

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

22nd December, 2022

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

The Secretary,
Listing Department
BSE Ltd.,
P.J. Towers,
Dalal Street, Fort,
Mumbai 400001.

Stock Code: TIL

Scrip Code: 505196

Dear Sir/Madam,

Sub: Scrutinizer's Report on Voting Result of 47th Annual General Meeting (AGM) of TIL Limited (the Company)

The Consolidated Scrutinizer's Report dated 22nd December, 2022, 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 of the Company are enclosed as **Annexure A** and **Annexure-B** respectively.

The Scrutinizer's Report shall also be available on the website of the Company at www.tilindia.in and on the website of NSDL at www.evoting.nsdl.com.

This is for your kind information and records.

Thanking you,

Yours faithfully,
For TIL LIMITED


SEKHAR BHATTACHARJEE
COMPANY SECRETARY

Encl: As above

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
(L74999WB1974PLC041725)
1, Taratolla 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 19-09-2022 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 47th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 21st December 2022, 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 and read with Regulation 44(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR"), on the resolutions contained in the Notice dated 19th September 2022 of the 47th AGM of the members of the Company.

The Company had provided remote e-voting facility to 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 commenced on

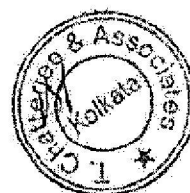


Saturday, 17th December 2022 at 9.00 a.m. (IST) and ended on Tuesday, 20th December 2022 at 5.00 p.m. (IST).

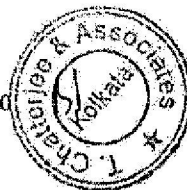
2. The Company had also provided e-voting facility for voting during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.
3. After the closure of e-voting at the AGM, the report on e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 21st December 2022 at 12.11 PM. and were counted.
4. 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.
5. 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 19th September 2022 of the 47th 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.

6. 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 19th September 2022 of 47th AGM.



Date of the AGM	21-12-2022
Total number of shareholders on record date	9635
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 Public	21 63

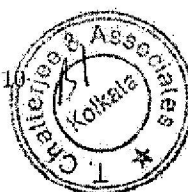


ORDINARY BUSINESS

Item No. 1: Ordinary Resolution

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2022, together with the Reports of the Board of Directors and the Auditors thereon.

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
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 and Promoter Group	E-Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-Institution	E-Voting	1185818	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1185818	0	0.00	0	0	0.00	0.00
Public- Non Institution	E-Voting	3197649	628054	19.64	628051	3	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3197649	628054	19.64	628051	3	100.00	0.00
Total		10030265	6274852	62.56	6274849	3	100.00	0.00



Item No. 2: Ordinary Resolution

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2022, together with the Reports of the Auditors thereon.

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
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 and Promoter Group	E-Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5646798	5646798	100.00	5646798	0	100.00
Public-Institution	E-Voting	1185818	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1185818	0	0.00	0	0	0.00
Public-Non Institution	E-Voting	3197649	628054	19.64	628051	3	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3197649	628054	19.64	628051	3	100.00
Total		10030265	6274852	62.56	6274849	3	100.00	0.00



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.

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
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 and Promoter Group	E-Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5646798	5646798	100.00	5646798	0	100.00
Public-Institution	E-Voting	1185818	963341	81.24	963341	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1185818	963341	81.24	963341	0	100.00
Public-Non Institution	E-Voting	3197649	628054	19.64	627951	103	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3197649	628054	19.64	627951	103	99.98
Total		10030265	7238193	72.16	7238090	103	100.00	0.00



SPECIAL BUSINESS:

Item No. 4: Ordinary Resolution

Ratification of the remuneration payable to Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018), Cost Auditors of the Company for the financial year 2022-23.

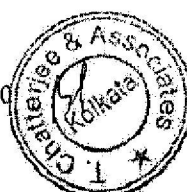
Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5646798	5646798	100.00	5646798	0	100.00
Public-Institution	E-Voting	1185818	963341	81.24	963341	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1185818	963341	81.24	963341	0	100.00
Public-Non Institution	E-Voting	3197649	628054	19.64	628053	1	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3197649	628054	19.64	628053	1	100.00
Total		10030265	7238193	72.16	7238192	1	100.00	0.00



Item No. 5: Special Resolution

Appointment of Mr. Subir Bhattacharyya (DIN 09711826), as an Independent Director of the Company for a term of five consecutive years with effect from 13th September 2022

