

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 BHANTACHARJEE 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: tchatterjeeassoclates@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	A THE REAL PROPERTY AND ADDRESS OF THE PARTY
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:				Ordinary	Resolutio	on	i kant programija da samalingan te kantana kantana kantana kantana kantana kantana kantana kantana kantana kan
Whether proi		oter group	are inter	ested in	No			
the resolution								is /
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-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	O.	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	1	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicab le)	The design of the latter of th	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
	Postal Ballot (if applicab le)		0	0.00	0	0	0.00	0.00
	Total	3197649	628054	19.64	628051	3	100,00	0.00
Total	д у формунического формун (A) формун у различин (A) формун и далжан	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 I	Required:	and the second			Ordinary	Resolutio	n	
Whether pro	moter/pro	moter grou	p are inter	rested in	No		•	
the resolution			•					galakan makada perioda arang alam penganakan mengan sakara sakara sakara sakara sakara sakara sakara sakara sa
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on	No. of Votes- in favour	No. of Votes- against	% of Votes in favour on votes polled	% of 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				and angressioners regions to price the Park Alback and Alback and Alback	and the state of t	and the second s	disconsistence de la companya del companya de la companya del companya de la comp
Promoter	Poll		0	0.00	0	0	0.00	0.00
Group	Postal Ballot (if applicab		0	0.00	0	0	0.00	0.00
	le) Total	5646798	5646798	100.00	5646798	0	100.00	0.00
Public-	E-	1185818	0	0.00	0	0	0.00	0.00
Institution	Voting Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicab le)		0	0.00	0	0	0.00	0.00
e circumstante	Total	1185818	0	0,00	0	0	0.00	0.00
Public-	E- Vofing	3197649	628054	19.64	628051	3	100.00	0.00
Non Institution	Poll		0	0.00	0	0	0.00	0.00
Histitution	Postal Ballot (if applicab		0	0.00	0	0	0.00	00,00
	le)	0107640	628054	19.64	628051	3	100.00	0.00
Total	Total	3197649 10030265			6274849		100.00	0.00
		1	<u>. L</u>	1			<u>. L.</u>	Ésé grámusmerta sáid (semestras sem



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	equired:		N		Ordinary	Resolution		in a second control of the second control of
Whether pron	noter/proi	noter group	p are inter	ested in	No			
the resolution	-						T:	Andrews of the second s
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						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	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
1113111411011	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
Publie- 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
Tijotttuttoit	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



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	equired:					Resolution		managatha phonor of the state o
Whether pro	moter/pro	moter grou	p are inte	rested in	No			
the resolutio	n	· · · · · · · · · · · · · · · · · · ·						
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled	% of Votes Polled on outstan ding	No. of Votes- in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*	% of Votes against on votes polled
				shares (3)=[(2) /(1)]* 100			100	(7)=[(5)/(2)]*100
Promoter and	E- Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
Promoter	Poll	Ï	0	0.00	0	0	0.00	0.00
Group	Postal Ballot (if applica		0	0.00	0	0	0.00	0.00
	ble)		# 2 2 2 m A A	400.00	ECACTOO	ļ	100.00	0.00
	Total	5646798	5646798	100.00 81.24	56 46798 963341	0	100.00	0.00
Public-	E- Voting	1185818	963341	81.24	905341	U	100.00	0.00
Institution	Poll	ř	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		10030265	7238193	72.16	7238192	1	100.00	0.00
White the second of the second		1	igra erm imirosopmiser am		18	A 8,00%		Annah dan samuran samuran dan

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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 grou	p are inte	rested in	No			
the resolutio	n-						1.22	L az
Category	Mode of Voting	No. of Shares held (1)	No. of Votes Polled (2)	% of Votes Polled on outstan ding shares (3)=[(2)	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
				/(1)]* 100			1)] .100
Promoter and	E- Voting	5646798	5646798	100.00	5646798	0	100.00	0.00
anu Promoter	Poll	-	0	0.00	0	0	0.00	0.00
Group	Postal Ballot		0	0.00	0	O:	0.00	0.00
	(if applica ble)	The state of the s						
	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	-	0	0.00	0	0	0.00	0.00
	applica 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)		600054	10 CA	627951	103	99,98	0.02
	Total	3197649	628054	19.64 72.16	7238090		100.00	0.00
Total	and the second s	10030265	7238193	72.16	1230090	100	100,00	



Item No. 6: Special Resolution
Appointment of Mr. Tulst Das Banerjee (DIN 03573211), as an Independent Director of the Company for a term of five consecutive years with effect from 13th September 2022

sesoinmon is	equired:				Special Re	esolution		
Vhether pror	noter/proi	noter group	are inter	ested in	No			
he resolutior				and the second s				nt "C
Category	Mode of Voting	Shares	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	3030730	O3.30.					
Promoter	Poll	ŀ	0	0.00	0	0	0.00	0.00
Group	Postal Ballot (if applica		0	0.00	0	0	0.00	0.00
	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 Poll	1	0	0.00	0	Ö	0.00	0.00
	Postal Ballot (if applica		0	0.00	Ö	0	0.00	0.00
	ble) Total	1185818	963341	81.24	963341	0	100.00	0.00
Public-	E-	3197649	628054	19.64	627951	103	99.98	0.02
Non Institution	Voting Poll	-	0	0.00	0	0	0.00	0.00
Institution	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
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

T. Chatterjee & Associates

Company Secretaries

Continuesion SN946NEK 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 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 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 them	% of total number of valid votes cast
:	107	6274849	100.00

							-				-
Į	No. of members	No.	of	votes	cast	by	%	of	total	number	of
-		then	n				va	lid s	votes c	ast	
	The state of the s			3			<u> </u>		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	0/0	of	total	number	of
	then	1				va	lid v	votes c	ast	
107			627484	9				100	0.00	

No. of members	No.	of	votes	cast	by	%	of	total	number	of
	then	1				va	liđ 1	votes c	ast	
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		% of total number of 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

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
	then	1				va	lid y	otes c	ast	j
109		*********	723819	2				100	0.00	

No. of members	No. of votes cast by	% of total number of				
	them	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:

Γ	No. of members	No.	of	votes	cast	by	%	of	total	number	of
	W	them						lid '	votes c	ast	
	107	7238090							100	0.00	

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	Į.			number	of
them						val	id v	votes c	ast	
107	7238090							100	0.00	

(II) Vote against the Resolution:

No.	. of members	No.	ot	votes	cast	by	9/0	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 "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