

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 AIMITED

SEKHAR BHAN ACHARJEE COMPANY SECRETARY

Encl: As above



Kolkata Office: "ABHISHEK POINT" 4th Floor, 152, S. P. Mukherjee Road, Kolkata - 700026 Phone: (033) 4060 5149 / 2465 0061 E-mail: tchatterjeeassociates@gmail.com

Delhi Office: 1209, 12th Floor, Ansal Tower, 38 Nehru Place, New Delhi, Delhi - 110019

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).

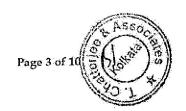
- The Company had also provided e-voting facility for voting during the AGM for the members who attended the meeting through VC/OAVM and had not voted through remote e-voting, to cast their vote during the AGM.
- 3. After the closure of e-voting at the AGM, the report on e-voting done during the AGM 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.

 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	And the second s
Conferencing:	
Promoters and Promoter Group	21
Public	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 Re	quired:					Resolution	on	والمراج والمراج والمراج ووالمواجعة والماران والمراجعة والماران والمراجعة والمراجعة والمراجعة والمراجعة
Whether pro		oter group	are inter	ested in	No			
the resolution								Tis/
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled	No. of Votes- in	No. of Votes- against	% of Votes in favour on votes	% of Votes against
	30.00	(1)	(2)	on outstan	favour (4)	(5)	polled	on votes polled
				ding shares (3)=[(2) /(1)]* 100			(6)=[(4)/(2)] * 100	(7)=[(5)/(2)]*100
Promoter	E-Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
and	Poll		0	0.00	0	0	0.00	0.00
Promoter Group	Postal Ballot (if applicab le)		0	0.00	0	0	0.00	0.00
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-	E-Voting	1185818	0	0.00	0	0	0.00	0.00
Institution	Poll		0	0.00	0	0	0.00	0.00
Institution	Postal Ballot (if applicab le)	A shake the state of the state	0	0.00	0	0	0.00	0.00
	Total	1185818	0	0.00	0	0	0.00	0.00
Public- Non	E-Voting	3197649	628054	19.64	628051	3	100.00	0.00
Institution	Poll		0	0.00	0	0	0.00	0.00
Institution	Postal Ballot (if applicab le)		0	0.00	Ó	0	0.00	00.0
	Total	3197649	628054	19.64	628051	3	100,00	0.00
Total	And the second s	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.

Promoter I and Promoter I Group I	noter/proi	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding 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	
Promoter I and Promoter Group I	Mode of Voting E- Voting Poll	Shares held (1)	Votes Polled (2)	Votes Polled on outstan ding shares (3)=[(2) /(1)]* 100	Votes- in favour	Votes- against	in favour on votes polled (6)=[(4)/(2)	Votes against on votes polled (7)=[(5)/(2
Promoter I and Promoter I Group I	Voting E- Voting Poll	Shares held (1)	Votes Polled (2)	Votes Polled on outstan ding shares (3)=[(2) /(1)]* 100	Votes- in favour	Votes- against	in favour on votes polled (6)=[(4)/(2)	Votes against on votes polled (7)=[(5)/(2
and Cromoter Group 1	Voting Poll	5646798	5646798	shares (3)=[(2) /(1)]* 100				
and Cromoter Group I	Voting Poll	5646798	5646798			1		
Promoter I	Poll			100.00	5646798	0	100.00	0.00
Group 1					and the second s		Anna de la companya del companya de la companya del companya de la	0.00
- 1	Postal		0	0.00	0	0	0.00	0.00
[;	Ballot (if applicab		Û	0.00	0	0	0.00	0.00
نسبأ	le) Total	5646798	5646798	100.00	5646798	0	100.00	0.00
	E-	1185818	0	0.00	0	0	0.00	0.00
	Voting	2205020						
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicab le)		0	0.00	0	0	0.00	0.00
	Total	1185818	0	0,00	0	0	0.00	0.00
Public-	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 applicab		0	0.00	0	0	0.00	0.00
-	le) Total	3197649	628054	19.64	628051	3	100.00	0.00
Total	LUIAL	10030265	6274852		6274849		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 Re	quired:				Annual Control of the	Resolution		ing a national section of the sectio
Vhether pron	noter/proi	noter grouj	are inter	ested in	No			
he resolution							T	
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding shares (3)=[(2) /(1)]* 100	No. of Votes- in favour (4)	No. of Votes- against (5)	"/o of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-	5646798	5646798	100.00	5646798	0	100.00	0.00
and	Voting			200	<u> </u>		0.00	0.00
Promoter	Poll		0	0.00	0	0	0.00	0.00
Group	Postal Ballot (if applica ble)		0	0.00	0	0		
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-	E-	1185818	963341	81.24	963341	0	100.00	0.00
Institution	Voting Poll		0	0.00	1 0	0	0.00	0.00
	Postal Ballot (if applica		0	0.00	0	0	0.00	0.00
	ble) Total	1185818	963341	81,24	963341	0	100.00	0.00
Public- Non	E- Voting	3197649	628054	19.64	627951	103	99.98	0.02
Institution	Poll	-	0	0.00	1 0	0	0.00	0.00
Austration	Postal Ballot (if applica	_	0	0.00	0	0	0.00	0.00
	ble) Total	3197649	628054	19.64	627951	103	99,98	0.02
ţ								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 R			w			Resolution		managahayi madhidanan da masa da sa sa d
Whether pro	moter/pro	moter grou	p are inter	rested in	No			
the resolutio								, , , , , , , , , , , , , , , , , , ,
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- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter	E-	5646798	5646798	100.00	5646798	0	100.00	0.00
and	Voting		gan, maga galama ar ana dalaman gan gana kadh bibi da gana kadh bibi	arration is marky broken months account and a			2.00	A 11/1
Promoter	Poll		0	0.00	0	0	0.00	0:00
Group	Postal Ballot (if applica ble)		Ö	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
11011111111111	Poll		0	0.00	0.	0	0.00	0.00
	Postal Ballot (if applica ble)		0	0.00	0	0	0.00	0.00
	Total	1185818	963341	81.24	963341	0	100.00	0.00
Public- Non	E- Voting	3197649	628054	19.64	628053	1	100.00	0.00
Institution	Poll	-	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applica ble)		0	0.00	0	0	0.00	0.00
	Total	3197649	628054	19.64	628053	1	100.00	0.00
Total	_1	10030265	7238193	72.16	7238192	1	100.00	0.00
the later species of the second	<u> </u>	<u> </u>		<u> </u>	1/8	Asie N		general figure page securior and or may be considered to a constitution of

