030265	6736567	67.16	6736567	j 0	100	0.	





Item No. 3: Ordinary Resolution

To appoint a Director in place of Mrs. Marijn Mazumder (DIN: 00743164), who retires by rotation and being eligible offers berself for re-appointment.

Resolution I	Required:				Ordinary	Resoluti	on	
Whether pro		moter grou	p are inte	rested in	Yes		•	
the resolutio			· 		!			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	Votes Polled on outstan ding shares (3)=[(2) /(1)]*	No. of Votes- in favour (4)	No. of Votes- agains t	% of Votes in favour on votes polled (6)-[(4)/(2)]* 100	Votes
Promoter	E-	5646798	5646798	100 100	5644700	0	100	. , .
and	Voting	2040/95	36/10/90	100	5646798	U	100	0
Promoter	Poll		·	_			_	
Group	Postal	1	-	-	··· -	i	-	-
	Ballot (if applica		-		-		-	-
	ble) Total	5646798	5646798	100	5646798	0 -	100	
Public-	E-	1364321	1040814	76.29	1010814	0	100 100	0
Institution	Voting	1304021	1040014	70.27	10.1001.1		100	0
	Poll	1	-	_	_	-	<u>-</u> -	
	Postal					<u> </u>		• - —
	Ballot (if applica ble)					 		
	Total	1364321	1040814	76.2 9	1040814	0	100	O
Public- Non	E- Voting	3019146	48955	1.62	48840	113	99.77	0.23
Institution	Poli		-	-	- '	! -		
	Postal Ballot (if applica ble)		-	-		-	-	- ' -
-	Total	3019146	48955	1.62	48840	115	99.77	0.23
Total		10030265	6736567	67.16	6736452 So	11.5	. 100	0



Item No. 4: Ordinary Resolution

To appoint Messrs, D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018) as Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year 2020-21.

Resolution R	lequired:				Ordinary	Resoluti	<u></u>	 -	
Whether pro		moter grou	p are inte	rested in	No				
the resolutio	л	Ь	1		- · -				
Category	Mode	No. of	No. of	% of	No. of	No. of	% of Votes	% of	
	of	Shares	Votes	Votes	Votes-	Votes-	in favour	Votes	
:	Voting	held	Polled	Polled	in	agains	on votes	against	
	~			on	favour	t	polled	on votes	
		(1)	(2)	outstan	(4)	:	¥	polled	
			' '	ding		(5)	$(6)=[(4)/(2)]^n$		
				shares		' '	100		
				$(3)=\{(2)$		l		(7)=[(5)/(2	
				/(I)]*)]*100	
	i—			100					
Promoter	E-	56 46 798	5646798	100	5646798	0	100	n n	
and	Voling								
Promoter	Poll]		-	•		-		
Group	Postal		-	-		-	-	-	
	Ballot								
	(if								
	applica								
	ble)	• • • • • • • • • • • • • • • • • • • •				: :			
- TV	Total	5646798	5646798	100	5646798	0	100	<u>0</u>	
Public-	F	1364321	1040814	76.29	1040814	. 0	100	0	
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ĺ	ble) Total	J364321	1040814	- H6 00	TO40044				
Public-	E-		l -	76.29	1040814	0	100	0 000	
Non	Voting	3019146	48955	1.62	48940	15	99.97	0.03	
Institution	Poll	1		I	· ·				
	Postal	1	<u> </u>	-	-	· ⁻ -	-	<u> </u>	
	Ballot		_		-	-	-	_	
	(if								
	applica								
	ble)								
	Total	3019146	48955	1.62	48940	15	99.97	0.03	



Item No. 5: Special Resolution

Re-appointment of Mr. Surmt Mazumder (DIN 00116654) as the Charman and Managing Director of the Company for a period of 5 (five) years with effect from 1st June 2020 to 31st May 2025.