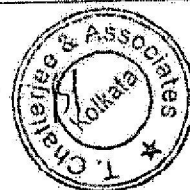
Resolution Required:					Special Resolution			
Whether promoter/promoter group are interested in the resolution					No			
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes-against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		5646798	5646798	100.00	5646798	0	100.00
Public-Institution	E-Voting	1185818	963341	81.24	963341	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		1185818	963341	81.24	963341	0	100.00
Public-Non Institution	E-Voting	3197649	628054	19.64	627951	103	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3197649	628054	19.64	627951	103	99.98
Total		10030265	7238193	72.16	7238090	103	100.00	0.00



Item No. 6: Special Resolution

Appointment of Mr. Tulsı Das Banerjee (DIN 03573211), as an Independent Director of the Company for a term of five consecutive years with effect from 13th September 2022

Resolution Required:					Special Resolution			
Whether promoter/promoter group are interested in the resolution					No			
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 and Promoter Group	E-Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-Institution	E-Voting	1185818	963341	81.24	963341	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	1185818	963341	81.24	963341	0	100.00	0.00
Public-Non Institution	E-Voting	3197649	628054	19.64	627951	103	99.98	0.02
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3197649	628054	19.64	627951	103	99.98	0.02
Total		10030265	7238193	72.16	7238090	103	100.00	0.00

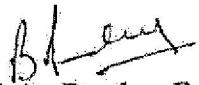


A compact Disc (CD) containing list of equity shareholders who voted "FOR" and "AGAINST" each resolution is submitted with the report.

Thanking you,

Yours faithfully

For M/s. T. Chatterjee & Associates
Practicing Company Secretaries Firm
(FRN No. P2007WB067100)



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

UDIN: A041594D002778900
Place: Kolkata
Date: 22-12-2022

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
TIL Limited
(L74999WB1974PLC041725)
1, Taratolla Road Garden Reach,
Kolkata - 700 024

Sir,

1. L. 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 19-09-2022 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 47th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 21st December 2022 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 19th September 2022 of the 47th AGM of the members of the Company.



2. The Company had provided remote e-voting facility to 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 commenced on Saturday, 17th December 2022 at 9.00 a.m. (IST) and ended on Tuesday, 20th December 2022 at 5.00 p.m. (IST)
3. 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 e-voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 21st December 2022 at 12.11 P.M. and were counted.
5. 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 19th September 2022 of the 47th 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.



7. 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 19th September 2022 of 47th AGM.

ORDINARY BUSINESS

Item No. 1: Ordinary Resolution:

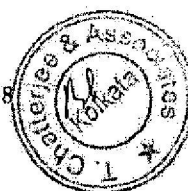
To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2022, together with the Reports of the Board of Directors and the Auditors thereon.

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
107	6274849	100.00

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
2	3	0.00



Item No. 2: Ordinary Resolution

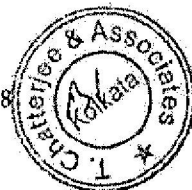
To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2022, together with the Reports of the Auditors thereon.

(I) **Vote in favour of the Resolution:**

No. of members	No. of votes cast by them	% of total number of valid votes cast
107	6274849	100.00

(II) **Vote against the Resolution:**

No. of members	No. of votes cast by them	% of total number of valid votes cast
2	3	0.00



Item No. 3: Ordinary Resolution

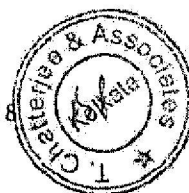
To appoint a Director in place of Mrs. Manju Mazumder (DIN 00743164), who retires by rotation and being eligible offers herself for re-appointment.

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
107	7238090	100.00

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
3	103	0.00



SPECIAL BUSINESS:

Item No. 4: Ordinary Resolution

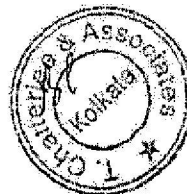
Ratification of the remuneration payable to Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018), Cost Auditors of the Company for the financial year 2022-23.

(I) **Vote in favour of the Resolution:**

No. of members	No. of votes cast by them	% of total number of valid votes cast
109	7238192	100.00

(II) **Vote against the Resolution:**

No. of members	No. of votes cast by them	% of total number of valid votes cast
1	1	0.00



Item No. 5: Special Resolution

Appointment of Mr. Subir Bhattacharyya (DIN 09711826), as an Independent Director of the Company for a term of five consecutive years with effect from 13th September 2022

(I) **Vote in favour of the Resolution:**

No. of members	No. of votes cast by them	% of total number of valid votes cast
107	7238090	100.00

(II) **Vote against the Resolution:**

No. of members	No. of votes cast by them	% of total number of valid votes cast
3	103	0.00



Item No. 6: Special Resolution

Appointment of Mr. Tulsi Das Banerjee (DIN 03573211), as an Independent Director of the Company for a term of five consecutive years with effect from 13th September 2022

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
107	7238090	100.00

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
3	103	0.00

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: A041594D002778900

Place: Kolkata

Date: 22-12-2022