

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

21st 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: Proceedings of 47th 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, please find enclosed herewith a summary of the proceedings of the 47th Annual General Meeting (AGM) of the Company held on Wednesday, 21st December, 2022 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 shall also be uploaded in XBRL format on the BSE Listing portal and NEAPS portal, separately.

Please note that as per the enclosed voting results all the resolutions set out in the Notice of the AGM dated 19th September, 2022 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 LIMITED


SEKHAR BHATTACHARJEE
COMPANY SECRETARY

Encl: As above

SUMMARY OF THE PROCEEDINGS OF THE 47TH 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 47th Annual General Meeting ('AGM') of the Company was convened at 10.00 a.m. on Wednesday, 21st December, 2022 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	21	63	84
Total	21	63	84

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 (namely, standalone and consolidated) for the financial year ended 31st March, 2022 were taken as read. The Auditor's Report was also taken as read.

The Chairman informed the shareholders that the Company had obtained approval from the Ministry of Corporate Affairs vide their approval letter dated 21st September, 2022 for extension of time for holding the 47th AGM of the Company.

Thereafter, the Chairman informed the Shareholders that pursuant to the applicable provisions of the Companies Act, 2013 read with the relevant circulars issued by the Ministry of Corporate Affairs and the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the 47th 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 Company had engaged the services of NSDL for providing the e-voting facility to the shareholders. The remote e-voting commenced on Saturday, 17th December, 2022 at 9.00 a.m and ended on Tuesday, 20th December, 2022 at 5.00 p.m.

The Chairman then delivered his speech on the performance of the Company vis-à-vis the economy as a whole.

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.



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.

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 11.29 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 shall submit their Report post verification of the votes.

ANNEXURE-A

DETAILS OF VOTING RESULTS OF 47TH ANNUAL GENERAL MEETING

Date of AGM / EGM	21 st December, 2022
Total number of shareholders on record date (14 th December, 2022 being the cut-off date for determining the no. of shareholders)	9,635
No. of shareholders present in the meeting either in person or through proxy Promoters and Promoters Group: Public:	NOT APPLICABLE
No. of shareholders attended the meeting through Video Conferencing Promoters and Promoters Group: Public:	21 63



ITEM NO. 1: 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

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, 2022 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 Group	E-voting		5646798	100.00	5646798	0	100	0
	Poll	5646798	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		5646798	100.00	5646798	0	100	0
Public -Institution	E-voting		0	0	0	0	0	0
	Poll	1185818	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1185818	0	0	0	0	0
Public-Non Institution	E-voting		628054	19.64	628051	3	100	0
	Poll	3197649	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		3197649	19.64	628051	3	100	0
TOTAL		10030265	6274852	62.56	6274849	3	100	0



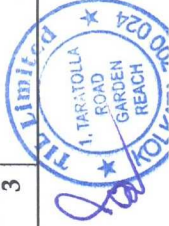
ITEM NO. 2: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2022, together with the Reports of the Auditors thereon.

Resolution Required : Ordinary

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, 2022 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)		-	-	-	-	-	-
	Total		5646798	100.00	5646798	0	100	0
Public -Institution	E-voting		0	0	0	00	0	0
	Poll	1185818	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1185818	0	0	0	00	0	0
Public-Non Institution	E-voting		628054	19.64	628051	3	100	0
	Poll	3197649	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3197649	628054	19.64	628051	3	100	0
TOTAL		10030265	6274852	62.56	6274849	3	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:		No						
"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 Group	E-voting	5646798	5646798	100.00	5646798	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5646798	5646798	100.00	5646798	0	100	0
Public -Institution	E-voting		963341	81.24	963341	0	100	0
	Poll	1185818	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1185818	963341	81.24	963341	0	100	0
Public-Non Institution	E-voting		628054	19.64	627951	103	99.98	0.02
	Poll	3197649	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3197649	628054	19.64	627951	103	99.98	0.02
TOTAL		10030265	7238193	72.16	7238090	103	100	0



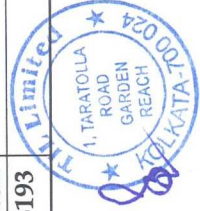
ITEM NO. 4: Ratification of the remuneration payable to Messrs. D. Radhakrishnan & Co., Cost Accountants (Firm Registration No. 000018), Cost Auditors of the Company for the financial year 2022-23.

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

"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 2022-23, amounting to Rs.120,000/- (Rupees 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 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."

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)		-	-	-	-	-	-
	Total	5646798	5646798	100.00	5646798	0	100	0
Public-Institution	E-voting		963341	81.24	963341	0	100	0
	Poll	1185818	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1185818	963341	81.24	963341	0	100	0
Public-Non Institution	E-voting		628054	19.64	628053	1	100	0
	Poll	3197649	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3197649	628054	19.64	628053	1	100	0
TOTAL		10030265	7238193	72.16	7238192	1	100	0
			628054	19.64	628053	1	100	0



ITEM NO. 5: Appointment of Mr. Subir Bhattacharyya (DIN 09711826) as an Independent Director of the Company

Special

Resolution Required :

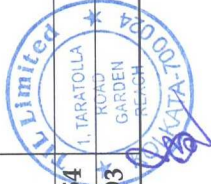
No

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations"), Mr. Subir Bhattacharyya (DIN 09711826), whose appointment has been approved by the Board of Directors and who has submitted a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years with effect from 13th September 2022 and whose office shall not be 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.”

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	5646798	0	100	0
	Poll	5646798	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5646798	5646798	100	5646798	0	100	0
Public -Institution	E-voting		963341	81.24	963341	0	100	0
	Poll	1185818	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1185818	963341	81.24	963341	0	100	0
Public-Non Institution	E-voting		628054	19.64	627951	103	99.98	0.02
	Poll	3197649	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3197649	628054	19.64	627951	103	99.98	0.02
TOTAL		10030265	7238193	72.16	7238090	103	100	0
		3197649	628054	19.64	627951	103	99.98	0.02



ITEM NO. 6: Appointment of Mr. Tuls Das Banerjee (DIN 03573211) as an Independent Director of the Company

Resolution Required:		Special						
Whether promoter/ promoter group are interested in the agenda/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/Promoter Group	E-voting		5646798	100	5646798	0	100	0
	Poll	5646798	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	5646798	5646798	100	5646798	0	100	0
Public -Institution	E-voting		963341	81.24	963341	0	100	0
	Poll	1185818	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1185818	963341	81.24	963341	0	100	0
Public-Non Institution	E-voting		628054	19.64	627951	103	99.98	0.02
	Poll	3197649	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3197649	628054	19.64	627951	103	99.98	0.02
TOTAL		10030265	7238193	72.16	7238090	103	100	0
			628054	19.64	627951	103	99.98	0.02



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."

"RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 ('Act') and the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('SEBI Listing Regulations'), Mr. Tuls Das Banerjee (DIN 03573211), whose appointment has been approved by the Board of Directors and who has submitted a declaration to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations, be and is hereby appointed as an Independent Director of the Company for a term of five consecutive years with effect from 13th September 2022 and whose office shall not be liable to retire by rotation.