Page 7 of 10

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 R	equired:					esolution		
Whether pro	moter/pro	moter group	are inte	rested in	No			
he resolution			<u> </u>				67 6 77 6	% of
Category	Mode	No. of	No. of	% of	No. of	No. of	% of Votes	% of Votes
	of	Shares	Votes	Votes	Votes-	Votes-	in favour	
	Voting	held	Polled	Polled	in	against	on votes polled	against on votes
			/m\	on	favour	(5)	Ported	polled
		(1)	(2)	outstan	(4)	(5)	(6)=[(4)/(2)]*	portect
2				ding shares			100	
							100	(7)=[(5)/(2
				(3)=[(2) /(1)]*		-)]*100
				100				
Promoter	E-	5646798	5646798	100.00	5646798	0	100.00	0.00
and	Voting	0010.						
Promoter	Poll		0	0.00	0	0	0.00	0.00
Group	Postal		0	0.00	0	0	0.00	0.00
•	Ballot							
	(if	4						
	applica							
	ble)						,	Bar en les
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-	E-	1185818	963341	81.24	963341	0	100.00	0.00
Institution	Voting	_					0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal		0	0.00	0	0	0.00	0.00
	Ballot					84		
	(if							
	applica	a committee						
	ble)	1185818	963341	81.24	963341	0	100.00	0.00
Public-	Total E-	3197649	628054	19.64	627951	103	99.98	0.02
Non	Voting	ジェラアひま う	020003	1,04	027,501	, and any		
Institution	Poll	-	0	0.00	0	0	0.00	0.00
institution	Postal	~	0	0.00	1 0	0	0.00	0.00
	Ballot		*	4.00				
	(if						Kirpen musikala	
	applica					\		
	ble)							
	Total	3197649	628054	19.64	627951	103	99,98	0.02
Total		10030265	7238193	72.16	7238090	103	100.00	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

esolution Re	quired:				Special Re	esolution		
Vhether pron	noter/pro	noter group	are inter	ested in	No			
he resolution		and the same of th		% of	No. of	No. of	% of Votes	% of
	of Voting	Shares	Votes Polled	Votes Polled on	Votes- in favour	Votes- against	in favour on votes polled	Votes against on votes
		(1)	(2)	outstan ding shares (3)=[(2) /(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter	E-	5646798	5646798	100.00	5646798	0	100.00	0.00
and	Voting			0.00	0	0	0.00	0.00
Promoter Group	Poll Postal Ballot	The state of the s	0	0.00	0	0	0.00	0.00
	(if applica ble)							
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-	E-	1185818	963341	81.24	963341	0	100.00	0.00
Institution	Voting	1185818	0	0.00	0	1 0	0.00	0.00
	Poll Postal Ballot (if applica		0	0.00	0	0	0.00	0.00
	ble) Total	1185818	963341	81.24	963341	0	100.00	0.00
Public- Non	E- Voting	3197649	628054	19.64	627951	103	99.98	0.02
Institution	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applica		0	0.00	0	0	0.00	0.00
	ble) Total	3197649	628054	19.64	627951	103	99.98	0.02
		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 **TIL Limited**

T. Chatterjee & Associates

Company Secretaries

Cantiau affice SNeid FIFEK POINT" 4th Floor, 152, S. P. Mukherjee Road, Kolkafa - 700026 Phone: (933) 4060 5149 / 2465 0061 E-mail: tchatterjeeassociates@gmail.com

Delhi Office: 1209, 12th Floor, Ansal Tower, 38 Nehru Place, New Delhi, Delhi - 110019

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
(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, 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.
- 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.



 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	% of total number of					
	them	valid votes cast					
107	6274849	100,00					

No. of members	No.	No. of votes cast by							number	of
	then	n		an in Agrando in an exterior	· · · · · · · · · · · · · · · · · · ·	va	lid	votes c	ast	
2			3			<u> </u>	ng the Come To Past Fast	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	% of total number of				
	them	valid votes cast				
107	6274849	100.00				

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 o	votes	cast	by			total votes c	number ast	of
-	107			723809	0		100.00				

No. of members	No. of votes cast by	% of total number of
	them	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	%	of	total	number	of
	them				va	id v	otes c	ast	
109		723819	2				100	0.00	

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

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

(II) Vote against the Resolution:

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

A compact Disc (CD) containing list of equity shareholders who vote "FOR" and "AGAINSI" 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