

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

10th September, 2021

The Secretary
The Calcutta Stock Exchange
Ltd.
7, Lyons Range
Kolkata 700 001

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 46th 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 46th Annual General Meeting (AGM) of the Company held on Friday, 10th September, 2021 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.

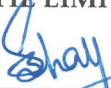
The Consolidated Scrutinizer's Report dated 10th September, 2021, pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 and 21(1) of the Companies (Management and Administration) 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 31st May, 2021 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 46TH 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 46th Annual General Meeting ('AGM') of the Company was convened at 10.00 a.m. on Friday, 10th September, 2021 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	30	51
Total	21	30	51

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, 2021 were taken as read. The Auditor's Report was also taken as read.

The Chairman informed the Shareholders that pursuant to the General Circular No. 02/2021 dated 13th January 2021 issued by the Ministry of Corporate Affairs read with SEBI Circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15.01.2021 the 46th 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, 7th September, 2021 at 9.00 a.m and ended on Thursday, 9th September, 2021 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 11.20 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 31st May, 2021 were approved by the Members with requisite majority.

ANNEXURE-A

DETAILS OF VOTING RESULTS OF 46TH ANNUAL GENERAL MEETING

Date of AGM / EGM	10th September, 2021
Total number of shareholders on record date (3 rd September, 2021 being the cut-off date for determining the no. of shareholders)	10,426
No. of shareholders present in the meeting either in person or through proxy	NOT APPLICABLE
Promoters and Promoters Group: Public:	
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoters Group: Public:	21 30



(3)

ITEM NO. 1: To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2021, and the Reports of the Board of Directors and the Auditors thereon.

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

"RESOLVED THAT the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2021 together with the Reports of the Board of Directors and the Auditors thereon, be and are hereby received, considered and adopted."

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, 2021 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	% OF VOTES IN FAVOUR (4)
Promoter/Promoter Group	E-voting	5646798	100.00	5646798	0
	Poll	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-
Total	5646798	5646798	100.00	5646798	0
Public -Institution	E-voting	1040814	82.32	1040814	0
	Poll	-	-	-	-
	Postal Ballot (if applicable)	1264321	-	-	-
Total	1264321	1040814	82.32	1040814	0
Public-Non Institution	E-voting	37974	1.22	37968	6
	Poll	-	-	-	-
	Postal Ballot (if applicable)	3119146	-	-	-
Total	3119146	37974	1.22	37968	6
TOTAL	10030265	6725586	67.05	6725580	6



(4)

ITEM NO. 2: To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021, together with the Reports of the Auditors thereon.

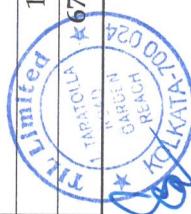
Resolution Required:

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

Ordinary
No

"RESOLVED THAT the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2021 together with the Reports of the Auditors thereon, be and are hereby received, considered and adopted."

Promoter /Promoter Group	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 Group	E-voting			5646798	100.00	5646798	0	100	0
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total			5646798	100.00	5646798	0	100	0	0
Public -Institution	E-voting		1040814	82.32	1040814	0	100	0	0
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total			1264321	1040814	82.32	1040814	0	100	0
Public-Non Institution	E-voting		37753	1.21	37747	6	99.98	0.02	-
	Poll		-	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-	-
Total			3119146	37753	1.21	37747	6	99.98	0.02
TOTAL			10030265	6725365	67.05	6725359	6	100	0



ITEM NO. 3: To appoint a Director in place of Mr. Sumit Mazumder (DIN: 00116654), who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required :

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

"RESOLVED THAT Mr. Sumit Mazumder (DIN 00116654), 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."

Resolution Required :		Ordinary	
Whether promoter/ promoter group are interested in the agenda/resolution:		yes	
CATEGORY	MODE OF VOTING	NO. OF SHARES HELD (1)	NO. OF VOTES POLLED (2)
Promoter/Promoter Group	E-voting	5646798	100.00
	Poll	-	-
	Postal Ballot (if applicable)	-	-
Total		5646798	100.00
Public -Institution	E-voting	1040814	82.32
	Poll	-	-
	Postal Ballot (if applicable)	-	-
Total		1264321	1040814
Public-Non Institution	E-voting	37753	1.21
	Poll	3119146	-
	Postal Ballot (if applicable)	-	-
Total		3119146	37753
TOTAL		100030265	6725365
No. of Votes Polled		NO. OF VOTES IN FAVOUR (4)	NO. OF VOTES AGAINST (5)
(3)=[(2)/(1)]*100		(6)=[(4)/(2)]*100	
% OF VOTES POLLED ON OUTSTANDING SHARES		% OF VOTES AGAINST ON VOTES POLLED	
(3)=[(2)/(1)]*100		(6)=[(4)/(2)]*100	
% OF VOTES AGAINST ON VOTES POLLED		(7)=[(5)/(2)*100]	



(6)

ITEM NO. 4: To appoint Messrs. Singhi & Co, Chartered Accountants (Firm Registration No. 302049E) as Statutory Auditors of the Company for a term of five years.