Promoter E and V Promoter P Group P B	Mode of Voting Voting oll Vostal Sallot		No. of Votes Polled (2)	% of Votes Polled on outstan ding shares (3)=[(2) /(1)]* . 100	:	No. of Votes- agains t (5)	% of Votes in favour on votes polled (6)=[(4)/(2) * 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter E and V Promoter P Group P B	of Voting Voting Poli Vostal Ballot	Shares held (1)	Votes Palled (2) 5646798	Votes Polled on outstan ding shares (3)=[(2) /(1)]* . 100	Votes- in favour (4)	Votes- agains t (5)	in favour on votes polled (6)=[(4)/(2) * 100	Votes against on votes polled (7)=[(5)/(2)]*100
Promoter E and V Promoter P Group P B	oting /oting /oting /oting /ostal /ostal	Shares held (1)	Palled (2) 5646798	Votes Polled on outstan ding shares (3)=[(2) /(1)]* . 100	Votes- in favour (4)	Votes- agains t (5)	in favour on votes polled (6)=[(4)/(2) * 100	Votes against on votes polled (7)=[(5)/(2)]*100
Promoter E and V Promoter P Group P B	oting Ooli Oostal Sallot	(1)	(2) 5646798	on outstan ding shares (3)=[(2) /(1)]* . 100	favour (4)	(5) 	polled (6)=[(4)/(2) * 100 100	against on votes polled (7)=[(5)/(2)]*100
and V Promoter P Group P B (ii	/ofing 'oli 'ostal Ballot		5646798	outstan ding shares (3)=[(2) /(1)]* . 100 100	(4)	(5)	(6)=[(4)/(2) * 100 100	on votes polled (7)=[(5)/(2)]*100
and V Promoter P Group P B (ii	/ofing 'oli 'ostal Ballot		5646798	ding shares (3)=[(2) /(1)]* . 100 100		 .	100	(7)=[(5)/(2)]*100 0
and V Promoter P Group P B (ii	/ofing 'oli 'ostal Ballot	5646798		shares (3)=[(2) /(1)]* . 100 100	5646798	 .	100	0 0
and V Promoter P Group P B (ii	/ofing 'oli 'ostal Ballot	5646798		/(1)]* . 100 . 100 	5646798	· 0 		0 0
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	;-	3019146	48955	1 62	48840	115	99.77	0.23
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	ppnca lej			İ				
_	otal .	3019146	48955	1.62	48840	115	99.77	0.23
Total	7-4	10030265	6736567	67.16	6736452	115	100	0.23



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)

Rinita Dandou D

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

UDIN: A041594B000702859

Place: KoIkata Date: 12-09-2020



A-NHEXURE- &

T. Chatterjee & Associates

Practiong Company Secretaries FRN - P2007/MB067100 Об/се: "ABHI6HEK PONT" (4th Floor) 152 : S. P. Mukherise Road, Kalkata - 700026 Phone - [033] 4060 5143 / 6459 7933. Морас : 601/7287937 É-mail : фармедаеазсоламсяФольнічаем

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 TH. Limited (17**4999WB1974PLC041725**) 1, Taratolia 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 29-06-2020 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 45th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on TIth September 2020 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 29th June 2020 of the 45th 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, 8th September 2020 (09:00 A.M IST) to Thursday, 10th September 2020
 (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.
- 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 11th September 2020 at 11:10 A.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 NSDI, 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 29th June 2020 of the 45th 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 lavour" or "against" the resolutions by the members of the Company.





 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 29° June 2020 of 45° AGM.

ORDINARY BUSINESS

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Slandslone Financial Statements of the Company for the financial year ended 31% March 2020, and the Reports of the Board of Directors and the Auditors thereon.

Vote In favour of the Resolution;

No. of members	No. of votes cast by them	% of total number of valid votes cast
91	6736567	1410

(ff) Vote against the Resolution:

No. of members	No. of votes cast b	/ % of total number of valid votes cast
0	Ó Ó	0



Jiem No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31° March 2020, together with the Reports of the Auditors thereon.

(I) Vote in favour of the Resolution-

No. of members	No. of them	votes	cast	by	% of valid		number ast	of
9 1		673656	7		l "	10	00	

(II) Vote against the Resolution.

No. of members	No. of votes cast by them	/ % of total number of valid votes cast
0	0	0

Item No. 3. Ordinary Resolution

To appoint a Director in place of Mrs. Manju Mazumder (DIN: 00743164), who retires by rotation and being eligible offers herself for re-appointment.

(I) Vete in favour of the Resolution:

No. of members	No. of votes cast by	y % of total number of valid votes cast
89	6736452	100

(II) Vote against the Resolution:

No. of members		y % of total number of
	them	valid votes cast
2	115	0



Item No. 4: Ordinary Resolution

To appoint Messrs, D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018) as Cost Auditors of the Company to conduct the audit of the cost records maintained by the Company for the financial year 2020-21,

(I) Vote in favour of the Resolution:

No. of mo	embers	No. of them	votes	cast		total votes c	number ast	of
	90		673655	2		10)O	

(II) Vote against the Resolution:

No. of members	No. of v	rotes ças	t by	% of total number of valid votes cast
. 1		15		0

Item No. 5: Special Resolution

Re-appointment of Mr. Sumit Mazumder (DIN 00116654) as the Chairman and Managing Director of the Company for a period of 5 (five) years with effect from 1st June 2020 to 31st May 2025.

Vote in favour of the Resolution.

No. of members	No. of votes cast by them	% of total number of valid votes cast
89	6736452	100

(II) Vote against the Resolution:

No. of members	No. of votes cast by	% of total number of
	them	valid votes cast
2	115	





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)

Binita Pandey, Partner Membership No. 41594

Certificate of Practice: 19730

UDIN: A041594B000702859

Place: Kolkata Date: 12-09-2020