Resolution Required :

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

No

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and 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), Messrs. Singhi & Co., Chartered Accountants (Registration No. 302049E), be and is hereby appointed as the Statutory Auditors of the Company for a term of five years commencing from the conclusion of this Annual General Meeting till the conclusion of the 51st Annual General Meeting of the Company at such remuneration and out of pocket expenses, as may be decided by the Board of Directors 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)	NO. 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	1040814	1040814	82.32	1040814	0	100	0
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Total		1264321	1040814	82.32	1040814	0	100	0
Public-Non Institution	E-voting	37753	1.21	37697	56	99.85	0.15	
	Poll	-	-	-	-	-	-	-
	Postal Ballot (if applicable)	-	-	-	-	-	-	-
Total		3119146	37753	1.21	37697	56	99.85	0.15
TOTAL		100030265	6725365	67.05	6725309	56	100	0



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ITEM NO. 5: 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 2021-22.

Resolution Required :	Whether promoter/ promoter group are interested in the agenda/resolution:	No	Ordinary
"RESOLVED THAT pursuant to the provisions of Section 148 and 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 2021-22, 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 authorised 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)
Promoter/Promoter Group			% OF VOTES POLLED ON OUTSTANDING SHARES (3)=[(2)/(1)]*100
E-voting		5646798	5646798
Poll		-	-
Postal Ballot (if applicable)		-	-
Total		5646798	100
			5646798
Public -Institution			
E-voting		1040814	82.32
Poll		-	-
Postal Ballot (if applicable)		-	-
Total		1264321	1040814
			82.32
Public-Non Institution			
E-voting		37753	1.21
Poll		-	-
Postal Ballot (if applicable)		-	-
Total		3119146	37753
			1.21
TOTAL		10030265	6725365
			67.05
			
			67.05
			6725309
			56
			100
			0.15
			0

8

ITEM NO. 6: Re-appointment of Dr. T. Mukherjee (DIN 00004777) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 1st April 2021

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

"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'), Dr. T. Mukherjee (DIN 00004777), whose re-appointment has been recommended by the Nomination & Remuneration Committee and 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 re-appointed as an Independent Director of the Company for a further term of five consecutive years with effect from 1st April, 2021 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		1040814	82.32	1040814	0	100	0
	Poll	1264321	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	1264321	1040814	82.32	1040814	0	100	0
Public-Non Institution	E-voting		37753	1.21	37597	156	99.59	0.41
	Poll	3119146	-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	3119146	37753	1.21	37597	156	99.59	0.41
	TOTAL	10030265	6725365	67.05	6725209	156	100	0



(9)

ITEM NO. 7: Re-appointment of Ms. Veena Hingarh (DIN 00885567) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 26th March 2021

Resolution Required :	Special																																																						
Whether promoter/ promoter group are interested in the agenda/resolution:	No																																																						
"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'), Ms. Veena Hingarh (DIN 00885567), whose re-appointment has been recommended by the Nomination & Remuneration Committee and the Board of Directors and who has submitted a declaration to the effect that she 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 re-appointed as an Independent Director of the Company for a further term of five consecutive years with effect from 26th March, 2021, 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."																																																						
Promoter/Promoter Group	<table border="1"> <thead> <tr> <th>CATEGORY</th><th>MODE OF VOTING</th><th>NO. OF SHARES HELD (1)</th><th>NO. OF VOTES POLLED (2)</th><th>% OF VOTES POLLED ON OUTSTANDING SHARES (3)=(2)/(1)*100</th><th>NO. OF VOTES IN FAVOUR (4)</th><th>NO. OF VOTES AGAINST (5)</th><th>% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4)/(2)*100</th><th>% OF VOTES AGAINST ON VOTES POLLED (7)=(5)/(2)*100</th></tr> </thead> <tbody> <tr> <td>E-voting</td><td></td><td>5646798</td><td>5646798</td><td>100</td><td>5646798</td><td>0</td><td>100</td><td>0</td></tr> <tr> <td>Poll</td><td></td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr> <tr> <td>Postal Ballot (if applicable)</td><td></td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr> <tr> <td>Total</td><td></td><td>5646798</td><td>5646798</td><td>100</td><td>5646798</td><td>0</td><td>100</td><td>0</td></tr> </tbody> </table>	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	E-voting		5646798	5646798	100	5646798	0	100	0	Poll		-	-	-	-	-	-	-	Postal Ballot (if applicable)		-	-	-	-	-	-	-	Total		5646798	5646798	100	5646798	0	100	0									
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																																															
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Poll		-	-	-	-	-	-	-																																															
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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																																															
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Postal Ballot (if applicable)		-	-	-	-	-	-	-																																															
Total		1264321	1040814	82.32	1040814	0	100	0																																															
Public-Non Institution	<table border="1"> <thead> <tr> <th>CATEGORY</th><th>MODE OF VOTING</th><th>NO. OF SHARES HELD (1)</th><th>NO. OF VOTES POLLED (2)</th><th>% OF VOTES POLLED ON OUTSTANDING SHARES (3)=(2)/(1)*100</th><th>NO. OF VOTES IN FAVOUR (4)</th><th>NO. OF VOTES AGAINST (5)</th><th>% OF VOTES IN FAVOUR ON VOTES POLLED (6)=(4)/(2)*100</th><th>% OF VOTES AGAINST ON VOTES POLLED (7)=(5)/(2)*100</th></tr> </thead> <tbody> <tr> <td>E-voting</td><td></td><td>37753</td><td>1.21</td><td>37597</td><td>156</td><td>99.59</td><td>99.59</td><td>0.41</td></tr> <tr> <td>Poll</td><td></td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr> <tr> <td>Postal Ballot (if applicable)</td><td></td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td><td>-</td></tr> <tr> <td>Total</td><td></td><td>3119146</td><td>37753</td><td>1.21</td><td>37597</td><td>156</td><td>99.59</td><td>0.41</td></tr> <tr> <td>TOTAL</td><td></td><td>10030265</td><td>6725365</td><td>67.05</td><td>6725209</td><td>156</td><td>100</td><td>0</td></tr> </tbody> </table>	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	E-voting		37753	1.21	37597	156	99.59	99.59	0.41	Poll		-	-	-	-	-	-	-	Postal Ballot (if applicable)		-	-	-	-	-	-	-	Total		3119146	37753	1.21	37597	156	99.59	0.41	TOTAL		10030265	6725365	67.05	6725209	156	100	0
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																																															
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T. Chatterjee & Associates
 Practicing Company Secretaries
 FRN - P2007WB067100

Office "ABHISHEK POINT" (4th Floor)
 152, S P Mukherjee Road, Kolkata - 700026
 Phone : (033) 4060 5149 / 6459 7983, Mobile : 8017287937
 E-mail : tchatterjeeassociates@gmail.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
(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 31-05-2021 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 46th Annual General Meeting (**AGM**) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 10th September 2021, 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 31st May 2021 of the 46th 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, 7th September 2021 (09:00 A.M IST) to Thursday, 9th September 2021 (5:00 P.M IST).



(ii)

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 voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 10th September 2021 at 12:12 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 31st May 2021 of the 46th 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 31st May 2021 of 46th AGM.



Date of the AGM	10-09-2021
Total number of shareholders on record date	10426
No. of Shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	NOT APPLICABLE
Public:	
No. of Shareholders attended the meeting through video Conferencing:	
Promoters and Promoter Group	21
Public	30



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 2021, and 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	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5646798	100.00	5646798	0	100.00	0.00
Public-Institution	E-Voting	1264321	1040814	82.32	1040814	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1264321	82.32	1040814	0	100.00	0
Public- Non Institution	E-Voting	3119146	37974	1.22	37968	6	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3119146	1.22	37968	6	99.98	0.02
Total		10030265	6725586	67.05	6725580	6	100	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 2021, 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	No. of Votes Polled	% 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	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-Institution	E-Voting	1264321	1040814	82.32	1040814	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00
Public-Non Institution	E-Voting	3119146	37753	1.21	37747	6	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3119146	37753	1.21	37747	6	99.98	0.02
Total		10030265	6725365	67.05	6725359	6	100.00	0.00



Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Sumit Mazumder (DIN: 00116654), who retires by rotation and being eligible offers himself for re-appointment.

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					Yes			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes-in favour	No. of Votes-against	% 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	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5646798	5646798	100.00	5646798	0	100.00
Public-Institution	E-Voting	1264321	1040814	82.32	1040814	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1264321	1040814	82.32	1040814	0	100.00
Public-Non Institution	E-Voting	3119146	37753	1.21	37587	166	99.56	0.44
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3119146	37753	1.21	37587	166	99.56
Total		10030265	6725365	67.05	6725199	166	100.00	0.00



Item No. 4: Ordinary Resolution

To appoint Messrs. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E) as Statutory Auditors of the Company for a term of five years.

Resolution Required:					Ordinary Resolution			
Whether promoter/promoter group are interested in the resolution					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% 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	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-Institution	E-Voting	1264321	1040814	82.32	1040814	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00
Public-Non Institution	E-Voting	3119146	37753	1.21	37697	56	99.85	0.15
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3119146	37753	1.21	37697	56	99.85	0.15
Total		10030265	6725365	67.05	6725309	56	100.00	0.00



SPECIAL BUSINESS:

Item No. 5: 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 2021-22.

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	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5646798	100.00	5646798	0	100.00	0.00
Public-Institution	E-Voting	1264321	1040814	82.32	1040814	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1264321	82.32	1040814	0	100.00	0.00
Public-Non Institution	E-Voting	3119146	37753	1.21	37697	56	99.85	0.15
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3119146	1.21	37697	56	99.85	0.15
Total		10030265	6725365	67.05	6725309	56	100.00	0.00



Item No. 6: Special Resolution

Re-appointment of Dr. T. Mukherjee (DIN 00004777) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 1st April 2021

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	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		5646798	5646798	100.00	5646798	0	100.00
Public-Institution	E-Voting	1264321	1040814	82.32	1040814	0	100.00	0.00
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1264321	1040814	82.32	1040814	0	100.00
Public-Non Institution	E-Voting	3119146	37753	1.21	37597	156	99.59	0.41
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3119146	37753	1.21	37597	156	99.59
Total		10030265	6725365	67.05	6725209	156	100	0.00



Item No. 7: Special Resolution

Re-appointment of Ms. Veena Hingarh (DIN 00885567) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 26th March 2021

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	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	5646798	5646798	100.00	5646798	0	100.00	0.00	
Public-Institution	E-Voting	1264321	1040814	82.32	1040814	0	100.00	0.00	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	1264321	1040814	82.32	1040814	0	100.00	0.00	
Public-Non Institution	E-Voting	3119146	37753	1.21	37597	156	99.59	0.41	
	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	3119146	37753	1.21	37597	156	99.59	0.41	
Total		10030265	6725365	67.05	6725209	156	100	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: A041594C000932704
Place: Kolkata
Date: 10-09-2021**

(21)

T. Chatterjee & AssociatesPracticing Company Secretaries
FRN - P2007WB067100Office "ABHISHEK POINT" (4th Floor)-
152, S. P. Mukherjee Road, Kolkata - 700026
Phone (033) 4060 5149 / 6459 7983, Mobile : 8017287937
E-mail : tchatterjeeassociates@gmail.com**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. 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 31-05-2021 as the Scrutinizer to scrutinize the remote e-Voting and electronic voting during 46th Annual General Meeting (AGM) of the Company held through Video Conferencing (VC) / Other Audio Video Means (OAVM) on 10th September 2021 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 31st May 2021 of the 46th AGM 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, 7th September 2021 (09:00 A.M IST) to Thursday, 9th September 2021 (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 voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked on 10th September 2021 at 12:12 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 31st May 2021 of the 46th 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 31st May 2021 of 46th 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 2021, and 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
100	6725580	100.00

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
3	6	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 2021, 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
99	6725359	100.00

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
3	6	0.00



Item No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Sumit Mazumder (DIN: 00116654), who retires by rotation and being eligible offers himself 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
96	6725199	100.00

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
6	166	0.00



Item No. 4: Ordinary Resolution

To appoint Messrs. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E) as Statutory Auditors of the Company for a term of five years.

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
98	6725309	100.00

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
4	56	0.00



SPECIAL BUSINESS:**Item No. 5: 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 2021-22.

(I) Vote in favour of the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
98	6725309	100.00

(II) Vote against the Resolution:

No. of members	No. of votes cast by them	% of total number of valid votes cast
4	56	0.00



Item No.6: Special Resolution

Re-appointment of Dr. T. Mukherjee (DIN 00004777) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 1st April 2021

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

No. of members	No. of votes cast by them	% of total number of valid votes cast
97	6725209	100.00

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

No. of members	No. of votes cast by them	% of total number of valid votes cast
5	156	0.00



Item No. 7: Special Resolution

Re-appointment of Ms. Veena Hingarh (DIN 00885567) as Independent Director of the Company for a further term of five (5) consecutive years with effect from 26th March 2021

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

No. of members	No. of votes cast by them	% of total number of valid votes cast
97	6725209	100.00

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

No. of members	No. of votes cast by them	% of total number of valid votes cast
5	156	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: A041594C000932704

Place: Kolkata

Date: 10-09-2021